

December 26, 2019

Toshiba Corporation

FOR IMMEDIATE RELEASE

**Notice Regarding Results of Tender Offer for
Shares of Toshiba Plant Systems & Services Corporation (TOKYO: 1983)**

TOKYO – Following the resolution at its board of directors meeting held on November 13, 2019 to acquire the shares of common stock (the “common shares of the Target Company”) of Toshiba Plant Systems & Services Corporation (Code: 1983 (the First Section of the Tokyo Stock Exchange, Inc. (the “Tokyo Stock Exchange”)), the “Target Company”) through a tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended; the “Act”), Toshiba Corporation (Code: 6502, the “Tender Offeror”) implemented the Tender Offer commencing on November 14, 2019. Tender Offeror hereby announces the result of the Tender Offer, the offering period for which ended on December 25, 2019, as follows:

1. Overview of the Tender Offer

- (1) Name and address of the Tender Offeror
Toshiba Corporation
1-chome 1-1 Shibaura, Minato-ku, Tokyo
- (2) Name of the Target Company
Toshiba Plant Systems & Services Corporation
- (3) Type of share certificates to be purchased
Common stock
- (4) Number of share certificates planned for purchase

Planned Purchase Quantity	Minimum Planned Purchase Quantity	Maximum Planned Purchase Quantity
48,837,303 (shares)	16,366,744 (shares)	—

(Note 1) If the total number of share certificates offered for purchase in response to the Tender Offer (hereinafter referred to as the “Tendered Share Certificates”) is less than the planned minimum quantity for the Tender Offer (16,366,744), none of the Tendered Share Certificates will be acquired. If the total number of Tendered Share Certificates is equal to or above the planned minimum quantity (16,366,744), all of them will be purchased.

(Note 2) No upper limit of the planned purchase quantity has been set for this Tender Offer, and therefore, the maximum number of common shares of the Target Company to be acquired by the Tender Offeror through the Tender Offer (48,837,303) is stated as the planned purchase quantity. The planned purchase quantity is calculated by subtracting the number of the treasury shares held by the Target Company as of September 30, 2019 as recorded in the Second Quarterly Report of the Target Company for the 114th fiscal period, which was filed by the Target Company on November 6, 2019 (the “Second Quarterly Accounts of the Target Company”) (245,129 shares) and the number of common shares of the Target Company held by the Tender Offeror as of November 13, 2019 (48,574,456 shares) from the total number of shares issued by the Target Company as of September 30, 2019 as recorded in the Second Quarterly Accounts of the Target Company (97,656,888).

(Note 3) Fractional unit shares are also targets of the Tender Offer. Note that, in the event shareholders exercise their right to demand a purchase of fractional shares in accordance with the Companies Act, the Target Company may buy back its own shares during the purchase period for the Tender Offer (hereinafter referred to as the “Tender Offer

Period”) in accordance with the law.

(Note 4) There are no plans to acquire the treasury shares held by the Target Company via the Tender Offer.

(5) Offering period, etc.

① Initially registered offering period

From Thursday, November 14, 2019, through Wednesday, December 25, 2019 (30 business days)

② The possibility of extension of tender offer period upon request of the Target Company

N/A

(6) Price for Tender Offer

2,670 Yen per share of common stock

2. Results of the Tender Offer

(1) Outcome of the Tender Offer

While a prerequisite for the Tender Offer was set to the effect that the Tendered Share Certificates would not be acquired if the total number of Tendered Share Certificates was less than the planned minimum quantity for the Tender Offer (16,366,744), given that the total number of Tendered Share Certificates (44,240,641) was above the planned minimum quantity for the Tender Offer (16,366,744), all of the Tendered Share Certificates will be purchased as set forth in the public notice concerning the commencement of the Tender Offer as well as in the Tender Offer Registration Statement (including the items that were amended in the Amendment to Tender Offer Registration Statement subsequently submitted).

(2) Date of public notice concerning the results of the Tender offer and the name of newspaper in which such public notice will be published

Pursuant to the provision of Paragraph 1 of Article 27-13 of the Act, an announcement to the press was made at the Tokyo Stock Exchange on December 26, 2019 in the methods prescribed in Article 9-4 of the Enforcement Order for Financial Commodities Citation Act (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Ordinance on Disclosure Required for a Tender Offer for Share Certificates by Persons Other than the Issuer (Ordinance of the Ministry of Finance No. 38 of 1990, as amended, the “Ordinance”).

