

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549



# Form CB

# TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM (Amendment No. 1)

Please place an X in the box(es) to designate the appropriate rule provision(s) reliable Securities Act Rule 801 (Rights Offering)  Securities Act Rule 802 (Exchange Offer)  Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)  Exchange Act Rule 14d-1(c) (Third Party Tender Offer)  Exchange Act Rule 14e-2(d) (Subject Company Response)  Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8)	ied upon to file this Form:
Kabushiki Kaisha Isetan Kabushiki Kaisha Mitsukoshi	
(Names of Subject Company)  Isetan Company Limited  Mitsukoshi, Ltd.	
(Translation of Subject Companies' Names into English (if ap	plicable))
Japan	· //
(Jurisdiction of Subject Companies' Incorporation or Organi	ization)
Isetan Company Limited Mitsukoshi, Ltd.	
(Names of Person(s) Furnishing Form)	
Common Stock (Title of Class of Subject Securities)	<del></del>
N/A	
(CUSIP Number of Class of Securities (if applicable)	)
Isetan Company Limited Attn.: Koji Kawanobe General Manager Public Relations/IR 14-1, Shinjuku 3-chome Shinjuku-ku, Tokyo 106-0222 Japan (phone number: 81-3-3352-1111)	PROCESSED OCT 2 9 2007 THOMSON FINANCIAL
Mitsukoshi, Ltd. Attn.: Yasuhiro Tanaka General Manager PR/IR Office 4-1, Nihonbashi Muromachi 1-chome, Chuo-ku, Tokyo 103-0022 Japan (phone number: 81-3-3241-3311)	
(Names, Addresses (including zip code) and Telephone Numbers (including Authorized to Receive Notices and Communications on Behalf of Sul	
N/A	
(Date Tender Offer/Rights Offering Commenced)	

# PART I — INFORMATION SENT TO SECURITY HOLDERS

#### Item 1. Home Jurisdiction Documents

(a) The following document is attached as an exhibit to this Form:

Exhibit number	Description
1	English translation of a press release dated August 23, 2007 of Isetan Company Limited ("Isetan") and Mitsukoshi, Ltd. ("Mitsukoshi") announcing the establishment of a holding company.
2	English translation of a press release dated October 4, 2007 of Isetan and Mitsukoshi announcing their preparation of a stock-transfer plan and details regarding the establishment of a holding company.
(b)	Not applicable.

# Item 2. Informational Legends

A legend complying with Rule 802(b) under the U.S. Securities Act of 1933, as amended, is included in the English translation of the press release included as Exhibit 1.

# PART II — INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS

Not applicable.

# PART III — CONSENT TO SERVICE OF PROCESS

Each of Isetan and Mitsukoshi has previously filed with the Commission a written irrevocable consent and power of attorney on Form F-X on August 24, 2007.

<sup>&</sup>lt;sup>1</sup> Previously furnished to the Commission as part of Form CB on August 24, 2007.

# PART IV — SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Isetan Company Limited

By:

Name: Nobukazu Muto Title: President & CEO

Date: October 4, 2007

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Mitsukoshi, Ltd.

By:

Name: Kunio Ishizu

Title: President

Date: October 4, 2007

# **EXHIBIT 2**

#### To Whom It May Concern:

Corporate Name:

Isetan Company Limited

Name of the

Nobukazu Muto, Representative

Representative:

Director, President and CEO

Code Number: 8238 TSE 1st section

Contact:

Koji Kawanobe, General Manager of

Public Relations/IR

Telephone: +813-3352-1111

Corporate Name:

Mitsukoshi, Ltd.

Name of the

Kunio Ishizuka, Representative Director

Representative:

and President

Code Number: 2779

TSE 1st section, OSE 1st section and

NSE 1st section

Contact:

Yasuhiro Tanaka, General Manager of

PR/IR Office

Telephone: +813-3241-3311

# Notice concerning the Preparation of a Stock Transfer Plan and the Direction of Management Integration and its Implementation Structure

Isetan Company Limited ("Isetan") and Mitsukoshi, Ltd. ("Mitsukoshi") announce that at the board of directors meeting of each company held today, a stock transfer plan (the "Stock Transfer Plan") was prepared and approved pursuant to an integration agreement (the "Integration Agreement") dated August 23, 2007 under which agreement was made to establish Isetan Mitsukoshi Holdings Ltd. (the "Joint Holding Company") by way of stock transfer (the "Stock Transfer") on April 1, 2008 (planned), subject to approval of a shareholders meeting of each company. In addition, concerning the direction of management integration and its implementation structure, Isetan and Mitsukoshi shall notify herein of the matters which have been decided at this time.

