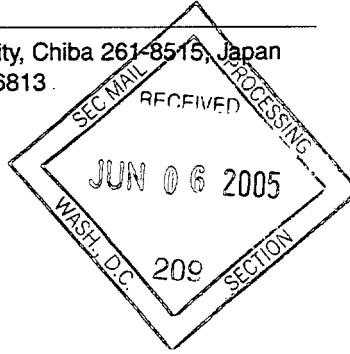


AEON Co., Ltd.

1-5-1 Nakase, Mihama-ku, Chiba-city, Chiba 261-8515, Japan
TEL.043-212-6098 FAX.043-212-6813



05008710



82-34806

June 3, 2005

Office of International Corporate Finance
Division of Corporate Finance
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549
U.S.A.

Re: AEON Co., Ltd.
Information Furnished Pursuant to Rule 12g3-2(b)
under the Securities Exchange Act of 1934

SUPPL

Dear Sir. / Madam

We, AEON Co., Ltd., a joint stock corporation incorporated under the laws of Japan, obtained exceptive relief from the registration requirements of Section 12(g) of the Securities Exchange Act of 1934 available to foreign private issuers pursuant to Rule 12g3-2(b) (the "Exceptive Rule") on August 5, 2004, and we hereby furnish the following information to the Securities and Exchange Commission in order to maintain the status of the Exceptive Relief.

The following lists is the information that we have disclosed since January 31, 2005 to date. The item 1, which we have filed with the Stock Exchange, is attached as ANNEX B, and items 2,3, and 4, which we have distribute to our shareholders, is attached as ANNEX C.

ANNEX B.

- 1. Brief Statement of Financial Results for the Fiscal Year ended February 2005

ANNEX C.

- 2. Correction of Forecast of Business Results
- 3. Strategic Business Partnership between Carrefour and Aeon in Japan : Aeon acquires Carrefour Japan
- 4. Strengthening of Business and Capital Tie-up

In the event that any questions should arise in connection with this matter, please contact Hiromoto Hiramatu in Finance and Accounting Division at h_hiramatu@aeon.biz .

Thank you very much for your attention and co-operation.

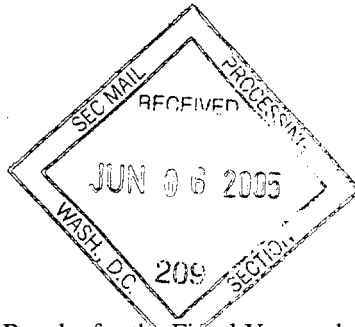
Yours sincerely,

Koji Iida
General Manager
Finance and Accounting Division
AEON Co., Ltd.

PROCESSED

JUN 09 2005

THOMSON
FINANCIAL



ANNEX B

April 6, 2005

Brief Statement of Financial Results for the Fiscal Year ended February 2005

Name of the Listed Company: AEON Co., Ltd.
Securities Exchange where Listed: The First Section of Tokyo Stock Exchange
Security Code Number: 8267
Location of Head Office: Chiba-pref.
URL: <http://www.aeon.info>
Representative: Motoya Okada, Director and Representative Executive Officer
For Inquiries: Yuiken Tsutsumi, Vice President (Corporate Communications Department)
Telephone: +81-43-212-6042 (Pilot Number)
Date of the Meeting of the Board of Directors approving the Closing Account: April 6, 2005
US GAAP: Not applicable

1. Consolidated Earnings of the Fiscal Year ended February 20, 2005 (February 21, 2004~ February 20, 2005)

(1) Consolidated Operating Result

| | Total Revenues | | Operating Income | | Recurring Profit | |
|---------------------------------|-----------------|------|------------------|------|------------------|------|
| | Millions of Yen | % | Millions of Yen | % | Millions of Yen | % |
| Fiscal Year ended February 2005 | 4,195,843 | 18.3 | 146,777 | 11.0 | 156,099 | 18.8 |
| Fiscal Year ended February 2004 | 3,546,215 | 14.9 | 132,212 | 0.0 | 131,354 | 3.1 |

| | Net Income | Net Income per Share | Net Income per Share after adjustment of potential shares |
|---------------------------------|---------------------|----------------------|---|
| | Millions of Yen (%) | Yen | Yen |
| Fiscal Year ended February 2005 | 62,066 12.2 | 88.71 | 88.64 |
| Fiscal Year ended February 2004 | 55,316 7.9 | 165.57 | — |

Note 1 Non-consolidated Subsidiaries on Equity Method Investment Profit:

| | |
|---------------------------------|-------------------------|
| Fiscal Year ended February 2005 | 2,735 (millions of yen) |
| Fiscal Year ended February 2004 | 652 (millions of yen) |

Note 2 Average Number of Shares Outstanding (consolidated):

| | |
|---------------------------------|--------------------|
| Fiscal Year ended February 2005 | 697,568,136 shares |
| Fiscal Year ended February 2004 | 333,024,536 shares |

Note 3 Amendment to Accounting Method: Not applicable

Note 4 The percentage indications of Total Revenues, Operating Income, Recurring Profit and Net Income show the rate change compared to previous interim period.

