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**FOR IMMEDIATE RELEASE**

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**Panasonic Announces Establishment of a Subsidiary  
through a Simplified Incorporation-Type Company Split**

Osaka, Japan, December 22, 2017 – Panasonic Corporation ([TSE:6752] “Panasonic”) today announced that its Board of Directors has resolved to conduct an incorporation-type company split, effective on April 2, 2018 (planned), in order to transfer a part of its wholly-owned subsidiaries to the company that will be newly incorporated (the “Company Split”). The details of the Company Split are outlined below.

The Company Split will be conducted through a simplified incorporation-type company split solely by Panasonic. Accordingly, some of the matters and details for disclosure relating to the Company Split have been omitted from this announcement.

**1. Purpose of Company Split**

Panasonic, in relation to the press release titled “Panasonic Announces Reorganization of its Overseas and Domestic Shareholding Structure” dated December 22, 2016, has resolved to transfer the shares in and the long-term loan claims against its certain wholly-owned subsidiaries to an intermediate holding company that will be newly incorporated (“NewCo”), in order to enhance investment and collection management for its subsidiaries in Japan.

## **2. Summary of Company Split**

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|-------------------------------|---|
| (1) Schedule of Company Split |   |
| December 22, 2017             | Resolution of the Board of Directors on the Company Split |
| April 2, 2018 (planned)       | Effective date of the Company Split                       |

(Note: The Company Split will be implemented without obtaining approval at a shareholder's meeting since it meets the requirements for a simplified incorporation-type company split under Article 805 of the Companies Act of Japan.)

- (2) Method of Company Split  
The Company Split is an incorporation-type company split by which Panasonic is the splitting company and NewCo is the succeeding company (simplified incorporation-type company split).
- (3) Allotment of shares in relation to Company Split  
Through the Company Split, NewCo will issue one share, allotted to Panasonic.
- (4) Treatment of stock acquisition rights and bonds with stock acquisition rights upon Company Split  
There will be no change in the stock acquisition rights issued by Panasonic upon the Company Split.
- (5) Increase or decrease in stated capital as a result of Company Split  
There will be no increase or decrease in the stated capital of Panasonic as a result of the Company Split.
- (6) Rights and obligations to be transferred to NewCo  
NewCo will succeed the shares in and the long-term loan claims against certain wholly-owned subsidiaries of Panasonic, which are considered necessary to enhance investment and collection management for Panasonic's subsidiaries in Japan.
- (7) Prospects for performance of liabilities  
Panasonic believes that there will be no issues concerning prospects after the Company Split with respect to performance of the liabilities owed by Panasonic and NewCo.

### 3. Outline of Companies that are Parties to Company Split

	Splitting Company (As of September 30, 2017)	NewCo (April 2, 2018: planned)										
(1) Corporate name	Panasonic Corporation	Panasonic Equity Management Japan Co., Ltd.										
(2) Head office	1006, Oaza Kadoma, Kadoma City, Osaka, Japan	1006, Oaza Kadoma, Kadoma City, Osaka, Japan										
(3) Name and title of representative	President, Kazuhiro Tsuga	President, Hirokazu Umeda										
(4) Principal lines of business	Manufacture and sale of electronic and electric equipment, etc.	Investment and collection management for Panasonic group's subsidiaries in Japan										
(5) Stated capital	258,740 million yen	10 million yen										
(6) Date of establishment	December 15, 1935	April 2, 2018										
(7) Total number of outstanding shares	2,453,053,497 shares	1 share										
(8) Fiscal year end	March 31	March 31										
(9) Major shareholders and shareholding ratios	<table border="0"> <tr> <td>Japan Trustee Services Bank, Ltd. (trust account)</td> <td>6.23%</td> </tr> <tr> <td>The Master Trust Bank of Japan, Ltd. (trust account)</td> <td>5.34%</td> </tr> <tr> <td>State Street Bank and Trust Company</td> <td>2.82%</td> </tr> <tr> <td>Nippon Life Insurance Company</td> <td>2.81%</td> </tr> <tr> <td>Japan Trustee Services Bank, Ltd. (trust account 5)</td> <td>1.75%</td> </tr> </table>	Japan Trustee Services Bank, Ltd. (trust account)	6.23%	The Master Trust Bank of Japan, Ltd. (trust account)	5.34%	State Street Bank and Trust Company	2.82%	Nippon Life Insurance Company	2.81%	Japan Trustee Services Bank, Ltd. (trust account 5)	1.75%	Panasonic Corporation 100%
Japan Trustee Services Bank, Ltd. (trust account)	6.23%											
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Nippon Life Insurance Company	2.81%											
Japan Trustee Services Bank, Ltd. (trust account 5)	1.75%											

(Note) The Amendment to the Report of Possession of Large Volume dated March 22, 2017 was submitted by BlackRock Japan Co., Ltd. and its five joint holders. According to the report, in relation to Panasonic, the total number of share certificates (and other equivalents) they hold is 122,710 thousands and their holding ratio of share certificates (and other equivalents) is 5.00% as of March 15, 2017. Since Panasonic cannot confirm the actual status of the shareholdings as of the end of September 2017, the "Major shareholders and shareholding ratios" for the splitting company described above is based on Panasonic's shareholder registry.