#### Rule 802 Legend

This exchange offer or business combination is made for the securities of a foreign company. The offer is subject to disclosure requirements of a foreign country that are different from those of the United States. Financial statements included in the document, if any, have been prepared in accordance with foreign accounting standards that may not be comparable to the financial statements of United States companies.

It may be difficult for you to enforce your rights and any claim you may have arising under the federal securities laws, since the issuer is located in a foreign country, and some or all of its officers and directors may be residents of a foreign country. You may not be able to sue a foreign company or its officers or directors in a foreign court for violations of the U.S. securities laws. It may be difficult to compel a foreign company and its affiliates to subject themselves to a U.S. court's judgments.

You should be aware that the issuer may purchase securities otherwise than under the exchange offer, such as in open market or privately negotiated purchases.

#### I. Outline of Stock Transfer

# 1. Summary of Stock Transfer

(1) Schedule of Stock Transfer

Board of directors meetings to approve the August 23, 2007 Integration Agreement (both companies)

Execution of the Integration Agreement (both August 23, 2007

companies)

Record date for the extraordinary September 13, 2007

shareholders meeting (both companies) Board of directors meeting to approve the

Stock Transfer Plan (both companies) October 4, 2007

Preparation of the Stock Transfer Plan (both

companies) October 4, 2007

Shareholders meeting to approve the Stock November 20, 2007 (planned)

Transfer Plan

Date of delisting from the Osaka Securities December 21, 2007 (planned)

Exchange (Mitsukoshi)

Date of delisting from the Nagoya Stock March 26, 2008 (planned)

Exchange (Mitsukoshi)

Date of delisting from the Tokyo Stock March 26, 2008 (planned)

Exchange (both companies)

Date of registration of the incorporation of April 1, 2008 (planned)

the Joint Holding Company (effective date) Date of listing of the Joint Holding Company

April 1, 2008 (planned) Date of delivery of share certificates of the Late May, 2008 (planned)

Joint Holding Company

(The schedule may be changed through mutual consultation between both companies if any unavoidable circumstances arise in the course of the procedures to be taken.)

(2) Stock Transfer Ratio

•	Out Italibie, Italio		
	Company	Isetan	Mitsukoshi
	Stock Transfer Ratio	1	0.34

One share of common stock of the Joint Holding Company will be allotted and delivered for each share of common stock of Isetan, and 0.34 share of common stock of the Joint Holding Company will be allotted and delivered for each share of common stock of Mitsukoshi.

However, the Stock Transfer Ratio may be changed through mutual consultation of both companies if there are any material changes in any of the various conditions upon which the ratio has been determined.

New shares to be issued by the Joint Holding Company (planned): (Note 2) 400,380,504 shares of common stock

> The number is based on the total of 225,272,903 shares issued by Isetan (as of August 31, 2007) and the total of 515,022,356 shares issued by Mitsukoshi (as of August 31, 2007). The actual number of new shares issued by the Joint Holding Company may be subject to change.

(3) Basis of and Developments Leading to the Calculation for the Stock Transfer Ratio In order to ensure the fairness of the stock transfer ratio to be used in the Stock Transfer, Mitsubishi UFJ Securities, Co., Ltd. ("Mitsubishi UFJ Securities") and Daiwa Securities SMBC Co. Ltd. ("Daiwa Securities SMBC") were each appointed as financial adviser for the management integration by Isetan and Mitsukoshi, respectively, and commissioned to make the calculation of the stock transfer ratio.

Isetan and Mitsukoshi each took into account the respective stock transfer ratio calculations from Mitsubishi UFJ Securities and Daiwa Securities SMBC and the financial and assets conditions and future outlook of both companies' in their discussions concerning the stock transfer ratio, and upon careful deliberation, arrived at the judgment and reached agreement that the above-mentioned stock transfer ratio is appropriate. Further, there are no changes in the basis of and developments leading to the calculation for the stock transfer ratio as announced in the press release dated August 23, 2007, "Notice of Management Integration of Isetan Company and Mitsukoshi Company through the Establishment of a Joint Holding Company."

