



September 21, 2021

Company name Sysmex Corporation
 Representative Chairman and CEO Hisashi Ietsugu
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Notice Concerning Absorption-Type Merger (Simplified/Short-Form Merger) of Wholly Owned Subsidiary

Sysmex Corporation (the “Company”) hereby announces that a meeting of the Board of Directors held on September 21, 2021 resolved to absorb its wholly owned subsidiary, Sysmex International Reagents Co., Ltd. (hereinafter “Sysmex International Reagents”) and have entered into a merger agreement.

Since this is a simplified absorption-type merger involving a wholly owned subsidiary, some disclosure items and details have been omitted.

1. Purpose of the merger

Sysmex International Reagents has been manufacturing and selling *in vitro* diagnostic reagents. The Company decided to absorb Sysmex International Reagents to strengthen corporate function and to enhance efficiencies and productivity of manufacturing diagnostic reagents.

2. Summary of the merger

(1) Timetable for the merger

Date of resolution at the meeting of the Board of Directors	September 21, 2021
Date of conclusion of the agreement	September 21, 2021
Commencement date (Effective date)	April 1, 2022 (scheduled)

(Note) Since this is a simplified merger pursuant to Article 796, paragraph (2) of the Companies Act of Japan for the Company and is also a short-form merger pursuant to Article 784, paragraph (1) of the Companies Act for the Sysmex International Reagents, each company will not hold a general meeting of shareholders to approve the merger agreement.

(2) Form of the merger

The merger will be conducted as an absorption-type merger, with the Company as the surviving company, and Sysmex International Reagents will be dissolved.

(3) Details of allotment related to the merger

Since the merger is a merger with a wholly owned subsidiary of the Company, there will be no issuance of new shares, no allotment of money, etc. related to the merger.

(4) Handling of share acquisition rights and bonds with share acquisition rights in connection with the merger

Not applicable.

3. Overview of companies involved in the merger

	Company surviving the absorption-type merger	Company disappearing in the absorption-type merger
(1) Name	Sysmex Corporation	Sysmex International Reagents Co., Ltd.
(2) Location	1-5-1 Wakinohama-Kaigandori, Chuo-ku, Kobe, Hyogo	4-3-2 Takatsukadai, Nishi-ku, Kobe, Hyogo
(3) Job title and name of representative	Chairman and CEO Hisashi Ietsugu	President and CEO Kinya Uchihashi
(4) Line of businesses	Development, manufacture, sales and export/import of diagnostic instruments, reagents and related software	Manufacture and sales of <i>in vitro</i> diagnostic reagents
(5) Share capital	13,229 millions of yen (As of March 31, 2021)	300 millions of yen (As of March 31, 2021)
(6) Date of establishment	February 20, 1968	December 16, 1969
(7) Number of issued shares	209,443,232 shares (As of March 31, 2021)	6,000,000 shares (As of March 31, 2021)

(8) Fiscal year-end	March 31		March 31	
(9) Major shareholders and percentage of share-holding (As of March 31, 2021)	Custody Bank of Japan, Ltd. (Trust Account)	11.27%	Sysmex Corporation	100%
	The Master Trust Bank of Japan, Ltd. (Trust Account)	6.57%		
	The Kobe Yamabuki Foundation	5.74%		
	Nakatani Foundation for Advancement of Measuring Technologies in Biomedical Engineering	5.66%		
	Nakatani Kosan, Ltd.	5.00%		
(10) Operating results and financial positions for the most recent fiscal year	Fiscal year ended March 31, 2021 (Consolidated, IFRS)		Fiscal year ended March 31, 2021 (Non-consolidated, JGAAP)	
	Equity attributable to owners of the parent	307,898 millions of yen	Net assets	9,651 millions of yen
	Total assets	427,475 millions of yen	Total assets	14,908 millions of yen
	Equity attributable to owners of the parent per share	1,473.22 yen	Net assets per share	1,608.53 yen
	Net sales	305,073 millions of yen	Net sales	15,038 millions of yen
	Operating profit	51,792 millions of yen	Operating profit	913 millions of yen
	Profit before tax	48,033 millions of yen	Ordinary profit	941 millions of yen
	Profit attributable to owners of the parent	33,142 millions of yen	Net income	641 millions of yen
	Earnings per share (basic)	158.65 yen	Net income per share	106.90 yen

(Note: Percentage of shareholding excludes treasury stock.)

4. Status after the merger

There will be no changes in the name, location, job title and name of representative, description of business, address, name and title of the representative, share capital and fiscal year-end of the Company after the merger.

5. Future outlook

Since this is a merger with a wholly owned subsidiary of the Company, the impact on the Company consolidated financial results will be minor.

(Reference) Consolidated financial results forecasts for the current fiscal year (released on May 12, 2021) and actual consolidated results for the previous fiscal year

(Millions of yen)

	Net sales	Operating profit	Profit before tax	Profit attributable to owners of the parent
Financial results forecasts for the current fiscal year (Fiscal year ending March 31, 2022)	350,000	60,000	57,000	40,000
Actual results for the previous fiscal year (Fiscal year ended March 31, 2021)	305,073	51,792	48,033	33,142

Note : This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.