



April 9, 2009

To whom it may concern,

Company name: Seven & i Holdings Co., Ltd.
Representative: Noritoshi Murata
President and Representative Director
(Code No.3382/First Section of the Tokyo Stock Exchange)

Company name: Ain Pharmaciez Inc.
President and Representative Director: Kiichi Ohtani
(Code No. 9627 Second Section of the Tokyo Stock
Exchange, JASDAQ)

Announcement of Basic Agreement for Establishment of Joint Venture Company

Seven & i Holdings Co., Ltd. (the Company), Ain Pharmaciez Inc., and the Company's wholly owned subsidiaries, Ito-Yokado Co., Ltd., and Seven-Eleven Japan Co., Ltd., have approved a basic agreement for the establishment of a joint venture company. The basic agreement for the joint venture was approved by the Board of Directors meetings held by each company on April 9, 2009. Details are provided below.

1. Objectives of the Joint Venture

The Company concluded a business and capital tie-up with Ain Pharmaciez on August 5, 2008. The purpose of the tie-up was to mutually leverage both groups' management resources to provide their customers with products and services that offer high-value-added through superior levels of specialization. Subsequently, the groups have been looking into opening drug stores within superstores and shopping malls; jointly opening pharmacies and convenience stores in front of medical facilities; and also into creating systems of cooperation, such as collaborating in human resources for the employment and training of pharmacists and registered sales person.

Within these collaborative efforts, the establishment of a joint venture company will serve to consolidate both groups' drug store-related management resources. The four companies resolved to approve the basic agreement based on the conviction it will enable them to rapidly respond to market changes and to mutually increase corporate value.

2. Outline of the Basic Agreement

(1) Equity Interest

Ito-Yokado Co., Ltd.	50%
Ain Pharmaciez Inc.	30%
Seven & i Holdings Co., Ltd.	10%
Seven-Eleven Japan Co., Ltd.	10%

(2) Business Activities of the Joint Venture Company

- Managing the drug stores within, or established as an annex to, stores operated by the Seven & i Holdings and the Ain Pharmaciez groups, and managing drugstores opened by both groups at new locations
- Planning and developing private brand pharmaceuticals
- Integrating drug store related operations, such as purchasing, development, distribution, and information systems

3. Schedule

April 9, 2009: resolution by the Board of Directors meeting of each company on the basic agreement for the establishment of a joint venture company

End of May 2009: establishment of the joint venture company (planned)

4. Outlook for the Future

The impact of establishing the joint venture company on the Company's consolidated business results is expected to be negligible in the short term. However, in the long term, it is anticipated to contribute to the profits of each company.