#### (4) Relationship with calculation agent

Neither Mitsubishi UFJ Securities nor Daiwa Securities SMBC, the institutions commissioned to calculate the stock transfer ratio, fall under the category of "related parties" with respect to either Isetan or Mitsukoshi.

# (5) Treatment of Share Options and Convertible Bonds of the Companies to Become Wholly-owned Subsidiaries

Concerning share options (shinkabu yoyakuken) that have been issued by Isetan and Mitsukoshi, in light of their terms and conditions and the stock transfer ratio, share options of the Joint Holding Company will be delivered as replacement for the share options currently held.

Concerning subscription rights (*shinkabu hikiukeken*) that have been issued by Isetan for which the provisions set forth in the former Commercial Code prior to the amendments in 2001 are applicable, it is interpreted that they cannot be converted to share options of the Joint Holding Company in the event of a stock transfer. Therefore, subject to renunciation of the subscription rights by each holder of such rights, to each holder of the subscription rights there will be a one-time allotment of share options of Isetan which have the same economic benefit in substance and at the time of the Stock Transfer, share options of the Joint Holding Company will be delivered to replace the share options of Isetan.

Isetan and Mitsukoshi have currently no convertible bonds outstanding.

#### (6) System to promote Management Integration

The management integration will be promoted by an integration preparation committee and sub-committees that have been established by Isetan and Mitsukoshi, Please refer to II. below for details.

#### (7) Listing of the Joint Holding Company

Isetan and Mitsukoshi will apply for listing of shares of the newly incorporated Joint Holding Company on the Tokyo Stock Exchange. As Isetan and Mitsukoshi will become wholly-owned subsidiaries of the Joint Holding Company upon execution of the Stock Transfer, the former will be delisted from the Tokyo Stock Exchange on March 26, 2008 and the latter will be delisted from the Tokyo Stock Exchange on March 26, 2008, the Osaka Securities Exchange on December 21, 2007 and Nagoya Stock Exchange on March 26, 2008, respectively. The date of delisting is subject to the rules of each stock exchange.

# 2. Outline of Parties to Stock Transfer

(1) Corporate Name	Isetan Company Limit	ted	Mitsukoshi, Ltd.	<del></del>	
(2) Line of Business	Department Store Business		Department Store Business		
(3) Date of	September 1930		September 2003		
Incorporation					
(4) Location of Head	14-1 Shinjuku 3-chom	14-1 Shiniuku 3-chome		machi	
Office	Shinjuku-ku, Tokyo		1-chome, Chuo-ku, Tokyo		
	Nobukazu Muto,		Kunio Ishizuka, Representative		
(5) Title and Name of	Representative Direct	or.	Director and President		
Representative	President and CEO	J.,	Birotor and Frostdom		
	36,600 million yen (as	of the	37,404 million yen (as	of the	
(6) Capital	end of March 2007)	. 01 1110	end of February 2007)		
(7) Total Number of	225,179,103 shares (as	s of the	515,022,356 shares (as of the		
Issued Shares	end of March 2007)	or inc	end of February 2007)	or the	
(8) Net Assets	213,194 million yen (a	s of the	162,840 million yen (a	s of the	
(Consolidated)	end of March 2007)	is of the	end of February 2007)	S OI IIIC	
(9) Total Assets	474, 895 million yen (	ac of the	577, 672 million yen (	or of the	
(Consolidated)	end of March 2007)	as or the	end of February 2007)	as or the	
(10) Date of Fiscal Year	End of March		End of February		
End	Elid of Warch		End of Feordary		
(11) Number of	8,834 (as of the end of	March	9,610 (as of the end of		
Employees	2007)	171tai Cii	February 2007)		
(Consolidated)	2007)		1 columny 2007)		
(12) Main Customers	General Customers		General Customers	<del></del>	
(12) Islam Customers	Japan Trustee	T	The Mitsukoshi	Γ	
	Services Bank, Ltd.	4.47%	Welfare Foundation	7.81%	
	(Trust Account)	"""	Translation our during the state of the stat	1.0170	
	Onward Kashiyama	<del>                                     </del>	Japan Trustee		
	Co., Ltd.	4.16%	Services Bank, Ltd.	4.53%	
	, Co., E.C.	"""	(Trust Account)	1.5570	
	The Master Trust	1	The Master Trust	<del> </del>	
ĺ	Bank of Japan, Ltd.	4.09%	Bank of Japan, Ltd.	2.42%	
(13) Major	(Trust Account)	''''	(Trust Account)	]	
Shareholders and	Meiji Yasuda Life	1	Otsuka Kagu, Ltd.	<del> </del> -	
Shareholding Ratios	Insurance Company	3.04%	Olbana Haga, Dia.	2.27%	
	NIPPONKOA	<del> </del>	Mitsui Life Insurance	<del>                                     </del>	
	Insurance Company,	2.30%	Company Limited	2.17%	
	Limited	1.5070	Company Emilion		
	The Bank of	<del> </del>	The Mitsukoshi	<b></b>	
	Tokyo-Mitsubishi	2.26%	Employee	1.68%	
	UFJ, Ltd.	2.20%	Stockholders' Group	1.0070	
	<u> </u>	l	<u> </u>	<u> </u>	
	(End of March, 2007)		(End of February, 2007	')	
	The Bank of Tokyo-Mitsubishi		Sumitomo Mitsui Banl	ing	
	Main Banks Mitsubishi UFJ Trust and Banking Corporation Mizuho Corporate Bank, Ltd.		Corporation		
(14) Main Banks			The Chuo Mitsui Trust and		
			Banking Company, Limited.		
			Mizuho Corporate Ban	k, Ltd.	
(15) Relationship	Capital Relationship		Not Applicable		
between Parties			Not Applicable		
	Business Relationship		Not Applicable		

