

[Translation]  
September 8, 2015

For Immediate Release

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**Notice on Determination of Selling Price and Certain Other Matters  
for the Sale of Certain Shares Held by Toshiba and a Subsidiary,  
and Recording the Gain from the Sales of Shares of Affiliate Company**

Further to the announcement titled “Regarding the Sale of Certain Shares Held by Toshiba and a Subsidiary” on August 31, 2015, Toshiba Corporation (the “Company”) hereby announces the selling price (subscription price) and certain other matters relating to the secondary offering of Topcon Corporation’s shares held by the Company and its consolidated subsidiary, Toshiba Insurance Service Corporation (TISCO) as set forth below.

1. Selling Price (Subscription price)

Nomura Securities Co., Ltd. and Mizuho Securities Co., Ltd., the joint lead underwriters, will subscribe the shares at 1,493.72 yen per share.

2. Number of Shares to be Sold

Shares now confirmed for sale to the underwriters, out of the shares held by the Company and TISCO (32,844,100 shares), are as set forth below. The delivery date is September 16, 2015.

Shares held by the Company	28,366,800 shares*
Shares held by TISCO	277,300 shares
Total	28, 644,100 shares

\* The Greenshoe option (3,150,000 shares) to be exercised relating to the offering by Overallotment and the additional shares to be purchased under the right of

the additional purchase granted to the underwriters in respect of overseas sales (1,050,000 shares) are not included in the above. The final number of shares sold from these arrangements will be determined around the end of September.

### 3. Outlook

The sales price (consolidated) and profit from the sale (before tax) for the sale of the shares confirmed to be sold to the underwriters are 42.8 billion yen and 26.3 billion yen, respectively\*. The net effect reflecting the exercise of the Greenshoe option and the additional shares to be purchased under the right of the additional sales to the underwriters in respect of overseas sales, will be determined around the end of September. At this moment, the Company expects the sales price (consolidated) and profit from the sale (before tax, consolidated) reflecting the effect described above to be approximately 43 to 49 billion yen and 26.5 to 30 billion yen, respectively.

\* calculated based on the book value of shares held by the Company as of the end of June, 2015

The Company will promptly announce the final impact of the sale on its balance sheet after the number of shares sold has been finally determined.

The Company's forecast of consolidated financial results for the fiscal year ending March 31, 2016 will be announced as soon as it becomes available.

### **Disclaimer**

This announcement contains forward-looking statements concerning future plans, strategies and the performance of Toshiba Group. These statements are based on management's assumptions and beliefs in light of the economic, financial and other data currently available. Since Toshiba Group is promoting business under various market environments in many countries and regions, they are subject to a number of their risks and uncertainties. Toshiba therefore wishes to caution readers that actual results might differ materially from our expectations. Major risk factors that may have a material influence on results are indicated below, though this list is not necessarily exhaustive.

- Major disasters, including earthquakes and typhoons;
- Disputes, including lawsuits, in Japan and other countries;
- Success or failure of alliances or joint ventures promoted in collaboration with other companies;
- Success or failure of new businesses or R&D investment;
- Changes in political and economic conditions in Japan and abroad; unexpected regulatory changes;
- Rapid changes in the supply and demand situation in major markets and intensified

price competition;

- Significant capital expenditure for production facilities and rapid changes in the market;
- Changes in financial markets, including fluctuations in interest rates and exchange rates.

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