(2) Consolidated Financial Condition

| | Total Assets | Shareholders' Equity | Shareholders' Equity Ratio | Shareholders' Equity per Share |
|---------------------------------|-----------------|----------------------|----------------------------|--------------------------------|
| | Millions of Yen | Millions of Yen | % | Yen |
| Fiscal Year ended February 2005 | 2,752,088 | 632,022 | 23.0 | 871.63 |
| Fiscal Year ended February 2004 | 2,609,271 | 479,090 | 18.4 | 1,438.08 |

Note Number of shares outstanding on term end (consolidated):

Fiscal Year ended February 2005 724,887,378 shares

Fiscal Year ended February 2004 333,021,215 shares

(3) Conditions of Consolidated Cash Flows

| | Cash Flows from Operating Activities | Cash Flows from Investing Activities | Cash Flows from Financing Activities | Closing Balance of Cash and Cash Equivalents |
|---------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|--|
| | Millions of Yen | Millions of Yen | Millions of Yen | Millions of Yen |
| Fiscal Year ended February 2005 | 69,089 | △125,190 | 49,787 | 274,366 |
| Fiscal Year ended February 2004 | 174,050 | 74,083 | △63,020 | 281,723 |

(4) Matters concerning the Range of Consolidation and Equity Method

Number of Consolidated Subsidiaries: 129

Number of Equity Method Affiliates: 26

(5) Changes in the Range of Consolidation and Equity Method

Number of New Consolidated Subsidiaries: 7

Number of Excluded Consolidated Subsidiaries: 7

Number of New Equity-Method Affiliates: 2

Number of Excluded Equity-Method Affiliates: 4

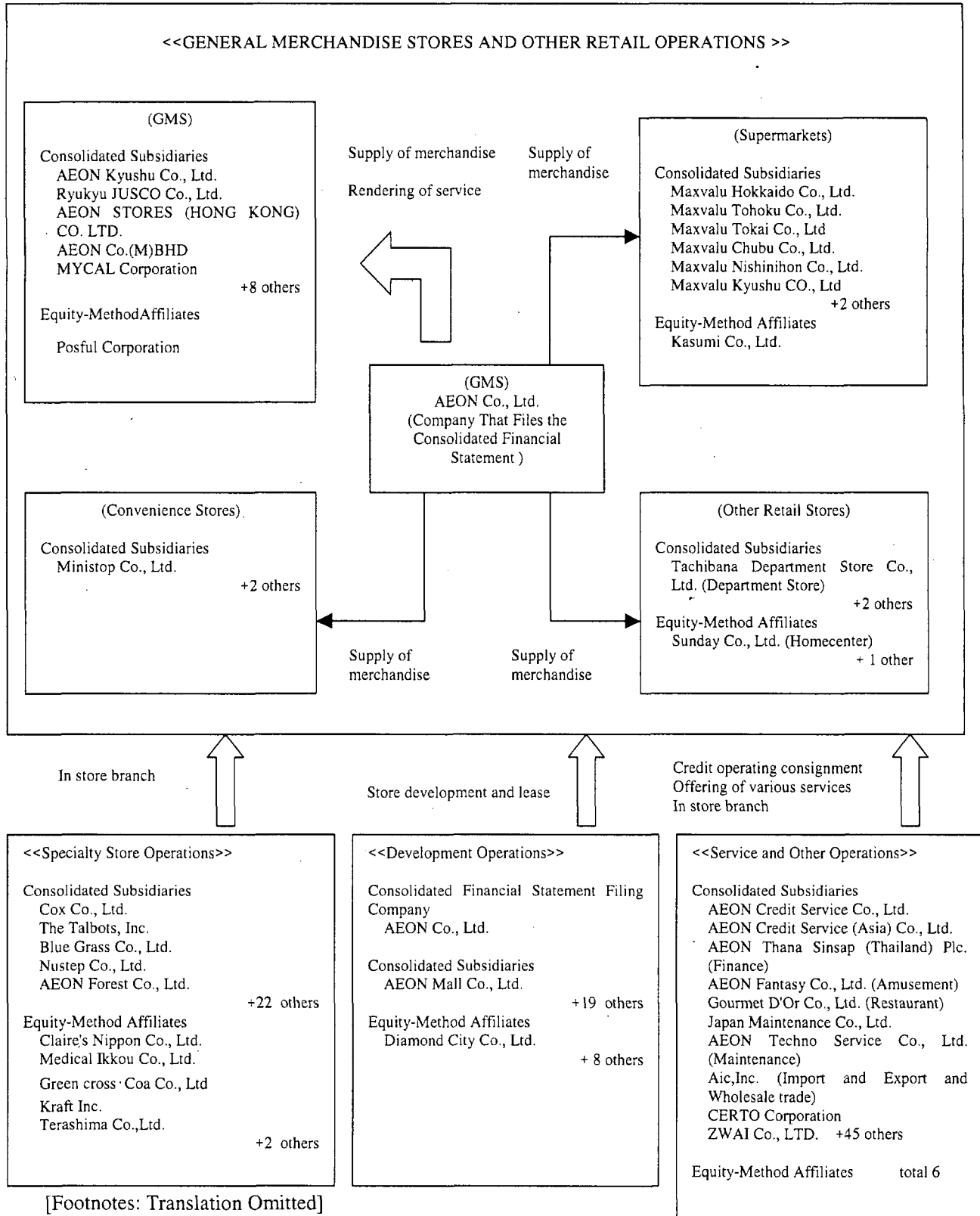
2. Forecast of Consolidated Earnings Fiscal Year ending February 2006 (February 21, 2005~
February 20, 2006)