(3) Number of share certificates purchased

Types of share certificates	①Number of offered share certificates represented in the number of shares	②Number of purchased share certificates represented in the number of shares
Share Certificates	44,240,641 (shares)	44,240,641 (shares)
Share option certificates	-	-
Certificate of bonds with share option	-	-
Share certificate trust beneficiary certificates ()	-	-
Share certificate depository receipts ()	-	-
Total	44,240,641	44,240,641
(Total number of owned Share Certificates (diluted))	(-)	(-)

(4) Ownership ratio following the Tender Offer

Number of voting rights associated with the share certificates held by the Tender Offeror prior to the Tender Offer	485,744	(Percentage of the share certificates held prior to the Tender Offer 49.87%)
Number of voting rights associated with the share certificates held by the Special Related Parties prior to the Tender Offer	16,009	(Percentage of the share certificates held prior to the Tender Offer 1.64%)
Number of voting rights associated with the share certificates held by the Tender Offeror following the Tender Offer	928,150	(Percentage of the share certificates held following the Tender Offer 95.28%)
Number of voting rights associated with the share certificates held by the Special Related Parties following the Tender Offer	0	(Percentage of the share certificates held following the Tender Offer 0.00%)
Number of voting rights held by all shareholders of the Target Company	973,700	

(Note 1) “Number of voting rights associated with the share certificates held by the Special Related Parties prior to the Tender Offer” and “Number of voting rights associated with the share certificates held by the Special Related Parties following the Tender Offer” record the total number of voting rights associated with the share certificates held by each of the special related parties (excluding, however, those special related parties who are excluded from being a Special Related Party under Item 1 of Paragraph 2 of Article 3 of the Ordinance for the purpose of calculating the percentage of ownership of share certificates under each Item of Paragraph 1 of Article 27-2 of the Act).

(Note 2) “Number of voting rights held by all shareholders of the Target Company” records the number of the voting rights held by all shareholders as of September 30, 2019 as recorded in the Second Quarterly Report of the Target Company (where one unit comprises of 100 shares). However, given that fractional unit shares are also targets of the Tender Offer, for the purpose of calculating the “Percentage of the share certificates held prior to the Tender Offer” and the “Percentage of the share certificates held following the Tender Offer,” “Number of voting rights held by all shareholders of the Target Company” was 974,117, the number of voting rights associated with the total number of shares remaining as of September 30, 2019 as reported in the Second Quarterly Accounts of the Target Company (97,411,759 shares) after subtracting the total number of treasury shares owned by the Target Company as of the same date (245,129 shares) from the total number of outstanding shares as of the same date (97,656,888 shares).

(Note 3) “Percentage of the share certificates held prior to the Tender Offer” and the “Percentage of the share certificates held following the Tender Offer” are both rounded to the second decimal place.

(5) Calculation in case of tender offer conducted using the method of proportional distribution

N/A

(6) Settlement Method

① Name and address of the head office of financial instruments business operator, bank, or other institution conducting the settlement of the purchases

Nomura Securities Co., Ltd. 1-chome 9-1 Nihonbashi, Chuo-ku, Tokyo

② Settlement Start Date

January 7, 2020 (Tuesday)

③ Settlement Method

Without delay following the conclusion of the Tender Offer Period, notifications of purchases through the Tender Offer will be mailed to the addresses of the tendering shareholders (or standing proxies for shareholders (including corporate shareholders) who are residents of foreign countries and do not hold an account to be used for

making transactions with the Tender Offer Agent).

Purchases are made with cash. Tendering shareholders may receive the proceeds of sales arising from the Tender Offer without delay after the start of settlement in the manner designated by the tendering shareholder, such as through money transfer (money transfer fees may apply).

3. Management policy following the Tender Offer and the future outlook

There is no change to be made on what is contained in “Notice Regarding Commencement of Tender Offer for Shares of Toshiba Plant Systems & Services Corporation (TOKYO: 1983)” announced by the Tender Offeror on November 13, 2019.

4. Location for public inspection of the Tender Offer Report

Toshiba Corporation	1-chome 1-1 Shibaura, Minato-ku, Tokyo
Tokyo Stock Exchange, Inc.	(2-1 Nihonbashikabutocho, Chuo-ku, Tokyo)