

[ENGLISH TRANSLATION]

May 15, 2009

Dear Sirs:

Company name: Fuji Media Holdings, Inc.
Name of Representative: Kou Toyoda
President and Representative Director
(Code number: 4676, 1st section of Tokyo Stock Exchange)
Person to contact: Shigeru Masuda
General Manger of Group Strategic
Planning Department
(TEL: 03-3570-8000)

Company name: Fuji Media Service, Inc.
Name of Representative: Hideaki Ohta
President and Representative Director

Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares, etc. of Cecile Co., Ltd. by Fuji Media Service, Inc., a Wholly Owned Subsidiary of Fuji Media Holdings, Inc.”

In connection with the “Notice Regarding Commencement of Tender Offer for Shares, etc. of Cecile Co., Ltd. by Fuji Media Service, Inc., a Wholly Owned Subsidiary of Fuji Media Holdings, Inc.” which we announced as of May 14, 2009 in relation to the tender offer for common stock and stock acquisition rights of Cecile Co., Ltd. (the “Target Company”) by Fuji Media Service, Inc., wholly owned subsidiary of Fuji Media Holdings, Inc., we hereby announce the following amendment.

This amendment is a formality required due to the fact the Target Company’s quarterly report for the first quarter of 37th term was not submitted on May 14, 2009, as it had been scheduled, and there is no change to the terms and conditions of the Tender Offer.

[Details of Amendment]

The amended sections are underlined below.

2. Outline of the Tender Offer

(1) Outline of the Target Company

[Prior to amendment]

- (Note 1) The Target Company submitted the Target Company's quarterly report for the first quarter of 37th term (submitted on May 14, 2009). According to the above quarterly report for the first quarter, the Target Company has not been sent a copy of the report on bulk holding, etc. and is unaware of any changes in its major shareholders during such first quarter accounting period.

[Post amendment]

- (Note 1) Target Company's quarterly report for the first quarter of 37th term (to be submitted on May 15, 2009) will state that the Target Company has not been sent a copy of the report on bulk holding, etc. and is unaware of any changes in its major shareholders during such first quarter accounting period.

(5) Number of Share Certificates, etc. to be Purchased through the Tender Offer

[Prior to amendment]

- (Note 2) Given that the Tender Offeror has not set the maximum number of shares scheduled to be purchased through the Tender Offer, based on the numbers set out in the Target Company's quarterly report for the first quarter of 37th term (submitted on May 14, 2009), the maximum number of share certificates, etc. to be purchased by the Tender Offeror through the Tender Offer is 46,845,614 shares, if converted into shares. This is the number of shares calculated by subtracting the number of treasury shares (5,014,386 shares as of December 31, 2008) held by the Target Company that are not planned to be purchased through the Tender Offer from the sum of (i) the total number of issued shares (48,420,000 shares) as of March 31, 2009 as set out in the quarterly report for the first quarter of 37th term above and (ii) the maximum number of shares of the Target Company issued or transferred (hereinafter referred to as the "issued, etc.") or could be issued, etc. (3,440,000 shares) as a result of the exercise of Stock Acquisition Rights (34,400) as of March 31, 2009 as set out in the above report.

[Post amendment]

(Note 2) Given that the Tender Offeror has not set the maximum number of shares scheduled to be purchased through the Tender Offer, based on the numbers to be set out in the Target Company's quarterly report for the first quarter of 37th term (to be submitted on May 15, 2009), the maximum number of share certificates, etc. to be purchased by the Tender Offeror through the Tender Offer is 46,845,614 shares, if converted into shares. This is the number of shares calculated by subtracting the number of treasury shares (5,014,386 shares as of December 31, 2008) held by the Target Company that are not planned to be purchased through the Tender Offer from the sum of (i) the total number of issued shares (48,420,000 shares) as of March 31, 2009 as will be set out in the quarterly report for the first quarter of 37th term above and (ii) the maximum number of shares of the Target Company issued or transferred (hereinafter referred to as the "issued, etc.") or could be issued, etc. (3,440,000 shares) as a result of the exercise of Stock Acquisition Rights (34,400) as of March 31, 2009 as will be set out in the above report.