| | Total Revenues | Operating Income | Recurring Profit | Net Income |
|------------------------|-----------------|------------------|------------------|-----------------|
| | Millions of Yen | Millions of Yen | Millions of Yen | Millions of Yen |
| Interim Fiscal Year | 2,110,000 | 66,000 | 70,000 | △28,000 |
| Whole Fiscal Year | 4,340,000 | 160,000 | 166,000 | 19,000 |

[Footnotes: Translation Omitted]

(Attachment)

Status of Business Group



Management Policy

1. General Management Policy
[Translation Omitted]

2. Policy regarding profit distribution
 - (1) Medium and Long Term Policy:
[Translation Omitted]
 - (2) Profit distribution for FYE February 2005
[Translation Omitted]
 - (3) Dividend payout scheduled to commence on: April 25,2005

3. Policy regarding the reduction in minimum investment unit
[Translation Omitted]

4. Medium and Long Term Management Strategy
[Translation Omitted]
 - (1) Medium to Long Term Objective: Foster global competitiveness.
[Translation Omitted]
 - (2) Medium Term Strategy:
 - ① Promotion of Group Growth Strategy
[Translation Omitted]
 - ② Establishment of Group Financial Ground which support growth
[Translation Omitted]
 - ③ Establishment of Corporate Ethics
[Translation Omitted]

5.
 - (1) Re-configuration of the GMS operations for the current period.
 - (2) Establishment of the Super-Shopping-Center concept and business.
 - (3) Installation of the Group Management Structure.

6. Status of the Implementation of the “Corporate Governance Reform” for the current period.
 - (1) Overview
[Translation Omitted]
 - (2) Company with Committees System in AEON Co., Ltd.
[Translation Omitted]
 - (3) Development of infrastructures necessary for effective Corporate Governance
[Translation Omitted]

7. Status of the “Group Management Reform” for the Current Period.
[Translation Omitted]
8. Fulfillment of Social Responsibility as a Corporate Citizen.
[Translation Omitted]
9. New initiatives for the Current Period
 - (1) New Initiatives for Group Growth
 - ① Stock Issuance and Stock Offering
[Translation Omitted]
 - ② Establishment of AEON(China)Co., Ltd.
[Translation Omitted]
 - (2) Promotion of the Group Brand Strategy

Operating Results and Financial Conditions

1. Operating Results
(Outline of Current Period)
 - ① Status of General Performance
[Translation Omitted]
 - ② Status of Segments by Types of Business
[Translation Omitted]
2. Financial Conditions
[Translation Omitted]
3. Prospects of the next Period
[Translation Omitted]

CONSOLIDATED BALANCE SHEETS

(unit: millions of yen)

| Item | This Consolidated Fiscal Year (February 20,2005) | | Previous Consolidated Fiscal Year (February 20,2004) | |
|--|---|-------|---|-------|
| | Amount | Ratio | Amount | Ratio |
| (Assets) | | % | | % |
| I Current Assets | | | | |
| 1 Cash on hand and in bank | 278,934 | | 286,588 | |
| 2 Notes receivable and accounts receivable | 214,019 | | 173,763 | |
| 3 Securities | 6,603 | | 4,283 | |
| 4 Merchandise inventories | 287,894 | | 267,066 | |
| 5 Deferred tax assets | 20,513 | | 16,706 | |
| 6 Finance receivables | 355,041 | | 304,293 | |
| 7 Others | 102,970 | | 90,099 | |
| Allowance for doubtful accounts | (22,248) | | (16,353) | |
| Total Current Assets | 1,243,728 | 45.2 | 1,126,477 | 43.2 |
| II Fixed Assets | | | | |
| (1) Tangible Fixed Assets | | | | |
| 1 Buildings and structures | 600,953 | | 560,451 | |
| 2 Furniture and fixtures | 93,323 | | 83,841 | |
| 3 Land | 236,003 | | 247,111 | |
| 4 Construction in progress | 15,482 | | 9,610 | |
| 5 Others | 257 | | 314 | |
| Total tangible fixed assets | 946,021 | 34.4 | 901,329 | 34.5 |
| (2) Intangible Fixed Assets | | | | |
| 1 Software | 30,803 | | 27,956 | |
| 2 Others | 25,270 | | 33,555 | |
| Total Intangible Fixed Assets | 56,074 | 2.0 | 61,512 | 2.4 |
| (3) Investments and other assets | | | | |
| 1 Investment securities | 113,975 | | 114,867 | |
| 2 Deferred tax assets | 25,898 | | 33,376 | |
| 3 Fixed leasehold deposits to lessors | 322,445 | | 334,126 | |
| 4 Store rent suspense account | 5,540 | | 3,288 | |
| 5 Others | 101,011 | | 112,714 | |
| Allowance for doubtful accounts | (63,121) | | (78,391) | |
| Total investment and other assets | 505,749 | 18.4 | 519,981 | 19.9 |
| Total fixed assets | 1,507,845 | 54.8 | 1,482,823 | 56.8 |
| III Deferred Assets | | | | |
| Stock issue costs | 515 | | - | |
| Total Deferred Assets | 515 | 0.0 | - | - |
| Total of Assets | 2,752,088 | 100.0 | 2,609,271 | 100.0 |

