

FOR IMMEDIATE RELEASE

**Counting of voting rights exercised at the Ordinary General Meeting of Shareholders
for the 181st Fiscal Period**

With regard to the Ordinary General Meeting of Shareholders for the 181st Fiscal Period of Toshiba Corporation (TOKYO: 6502; the "Company") held on July 31, 2020 (the "Annual Shareholders Meeting"), while the cut-off time for the Company to count voting rights exercised by voting cards was fixed as 5:15pm on July 30, 2020, the Company was informed by a certain Shareholder of the Company in early August 2020 that, while the voting card indicating the exercise of their voting rights with affirmative or negative responses to the agenda (the "Voting Card") was dispatched by mail on July 27, 2020, which was three days prior to the cut-off date, the voting rights exercised by the Voting Card were not reflected in the results of the voting count for the Annual Shareholders Meeting as announced on the Company's extraordinary report.

In accordance with the Articles of Incorporation of the Company and the Securities Listing Regulations of the Financial Instrument Exchange, the Company has established the post of transfer agent and appointed Sumitomo Mitsui Trust Bank, Limited ("SMTB") as its transfer agent, who is responsible for all voting counting tasks for voting rights exercised by voting cards prior to the Annual Shareholders Meeting. As such, the Company requested SMTB and the Japan Post Co., Ltd. ("Japan Post"), who handled the Voting Card as postal items, to investigate the situation concerning the delivery of the Voting Card and the counting of the voting rights exercised by the Voting Card. The Company hereby announces the results of such investigations as reported by SMTB and Japan Post as described below.

In order to ensure the objectivity and transparency, the members of the Audit Committee of the Company consisting solely of outside directors are currently reviewing the methods and results of the investigation conducted by SMTB using an independent outside attorney, and intends to request additional verification to SMTB and Japan Post concerning certain discrepancies that have been identified between the reports received from the two companies.

According to the report by SMTB, the number of the voting cards, including the Voting Card, physically brought in by July 30, 2020 but not counted in as valid exercise of the voting rights is 1,139, and the total number of voting rights pertaining thereto is 58,747 (constituting the voting ratio of 1.3%), which would not have affected the results of the adoption or rejection of the agenda proposed at the Annual Shareholders Meeting even if they were counted as valid exercise of the voting rights.

Having said that, the Company recognizes the importance of ensuring the voting rights of the shareholders of the Company which allow the shareholders to express their opinions at the general meetings of the shareholders of the Company and, as such, the Company has reported the situation to the Tokyo Stock Exchange. Since the issue concerns not only the Company but also other companies which entrust SMTB with the handling of voting counting tasks, the Company continues to carefully examine and verify the situation and intends to take appropriate measures, which will be announced as necessary from time to time.

1. Summary of the report by SMTB

- SMTB delegates its voting counting tasks to Sumitomo Mitsui Trust TA Solution Co., Ltd. ("SM TA") and SM TA then further delegates its voting counting tasks to Japan Stockholders Data Service Company, Limited ("JaSt").

- JaSt's treatment of voting cards for various listed companies is different between busy seasons (such as March, May and June when many listed companies hold shareholders meetings) and non-busy seasons.
- During non-busy seasons, the Post Office will deliver the voting cards to JaSt, as well as the official receipt on which the number of the voting cards delivered to JaSt on the day is indicated. JaSt counts the voting cards delivered on the day as received on such date.
- During busy seasons, however, in order for JaSt to ensure enough time to process voting count, JaSt requests the Post Office to bring the voting cards one day earlier than the originally scheduled delivery date, although the official receipt indicating the number of voting cards brought to JaSt is delivered on the following day. In this case, since the voting cards are brought to JaSt one day earlier than the originally scheduled delivery date, JaSt treats the voting cards as delivered on the date following the day on which they were actually brought to JaSt. Such handling of voting cards is not made specifically in relation to particular companies or particular shareholders, but is a standard operation implemented across the board during the busy seasons.
- While July is not normally a busy season, this year July was treated as a busy season because many listed companies postponed annual shareholders meetings to July.
- In accordance with such handling as explained above, the Voting Card, whose originally scheduled delivery date was July 31st, was actually brought on July 30th at JaSt.
- The Voting Card, which was brought to JaSt at around 9:30am on July 30th, were sorted out to be separated from other unrelated postal items at JaSt and were deemed to have been received on July 31st. This was the same treatment that other companies received and not specifically applied to the Company.
- JaSt input data of voting cards by using OCR for the purpose of counting the number of voting cards only and not the voting rights to determine the adoption or rejection of the agenda. This data input was done at 2:30 pm on July 30th.
- The number of total voting rights pertaining to the voting cards, which were physically brought on July 30th but were not counted as validly exercised voting rights, is 58,747.

2. Current status and the future plans

The Company received a response from Japan Post to the effect that the Voting Card should have been delivered to SMTB on July 30, 2020 at the latest and that the receipt indicating the postal fees and number of the recipient-paid mails, which should be stamped as of the delivery date but the stamp affixed at this particular branch of post office was as of the date following the actual delivery date. Given certain discrepancy between the reports received from SMTB and Japan Post, the Audit Committee of the Company is currently conducting a careful review, and is planning to request additional verification from each of the companies. Based on the report of SMTB, the issue concerns not only the Company but also other companies which entrust SMTB with the handling of voting counting tasks and, as such, the Company continues to carefully examine and verify the situation and intends to take appropriate measures.

(End)