

To whom it may concern:

Company Name	IBJ, Inc.
Representative	Shigeru Ishizaka Representative Director and President/CEO
Code	6071
Inquiries	Ibuki Takane Director of Corporate Planning Department
Telephone No.	080-7027-0983

Notice Regarding Commencement of the Tender Offer for Shares of Decollte Holdings Corporation (Securities Code: 7372)

IBJ, Inc. (the “Tender Offeror”) hereby announces that it has decided today to acquire the common shares of Decollte Holdings Corporation (the “Target Company”; the shares to be acquired, the “Target Company Shares”) through a tender offer under the Financial Instruments and Exchange Act (the “Tender Offer”).

1. Purpose of the Tender Offer

(1) Outline of the Tender Offer

At the meeting of its Board of Directors held today, the Tender Offeror resolved to conduct the Tender Offer targeting the Target Company Shares listed on the Growth Market of the Tokyo Stock Exchange, for the main purpose of making the Target Company a consolidated subsidiary. The Tender Offeror concluded, on April 25, 2025, a business alliance agreement with Target Company (the “Business Alliance Agreement”) and, as of today, owns 1,690,000 shares of the Target Company Shares (shareholding ratio: 32.96%) and as the largest shareholder considers the Target Company as an affiliated company accounted for by the equity-method.

At the time of the Tender Offer, the Tender Offeror concluded a tender offer agreement, as of today’s date, with the second largest shareholder of the Target Company, Mr. Kenichiro Kobayashi (number of shares owned: 280,000 shares; shareholding ratio: 5.46%) and agreed on the tendering of all of the Target Company Shares held by Mr. Kobayashi.

Furthermore, if the Tender Offeror is unable to acquire a majority of the voting rights of the Target Company through the Tender Offer, after the Tender Offer, the Tender Offeror intends to additionally acquire just enough shares of the Target Company Shares for the Tender Offeror to obtain a majority of the voting rights of the Target Company by an in-market acquisition or by a third-party allocation or disposal of treasury shares wherein the Tender Offeror is the allottee, and the specific timing and method thereof is planned to be deliberated with the Target Company (the Tender Offer and the additional acquisition of the Target Company Shares, collectively, the “Transaction”).

(2) Purpose of the Tender Offer

The Tender Offeror believes that, as a result of repeated discussions and deliberations with the Target Company on the deepening of business alliances and their synergy by making the Target Company a consolidated subsidiary, the implementation of each initiative and alliance in (a) through (c) below and the realization of synergy are possible:

- (a) Strengthening of sending successfully married couples of the Tender Offeror group as customers to the Target Company group’s photo wedding services;
- (b) Sharing and alliance of marketing know-how and efficient hiring and development of personnel as a group; and
- (c) Development of new businesses in photo wedding services and adjacent industries.

The Tender Offeror also deliberated making the Target Company a wholly owned subsidiary from the perspective of maximizing the above synergy; however, by considering that the Target Company's current business has been formed by the Target Company's autonomous management thus far and that the Target Company's management has deeper knowledge and experience than the Tender Offeror regarding the photo wedding business conducted by the Target Company group, the Tender Offeror believes that respecting the Target Company's autonomy to manage and the Target Company continuing the business with its unique management philosophy and originality and ingenuity would contribute to improve the Target Company group's—and by extension the Tender Offeror group's—corporate value after the Tender Offer. Therefore, the Tender Offeror believes that maintaining the listing of the Target Company Shares even after the Tender Offer would be appropriate and has determined that making the Target Company a consolidated subsidiary instead of a wholly owned subsidiary would be desirable.

Based on the above deliberations, the Tender Offeror arrived at the determination that strengthening the capital relationship between the Tender Offeror and the Target Company and building a stronger business alliance relationship would contribute to the further development and expansion of the Tender Offeror group including the Target Company and the improvement of their corporate values, and, therefore, it would be desirable for the Tender Offeror to conduct the Transaction and make the Target Company a consolidated subsidiary. Furthermore, the dis-synergy due to making the Target Company a consolidated subsidiary of the Tender Offeror through the Transaction was also deliberated, but no specific occurrence of dis-synergy is expected at this time.

(3) Planned Additional Acquisition of Target Company's Shares, etc. after the Tender Offer

Since the main purpose of the Tender Offeror in the Tender Offer is to make the Target Company a consolidated subsidiary and the policy is to continue maintaining the listing of the Target Company Shares even after the successful completion of the Tender Offer, if the Tender Offeror acquires a majority of the voting rights of the Target Company through the Tender Offer and achieves such purpose, the Tender Offeror has no plans at this time to additionally acquire the shares, etc. of the Target Company after the Tender Offer.