| Item | This Consolidated Fiscal Year (February 20,2005) | | Previous Consolidated Fiscal Year (February 20,2004) | |
|---|---|-------|---|-------|
| | Amount | Ratio | Amount | Ratio |
| (Liabilities) | | % | | % |
| I Current Liabilities | | | | |
| 1 Notes and accounts payable – trade | 485,169 | | 480,589 | |
| 2 Short-term borrowings (other than commercial paper) | 78,985 | | 93,182 | |
| 3 Current portion of long-term debt | 113,965 | | 78,674 | |
| 4 Current portion of bonds | 22,765 | | - | |
| 5 Commercial paper | 1,000 | | 33,000 | |
| 6 Income taxes payable | 26,948 | | 26,654 | |
| 7 Accrued bonuses | 8,711 | | 8,629 | |
| 8 Provision for store closing expenses | 6,124 | | 4,105 | |
| 9 Current portion of obligations under reorganization proceedings | 16,660 | | 48,040 | |
| 10 Notes payable for properties | 54,353 | | 42,013 | |
| 11 Others | 233,071 | | 212,545 | |
| Total current liabilities | 1,047,757 | 38.1 | 1,027,435 | 39.4 |
| II Fixed Liabilities | | | | |
| 1 Bonds | 125,150 | | 137,915 | |
| 2 Long-term debt | 396,966 | | 367,228 | |
| 3 Deferred tax liabilities | 8,722 | | 8,762 | |
| 4 Reserve for retirement grants | 33,313 | | 64,100 | |
| 5 Reserves for retirement grants for retiring Directors and Corporate Auditors | 1,525 | | 1,654 | |
| 6 Provision for store closing expenses | 5,576 | | 3,886 | |
| 7 Provision for contingent liabilities | 1,790 | | 3,804 | |
| 8 Obligations under reorganization proceedings | 60,953 | | 94,314 | |
| 9 Lease deposits from lessees | 153,474 | | 147,580 | |
| 10 Negative goodwill | 75,966 | | 87,904 | |
| 11 Others | 7,404 | | 8,955 | |
| Total Fixed Liabilities | 870,842 | 31.6 | 926,106 | 35.5 |
| Total of Liabilities | 1,918,599 | 69.7 | 1,953,542 | 74.9 |
| (Minority Interests) | | | | |
| Minority Interests | 201,465 | 7.3 | 176,638 | 6.7 |
| (Equity) | | | | |
| I Common stock | 101,798 | 3.7 | 51,296 | 2.0 |
| II Capital surplus | 167,710 | 6.1 | 117,235 | 4.5 |
| III Retained earnings | 356,004 | 12.9 | 300,101 | 11.5 |
| IV Unrealized gain on available-for-sale securities | 12,454 | 0.5 | 14,185 | 0.5 |
| V Foreign currency translation adjustments | (5,222) | (0.2) | (3,041) | (0.1) |
| VI Treasury Stock-at cost | (721) | (0.0) | (687) | (0.0) |
| Total of equity | 632,022 | 23.0 | 479,090 | 18.4 |
| Total of Liabilities, Minority Interests and Equity | 2,752,088 | 100.0 | 2,609,271 | 100.0 |

