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FOR IMMEDIATE RELEASE

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**Panasonic Announces Reorganizations of a Subsidiary and
a Sub-subsidiary through a Company Split (Simplified Absorption-type)
and a Merger (Simplified Merger)**

Osaka, Japan, December 21, 2018 – Panasonic Corporation ([TSE:6752] “Panasonic”) today announced that its Board of Directors has resolved to succeed the shares in and the long-term loan claims against Panasonic Precision Devices Co., Ltd. (“PPRD”), from Panasonic Equity Management Japan Co., Ltd. (“PEMJ”), a wholly-owned consolidated subsidiary of Panasonic, through an absorption-type company split (the “Company Split”). Consequently, PPRD will become a wholly-owned consolidated subsidiary of Panasonic. The Board of Directors has also resolved to absorb PPRD through a merger (the “Merger”). Both the Company Split and the Merger will take effect on April 1, 2019 (planned). Details are outlined below.

The Company Split and the Merger will be conducted in simplified methods since they will be conducted between Panasonic and its wholly-owned subsidiaries. Accordingly, some of the matters and details for disclosure relating to the Company Split and the Merger have been omitted.

I . Purpose of the Company Split and the Merger

Conductive polymer capacitors in Panasonic’s Industrial Business is highly recognized in the industry for its high-reliability due to its unique polymer technology. Therefore, there is a growing demand particularly for information-communication infrastructure applications. Toward the realization of the further growth strategy of this business, Panasonic has decided to expand the origin element process for conductive polymer capacitors to PPRD, a wholly-owned sub-subsidiary of Panasonic, for the purpose of expanding operation, primarily the domestic origin element process. Moreover, to further improve the management

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efficiency of conductive polymer capacitor business, Panasonic will implement the Company Split and the Merger.

II . Details of the Company Split

1. Summary of the Company Split

(1) Schedule of the Company Split

December 21, 2018	Resolution of the Board of Directors on the Company Split
December 21, 2018	Execution of the Company Split agreement
April 1, 2019 (planned)	Effective date of the Company Split

(Note: Since, for Panasonic, the Company Split falls under a simplified absorption-type company split, as set forth in Article 796, Paragraph 2 of the Companies Act, and for PEMJ, the Company Split falls under a short form absorption-type company split as set forth in Article 784, Paragraph 1 of the Companies Act, shareholders' meetings of both companies concerning approval of the absorption-type company split will not be held.)

(2) Method of the Company Split

The Company Split is an absorption-type company split in which PEMJ is the splitting company and Panasonic is the succeeding company (simplified absorption-type company split).

(3) Allotment of shares in relation to the Company Split

There shall be no allotment of shares or other consideration upon the Company Split.

(4) Treatment of stock acquisition rights and bonds with stock acquisition rights upon the Company Split

There are no stock acquisition rights or bonds with stock acquisition rights issued by PEMJ.

(5) Increase or decrease in stated capital as a result of the Company Split

There shall 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 the succeeding company

Panasonic will succeed the shares in and the long-term loan claims against PPRD, a wholly-owned consolidated subsidiary of PEMJ.

(7) Prospects for performance of liabilities

Panasonic believes that there will be no concern in fulfilling its obligations required to be performed after the effective date of the Company Split.

2. Outline of Companies that are Parties to the Company Split

	Succeeding Company (As of September 30, 2018)	Splitting Company (As of September 30, 2018)										
(1) Corporate name	Panasonic Corporation	Panasonic Equity Management Japan Co., Ltd. ("PEMJ")										
(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 established	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>7.38%</td> </tr> <tr> <td>The Master Trust Bank of Japan, Ltd. (trust account)</td> <td>6.39%</td> </tr> <tr> <td>Nippon Life Insurance Company</td> <td>2.96%</td> </tr> <tr> <td>Japan Trustee Services Bank, Ltd. (trust account 5)</td> <td>1.90%</td> </tr> <tr> <td>Panasonic Corporation Employee Shareholding Association</td> <td>1.75%</td> </tr> </table>	Japan Trustee Services Bank, Ltd. (trust account)	7.38%	The Master Trust Bank of Japan, Ltd. (trust account)	6.39%	Nippon Life Insurance Company	2.96%	Japan Trustee Services Bank, Ltd. (trust account 5)	1.90%	Panasonic Corporation Employee Shareholding Association	1.75%	Panasonic Corporation 100%
Japan Trustee Services Bank, Ltd. (trust account)	7.38%											
The Master Trust Bank of Japan, Ltd. (trust account)	6.39%											
Nippon Life Insurance Company	2.96%											
Japan Trustee Services Bank, Ltd. (trust account 5)	1.90%											
Panasonic Corporation Employee Shareholding Association	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 2018, the "Major shareholders and shareholding ratios" for the succeeding company described above is based on Panasonic's shareholder registry.

(10) Financial conditions and business performance for immediately preceding fiscal year

	Panasonic Corporation (Consolidated, IFRS) (The year ended March 31, 2018)	PEMJ (Non-consolidated, Japan GAAP) (The year ended March 31, 2018)
Panasonic Corporation stockholders' equity	1,707,551 million yen	—
Total assets	6,291,148 million yen	—
Panasonic Corporation stockholders' equity per share	732.12 yen	—
Net sales	7,982,164 million yen	—
Operating profit	380,539 million yen	—
Net profit attributable to Panasonic Corporation stockholders	236,040 million yen	—
Basic earnings per share attributable to Panasonic Corporation stockholders	101.20 yen	—

Notes: 1. Amounts less than 1 million yen have been rounded to the nearest whole 1 million yen amount.
 2. Panasonic holds 120,681 thousand shares of its treasury stock as of September 30, 2018.
 3. Since PEMJ was established on April 2, 2018, there is no immediately preceding fiscal year for its financial conditions and business performance.