	Relationship of Affiliated Parties			Not Applicable		
[16] Current Three-year C	onsolidated	Business I	Results			
	Iseta	n (Consolid	ated)	Mitsuko	oshi (Consc	lidated)
Date of Fiscal Year End	March 2005	March 2006	March 2007	February 2005	February 2006	February 2007
Sales (Millions of Yen)	628,996	760,038	781,798	887,782	842,009	804,120
Operating Income (Millions of Yen)	19,192	30,061	32,252	15,214	15,272	12,617
Current Income (Millions of Yen)	21,907	30,925	33,416	16,898	19,943	17,019
Net Income or Loss (Millions of Yen)	12,619	18,710	18,291	△4,067	9,088	12,936
Net Income or Loss per Share	56.46	83.23	82.43	△8.60	18.24	26.45
Annual Dividends per Share	12.00	14.00	14.00	3.00	3.00	3.00
Shareholders' Equity per Share	736.84	867.91	901.87	261.36	283.92	329.85

# 3. Company to be Newly Established upon Stock Transfer

(1) Corporate Name	Isetan Mitsukoshi	Holdings Ltd.	
(2) Line of Business (3) Location of Head	<ol> <li>Management planning and administration of subsidiaries and group companies engaging in the department store and other businesses, and any business incidental or related thereto.</li> <li>Department store and other businesses.</li> </ol>		
Office	Ginza, Chuo-ku, T	OKYO	
(4) Assumption of Office of Representatives and Other Officers (title and number thereof are subject to discussion)	Representative Director, Chairman and CEO Representative Director, President and COO	Nobukazu Muto  Kunio Ishizuka	Current Representative Director, President and CEO of Isetan Company Limited Current Representative Director and President of Mitsukoshi, Ltd.
	Director	Chihiro Nihashi	Current Director and Executive Vice President of Business Planning and Operations Division of Isetan Company Limited

 T	1,,,,,,	15 - 5
Director	Kouhei Amano	Current Representative Director, Senior Managing Executive Officer and General Manager of Department Store Business Headquarters of Mitsukoshi, Ltd.
Director	Shinya Takada	Current Director and Executive Vice President of Corporate Planning Division of Isetan Company Limited
Director	Ken Akamatsu	Current Director, Senior Executive Officer and General Manager of Business Administration Division of Mitsukoshi, Ltd.
Director (outside)	Nobuo Kuroyanagi	Current President & CEO of Mitsubishi UFJ Financial Group, Inc. and current President of The Bank of Tokyo-Mitsubishi UFJ, Ltd.
Director (outside)	Shimpei Miyamura	Current Director, Senior Adviser of Mitsui Mining & Smelting Co., Ltd.
Director (outside)	Morio Ikeda	Current Director of Komatsu Ltd., current Director of Tokyo Metropolitan Television Broadcasting Corporation and current Senior Advisor of Shiseido Company, Ltd.
Fulltime Corporate Auditor	Ikuo Nihei	Current Fulltime Corporate Auditor of Isetan Company Limited
Fulltime Corporate Auditor	Kenichi Abe	Current Fulltime Corporate Auditor of Mitsukoshi, Ltd.