CONSOLIDATED PROFIT AND LOSS STATEMENTS

| Item | This Consolidated Fiscal Year (February 21, 2004) (February 20, 2005) | | Previous Consolidated Fiscal Year (February 21, 2003) (February 20, 2004) | |
|--|---|-------|--|-------|
| | Amount | Ratio | Amount | Ratio |
| | | % | | % |
| I Net sales | 3,813,635 | 100.0 | 3,258,628 | 100.0 |
| II Cost of sales | 2,782,590 | 73.0 | 2,343,430 | 71.9 |
| Gross profit on sales | 1,031,044 | 27.0 | 915,198 | 28.1 |
| III Rental and other revenues | 382,208 | 10.0 | 287,587 | 8.8 |
| Gross profit | 1,413,253 | 37.0 | 1,202,785 | 36.9 |
| IV Selling, general and administrative expenses | 1,266,476 | 33.2 | 1,070,573 | 32.8 |
| Operating Income | 146,777 | 3.8 | 132,212 | 4.1 |
| V Non-operating income | 21,457 | 0.6 | 10,781 | 0.3 |
| Interest income | 1,297 | | 1,006 | |
| Dividend income | 894 | | 738 | |
| Amortization of negative goodwill-net | 9,150 | | 2,158 | |
| Equity in earnings of affiliated companies | 2,735 | | 652 | |
| Penalties from tenants | 1,254 | | 1,028 | |
| Insurance income | - | | 638 | |
| Others | 6,125 | | 4,557 | |
| VI Non-operating expenses | 12,135 | 0.3 | 11,639 | 0.4 |
| Interest expense | 6,929 | | 7,437 | |
| Others | 5,205 | | 4,202 | |
| Recurring profit | 156,099 | 4.1 | 131,354 | 4.0 |
| VII Special profit | 23,934 | 0.6 | 13,571 | 0.5 |
| Gain on sale of fixed assets | 3,117 | | 1,260 | |
| Gain on sale of investment securities | 7,382 | | 5,716 | |
| Gain on provision for store closing expenses | - | | 1,566 | |
| Gain on Transfer of pension plans | 3,800 | | - | |
| Others | 9,634 | | 5,028 | |
| VIII Special loss | 43,211 | 1.1 | 19,207 | 0.6 |
| Loss on retirement of fixed assets | 3,401 | | 3,805 | |
| Allowance for doubtful accounts | 1,556 | | 2,608 | |
| Loss from store closing | 1,947 | | 1,577 | |
| Write-off cost for fixed assets | 5,842 | | 780 | |
| Provision for store closing expenses | 5,169 | | 660 | |
| Loss on transfer of the substitutional portion of the governmental pension program | 7,006 | | - | |
| Prior year adjustments | 4,466 | | - | |
| Others | 13,820 | | 9,775 | |
| Interim Income before income taxes and minority interests | 136,823 | 3.6 | 125,718 | 3.9 |
| Current income tax | 43,589 | | 48,124 | |
| Deferred income tax | 5,687 | | (498) | |
| Sub total | 49,277 | 1.3 | 47,625 | 1.5 |
| Minority interests in net income | 25,479 | 0.7 | 22,777 | 0.7 |
| Interim(This period)Net income | 62,066 | 1.6 | 55,316 | 1.7 |

CONSOLIDATED PROFIT AND LOSS STATEMENTS

(unit: millions of yen)

| Item | This Consolidated Fiscal Year | | Previous Consolidated Fiscal Year | |
|--|--|---------|--|---------|
| | 〔 February 21, 2004 February 20, 2005 〕 | | 〔 February 21, 2003 February 20, 2004 〕 | |
| Capital surplus | | | | |
| I Initial balance of capital surplus | | 117,235 | | 117,235 |
| II Increase in capital surplus | | | | |
| Issue of new shares by capital increase | 50,472 | | - | |
| Gain on disposal of treasury stocks | 2 | 50,474 | 0 | 0 |
| III Closing Balance of capital surplus | | 167,710 | | 117,235 |
| Retained earnings | | | | |
| I Initial Balance of retained earnings | | 300,101 | | 252,043 |
| II Increase in retained earnings | | | | |
| Net Income | 62,066 | | 55,316 | |
| Change in decrease of affiliated companies | 643 | | - | |
| Others | 770 | 63,479 | 441 | 55,758 |
| III Decrease in retained earnings | | | | |
| Dividends | 7,326 | | 7,326 | |
| Bonus to directors and corporate auditors | 251 | 7,577 | 373 | 7,699 |
| IV Closing balance of retained earnings | | 356,004 | | 300,101 |

STATEMENTS OF CONSOLIDATED CASH FLOWS

(unit: millions of yen)

