



April 1, 2021

Company Representative	JVCKENWOOD Corporation EGUCHI Shoichiro Representative Director of the Board, President and CEO (Code: 6632; First Section of the Tokyo Stock Exchange)
Contact	ENDO Isamu General Manager, Corporate Communication Department (Tel: +81-45-444-5232)

Transfer of Shares of Subsidiary

JVCKENWOOD Corporation (“JVCKENWOOD”) hereby announces that it decided to transfer all shares of Zetron, Inc. (“Zetron”), its U.S. consolidated subsidiary engaged in development, production, and sales of communication command & control systems/equipment, to Codan Limited (“Codan”) in Australia (hereinafter referred to as the “share transfer”), and signed a share transfer agreement.

1. Reason for Transfer of Shares

JVCKENWOOD turned Zetron into its consolidated subsidiary in 2007 with the aim of expanding from the device business to the solution business in the communication systems sector. JVCKENWOOD has engaged in the solution business by providing total system solutions which combine Zetron’s communication command & control systems/equipment with its communication system devices. However, in the course of considering a new medium- to long-term growth strategy to respond to the recent changes in the business environment, JVCKENWOOD reviewed the positioning of Zetron in the wireless systems business as part of the restructuring of our business portfolio, and has decided to carry out share transfer. Going forward, Zetron will be able to build a new business model and develop business by leveraging synergies with Codan’s products and services such as communications equipment.

While maintaining transactions with Zetron as a partner for communication command & control systems/equipment, JVCKENWOOD will continue to expand the system solution business as a growth strategy in the Communications Systems Business.

2. Overview of Subsidiary Whose Shares Will Be Transferred (as of March 31, 2020)

(1) Company Name	Zetron, Inc.
(2) Address	P.O. BOX 97004, Redmond, WA 98073-9704 U.S.A.
(3) Name and Title of Representative	Brent Dippie, President and CEO
(4) Date of Establishment	November 10, 1980
(5) Principal Business	Development, production, and sales of command & control systems/equipment
(6) Net Sales	USD 48,043,000 (fiscal year ended March 2020)

(7) Capital	USD 1	
(8) Major Shareholders and Percentage of Holding	JVCKENWOOD Corporation 100%	
(9) Relationship between JVCKENWOOD and Zetron	Capital relationship	JVCKENWOOD owns 100.00% of the outstanding shares of Zetron.
	Personal relationship	Three officers of JVCKENWOOD also serves as a director of Zetron.
	Business relationship	There is a business relationship such as a business consignment agreement between JVCKENWOOD and Zetron.

3. Overview of the Transferee of the Shares (as of March 31, 2020)

(1) Company Name	Codan Limited	
(2) Address	Technology Park, 2 Second Avenue, Mawson Lakes SA 5095 Australia	
(3) Name and Title of Representative	Donald McGurk, CEO	
(4) Date of Establishment	1959	
(5) Principal Business	Development of robust technology solutions to solve customers' communications, safety, security and productivity problems in harsh environments around the world.	
(6) Capital	AUD44.7 million	
(7) Major Shareholders and Percentage of Holding	I B Wall and P M Wall (joint name) 19.3%, HSBC Custody Nominees (Australia) Limited 13.0%, J P Morgan Nominees Australia Limited 10.3%	
(8) Relationship between JVCKENWOOD and Codan	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 no significant business relationship between JVCKENWOOD and this company. In addition, there is no noteworthy business relationship between the interested parties and affiliated companies of JVCKENWOOD and those of this 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, Transfer Price, and Status of Shares Held before and after Transfer

(1) Number of shares held before transfer	1 (Number of voting rights: 1, Holding ratio: 100%)
(2) Number of shares to be transferred	1 (Number of voting rights: 1)
(3) Transfer price	45million USD (subject to an adjustment based on the agreement)
(4) Number of shares held after transfer	— shares (Number of voting rights: —, Holding ratio: —%)

5. Impact on the Company's consolidated results

This share transfer will have no impact on the consolidated business results for the fiscal year ending March 31, 2021.

6. Outlook

JVCKENWOOD will proceed with the procedures with Codan to implement the share transfer by the end of April 2021.