

# JVCKENWOOD



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## Transfer of Shares of Affiliated Company

JVCKENWOOD Corporation ("JVCKENWOOD") has concluded the transfer agreement with Sysmex Corporation ("Sysmex") and completed the transfer to Sysmex of all of its shares in Creative Nanosystems Corporation ("CNS"), which was jointly established by JVCKENWOOD and Sysmex to develop and manufacture biodevices, as announced in "Transfer of New Healthcare Business" on April 27, 2023.

### 1. Background of the business transfer

JVCKENWOOD's newly formulated mid-term management plan, "VISION 2025," calls for redefinition of its business portfolio based on growth and capital efficiency, and is promoting business reform by positioning healthcare in the professional systems business as one of the restructuring businesses.

In this reform, JVCKENWOOD decided to transfer all of its shares in CNS, which was jointly established by JVCKENWOOD and Sysmex, to Sysmex, and the share transfer was completed.

### 2. Outline of the affiliated company to be transferred (as of March 31, 2023)

(1) Company Name	Creative Nanosystems Corporation	
(2) Address	4-4-4 Takatsukadai, Nishi-ku, Kobe City, Hyogo Prefecture, Japan	
(3) Name and Title of Representative	Takashi Yoshida, President	
(4) Date of Establishment	October 1, 2018	
(5) Principal Business	Development and manufacturing of bio devices and all related businesses	
(6) Net Sales	293,206,000 yen (fiscal year ended March 2023)	
(7) Capital	200 million yen	
(8) Major Shareholders and Percentage of Holding	Sysmex Corporation 51%, JVCKENWOOD Corporation 49%	
(9) Relationship between JVCKENWOOD and CNS	Capital relationship	JVCKENWOOD owns 49% of the outstanding shares of CNS
	Personal relationship	Two part-time directors and one auditor of Creative Nano Systems are concurrently serving as executives and employees of JVCKENWOOD.
	Business relationship	There is a business relationship such as a business consignment agreement between JVCKENWOOD and CNS.

### 3. Outline of the transferee of the shares (as of March 31, 2023)

(1) Company Name	Sysmex Corporation	
(2) Address	1-5-1, Wakahama Kaigandori, Chuo-ku, Kobe, Hyogo Prefecture, Japan	
(3) Name and Title of Representative	Kaoru Asano, President (Representative Director)	
(4) Date of Establishment	February 20, 1968	
(5) Principal Business	Development, manufacture, sale, and import/export of clinical testing equipment, test reagents, and related software, etc.	
(6) Capital	14,282,160,000 yen	
(7) Major Shareholders and Percentage of Holding	The Master Trust Bank of Japan, Ltd. 13.32% The Custody Bank of Japan, Ltd. (Trust Account) 5.77% Kobe Yamabuki Foundation 5.73% Nakatani Foundation 5.65%	
(8) Relationship between JVCKENWOOD and Sysmex	Capital relationship	There is no significant capital relationship between JVCKENWOOD and this company. In addition, there is no noteworthy capital relationship between the interested parties and affiliated companies of JVCKENWOOD and those of this company.
	Personal relationship	There is no significant personal relationship between JVCKENWOOD and this company. In addition, there is no noteworthy personal relationship between the interested parties and affiliated companies of JVCKENWOOD and those of this company.
	Business relationship	There is a business relationship such as a basic commodity transaction agreement between JVCKENWOOD and the relevant company.
	Related party relationship	This company does not fall under the category of related parties of JVCKENWOOD. In addition, interested parties and affiliated companies of JVCKENWOOD do not fall under the category of related parties of this company.

### 4. Number of shares to be transferred and status of shares held before and after transfer

(1) Number of shares held before transfer	98 (Number of voting rights: 98, Holding ratio: 49%)
(2) Number of shares to be transferred	98 (Number of voting rights: 98)
(3) Number of shares held after transfer	— shares (Number of voting rights: —, Holding ratio: —%)

### 5. Impact on the company's consolidated results

The impact of this share transfer on the consolidated earnings forecast for the fiscal year ending March 31, 2024, is expected to be minor.