

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.



November 27, 2025

Company name: TAUNS Laboratories, Inc.
Representative: Masaki Nonaka, President and CEO
(Code no.: 197A, Standard Market, Tokyo Stock Exchange)
Contact person: Yoshio Uchiyama, Director and CFO
Tel: +81-55-953-9590

Notice Regarding Acquisition of Shares in CLAIRVO TECHNOLOGIES, Inc. (Making it a Subsidiary)

TAUNS Laboratories, Inc. (headquartered in Izunokuni-shi, Shizuoka, Japan; Masaki Nonaka, President & CEO; Securities Code: 197A; hereinafter referred to as "TAUNS") hereby announces that its Board of Directors, convened today, resolved to acquire all shares of CLAIRVO TECHNOLOGIES, Inc. (headquartered in Chuo-ku, Tokyo; President & CEO: Riichi Yamada; hereinafter referred to as "CLAIRVO TECHNOLOGIES") and make it a wholly-owned subsidiary. Details are as follows.

1. Reasons for the Acquisition of Shares

In our mid-term management plan through the fiscal year ending June 2030, we have established the vision of "Solving social issues with diagnostic technology and data." As key initiatives, we are advancing the "introduction of new diagnostic technologies targeting the chronic disease field" and the "establishment of a data utilization infrastructure to accelerate medical research." CLAIRVO TECHNOLOGIES' business foundation and product pipeline are expected to accelerate the execution of these key initiatives and significantly contribute to the achievement of our mid-term management plan.

CLAIRVO TECHNOLOGIES' strength lies in its ability to identify and evaluate medical devices and SaMD (Software as a Medical Device) from overseas manufacturers that apply advanced technologies such as AI, and its capability to handle the entire process in Japan seamlessly - from regulatory submissions and health care insurance coverage to distribution, sales, implementation and customer support. In our mid-term management plan, entering the medical device sector, particularly the SaMD field, is one of our key themes. We believe that CLAIRVO TECHNOLOGIES's extensive experience and proven track record in SaMD will accelerate our strategy.

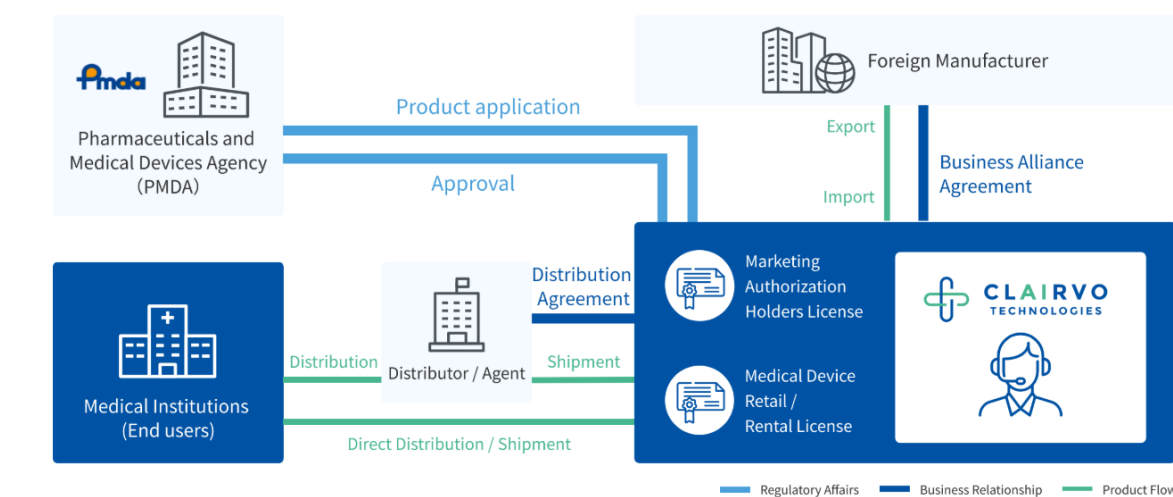
Furthermore, our company is one of the major companies of rapid diagnostic test kits for infectious diseases in Japan, possessing strong relationships of trust with pharmaceutical and medical device wholesalers, as well as an extensive customer base in the hospital and clinic market. We believe we can leverage these strengths to contribute to the business development of CLAIRVO TECHNOLOGIES.

Through this share acquisition, our company will provide advanced diagnostic technologies and establish a research foundation for new medical technologies utilizing medical data, thereby contributing to the advancement of healthcare.