On the other hand, if the Tender Offeror is unable to acquire a majority of the voting rights of the Target Company through the Tender Offer, after the Tender Offer, the Tender Offeror intends to additionally acquire just enough shares of the Target Company Shares for the Tender Offeror to obtain a majority of the voting rights of the Target Company by an in-market acquisition or by a third-party allocation or disposal of treasury shares wherein the Tender Offeror is the allottee. The specific timing and method thereof are planned to be deliberated with the Target Company.

(4) Prospect of Delisting and Reasons Thereof

As of today, the Target Company Shares are listed on the Growth Market of the Tokyo Stock Exchange. However, the Tender Offer is not intended to delist the Target Company Shares, and the Tender Offeror will conduct the Tender Offer for up to 878,900 shares (shareholding ratio: 17.14%). Therefore, the number of the Target Company Shares held by the Tender Offeror after the successful completion of the Tender Offer is planned to be at most 2,568,900 shares (shareholding ratio: 50.10%), and the Target Company Shares are expected to remain listed on the Growth Market of the Tokyo Stock Exchange.

In addition, if the total number of tendered shares reaches the maximum number of shares to be purchased, it has been estimated that the number of outstanding shares will be 22,509 units, the ratio of outstanding shares will be 39.70%, and the market capitalization of outstanding shares will be JPY 780 million, calculated based on the closing price of JPY 350 of the Target Company Shares on the Growth Market of the Tokyo Stock Exchange on November 11, 2025, which is the business day prior to the announcement date of the Tender Offer, and since each value is anticipated to substantially exceed the listing maintenance criteria wherein the number of outstanding shares is 1,000 units, the ratio of outstanding shares is 25%, and the market capitalization of outstanding shares is JPY 500 million, there is no prospect of a failure to meet the delisting criteria.

2. Outline of the Tender Offer

(1) Outline of the Target Company

(i)	Name	Decollte Holdings Corporation
(ii)	Address	12F Nissei Sannomiya Building, 4-4-17 Kanocho, Chuo-ku, Kobe-shi

(iii) Name and title of representative	Kenji Arai, Representative Director and President/CEO
(iv) Details of business	1. Ownership of shares of subsidiaries operating wedding photo and other studios 2. Operation of fitness gyms 3. Management guidance to subsidiaries and acceptance of internal controls services

(2) Schedule

(i) Schedule

Date of resolution of the Board of Directors	November 12, 2025 (Wednesday)
Date of public notice of commencement of tender offer	November 13, 2025 (Thursday) Public notices will be made electronically, and a notice to that effect will be published in the Nihon Keizai Shimbun. (URL of electronic notices: https://disclosure2.edinet-fsa.go.jp/)
Date of submission of tender offer registration statement	November 13, 2025 (Thursday)

(ii) Tender offer period as stated in the initial notification

From November 13, 2025 (Thursday) to December 18, 2025 (Thursday) (25 business days)

(3) Tender Offer Price

JPY 527 per share of common stock

(4) Number of Shares to be Purchased

Number of shares to be purchased	Minimum number of shares to be purchased	Maximum number of shares to be purchased
878,900 shares	361,000 shares	878,900 shares

(Note 1) If the total number of tendered shares is less than the minimum number of shares to be purchased (361,000 shares), none of the tendered shares will be purchased. If the total number of tendered shares exceeds the maximum number of shares to be purchased (878,900 shares), all or part of the shares exceeding such number shall not be purchased, and the delivery or other settlement of the purchased shares shall be conducted by the method of proportional distribution.

(Note 2) Shares less than one unit are also subject to the Tender Offer. If a right to request a purchase of shares less than one unit is exercised by a shareholder in accordance with the Companies Act, the Target Company may purchase its own shares during the tender offer period in accordance with the procedures under laws and regulations.

(Note 3) The Tender Offeror does not intend to acquire the treasury shares held by the Target Company through the Tender Offer.

3. Policies and Outlook After the Tender Offer

The Tender Offeror intends to maintain the listing of the Target Company Shares on the Growth Market of the Tokyo Stock Exchange even after the successful completion of the Tender Offer and to maintain and respect the autonomy of the Target Company's management.

The policies of the Tender Offeror and the Target Company are to further realize growth strategies by making the Target Company a consolidated subsidiary of the Tender Offeror through the Transaction.

The Tender Offeror also intends to dispatch a director from the Tender Offeror to the Target Company based on the Business Alliance Agreement, and, specifically, intends to request the Target Company to submit, at the Target

Company's 9th Annual General Meeting of Shareholders, scheduled to be held in December 2025, a proposal for the appointment of directors making the Tender Offeror-nominated officer of the Tender Offeror a candidate.

END