

July 7, 2005

To whom it may concern

Company Name: Sojitz Holdings Corporation
President & CEO: Akio Dobashi
Securities Code: 2768 TSE/OSE 1st Section
Inquiries: Takeshi Yoshimura, General Manager
Public Relations Dept.
TEL: + 81 - 3 - 5520 - 3404

Notice Regarding Application for Takeover Bid

Sojitz Holdings Corporation ("Sojitz Holdings") announced that Sojitz Corporation ("Sojitz"), a wholly owned subsidiary of Sojitz Holdings, has decided to take up an offer by Zensho Inc. ("Zensho") in connection with Zensho's takeover bid for Nakau Corporation ("Nakau").

1. Rationale

In March 2005, Sojitz transferred 33.0% of Nakau's outstanding shares to Zensho (total Sojitz shareholding in Nakau prior to this transfer was 51.4%). In accordance with the continuous review of its business portfolio, Sojitz has decided to divest its remaining shareholding in Nakau (18.4%) and take up Zensho's takeover bid for the company, which it intends to convert to a consolidated subsidiary.

The Sojitz Group intends to increase transactions with the Zensho Group in connection with the procurement of ingredients, distribution, overseas business and joint projects as part of the business alliance agreement between Sojitz and Zensho.

2. Number of Shares (planned) Relating to the Takeover Bid

860,000 shares (approximately 18.4% of Nakau's outstanding shares)

3. Schedule

July 7, 2005	Announcement of the takeover bid
July 8, 2005	Notification of commencement of the takeover bid
July 28, 2005	Last day of the takeover bid period

4. Profile of Nakau Co., Ltd.

Company Name: Nakau Co., Ltd
Representative: Masanori Sumita, President and Representative Director
Headquarters: 25-16, Enokicho, Suita-shi, Osaka
Establishment: February 1966
Paid-in Capital: ¥684 million (as of March 31, 2005)
Main Business: Management and operation of a Japanese fast food chain-
Principal menu: beef bowl, chicken and egg bowl, and wheat noodles

5. Profile of Zensho Inc.

Company Name: Zensho Inc.
Representative: Kentaro Ogawa, President and Representative Director
Headquarters: 2-18-1, Konan, Minato-ku, Tokyo
Establishment: June 1982
Paid-in Capital: ¥3,021 million (as of March 31, 2005)
Main Business: Food Business (Comprehensive management including purchase of ingredients
production, distribution and outlet sales)

The original and official version of this notice is written in Japanese.

In case of any discrepancies between this notice and the original, the Japanese version shall govern.