| Item | Current Consolidated | Previous Consolidated | Increase and Decrease |
|--|---|---|-----------------------------|
| | Fiscal Period (February 21, 2004 February 20, 2005) | Fiscal Period (February 21, 2003 February 20, 2004) | |
| I Cash Flows from Operating Activities | | | |
| Income before income taxes and minority interests | 136,823 | 125,718 | 11,105 |
| Depreciation and amortization | 96,797 | 78,191 | 18,606 |
| Write-off cost for fixed assets | 5,842 | 780 | 5,062 |
| Amortization of negative goodwill-net | (9,150) | (2,158) | (6,992) |
| Increase (decrease) in allowance for doubtful accounts | 24,763 | (1,401) | 26,164 |
| Increase (decrease) in reserves for bonus | 94 | (663) | 757 |
| Increase in employees retirement benefit | 4,501 | 3,399 | 1,102 |
| Increase (decrease) in provision for store closing expenses | 3,945 | (2,466) | 6,411 |
| Interest and dividend income | (2,191) | (1,744) | (447) |
| Interest expense | 6,929 | 7,437 | (508) |
| Foreign exchange (gain) loss-net | 138 | (33) | 171 |
| Gain on equity-method investment | (2,735) | (652) | (2,083) |
| Gain on sale of fixed assets | (3,117) | (1,260) | (1,857) |
| Loss on sale or retirement of fixed assets | 5,098 | 5,139 | (41) |
| Loss on sale of fixed leasehold deposits to lessors | 2,575 | - | 2,575 |
| Capital gain on sale of securities | (6,518) | (5,142) | (1,376) |
| Appraisal loss on securities | - | 126 | (126) |
| Gain from forgiveness of debt | (1,540) | - | (1,540) |
| Gain on transfer of pension plans | (3,800) | - | (3,800) |
| Loss on transfer of the substitutional portion of the governmental pension program | 7,006 | - | 7,006 |
| Increase in trade receivable | (47,750) | (23,939) | (23,811) |
| Decrease(increase) in inventory assets | (21,245) | (4,495) | (16,750) |
| Increase(decrease) in notes and accounts payable-trade | 3,751 | 32,635 | (28,884) |
| Increase in finance receivables | (62,007) | - | (62,007) |
| Other assets or debt | 9,080 | 21,642 | (12,562) |
| Others | 8,700 | 788 | 7,912 |
| Sub-total | 155,900 | 231,899 | (75,999) |
| Interest and dividend received | 2,344 | 1,913 | 431 |
| Interest paid | (6,867) | (7,423) | 556 |
| Paid for the transfer to the defined-contribution pension plan and others | (39,155) | - | (39,155) |
| Income taxes, etc. | (43,222) | (52,338) | 9,116 |
| II Cash Flows from Operating Activities | 69,089 | 174,050 | (104,961) |
| II Cash Flows from Investing Activities | | | |
| Purchases of marketable securities | (5,000) | (8,899) | 3,899 |
| Proceeds from sale of marketable securities | 3,760 | 13,973 | (10,213) |
| Purchases of properties | (174,817) | (133,239) | (41,578) |
| Proceeds from sale of properties | 38,828 | 26,492 | 12,336 |
| Purchases of investment securities | (5,578) | (19,431) | 13,853 |
| Proceeds from sales of investment securities | 16,681 | 2,578 | 14,103 |
| Cash received (paid) in conjunction with the purchases of consolidated subsidiaries (Payments for) proceeds from sales of consolidated subsidiaries | (2,427) | 195,476 | (197,903) |
| | (1,538) | (1,156) | (382) |
| Payments for fixed leasehold deposits to lessors | (24,186) | (20,735) | (3,451) |
| Collection of fixed leasehold deposits to lessors | 27,612 | 15,700 | 11,912 |
| Proceeds from lease deposits from lessees | 19,673 | 20,404 | (731) |
| Repayments of lease deposits from lessees | (15,984) | (15,650) | (334) |
| Others | (2,214) | (1,427) | (787) |
| III Cash Flows from Investing Activities | 125,190 | 74,083 | 51,107 |
| III Cash Flows from Financing Activities | | | |
| Net increase (decrease) in short-term borrowings | (43,583) | (126) | (43,457) |
| Proceeds from long-term debt | 146,149 | 101,697 | 44,452 |
| Repayments of long-term debt | (82,782) | (107,759) | 24,977 |
| Proceeds from issue of bonds | 9,935 | 9,934 | 1 |
| Repayments of redemption of debenture | (50) | (25) | (25) |
| Proceeds from issuing common stock | 100,210 | - | 100,210 |
| Repayments of obligations under reorganization proceedings | (58,754) | (66,080) | 7,326 |
| Proceeds from issuance of subsidiaries' stock to minority shareholders | 7,111 | 4,592 | 2,519 |
| Repurchases of subsidiaries' stock from minority shareholders | (6,493) | (3,196) | (3,297) |
| Dividends paid to shareholders | (7,326) | (7,326) | 0 |
| Dividends paid to minority shareholders | (5,195) | (4,700) | (495) |
| Others | (9,433) | 9,969 | (19,402) |
| Cash Flows from Financing Activities | 49,787 | (63,020) | 112,807 |
| IV Foreign currency translation adjustment on cash and cash equivalents | (1,042) | (2,468) | 1,426 |
| V Net (decrease) increase in cash and cash equivalents | (7,356) | 182,645 | (190,001) |
| VI Initial cash and cash equivalents | 281,723 | 96,793 | 184,930 |
| VII Initial cash and cash equivalents (new consolidated subsidiary) | - | 2,284 | (2,284) |
| VIII Closing balance of cash and cash equivalents | 274,366 | 281,723 | (7,357) |

Important Matters in Forming the Basis of Preparing the Interim Consolidated Financial Charts
[Translation Omitted]

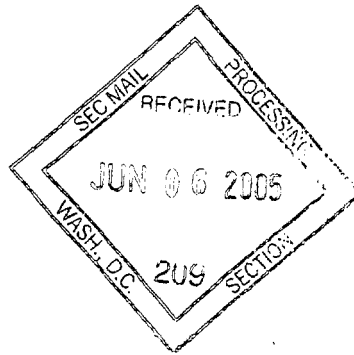
Amendments in Accounting Processing Method
[Translation Omitted]

Amendments in Indication Method
[Translation Omitted]

Additional Information
[Translation Omitted]

Footnotes
[Translation Omitted]

[Translation] (Press Release)



March 10th, 2005

To: Press

Luc Vandeveldé, Chairman of the Board, Carrefour S.A.

Motoya OKADA, President, Aeon Co., Ltd

Strategic Business Partnership between Carrefour and Aeon in Japan
Aeon Acquires Carrefour Japan

Aeon and Carrefour are pleased to announce today Aeon has acquired all the shares of Carrefour Japan from Carrefour S.A.

The purpose of this transaction is to combine the experience and market know-how of the number one Japanese retailer associated with the second largest global retailer with wealth of know-how in order to develop hypermarket business in Japan. Aeon who operates multi format business is considering placing hypermarket as one of its core formats in its future business.