2. Overview of the Subsidiary Transferred

(1) Name	CLAIRVO TECHNOLOGIES, Inc.		
(2) Location	Biz Feel Kayabacho 5F, 11-4, Nihonbashi-koamicho, Chuo-ku, Tokyo 103-0016, Japan		
(3) Title and name of representative	Riichi Yamada, President & CEO		
(4) Business	1. Development, manufacturing, sales, rental services, and imports/exports of medical devices and services that apply AI and other state-of-the-art technology 2. Development, manufacturing, sales, rental services, and imports/exports of other medical devices and healthcare products		
(5) Capital	JPY 100 million		
(6) Date of establishment	April 2020		
(7) Major shareholders and voting rights ratio	Marubeni Corporation (100%)		
(8) Relationship with our company	Capital relationship	Not applicable	
	Personal relationships	Not applicable	
	Business relationship	Not applicable	
(9) Operating results and financial condition for the past three years (Unit: millions of yen)			
Fiscal year	March 2023	March 2024	March 2025
Net assets	4	(170)	(398)
Total assets	78	143	236
Net assets per share	417 ^{yen}	(17,026) ^{yen}	(39,841) ^{yen}
Sales	14	25	71
Operating loss	(115)	(228)	(305)
Ordinary loss	(115)	(229)	(308)
Net loss	(86)	(174)	(228)
Net loss per share	(8,680) ^{yen}	(17,444) ^{yen}	(22,815) ^{yen}
Dividends per share	0 ^{yen}	0 ^{yen}	0 ^{yen}

(CLAIRVO TECHNOLOGIES Business Overview)



3. Overview of the Counterparty for the Share Acquisition

(1) Name	Marubeni Corporation	
(2) Location	4-2, Otemachi 1-chome, Chiyoda-ku, Tokyo 100-8088, Japan	
(3) Title and name of representative	Masayuki Omoto, President & CEO	
(4) Business	Marubeni Corporation and its consolidated subsidiaries use their broad business networks, both within Japan and overseas, to conduct importing and exporting (including third country trading), as well as domestic business, encompassing a diverse range of business activities across wide-ranging fields including lifestyle, food & agri business, metals & mineral resources, energy & chemicals, power & infrastructure services, finance, leasing & real estate business, aerospace & mobility, next generation business development and next generation corporate development. Additionally, the Marubeni Group offers a variety of services, makes internal and external investments, and is involved in resource development throughout all of the above industries.	
(5) Capital	JPY 263,711 million	
(6) Date of establishment	December 1949	
(7) Net assets	JPY 4,017,280 million (end of September 2025)	
(8) Total assets	JPY 9,287,395 million (end of September 2025)	
(9) Major shareholders and voting rights ratio (end of March 2025)	The Master Trust Bank of Japan, Ltd. (Trust account)	16.55%
	BNYM AS AGT/CLTS 10 PERCENT	10.14%
	Custody Bank of Japan, Ltd. (Trust account)	6.56%
	Meiji Yasuda Life Insurance Company	2.27%
	JPMorgan Securities Japan Co., Ltd.	2.13%
	Mizuho Bank, Ltd.	1.81%
	STATE STREET BANK WEST CLIENT-TREATY 505234	1.80%
	JP MORGAN CHASE BANK 385632	1.77%
	Nippon Life Insurance Company	1.41%
	Sompo Japan Insurance Inc.	1.36%
(10) Relationship with our company	Capital relationship	Not applicable
	Personal relationships	Not applicable
	Business relationship	Not applicable
	Related party relationships	Not applicable

4. Number of Shares Acquired

(1) Number of shares held prior to transfer	0 shares (Number of voting rights: 0, Voting rights held: 0.0%)	
(2) Number of Shares acquired	10,000 shares (Number of voting rights: 10,000, Voting rights held: 100.0%)	
(11) Purchase price (Unit: millions of yen)	Common stock of CLAIRVO TECHNOLOGIES	76
	Advisory fee, etc. (approximate amount)	7
	Total amount (approximate amount)	83
(4) Number of shares held after transfer	10,000 shares (Number of voting rights: 10,000, Voting rights held: 100.0%)	

5. Schedule

(1) Board of directors Resolution	November 27, 2025
(2) Contract execution date	November 27, 2025
(3) Share acquisition date	December 2025 (planned)

6. Future Outlook

At present, we believe that this acquisition of shares will have a minimal impact on our business performance, but we will disclose any significant impact as soon as it is identified.