	<del></del>	,	<del></del>
	Corporate Auditor (outside)	Teisuke Kitayama (Note 1)	Current Director and President of Sumitomo Mitsui Financial Group, Inc., current Director and Chairman of the Board of Sumitomo Mitsui Banking Corporation and current Director of Mitsukoshi, Ltd.
	Corporate Auditor (outside)	Sumio Iijima	Current Corporate Auditor of TKC Corporation, founder of Tokyo Toranomon Law Office, current Corporate Auditor of Kitagawa Industry Co., Ltd., current Visiting Professor of the Law School of the Chuo University, current Corporate Auditor of Mitsui O.S.K. Lines, Ltd. and current Corporate Auditor of Isetan Company Limited
(5) Capital	50 billion yen		
(6) Net Assets (Consolidated)	to be determined		
(7) Total Assets (Consolidated)	to be determined		
(8) Date of Fiscal Year End	March 31		
(9) Outline of Accountin As the Stock Transfer			Transfer ne accounting standard for

(9) Outline of Accounting Treatment in Conjunction with the Stock Transfer
As the Stock Transfer will be treated as an "acquisition" under the accounting standard for
business combinations, at the present time it is expected that the purchase method shall
apply, and in such event, the assets and liabilities of Mitsukoshi, the acquired company
under the accounting policy, and its subsidiaries will be calculated according to market
value on the consolidated financial statements of the Joint Holding Company. In such
case, in the consolidated accounting of the Joint Holding Company, it is projected that
negative goodwill of about ¥ 70 billion (Note 2) will be recorded on the basis of current
calculations. The final amount and the amortization period and other items will be
announced upon determination.

(10) Forecast of Business Impact of Stock Transfer

The integration preparation committee and sub-committees es

The integration preparation committee and sub-committees established by both companies will undertake analysis of the business forecast and other matters following the integration and make announcements of their results.

# (11) Other

The Joint Holding Company will not distribute interim dividends in the first year of the incorporation and plans to pay dividends collectively at the end of the fiscal year.

(Note 1) Mr. Teisuke Kitayama is scheduled to resign from the office of Outside Director of Mitsukoshi, Ltd. on the day immediately preceding the date of incorporation of the

Joint Holding Company.

(Note 2) Estimates are made on the basis of figures obtained as of October 4, 2007. Figures are subject to change in the future and the final amounts may differ.

#### II. Regarding the Direction of Management Integration and its Implementation Structure

The department store industry faces several challenges, including a shrinking market size resulting from the decrease in the total population of Japan and intense competition from other forms of retailing. In order to survive and thrive in such an industry, it is necessary for department stores to further improve their capabilities to develop and propose new ideas so as to promptly and correctly assess the increasingly varied and sophisticated needs of customers, and respond with the right combination of product lineups and services. Based on this common perspective, Isetan and Mitsukoshi entered into the "Integration Agreement" on August 23, 2007, under which they agreed to execute management integration in order to jointly reform the supply chain system and maximize utilization of both companies' management resources.

#### 1. Direction of Management Integration

#### (1) Target Earnings Level

Isetan and Mitsukoshi will respectively review their existing plans and aim to steadily achieve the highest level of consolidated operating income in the industry at ¥75 billion in fiscal 2013, the sixth year following management integration.

	<ul><li>Current Earnings</li><li>Level&gt;</li><li>Fiscal 2007</li><li>Projected Consolidated</li><li>Operating Income</li></ul>	<additional earnings=""></additional>	<a href="#"><target a="" earnings<=""> Level&gt; Fiscal 2013 Target Consolidated Operating Income</target></a>
Isetan	¥31 billion	+¥14 billion	¥45 billion
Mitsukoshi	¥12 billion	+¥18 billion	¥30 billion
Total	¥43 billion	+¥32 billion	¥75 billion

<sup>\*</sup> The breakdown of "Additional Earnings" and "Target Earnings Level" is subject to change depending on restructuring within the group and other such future events.