(6) Change of Holding Ratio of Share Certificates, etc. through the Tender Offer

[Prior to amendment]

(Note 2) The "Number of Voting Rights of All Shareholders of the Target Company" represents the number of voting rights of all shareholders as of December 31, 2008 as set out in the Target Company's quarterly report for the first quarter of the 37th term (submitted on May 14, 2009). However, given that the Stock Acquisition Rights and shares less than one unit (*tangen miman kabushiki*) are also covered in the Tender Offer, in calculating the "Holding Ratio of Share Certificates, etc. Before the Tender Offer" and the "Holding Ratio of Share Certificates, etc. After the Tender Offer," we have used the denominator of 468,456, which is the sum of (i) the number of voting rights (433,168) of all shareholders as of December 31, 2008 as set out in the Target Company's quarterly report for the first quarter of 37th term, (ii) the number of voting rights (34,400) relating to the number of shares (3,440,000 shares), to which the Stock Acquisition Rights (34,400) as of March 31, 2009 as set out in the same report (including the Target Company's shares that were issued, etc. or would be issued, etc. upon exercise of the Stock Acquisition Rights from April 1, 2009 until the last day of the Tender Offer Period) are converted, and (iii) the number of voting rights (888) relating to the shares less than one unit except for the treasury shares less than one unit held by the Target Company (88,814 shares as of December 31, 2008).

[Post amendment]

(Note 2) The “Number of Voting Rights of All Shareholders of the Target Company” represents the number of voting rights of all shareholders as of December 31, 2008 as will be set out in the Target Company’s quarterly report for the first quarter of the 37th term (to be submitted on May 15, 2009). However, given that the Stock Acquisition Rights and shares less than one unit (*tangen miman kabushiki*) are also covered in the Tender Offer, in calculating the “Holding Ratio of Share Certificates, etc. Before the Tender Offer” and the “Holding Ratio of Share Certificates, etc. After the Tender Offer,” we have used the denominator of 468,456, which is the sum of (i) the number of voting rights (433,168) of all shareholders as of December 31, 2008 as will be set out in the Target Company’s quarterly report for the first quarter of 37th term, (ii) the number of voting rights (34,400) relating to the number of shares (3,440,000 shares), to which the Stock Acquisition Rights (34,400) as of March 31, 2009 as will be set out in the same report (including the Target Company’s shares that were issued, etc. or would be issued, etc. upon exercise of the Stock Acquisition Rights from April 1, 2009 until the last day of the Tender Offer Period) are converted, and (iii) the number of voting rights (888) relating to the shares less than one unit except for the treasury shares less than one unit held by the Target Company (88,814 shares as of December 31, 2008).

(7) Aggregate Purchase Price

[Prior to amendment]

4,391,334,000 yen

The Aggregate Purchase Price above is the amount calculated by multiplying the minimum number of shares scheduled to be purchased (24,396,300 shares) by the purchase price per share, assuming that all of the share certificates, etc. tendered in this Tender Offer are common stock. For information purposes, assuming that (i) the total number of issued shares (48,420,000 shares) as of March 31, 2009 as set out in the Target Company’s quarterly report for the first quarter of the 37th term minus (ii) the number of treasury shares of the Target Company (5,014,386 shares) as of December 31, 2008 as set out in the above report, plus (iii) the number of shares (2,853,100 shares) that could be issued, etc. upon exercise of the Second Series Stock Acquisition Rights and the Third Series Stock Acquisition Rights, which are exercisable during the Tender Offer Period are all purchased, the total purchase price will equal 8,326,568,520 yen.

The total purchase price of (i) the purchase price (5,869 yen) of all of the Fourth Series Stock Acquisition Rights and Fifth Series Stock Acquisition Rights, which are not exercisable on or before the last day of the Tender Offer Period, and (ii) the above purchase price of 8,326,568,520 yen, will equal 8,326,574,389 yen, in which case the total capital needed for the Tender Offer and related matters will equal 8,580,574,389 yen.

