

May 27, 2009

Atsutoshi Nishida  
President & CEO  
Toshiba Corporation  
1-1, Shibaura 1-chome, Minato-ku, Tokyo, Japan  
Contact: Naoto Hasegawa, General Manager  
Corporate Communications Office  
Tel: 81-3-3457-2096

**Notice of Determination of Offer Price and Other Matters**

TOKYO — Toshiba Corporation (TOKYO: 6502) announced that it has determined the offer price for primary and secondary offerings and other matters relating to the issuance of new shares and the secondary offering of shares, which were resolved at a meeting of the Board of Directors of Toshiba held on May 8, 2009, as set forth below:

1. Issuance of New Shares by Way of Public Offering (Public Offering)

(1)	Offer Price	(*1)	<u>333 yen per share</u>
(2)	Total Amount of Offer Price	(*2)	<u>298,701,000,000 yen</u>
(3)	Issue Price	(*1)	<u>319.24 yen per share</u>
(4)	Total Amount of Issue Price	(*2)	<u>286,358,280,000 yen</u>
(5)	Amount by which Stated Capital and Additional Paid-in Capital is to Be Increased	(*2)	<u>The amount by which stated capital is to be increased</u> <u>143,179,140,000 yen</u> <u>The amount by which additional paid-in capital is to be increased</u> <u>143,179,140,000 yen</u>
(6)	Subscription Period		<u>The subscription period shall be from Thursday, May 28, 2009 to Friday, May 29, 2009</u>
(7)	Payment Date		<u>Wednesday, June 3, 2009</u>

(\*1) The Underwriters shall purchase and underwrite all shares at the issue price and offer such shares at the offer price.

(\*2) These figures are based on the assumption that the Underwriters exercise all of the options to purchase additional shares as specified in 2. (ii) of “For Reference” below.

*This press release has been prepared for the purpose of announcing to the public certain matters relating to the issue price, selling price and other matters of the public offer and sale of the shares of Toshiba Corporation (the “Company”), and not for the purpose of inducing any investment. This press release is not an offer of any securities of the Company for sale in the United States. The securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”) and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. No public offering of securities in the United States or the United Kingdom will be made in connection with the above-mentioned transactions. Additionally, this press release shall not constitute an offer of any securities of the Company for sale in the United Kingdom nor shall it constitute an invitation or inducement to engage in investment activity or financial promotion for purposes of the Financial Services and Markets Act 2000 of the United Kingdom.*

2. Secondary Offering of Shares (Secondary Offering for Over-Allotment)

- |                                 |  |
|---------------------------------|--|
| (1) Number of Shares to Be Sold | <u>103,000,000 shares</u>  |
| (2) Offer Price                 | <u>333 yen per share</u>   |
| (3) Total Amount of Offer Price | <u>34,299,000,000 yen</u>  |
| (4) Subscription Period         | <u>The subscription period shall be from Thursday, May 28, 2009 to Friday, May 29, 2009.</u> |
| (5) Delivery Date               | <u>Thursday, June 4, 2009</u>  |

3. Issuance of New Shares by Way of Third-Party Allotment

- |  |  |
|--|--|
| (1) Issue Price  | <u>319.24 yen per share</u>  |
| (2) Total Amount of Issue Price (Maximum)  | <u>32,881,720,000 yen</u>  |
| (3) Amount by which Stated Capital and Additional Paid-in Capital is to Be Increased (Maximum) | <u>The amount by which stated capital is to be increased</u><br><u>16,440,860,000 yen</u><br><u>The amount by which additional paid-in capital is to be increased</u><br><u>16,440,860,000 yen</u> |
| (4) Subscription Period (Subscription Date)  | <u>Monday, June 22, 2009</u>   |
| (5) Payment Date   | <u>Tuesday, June 23, 2009</u>  |

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[For Reference]

1. Calculation of Offer Price

- |                                |                                |                |
|--------------------------------|--------------------------------|----------------|
| (1) Calculation Date and Price | <u>Wednesday, May 27, 2009</u> | <u>344 yen</u> |
| (2) Discount Rate              |                                | <u>3.20%</u>   |

2. Number of Shares to Be Offered in the Public Offering

897,000,000 shares of common stock of Toshiba which is the sum of (i) and (ii) below.

- (i) 870,000,000 new shares to be purchased and underwritten by the Underwriters in the public offering.
- (ii) A maximum of 27,000,000 new shares which shall be subject to the option to purchase additional shares to be granted to the Underwriters in connection with the sale of shares to international investors.

Of the shares to be offered as specified in (i) above, 180,000,000 shares shall be sold to international investors in the international market mainly in Europe (excluding the United States and Canada), and an option to purchase additional shares specified in (ii) above shall be granted to the Underwriters in connection with the sale of shares to international investors.

3. Syndicate Cover Transaction Period

The Syndicate Cover Transaction Period shall be from Saturday, May 30, 2009 to Tuesday, June 16, 2009.

4. Use of Proceeds to Be Raised

It is planned that the net amount of the public offering proceeds and the capital increase by way of third-party allotment in the maximum amount of 317,440,000,000 yen will be applied to the funds for capital expenditures.

With respect to the details of the capital expenditure plan of Toshiba Group, see “Notice of Funding by Issuance of New Shares and Secondary Offering of Shares and Issuance of Unsecured, Interest Deferrable and Early Redeemable Subordinated Bonds Solely For Qualified Institutional Investors (*Tekikaku Kikan Toshika Gentei*)” announced on May 8, 2009.

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