Also, Aeon will have the exclusive right to use the Carrefour brand in Japan. This will allow Aeon to provide customers with new products and services, by developing valuable products such as European foods as well as world foods, and fashionable household groceries, etc. at low cost and adding such products in the assortments of Aeon group companies, through utilising global sourcing network and scale of business of Carrefour S.A. In addition, two companies are contemplating the possibilities of collaborating on a number of commercial concepts in Japan.

For Carrefour, the sale of Carrefour Japan is part of its divestment program announced in September.

Carrefour Japan was a wholly-owned subsidiary of Carrefour S.A. (the world No. 2 retailer). Since the first store was opened in Makuhari in December 2000, 8 hypermarkets have been operated in Japan. The scale of turnover in the fiscal year of 2004 is approximately 50 billion yen.

Taking this opportunity, we would like announce the change of the current company name from 'Carrefour Japan' to 'Aeon Marché Co., Ltd'.

Notes

1. Outline of Business Assignment: Aeon will take over 100% of shares of Carrefour Japan from Carrefour S.A
2. Outline of Company
 - (1) Carrefour S.A. (for the term ending in December, 2003)
 - (i) Headquarter: Paris Cedex 16, France
 - (ii) Representative: José Luis Duran, General Manager
 - (iii) Contents of Business: Retail
 - (iv) Incorporation: July, 1959
 - (v) Turnover: 70,486 Million Euro
 - (2) Aeon (for the term ending in February, 2004)
 - (i) Headquarter: Chiba, Japan
 - (ii) Representative: Motoya Okada, President
 - (iii) Contents of Business: Retailer
 - (iv) Incorporation: September, 1926
 - (v) Turnover: 3,258,628 Million Yen
 - (3) Carrefour Japan (for the term ending in December, 2003)
 - (i) Headquarter: East Tower 18F, Akasaka Twin Tower, 2-17-22, Akasaka, Minato-ku, Tokyo 107-0052
 - (ii) Representative: Loic Dubois
 - (iii) Contents of Business: Retailer
 - (iv) Incorporation: January 11th, 1999
 - (v) Turnover: 29,330 Million Yen
 - (4) Aeon Marché Co., Ltd.
 - (i) Headquarter: East Tower 18F, Akasaka Twin Tower, 2-17-22, Akasaka, Minato-ku, Tokyo 107-0052
 - (ii) Representative: Fukunobu Hirashima
 - (iii) Contents of Business: Retailer
 - (iv) Incorporation: March 10th, 2005

3. Schedule for Business Assignment

March 10th, 2005 Execution of business assignment agreement

March 10th, 2005 Date of business assignment

4. Future Prospect

This assignment will not give any effect on the prospects of business results in respect of the consolidated financial statements of Aeon for the term ending in February 2006

5. Profile of the President of Aeon Marché Co., Ltd.

(1) Representative Director and President

(2) Name: Fukunobu Hirashima

(3) Date of Birth: December 12, 1946

(4) Career summary:

May 2004– present Executive Vice President, AEON Co., Ltd.

May 2003 Senior Vice President, AEON Co., Ltd.

May 2002 Member of the Board of Directors, AEON Co., Ltd.

March 2001 General Manager, Nishi Nihon Regional Company, JUSCO Co., Ltd.

March 1999 General Manager, Seibu Regional Company, JUSCO Co., Ltd.

March 1969 Joined Okadaya Co., Ltd.

[Contacts]

Carrefour S.A.

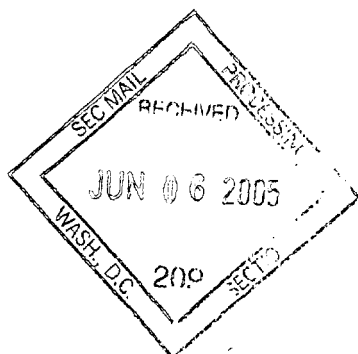
Analysts – David Shriver +33 1 53 70 19 00

Press – Florence Baranes– Cohen +33 1 53 70 19 00

Aeon Co., Ltd:

Corporate Communications Dept – Manabu Ohshima

Tel: +81 43 212 6061 Fax: + 81 43 212 6804



March 1, 2005

To Whom It May Concern

Company Name: AEON Co., Ltd.

Representative: Director

President & Representative Operating Officer: Motoya Okada

(Code #: 8267)

Contact: Corporate Communication

Executive Officer & Manager: Yuiken Tsutsumi

(TEL: 043-212-6042)

Correction of Forecast of Business Results

1. Consolidated Business Results

We correct Forecast of Consolidated Results for the period ending February 20, 2005 (from February 21, 2004 to February 20, 2005) as follows given the current situation of GMS operation while we expect we mark a record high in operating revenue, operating profit and ordinary income for the five consecutive years.