[Post amendment]

4,391,334,000 yen

The Aggregate Purchase Price above is the amount calculated by multiplying the minimum number of shares scheduled to be purchased (24,396,300 shares) by the purchase price per share, assuming that all of the share certificates, etc. tendered in this Tender Offer are common stock. For information purposes, assuming that (i) the total number of issued shares (48,420,000 shares) as of March 31, 2009 as will be set out in the Target Company's quarterly report for the first quarter of the 37th term minus (ii) the number of treasury shares of the Target Company (5,014,386 shares) as of December 31, 2008 as will be set out in the above report, plus (iii) the number of shares (2,853,100 shares) that could be issued, etc. upon exercise of the Second Series Stock Acquisition Rights and the Third Series Stock Acquisition Rights, which are exercisable during the Tender Offer Period are all purchased, the total purchase price will equal 8,326,568,520 yen. The total purchase price of (i) the purchase price (5,869 yen) of all of the Fourth Series Stock Acquisition Rights and Fifth Series Stock Acquisition Rights, which are not exercisable on or before the last day of the Tender Offer Period, and (ii) the above purchase price of 8,326,568,520 yen, will equal 8,326,574,389 yen, in which case the total capital needed for the Tender Offer and related matters will equal 8,580,574,389 yen.

4. Others

- (2) Other Information That is Deemed to Be Necessary for Investors in Determining Whether or Not They Should Tender the Shares under the Tender Offer, etc.

[Prior to amendment]

1) Filing of the Quarterly Report for First Quarter of 37th Term by the Target Company

The Target Company submitted the Target Company's quarterly report for the first quarter of 37th term on May 14, 2009. The outline of the quarterly report for the first quarter is as follows.

[Profit and Loss]

<u>Fiscal Year</u>	<u>December 2009</u> (First Quarter of the 37 th fiscal year)
<u>Net sales (JPY million)</u>	<u>12,848</u>
<u>Sales cost (JPY million)</u>	<u>5,905</u>
<u>Selling and General Administrative Expenses (JPY million)</u>	<u>7,353</u>
<u>Non-operating income (JPY million)</u>	<u>46</u>
<u>Non-operating expenses (JPY million)</u>	<u>76</u>
<u>Net loss of first quarter (JPY million)</u>	<u>△638</u>

(Note 1) The foregoing information is based on the Target Company's quarterly report for the first quarter of 37th term (submitted on May 14, 2009).

(Note 2) Since the Target Company made quarterly consolidated financial statements, information for the 37th fiscal year was based on the quarterly consolidated financial statement described in quarterly report for the first quarter of 37th term (submitted on May 14, 2009).

[Status of Per Share]

<u>Fiscal Year</u>	<u>March 2009</u> (First Quarter of the 37 th fiscal year)
<u>First quarter net loss per share (JPY)</u>	<u>△14.70</u>
<u>Dividend per share (JPY)</u>	<u>=</u>
<u>Net asset per share (JPY)</u>	<u>279.77</u>

(Note 1) The foregoing information is based on the Target Company's quarterly report for the first quarter of 37th term (submitted on May 14, 2009).

(Note 2) Since the Target Company made quarterly consolidated financial statements, information for the 37th fiscal year is based on the quarterly consolidated financial statement described in its quarterly report for the first quarter of 37th term (submitted on May 14, 2009).

[Post amendment]

N/A

[End]

The Tender Offer is not being made directly or indirectly in or into the United States. The U.S. postal service or other U.S. interstate or international commercial methods or means (including but not limited to facsimile, e-mail, Internet communications, telex and telephone) are not being utilized in making the Tender Offer. Moreover, the Tender Offer is not being made through the facilities of any securities exchanges in the United States. Offers to sell shares in response to the Tender Offer cannot be made by said methods or measures or through said facilities or from the United States. In addition, the Tender Offer Registration Statement or related purchase documentation is not being delivered or distributed by postal service or other methods in, to or from the United States and any requests for such deliveries or distributions will not be honored. Offers to sell shares in response to the Tender Offer that are directly or indirectly in violation of any previously mentioned restrictions will not be accepted.