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November 13, 2025

Company name: Gyet Co., Ltd.
Representative: Koji Ishino, Representative Director and President
(Securities code: 7603; Tokyo Stock Exchange Standard Market)
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Notice Regarding Basic Agreement for Making gf.S Co., Ltd. a Subsidiary

Gyet Co., Ltd. (hereinafter "the Company") hereby announces that at its Board of Directors meeting held on November 13, 2025, it resolved to enter into a basic agreement for the purpose of making gf.S Co., Ltd. (hereinafter "gf.S") a subsidiary, as detailed below.

1. Purpose and Background of Basic Agreement

The Company has established management policies of "improving profitability in the apparel business" and "sustainable growth through both existing and new businesses," while promoting efficiency in existing operations along with expansion of brand portfolio and business diversification.
Meanwhile, gf.S was formed through a merger between Morie Co., Ltd. and gf.S (formerly Teijin Frontier Style) in 2022, and has consistently served female customers in their 60s-70s since its founding, offering a wide range of fashion items. The company's strength lies in its ability to cater to broad market areas and diverse

lifestyles through directly operated stores in department stores and suburban shopping centers across major cities in Japan.
Recently, while promoting structural reforms aimed at achieving profitability, the company is focusing on successful suburban merchandising development and building a stable revenue base.
This subsidiary acquisition aims to maximize the complementary relationship between the Company's casual and family-oriented business domain and gf.S's senior customer base and suburban shopping center presence, with the objective of expanding the group's brand strategy, customer base, and creating e-commerce synergies.

2. Strategic Benefits of Subsidiary Acquisition
(1) Acquisition of Suburban Shopping Center Distribution Channels and Brand Portfolio Expansion
Through gf.S's suburban shopping center and department store channels, the Company group will be able to expand into suburban distribution channels that have not been fully developed until now, enabling reach to a new customer segment (women in their 60s-70s).
(2) Sales Synergy through E-commerce Channel Integration
By linking gf.S's proprietary e-commerce site "e-life" with the Company's e-commerce platform, we can offer a wide range of products from casual to senior-oriented items. This is expected to increase average customer spending and accelerate new customer acquisition.
(3) Manufacturing, Logistics, and Human Resources Optimization
We will share both companies' procurement networks, human resources, and store operation expertise to optimize supply chain efficiency and achieve optimal resource allocation through personnel exchanges.
(4) Achievement of Cross-generational Market Response
By adding new senior-oriented lines to the existing casual-focused product range (core customers aged 30-50), we will significantly expand our product offering and accelerate the transition to a comprehensive apparel group covering all customer life stages.

3. Overview of the Companies

Item		Wholly-owning Parent Company	Wholly-owned Subsidiary
(1)	Name	Gyet Co., Ltd.	gf.S Co., Ltd.
(2)	Location	1-7-7 Umesato, Suginami-ku, Tokyo	6-21 Kinmachi, Gifu City, Gifu Prefecture
(3)	Representative Title and Name	President and Representative Director: Koji Ishino	Representative Director: Eiji Aoki
(4)	Business Description	Sales of apparel and general merchandise, investment business	SPA (Manufacturing, wholesale, and retail of women's apparel)
(5)	Capital	1,841 million yen (as of August 31, 2025)	10 million yen (as of March 31, 2025)

(6)	Date of Establishment	June 1, 1990	July 2, 1984 (The company was formed through a merger between Morie Co., Ltd. and gf.S Co., Ltd. (formerly Teijin Frontier Style Co., Ltd.) in 2022)
(7)	Major Shareholders and Shareholding Ratio(Note)	G Future Fund 1st Investment Limited Partnership (General Partner: Trust Up Co., Ltd.) 28.4%	GF Holdings Co., Ltd. 100%
		BNP PARIBAS LONDON BRANCH FOR PRIME BROKERAGE CLEARANCE ACC FOR THIRD PARTY (Standing Proxy: The Hongkong and Shanghai Banking Corporation Limited, Tokyo Branch) 8.5%	
		SBI Securities Co., Ltd. 7.3%	
		Rakuten Securities Co., Ltd. 6.1%	
(8)	Relationship between the Listed Company and the Company	Capital Relationship	Not applicable.
		Personnel Relationship	Not applicable.
		Business Relationship	Not applicable.
		Status as Related Party	Not applicable.

Note: Shareholding ratio (%) is calculated excluding treasury stock of 136 thousand shares.

4. Management Performance and Financial Position for the Past Three Years

Fiscal Year		Gyet Co., Ltd.			gf.S Co., Ltd.		
		February 2023	February 2024	February 2025	March 2023	March 2024	March 2025
Net Assets	(million yen)	3,858	2,707	1,234	(1,324)	(1,700)	(1,903)
Total Assets	(million yen)	10,755	8,375	7,303	614	438	424
Net Assets per Share	(yen)	249	175	79	(220,729)	(283,349)	(317,304)
Net Sales	(million yen)	18,443	15,409	13,119	3,097	2,131	1,984
Operating Income	(million yen)	(726)	(910)	(1,213)	(81)	(365)	(184)
Ordinary Income	(million yen)	(617)	(854)	(1,161)	(78)	(368)	(189)
Net Income	(million yen)	(1,056)	(1,151)	(1,472)	(115)	(375)	(203)
Net Income per Share	(Yen)	(68)	(74)	(95)	(19,207)	(62,620)	(33,954)
Dividend per Share	(Yen)	-	-	-	-	-	-

5. 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 method of acquisition will be determined following further discussions and due diligence.

6. Schedule

Item	Schedule (Planned)
(1) Date of Board of Directors Resolution	November 13, 2025
(2) Date of Basic Agreement Signing	November 13, 2025

7. Future Outlook

Going forward, the company will proceed with detailed discussions with gf.S and advance the procedures for concluding the final agreement and making it a subsidiary. Once the final agreement is reached, the Company will promptly make an announcement.