#### (2) Breakdown of Additional Earnings

- Improving Customer Satisfaction through Integration of the Business Infrastructure (Expected additional operating income: Approx. ¥10 billion)
  - > Improvements in sales and profit margins will be sought by accelerating reform of the entire supply chain through incorporation of Isetan's business infrastructure such as its information systems and business workflow systems into Mitsukoshi's retail operations, and by improving customer satisfaction through means such as stable supply of highly demanded products and the development of new private brands.
  - > Concerning the integration of business infrastructure, promptly after the establishment of the Joint Holding Company in April 2008, the issue of integration of Isetan and Mitsukoshi's information systems subsidiaries, namely, Isetan Data Center Co., Ltd. and Mitsukoshi Information Service, Ltd., will be studied and an infallible system will be established in order to securely integrate systems at an early stage.
  - > Furthermore, personnel exchange of the systems division, mainly involving the sales personnel, will begin in early autumn this year.
- 2) Establishment of the Customer Base in Tokyo and Major Cities Throughout Japan (Expected additional operating income: Approx. ¥12 billion)
  - > The renovation plan for Mitsukoshi's Ginza store involving floor space expansion is

the first large-scale joint development project for the new group, and as it is a symbolic project for the management integration, a dedicated division will be established in Isetan Mitsukoshi Holdings Ltd., and the know-how of both companies will be amassed towards the goal of turning it into the No.1 store in the Ginza area, and positioning it as the third "pillar" as the store with the earning capacity next to the flagship stores of Shinjuku and Nihonbashi. The know-how gained in this enterprise will also be applied to the plans for a new store opening in Osaka.

- ➤ In the Shinjuku area, Isetan and Mitsukoshi aim to secure the position as "the world's best fashion store" further concrete through redevelopment of stores including Mitsukoshi's store as early as possible, in addition to the ongoing large-scale renovation of Isetan's Shinjuku store.
- > Through the renovation of the upper floors of Mitsukoshi's Nihonbashi store scheduled for the next fiscal year onwards, Isetan and Mitsukoshi will aim to create "a prestige store" befitting Mitsukoshi's reputation with the aim of expanding our customer base of very loyal customers.
- ➤ In the Niigata area, where both Mitsukoshi and Isetan have existing stores, as the initial project, an efficient management framework incorporating both store brands will be created with fiscal 2008 as the target date. For the time being, Isetan and Mitsukoshi will consider integration in the fields of sales activities, through measures such as joint event planning, and administrative support, in areas such as logistics. Such know-how will be utilized in other areas where Mitsukoshi and Isetan both have existing stores.
- 3) Integration of Businesses Related to the Department Store Business and Cost Reduction Efforts (Expected additional operating income: Approx. ¥10 billion)
  - ➤ With regard to expansion of the Queen's Isetan supermarket business, plans for the opening of shops in not only Isetan stores, but Mitsukoshi stores within the Tokyo Metropolitan Area are being considered for as early as fiscal 2008.
  - With regard to strategies concerning credit cards and the building of a loyal customer base, measures to improve customer satisfaction will be taken on a group-wide level by developing a card strategy unique to department stores utilizing the new card strategy currently under development by Isetan I Card Co., Ltd. in cooperation with VISA as well as Mitsukoshi's existing services targeted at the affluent class.
  - ➤ Isetan and Mitsukoshi will aim at new development and expansion in the mail order and web businesses of the new group by synergizing Isetan's various resources with Mitsukoshi's top-of-the-line mail order business infrastructure.
  - > Furthermore, Isetan and Mitsukoshi will reduce costs and improve management efficiency by promoting the shared use of accounting and labor services within the group, integration of logistics functions, integration of building maintenance and management functions, and utilization of Mitsukoshi's purchasing know-how, etc.

#### (3) Improvement of Cash Flow from Investing Activities

It is anticipated that the review of investment plans and owned assets will result in an improvement of approximately ¥100 billion in the existing plan for cash flows from investing activities of Isetan and Mitsukoshi combined.

