



April 22, 2011

For Immediate Release:

Fullcast Holdings Co., Ltd.
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(Stock code: 4848; Stock Exchange listing:
First Section of the Tokyo Stock Exchange)
(ADR information: Symbol: FULCY, CUSIP: 35968P100)
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Notification Regarding the Application for Tender Offer Targeted at a Subsidiary

Today, Yumeshin Holdings Co., Ltd. (hereinafter referred to as “Yumeshin Holdings”) has announced that it will start a tender offer (hereinafter referred to as “this tender offer”) targeted at the shares of Fullcast Technologies Co., Ltd. (code: 2458 JASDAQ; hereinafter referred to as “target company”).

Our company plans to apply for this tender offer in accordance with the agreement concluded with Yumeshin Holdings on April 8, 2011.

As for the details of this matter, please refer to “Notice of the Conclusion of an Agreement Regarding the Tender Offer Targeted at Fullcast Technology Co., Ltd., Which is a Consolidated Subsidiary of Our Company” released on April 8, 2011.

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[Appendix 1]

Outline of the agreement

1. Major conditions and prerequisites for this tender offer

(1) Major conditions for this tender offer by Yumeshin Holdings

Purchase price: Over 35,320 yen per share

- 1) Number of shares to be purchased: At least 38,864 shares*, no upper limit
- 2) Purchase timing: May 2, 2011 or earlier

*About 68.6% of the total number of outstanding shares of the target company (as of February 14, 2011)

(2) Prerequisites for this tender offer by Yumeshin Holdings

- 1) The financial results on the target company for the second quarter of the term ending September 2011 does not show a decrease of 10% or more in net assets from the first quarter of the same term.
- 2) The target company has not released any opinions opposing this tender offer (which means the opinions that oppose this tender offer and does not recommend the application for this tender offer, excluding any opinions that support this tender offer, vague opinions, and others) until the day before the announcement of the start of this tender offer.

2. Other important provisions

In either of the following cases, our company and Yumeshin Holdings shall pay 100 million yen to the other party as compensation, regardless of the damage, loss, cost or the amount thereof (the cost includes attorney's fees no matter whether this is charged by a third party.)

- 1) The prerequisites described in Section 1-(2) are satisfied, but Yumeshin Holdings calls off this tender offer or does not conduct this tender offer.
- 2) This tender offer is carried out in accordance with this agreement and this tender offer is not called off, but our company does not apply to sell all of 38,864 shares of the target company before the expiration of the term or our company suspends said application.

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