

March 2, 2017  
Toshiba Corporation

**Notice on the Application of a Buyback of Stock by Toshiba Machine**

TOKYO—Toshiba Corporation (TOKYO: 6502) (the Company) hereby announces its decision to apply for a stock buyback by Toshiba Machine Co., Ltd. (Toshiba Machine), of part of the Toshiba Machine stock held by the Company. The details are as follow.

1. Number of Shares for Application

30,207,000 shares (representing 18.10% of shares issued and 19.87% of voting rights\*<sup>1</sup>) of Toshiba Machine out of 33,545,267 shares held by the Company (representing 20.10% of shares issued and 22.07% of voting rights).

[Note 1] Percentage are based on shares held as of December 31, 2016, before considering the change in treasury stock resulting from this transaction.

Number of shares issued by Toshiba Machine (1):	166,885,530 shares
Treasury stock (2):	14,867,691 shares
Number of total shares issued minus treasury stock (1)-(2):	152,017,839 shares

There is a possibility that the full sale of the shares offered cannot be completed, if this transaction is settled by proportional distribution.

2. Outline of the Transaction

Toshiba Machine will place a purchase order to buy back the shares through the Tokyo Stock Exchange's ToSTNet-3 on 8:45a.m. (JST), March 3, 2017, based on a closing stock price of 506.00 yen on March 2, 2017.

3. Purpose of the Application

Toshiba is currently undertaking a review of assets it holds, aiming to enhance its earning capabilities and financial structure, and has decided to sell the shares of Toshiba Machine in this transaction.

4. Outlook

If the number of shares transferred in this transaction is the number that Toshiba has applied to sell, Toshiba Machine no longer being an affiliate of the Company. The Company will announce the impact of the sale of the shares after completing the transaction and confirming the extent of the sale. Furthermore, this transaction does not

impact the business relationship between the Company and Toshiba Machine.

Reference: Outline of Toshiba Machine Corporation

Company Name	Toshiba Machine Company Limited
Head Office	2-2-2, Uchisaiwai-cho, Chiyoda-ku, Tokyo
Established	March 18, 1949
Representative	Yukio Iimura, President and CEO
Capital Stock	12,484 million yen (as of March 31, 2016)
Net Sales	Consolidated 117,259 million yen (as of March 31, 2016)
Number of employees	Consolidated 3,286 people Independent 1,817 people (as of March 31, 2016)
Major Shareholders (Top 3)	Toshiba Corporation, Japan Trustee Services Bank, Ltd. (trust account), BNY GCM CLIENT ACCOUNT JPRD AC ISG (FE-AC) (standing proxy: The Bank of Tokyo-Mitsubishi, Ltd), The Master Trust Bank of Japan, Ltd. (trust account), NORTHERN TRUST CO. (AVFC) RE IEDU UCITS CLIENTS NON LENDING 15 PCT TREATY ACCOUNT (standing proxy: The Hongkong and Shanghai Corporation, Tokyo Branch), STATE STREET BANK AND TRUST COMPANY 505223 (standing proxy: The Hongkong and Shanghai Corporation, Tokyo Branch)
Business Outline	Development, production, and sales of; Injection Molding Machine, Die-Casting Machine, Extruders, Machine Tools, High Precision Machine, Micro-Pattern Imprinting Machine, Industrial Robots, FA Controller, Castings

### **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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