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September 25, 2025

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and President
(Securities code: 7603;
Tokyo Stock Exchange
Standard Market)
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Notice Regarding Basic Agreement for Making TÊTE HOMME Co., Ltd. a Subsidiary

Gyet Co., Ltd. (hereinafter "the Company") hereby announces that at the extraordinary Board of Directors meeting held on September 25, 2025, it resolved to conclude a basic agreement for the purpose of making TÊTE HOMME Co., Ltd. (hereinafter "TÊTE HOMME") a subsidiary, as detailed below.

1. Purpose and Background of the Basic Agreement

The Company has established management policies focusing on "improving profitability in the apparel business" and "sustainable growth through both existing and new businesses," and as part of these initiatives, is actively considering M&A opportunities to strengthen its business portfolio.

Meanwhile, TÊTE HOMME, established in 1981 as a Japanese men's brand, has developed a total style concept that seamlessly connects formal wear to casual daily wear, including suits, jackets, and dress shirts, with a focus on pursuing "authentic sophistication." With directly managed stores in department stores and commercial facilities across major cities nationwide, it has particular strengths in urban style and dress lines, areas in which the Company has not previously had sufficient presence. Having recently achieved profitability, we believe that welcoming this company with its stable revenue base into our group will create strong business complementarity with the Company's operations.

2. Strategic Benefits of the Subsidiary Acquisition

TÊTE HOMME possesses strong brand power and distribution channels, supported by profitability based on a sound financial foundation. Through this acquisition, the Company will be able to reach new customer segments, including urban distribution channels and formal wear customers, which we have not fully developed before. The directly managed stores in major city shopping centers and department stores enable efficient customer acquisition through high customer traffic and promotional activities by commercial facilities, leading to appeal to high-purchase-intent visitors and natural brand awareness improvement. Furthermore, TÊTE HOMME's brand image will enhance the overall competitiveness of the Company's group, significantly expanding product range by adding new urban and formal lines to the existing casual-focused product lineup. This is expected to result in higher average customer spending, new customer acquisition, and improved inventory turnover, while enabling effective utilization of management resources through personnel exchanges and logistics/procurement efficiencies.

The synergy with our focus on EC channels will be a particularly important growth driver. The Company's existing EC operations have primarily focused on casual wear and have not adequately covered urban business wear and formal wear. By incorporating TÊTE HOMME, our EC platform's lineup will be enhanced, expected to attract new customers, primarily business professionals in their 20s to 40s.

Additionally, unified inventory and logistics management between TÊTE HOMME's directly managed stores and the Company's EC operations will enable improved inventory turnover, reduced inventory risk, and maximized sales opportunities across all channels. This will raise the overall EC ratio of the Company's group and accelerate the transition from a store-dependent model to an integrated online-offline growth model. Furthermore, through the integration of customer data, we can analyze purchasing trends and implement personalized product recommendations and promotional measures, leading to improved repeat rates and maximized LTV (Lifetime Value).

Through these effects, the Company will fundamentally enhance the profitability of its men's apparel business while achieving business diversification and sustainable growth for the entire group by balanced expansion of both existing and new businesses.

3. Overview of the Parties

	Item	Wholly Owning Parent Company	Wholly Owned Subsidiary
(1)	Name	Gyet Co., Ltd.	TÊTE HOMME Co., Ltd.
(2)	Location	1-7-7 Umesato, Suginami-ku, Tokyo	1-6-8 Hirakawa-cho, Chiyoda-ku, Tokyo
(3)	Representative Title and Name	President and Representative Director: Koji Ishino	President and Representative Director: Hiroyuki Emura
(4)	Business Description	Sales of apparel and general merchandise, investment business	Manufacturing, wholesale, procurement, and sales of apparel, accessories, and personal items
(5)	Capital	100,000,000 yen (As of February 28, 2025)	50,000,000 yen
(6)	Date of Establishment	June 1, 1990	September 17, 2014
(7)	Major Shareholders and Shareholding Ratio	G Future Fund 1st Investment Limited Partnership and Trust Up Co., Ltd.28.44%	GF Holdings Co., Ltd. 100%
(8)	Relationship between the Listed Company and the Said Company		
	Capital Relationship	Not applicable	
	Personnel Relationship	Not applicable	
	Business Relationship	Not applicable	
	Status as Related Party	Not applicable	

(9) Financial Results and Financial Position for the Past Three Years

Fiscal Year	Gyet Co., Ltd.			TÊTE HOMME Co., Ltd.		
	February 2023	February 2024	February 2025	March 2023	March 2024	March 2025
Net Assets	3,858,291	2,707,158	1,234,485	(698,879)	(726,422)	(715,337)
Total Assets	10,755,195	8,375,123	7,303,588	344,857	384,178	309,269
Net Assets per Share(yen)	249	175	80	(698,879)	(726,422)	(715,337)
Net Sales	18,443,392	15,409,427	13,119,142	1,460,990	1,358,302	1,422,123
Operating Income	(726,188)	(910,806)	(1,213,814)	(28,236)	(4,232)	25,014
Ordinary Income	(617,932)	(854,714)	(1,161,845)	(41,663)	(24,955)	11,659
Net Income	(1,056,633)	(1,151,330)	(1,472,623)	(48,867)	(27,542)	11,085
Net Income per Share(yen)	(68)	(74)	(95)	(48,867)	(27,542)	11,085
Dividend per Share(yen)	-	-	-	-	-	-

(Unit: thousand yen unless otherwise noted)

4. Method of Acquisition

At present, multiple schemes are under discussion, including share transfer, share exchange, or subscription to third-party allotment of shares. The final acquisition method will be determined following further discussions and due diligence.

5. Schedule

Item		Schedule (Planned)
(1)	Board of Directors Resolution Date	September 25, 2025
(2)	Basic Agreement Signing Date	September 25, 2025

6. Future Outlook

The detailed terms, including share valuation and acquisition structure, will be determined through future discussions and negotiations. We will promptly announce the specific contract signing date and the effective date of subsidiary formation once they are determined.

While the impact on the Company's performance is minimal at this time, we believe this will contribute to the Company's business expansion and enhancement of corporate value in the medium to long term.