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**(Progress of Disclosed Matter)**

**Notice about the Transfer (Share Transfer, etc.) of Our Consolidated Subsidiary and Recording of Gain on Sale and Transfer of Shares**

On April 16, 2019, as described in “Notice about the Transfer (Share Transfer, etc.) of Our Consolidated Subsidiary” published on the same date (the “Notice Dated April 16, 2019”), the board of directors of OMRON Corporation (“OMRON”) approved a resolution and executed a sale and purchase agreement to transfer all of OMRON's shares in OMRON Automotive Electronics Co., Ltd. to Nidec Corporation (“Nidec”) and to conduct other related transactions (the “Transactions”).

We hereby announce that there have been changes in the information disclosed on April 16, 2019, including the “schedule” and the “transferee of the Mexican subsidiary corporation,” as detailed below. We also announce that following the Transactions, we expect to record a gain on the sale and transfer of shares and ownership quotas.

**1. Change in the Schedule**

|  | Before Change   | After Change                 |
|--|---|------------------------------|
| (1) Date of board resolution                             | April 16, 2019  | April 16, 2019               |
| (2) Date of execution of the Sale and Purchase Agreement | April 16, 2019  | April 16, 2019               |
| (3) Closing date for the Transactions                    | To be decided (but is currently projected to occur by the end of October, 2019) | October 31, 2019 (scheduled) |

## **2. Transferee of Mexican Subsidiary Corporation**

We announce that the counterparty to the transfer of the ownership quotas in OMRON AUTOMOTIVE ELECTRONICS de Mexico, S. de R.L. de C.V., a subsidiary of OMRON, which is part of the Transactions, has been determined to be Nidec, while the Notice Dated April 16, 2019 announced that the prospective transferee would be “Nidec or its subsidiaries, etc.”

(i) Summary of the transferred subsidiary

As described in the “Note” to “2. Summary of the Transferred Subsidiary” of the Notice Dated April 16, 2019.

(ii) Summary of the transferee of ownership quotas

As described in “3. Summary of the counterparty to the Share Transfer” of the Notice Dated April 16, 2019.

## **3. Others**

The closing date of the transfer to Nidec or its subsidiaries, etc. of the automotive electronics components business of OMRON VIETNAM CO., LTD. and PT. OMRON MANUFACTURING OF INDONESIA, both subsidiaries of OMRON, which is part of the Transactions, is projected to occur by the end of June, 2020, while the Notice Dated April 16, 2019 announced that the closing date of such transfer was “to be decided (but was projected to occur by the end of October, 2019).”

In addition, while the Notice Dated April 16, 2019 announced that the transfer to Nidec or its subsidiaries, etc. of the automotive electronics components business of OMRON HONG KONG LTD., another subsidiary of OMRON, would be included in the Transactions, it has been determined that the transfer of such business, which has become unnecessary as a result of the changes to the commercial distribution in the relevant business, will no longer be part of the Transactions.

## **4. Recording of Gain on Sale and Transfer of Shares**

While it was announced in the Notice Dated April 16, 2019 that the effect of the Transactions on OMRON’s performance was “then under review,” now that the closing date of the Transactions has been set on October 31, 2019 (scheduled), OMRON is expected to

record a gain on sale before tax of approximately JPY52.0 billion as a quarterly net income from discontinued operations on the quarterly consolidated statements of income for the consolidated cumulative third quarter of the fiscal year ending March 2020. As regards the effect of the Transactions on OMRON's non-consolidated income/loss, OMRON is expected to record a gain on sale of shares and ownership quotas in affiliated companies of approximately JPY77.4 billion as an extraordinary profit on its statements of income for the fiscal year ending March 2020.

For the effect of the aforesaid gain on sale before tax on the forecast of the consolidated results of the OMRON group for the current term, please refer to our press release titled "OMRON Announces Revisions to Full-Year Consolidated Performance Forecast for the Fiscal 2019" published today.

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