

February 21, 2017
Toshiba Corporation

Regarding the Transfer of Shares in Toshiba Medical Finance

TOKYO-Toshiba Corporation (TOKYO: 6502) today announced that it will sell all shares of Toshiba Medical Finance Co., Ltd. (TMF) to Canon Inc. (Canon), as detailed below. The transaction will become effective as of March 31, 2017, on which date TMF will become a consolidated subsidiary of Canon, and no longer a subsidiary of Toshiba.

1. Reason for the Transfer

On March 17, 2016 Toshiba announced the transfer of shares of Toshiba Medical System to Canon, as detailed on “Regarding the Sale of Toshiba Medical Systems Corporation”.

In line with this, Toshiba has been considering the sale of its 65% holding in TMF shares, as TMF specializes in the lease of medical equipment. Toshiba has been in discussion with Canon since December 2016, and the companies today have reached definitive agreement on the sale.

2. Overview of Toshiba Medical Finance Co., Ltd

(1) Name	Toshiba Medical Finance Co., Ltd.		
(2) Address	14-10 Ningyo-cho 2-chome, Nihombashi, Chuo-ku, Tokyo		
(3) Name and Title of Representative	Shohei Seki, President & CEO		
(4) Business Outline	Lease and credit sales of medical equipment		
(5) Capital Stock	120 million yen		
(6) Established	September 1, 1970		
(7) Major Shareholders and Shareholding Ratios	Toshiba Corporation 65% Toshiba Medical Systems Corporation 35%		
(8) Relationship between Toshiba and TMF	Capital	Toshiba holds 65% of TMF's common shares	
	Personnel	None	
	Business	Toshiba and related subsidiaries have business with TMF and also support its operations	
(9) Operating Performance and Financial Condition in the Last Three Fiscal Years			
Fiscal Years	FY2013	FY2014	FY2015
Net Assets (Equity)	4,904 million yen	5,030 million yen	5,215 million yen
Total Assets	48,547 million yen	49,817 million yen	48,692 million yen
Shareholder's	20,437 yen	20,959 yen	21,729 yen

Equity per Share			
Net Sales	15,521 million yen	15,436 million yen	15,259 million yen
Operating Income	540 million yen	427 million yen	456 million yen
Recurring Profit	539 million yen	426 million yen	453 million yen
Net Income (Loss)	329 million yen	257 million yen	287 million yen
Net Income (Loss) per Share	1,373.60 yen	1,072.75 yen	1,199.42yen
Dividend per Share	550.00 yen	430.00 yen	420.00 yen

(1) Outline of Purchaser

(1) Name	Canon Inc.		
(2) Address	30-2 Shimomaruko 3-chome, Ota-ku, Tokyo		
(3) Name and Title of Representative	Fujio Mitarai, Chairman & CEO		
(4) Business Outline	Office business, imaging system business, medical equipment business, and industry and others business		
(5) Capital Stock	174,762 million yen		
(6) Establishment	August 10, 1937		
(7) Net Assets (Equity)	2,994,622 million yen (As of December 31, 2016)		
(8) Total Assets	5,138,529 million yen (As of December 31, 2016)		
(9) Major Shareholders and Shareholding Ratios	The Master Trust Bank of Japan, Ltd. (Trust Account)	4.8%	
	Japan Trustee Services Bank, Ltd. (Trust Account)	3.9%	
	The Dai-ichi Life Insurance Company, Limited	2.8%	
	(As of June 30, 2016)		
(10) Relationship between Toshiba and Canon Inc.	Capital	As of December 31, 2015, Canon Inc. holds 6,398,000 Toshiba shares	
	Personnel	None	
	Business	Toshiba sells electronic devices, such as memories and other ICs, to Canon, and procures imaging equipment for semiconductor manufacturing from Canon.	

3. Number of the Shares to be Acquired, Acquisition Price and State of the Share Ownership Before and After Acquisition

(1) No. of shares held before transfer	156,000 shares (No. of voting rights: 156,000)
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	(Voting rights holding ratio: 65.0%)
(2) No. of shares to be sold	156,000 shares (No. of voting rights: 156,000) (Voting rights holding ratio: 65.0%)
(3) Acquisition price	Approx. 3.14 billion yen
(4) Number of shares held after transfer	0 shares (Voting rights holding ratio: 0%)

4. Schedule

Date of decision	February 21, 2017 (today)
Date of signing	February 21, 2017 (today)
Payment date for transfer	March 31, 2017 (planned)

5. Future Outlook

It is expected that the impact of this acquisition of shares on Toshiba's consolidated financial result will be minimal.

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