<Forecast of Consolidated Results in the Current Period>

(From February 21, 2004 to February 20, 2005) (Unit: millions of yen)

| | Operating revenue | Operating income | Ordinary income | Net income |
|---|-------------------|------------------|-----------------|------------|
| Forecast announced last time | 4,100,000 | 157,000 | 160,000 | 66,000 |
| Corrected forecast this time | 4,150,000 | 142,000 | 150,000 | 56,000 |
| Increase or decrease ratio from the previous period | 17.0% | 7.4% | 14.2% | 1.2% |

| | | | | |
|---|-----------|---------|---------|--------|
| Business results in the previous period (Year ended February 20, 2004) | 3,546,215 | 132,212 | 131,354 | 55,316 |
|---|-----------|---------|---------|--------|

2. Non-consolidated Business Results of Parent

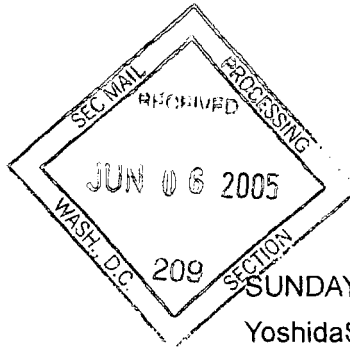
(1) We correct Forecast of Non-Consolidated Results of Parent for the period ending February 20, 2005 (from February 21, 2004 to February 20, 2005) announced at "Summary of individual balance sheet for the interim period ending February 20, 2005" dated October 5, 2004 as follows.

<Forecast of Non-consolidated Results of Parent in the Current Period>

(From February 21, 2004 to February 20, 2005) (Unit: millions of yen)

| | Operating revenue | Operating income | Ordinary income | Net income |
|---|-------------------|------------------|-----------------|------------|
| Forecast announced last time (A) | 1,820,000 | 27,000 | 32,500 | 18,000 |
| Corrected forecast this time (B) | 1,830,000 | 17,000 | 22,500 | 12,000 |
| Increase or decrease (B-A) | 10,000 | ▲10,000 | ▲10,000 | ▲6,000 |
| Increase or decrease ratio | 0.5% | ▲37.0% | ▲30.8% | ▲33.3% |
| Increase or decrease from the previous period | 65,635 | ▲7,017 | ▲5,093 | ▲3,795 |
| Increase or decrease ratio from the previous period | 3.7% | ▲29.2% | ▲18.5% | ▲24.0% |

| | | | | |
|---|-----------|--------|--------|--------|
| Business results in the previous period (Year ended February 20, 2004) | 1,764,365 | 24,017 | 27,593 | 15,795 |
|---|-----------|--------|--------|--------|



March 31, 2005

To Whom It May Concern

SUNDAY Co., Ltd. (Securities Code: 7450)
YoshidaSangyo Co., Ltd.
AEON Co., Ltd. (Securities Code: 8267)

Strengthening of Business and Capital Tie-up

SUNDAY Co., Ltd. (Head Office: Hachinohe-shi, President & Representative Director: Keizo Tamura, hereinafter referred to as "SUNDAY" and AEON Co., Ltd. (Head Office: Chiba-shi, President: Motoya Okada, hereinafter referred to as "AEON") agreed to further enhance business and capital tie-up which was concluded by both companies on August 18, 2003 and we hereby announce it.

(Translation Omitted)

1. Strengthening of business tie-up

SUNDAY shall aim for the establishment of super center business with AEON while further reinforcing its home improvement store business. Specifically SUNDAY shall plan to participate in hardware division of "AEON Super Center" which AEON shall deploy in Tohoku area starting this fiscal year, and operate hardware division of several super center stores in that area for the meantime.

2. Assignment of Representative Director

SUNDAY asked AEON to send President & Representative Director in order to bring about a complete change of heart among employees and realize further growth taking advantage of the challenge for super center business. AEON decided to send President & Representative Director upon this request. New President shall plan to assume its position after the General Meeting of Shareholders of SUNDAY scheduled for May 12, 2005.

3. Strengthening of capital tie-up

SUNDAY shall issue 2,049,000 shares of common stock through the allotment of new shares to a third party by the end of May, and AEON and YoshidaSangyo shall take up 1,649,000 shares and 400,000 shares of common stock respectively. In the result, AEON shall become the largest shareholder of SUNDAY with holding 35.0 % of shares.

Details on the allotment of new shares to a third party are currently under discussion and will be announced as soon as a decision is made.

4. Outline of Companies

(1) SUNDAY Co., Ltd.

Head Office: 6-22-10 Nejiro, Hachinohe-shi, Aomori Prefecture
Incorporation: May 1975
Capital: ¥1,345 million (as of August 20, 2004)
Operating Revenue: ¥36,689 million (Year ended February 20, 2004)
Number of Stores: 46 stores (as of August 20, 2004)
Number of Employees: 440 persons (as of August 20, 2004)
Representative: President & Director: Keizo Tamura
Vice President & Director: Chuji Kamikozawa

(2) YoshidaSangyo Co., Ltd.

Head Office: 2 Nijyusannichimachi, Hachinohe-shi, Aomori Prefecture
Incorporation: December 1948
Capital: ¥363 million (as of March 31, 2004)
Operating Revenue: ¥64,984 million (Year ended March 31, 2004)
Number of Branch Offices: 20 branch offices (as of March 31, 2004)
Number of Employees: 625 persons (as of March 31, 2004)
Representative: President & Director: Shigeo Yoshida