#### (10) Financial condition and business performance of splitting company for immediately preceding fiscal year (consolidated)

Fiscal year end	March 31, 2017
Panasonic Corporation stockholder's equity	1,571,889 million yen
Total assets	5,982,961 million yen
Panasonic Corporation stockholder's equity per share	673.93 yen
Net sales	7,343,707 million yen
Operating profit	276,784 million yen
Net profit attributable to Panasonic Corporation stockholders	149,360 million yen

Basic earnings per share attributable to Panasonic Corporation stockholders	64.33 yen
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- Notes:1. Amounts less than 1 million yen have been rounded to the nearest whole 1 million yen amount.  
 2. The figures are presented in accordance with International Financial Reporting Standards (IFRS).  
 3. Panasonic holds 120,687,500 shares of its treasury stock as of September 30, 2017.

#### **4. Outline of Business subject to Company Split**

(1) Outline of business subject to Company Split

Upon the Company Split, the shares in and the long-term loan claims against certain wholly-owned subsidiaries of Panasonic will be transferred to NewCo, whereas the business of Panasonic will not be transferred to NewCo.

(2) Operating results of business to be split for fiscal year ended March 31, 2017

(100 million yen)

	Splitting business (a)	Panasonic (b) (consolidated)	Ratio (a/b)
Net Sales	-	73,437	-

Note:1. Amounts less than 100 million yen have been rounded to the nearest whole 100 million yen amount.

2. "Net Sales" above is shown as "-" since there is no business sector subject to Company Split.

(3) Assets and liabilities of business to be split (As of March 31, 2017)

(100 million yen)

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	-	Current liabilities	-
Fixed assets	5,950	Fixed liabilities	-
Total	5,950	Total	-

Notes:1. Amounts less than 100 million yen have been rounded to the nearest whole 100 million yen amount.

2. The actual amount of the assets to be succeeded may vary from the amounts stated above after reflecting any increase or decrease of the assets occurring prior to the effective date of the Company Split.

#### **5. Status of Panasonic after Company Split**

The corporate name, head office, name and title of representative, principal lines of business, stated capital and fiscal year end of Panasonic will not change as a result of the Company Split.

#### **6. Financial Outlook**

There will be no effect on the consolidated financial performance of Panasonic due to the Company Split.

### Disclaimer Regarding Forward-Looking Statements

This press release includes forward-looking statements (that include those within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended, and Section 21E of the U.S. Securities Exchange Act of 1934, as amended) about Panasonic and its Group companies (the Panasonic Group). To the extent that statements in this press release do not relate to historical or current facts, they constitute forward-looking statements. These forward-looking statements are based on the current assumptions and beliefs of the Panasonic Group in light of the information currently available to it, and involve known and unknown risks, uncertainties and other factors. Such risks, uncertainties and other factors may cause the Panasonic Group's actual results, performance, achievements or financial position to be materially different from any future results, performance, achievements or financial position expressed or implied by these forward-looking statements. Panasonic undertakes no obligation to publicly update any forward-looking statements after the date of this press release. Investors are advised to consult any further disclosures by Panasonic in its subsequent filings under the Financial Instrument and Exchange Act of Japan (the FIEA) and other publicly disclosed documents.

The risks, uncertainties and other factors referred to above include, but are not limited to, economic conditions, particularly consumer spending and corporate capital expenditures in the Americas, Europe, Japan, China and other Asian countries; volatility in demand for electronic equipment and components from business and industrial customers, as well as consumers in many product and geographical markets; the possibility that excessive currency rate fluctuations of the U.S. dollar, the euro, the Chinese yuan and other currencies against the yen may adversely affect costs and prices of Panasonic's products and services and certain other transactions that are denominated in these foreign currencies; the possibility of the Panasonic Group incurring additional costs of raising funds, because of changes in the fund raising environment; the possibility of the Panasonic Group not being able to respond to rapid technological changes and changing consumer preferences with timely and cost-effective introductions of new products in markets that are highly competitive in terms of both price and technology; the possibility of not achieving expected results or incurring unexpected losses in connection with the alliances or mergers and acquisitions; the possibility of not being able to achieve its business objectives through joint ventures and other collaborative agreements with other companies, including due to the pressure of price reduction exceeding that which can be achieved by its effort and decrease in demand for products from business partners which Panasonic highly depends on in BtoB business areas; the possibility of the Panasonic Group not being able to maintain competitive strength in many product and geographical areas; the possibility of incurring expenses resulting from any defects in products or services of the Panasonic Group; the possibility that the Panasonic Group may face intellectual property infringement claims by third parties; current and potential, direct and indirect restrictions imposed by other countries over trade, manufacturing, labor and operations; fluctuations in market prices of securities and other financial assets in which the Panasonic Group has holdings or changes in valuation of non-financial assets, including property, plant and equipment, goodwill and deferred tax assets; future changes or revisions to accounting policies or accounting rules; the possibility of incurring expenses resulting from a leakage of customers' or confidential information from Panasonic Group systems due to unauthorized access or a detection of vulnerability of network-connected products of the Panasonic Group; as well as natural disasters including earthquakes, prevalence of infectious diseases throughout the world, disruption of supply chain and other events that may negatively impact business activities of the Panasonic Group. The factors listed above are not all-inclusive and further information is contained in the most recent English translated version of Panasonic's securities reports under the FIEA and any other documents which are disclosed on its website.