

Translation

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September 12, 2022

To whom it may concern,

Company name: JSR Corporation
Representative: Eric Johnson, Representative Director, CEO
(Code #4185, Tokyo Stock Exchange)
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Notice Concerning Transfer of Shares to a Subsidiary Involving a Change in Sub-subsidiary

JSR Corporation (hereinafter referred to as “JSR”) hereby announces that the Board of Directors of JSR, at its meeting held on September 12, 2022, resolved to transfer all of the shares of Crown Bioscience International, a 100% subsidiary, to JSR North America Holdings, Inc., a its subsidiary in U.S., by way of an in-kind contribution, followed by the subsequent transfer of all of the shares from JSR North America Holdings, Inc. to JSR Life Sciences, LLC, a its sub-subsidiary, by way of an in-kind contribution. As a result, Crown Bioscience International will become its sub-subsidiary, remaining to be included within the scope of consolidation.

1. Purpose of transfer

It was decided to transfer all of our shares in order to improve the efficiency of our life sciences business in the U.S.

2. Outline of the subsidiary(specified subsidiary) that will become a sub-subsidiary

1	Name	Crown Bioscience International		
2	Location	16550 West Bernardo Drive Building 5, Suite 525 San Diego, CA 92127, USA		
3	Representative	Armin Spura, Representative Director & CEO		
4	Description of Business	Drug discovery and development services including translational platforms to advance oncology, inflammation, cardiovascular and metabolic disease research		
5	Capital	44.8 M US\$ (Approx. 6.3Billion Yen *1)		
6	Date of Establishment	April 25, 2006		
7	Major shareholders and percentage of shares held	JSR Corporation 100%		
8	Relationship	Capital	JSR's equity interest is 100%.	
		Personnel	An officer of JSR serves as director of this company	
		Business	JSR lends funds to and guarantees the liabilities of this company.	
9	Operating results and financial position for the three most recent fiscal years *1			
	(Million Yen)	FY ended March 2020	FY ended March 2021	FY ended March2022
	Net Asset	7,486	9,080	12,806
	Total Asset	11,667	13,738	18,501
	Net Asset per Share	75	91	128
	Revenue	-	-	-
	Operating Profit	159	-402	-981
	Operating Income	1,824	552	3,428

Operating Income per Share (Thousand yen)	18,239	5,520	34,280
Dividend per Share	-	-	-

3.1 Outline of transferee

1	Name	JSR North America Holdings, Inc.	
2	Location	1280 North Mathilda Avenue, Sunnyvale, CA 94089, USA	
3	Representative	Eric Johnson, President	
4	Description of Business	Management and oversight of JSR Micro, Inc. and JSR Life Sciences, LLC's global operations	
5	Capital	30 M US\$ (Approx. 4.2 billion yen)*1	
6	Net asset	34 M US\$ (4.7 billion yen) FY ended March2022 *1	
7	Total asset	194M US\$ (27.0 billion yen) FY ended March2022 *1	
8	Date of Establishment	January 1, 2019	
9	Major shareholders and percentage of shares held	JSR Corporation 100%	
10	Relationship	Capital	JSR's equity interest is 100%.
		Personnel	A director CEO of JSR serves as president of this company, and two directors serve as directors of this company.
		Business	JSR lends funds to and guarantees the liabilities of this company.

3.2 Outline of subsequent transferee

1	Name	JSR Life Sciences, LLC	
2	Location	1280 North Mathilda Avenue, Sunnyvale, CA 94089, USA	
3	Representative	Tim Lowery, President	
4	Description of Business	JSR Life Sciences global business headquarters and distribution of Life Sciences products in the US market.	
5	Capital	4 M US\$ (Approx. 0.6 billion yen)*1	
6	Net asset	-44 M US\$ (-6.1 billion yen) FY ended March2022 *1	
7	Total asset	22 M US\$ (3.0 billion yen) FY ended March2022 *1	
8	Date of Establishment	January 1, 2019	
9	Major shareholders and percentage of shares held	JSR North America Holdings, Inc. 100%	
10	Relationship	Capital	JSR's equity interest is 100%, including indirect holdings.
		Personnel	An officer of JSR serves as president of this company
		Business	JSR lends funds to this company.

*1: Exchange rate on September 1, 2022 USD = 139.53yen (This rate is different from the actual exchange rate at the time of closing of accounts.)

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

1	Number of shares held prior to transfer	100 shares (number of voting rights:100) (Percentage of voting rights:100.00%)
2	Number of shares transferred	100 shares (number of voting rights:0)
3	Number of shares held after transfer	0 shares (indirect holdings 100 shares) (number of voting rights:100) (percentage of voting rights:100.00%)

5. Schedule

1	Date of resolution by the Board of Directors	September 12, 2022
2	Date of contract	October 1, 2022(Planned)
3	Date of share transfer	October 1, 2022(Planned)

6. Impact on financial performance

After the Transfer of Share, Crown Bioscience International will continue to be included within the scope of our company's consolidation. The impact on our financial results will be minimal, but we will promptly disclose any matters that should be announced.

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