3. Outline of the Business to be Succeeded due to the Company Split

(1) Outline of the business to be succeeded

The business of PEMJ will not be transferred to Panasonic. Upon the Company Split, PEMJ will transfer to Panasonic the shares in and the long-term loan claims against PPRD, a wholly-owned consolidated subsidiary of PEMJ.

(2) Operating results of the business to be succeeded

	(Million yen)		
	Business to be succeeded (a) (Six months ended September 30, 2018)	PEMJ (b) (Six months ended September 30, 2018)	Ratio (a/b)
Net sales	—	0	—
Operating profit (loss)	—	(12)	—

Notes: 1. Amounts less than 1 million yen have been rounded to the nearest whole 1 million yen amount.
 2. Operating result above are shown as “—” since there is no business to be transferred.

(3) Assets and liabilities of the business to be succeeded (As of September 30, 2018)

(100 million yen)

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	—	Current liabilities	—
Fixed assets	31	Fixed liabilities	—
Total	31	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.

4. Status of Panasonic after the Company Split

Panasonic's 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.

III. Details of the Merger

1. Summary of the Merger

(1) Schedule of the Merger

December 21, 2018	Resolution of the Board of Directors on the Merger
December 21, 2018	Execution of the merger agreement
April 1, 2019 (planned)	Effective date of the Merger

(Note: Since, for Panasonic, the Merger falls under a simplified merger as set forth in Article 796, Paragraph 2 of the Companies Act, and for PPRD, the Merger falls under a short form merger as set forth in Article 784, Paragraph 1 of Companies Act, shareholders' meetings of both companies concerning approval of the Merger will not be held.)

(2) Method of the Merger

Panasonic, as the surviving company, will absorb PPRD, which will be dissolved upon the merger.

(3) Allotment in relation to the Merger

There shall be no allotment of shares or any other consideration with respect to the Merger.

(4) Treatment of stock acquisition rights and bonds with stock acquisition rights of the dissolving company in relation to the Merger

There are no stock acquisition rights or bonds with stock acquisition rights issued by PPRD.

2. Outline of the Company that is Party to the Merger

	Dissolving Company (As of September 30, 2018)
(1) Corporate name	Panasonic Precision Devices Co., Ltd. (PPRD)
(2) Head office	1080, Takano, Nagomi-machi, Tamana-Gun, Kumamoto, Japan
(3) Name and title of representative	President, Atsushi Takeyama
(4) Principal lines of business	Development and manufacture of electronic devices
(5) Stated capital	100 million yen
(6) Date established	January 5, 2012
(7) Total number of outstanding shares	1 share
(8) Fiscal year end	March 31
(9) Major shareholders and shareholding ratios	PEMJ 100% (As of April 1, 2019, Panasonic plans to be a parent company with 100% shareholding ratio.)

(10) Financial conditions and business performance for immediately preceding fiscal year
(The year ended March 31, 2018) (Non-consolidated, Japan GAAP)

Net assets	(17,200) million yen
Total assets	5,084 million yen
Net sales	1,948 million yen
Operating profit (loss)	(2,755) million yen
Ordinary income (loss)	(3,482) million yen
Net income (loss)	(2,612) million yen

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

2. Net assets per share and net income (loss) per share are omitted as the total number of outstanding shares of PPRD is one.

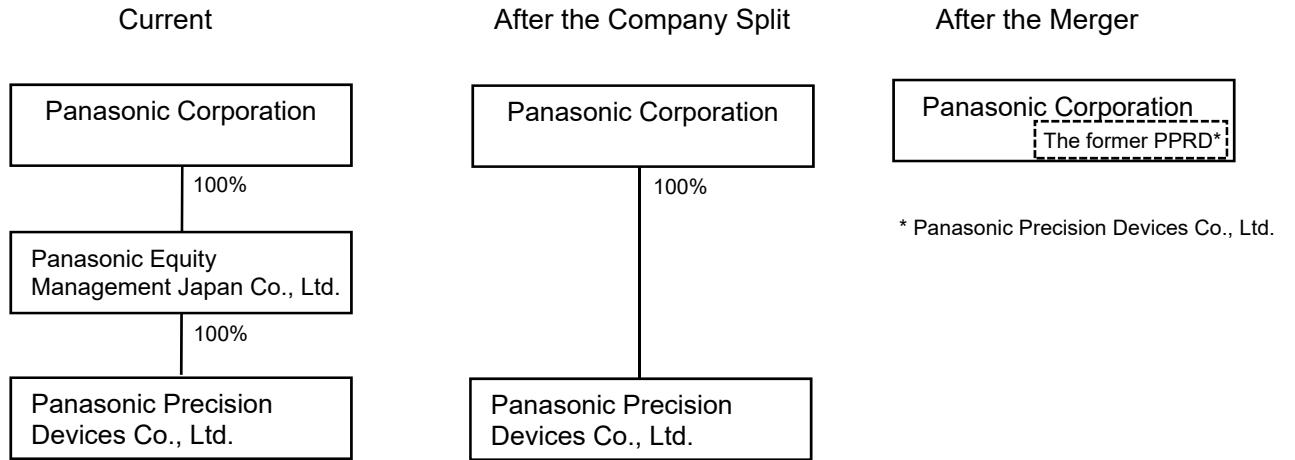
3. Status of Panasonic after the Merger

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

IV. Financial Outlook

It is expected that there shall be no material effect due to the Company Split and the Merger on the consolidated financial outlook of Panasonic for fiscal year ending March 31, 2019.

(Reference) Shareholding structure after the reorganization



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.