#### 1) Review of Investment Plan

Improvement of investment efficiency will be sought by reviewing the existing investment plans of Isetan and Mitsukoshi and by concentrating management resources in the high-priority strategies as described above.

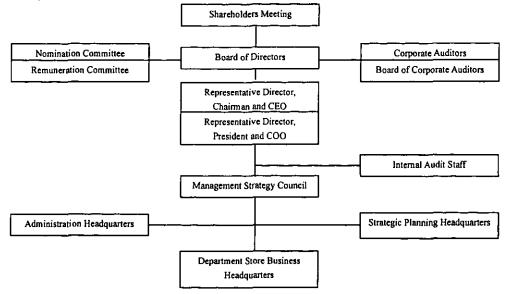
#### 2) Review of Asset Holdings

Improvement of asset holding efficiency will be sought through the effective

utilization, sale, liquidation, etc. of assets while ensuring consistency with high-priority strategies.

# 2. System to promote Management Integration

# (1) Organizational Structure of Isetan Mitsukoshi Holdings Ltd. (Planned)



(including Ginza and Osaka project promotion functions)

Furthermore, an executive officer system will be adopted, and in order to accelerate the decision-making process, a Management Strategy Council will be established. It is expected to be chaired by Representative Director, Chairman and CEO Nobukazu Muto and be comprised of the individuals named below.

Representative Director, Executive Officer, Chairman and CEO	Nobukazu Muto	Current Representative Director, President and
J		CEO of Isetan
Representative Director, Executive	Kunio Ishizuka	Current Representative
Officer, President and COO		Director and President of
		Mitsukoshi
Director	Chihiro Nihashi	Current Director and
		Executive Vice President
		of Isetan
Director	Kouhei Amano	Current Representative
		Director and Senior
		Managing Executive
		Officer of Mitsukoshi
Director, Senior Managing Executive	Shinya Takada	Current Director and
Officer and General Manager of		Executive Vice President
Strategic Planning Headquarters	••	of Isetan
Director, Managing Executive Officer	Ken Akamatsu	Current Director and
and General Manager of		Senior Executive Officer of
Administration Headquarters	** 1	Mitsukoshi
Senior Managing Executive Officer	Keinosuke Okawa	Current Director and
and General Manager of Department		Executive Vice President
Store Business Headquarters		of Isetan

# (2) Integration Preparation Committee

Following the conclusion of the Integration Agreement on August 23, 2007, Nobukazu Muto, the President and CEO of Isetan, assumed the chairmanship and Kunio Ishizuka, the President of Mitsukoshi, assumed the vice chairmanship of the integration preparation committee. The first meeting of the integration preparation committee was convened in September 2007, and work was begun on the task of preparing for management integration.

In order to promote integration in a speedy manner and realize results in the early stages following the establishment of the Joint Holding Company in the coming fiscal year, the following subcommittees were established and studies were launched in each field with respect to priority agendas that are deemed particularly important. Each subcommittee consists of working-level staff of both companies, but in order to clarify the division of executive roles and consolidate policy direction, each subcommittee is chaired by one chairperson.

Subcommittee Name	Subject of Study
1) Redevelopment Subcommittee	<ul> <li>Formulate renovation plan to expand floor space of Ginza store</li> <li>Review business plan for new Osaka store and formulate store plan</li> </ul>
Overlapping Area     Subcommittee	<ul> <li>Formulate Shinjuku area redevelopment plan</li> <li>Consider integrated management and joint activities in the Niigata, Fukuoka and Sapporo areas</li> </ul>
Information Systems and     Business Workflow     Integration Subcommittee	<ul> <li>Execute integration of systems subsidiaries</li> <li>System development design</li> <li>Business workflow integration</li> </ul>
4) MD Integration Subcommittee	<ul> <li>Consider processes with respect to integrating product divisions</li> <li>Consider introduction and expansion of unit, brand central control, etc.</li> </ul>
5) Internal Control Subcommittee	<ul><li>J-SOX compliance</li><li>Build a compliance system for the new group</li></ul>

<sup>\*</sup> The respective chairpersons of subcommittees 1) and 5) are appointed from Mitsukoshi, whereas those of subcommittees 2), 3) and 4) are appointed from Isetan.

End of document

