

April 26, 2019

News Release

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**Notice Concerning Notification regarding Reasons Not to File Legal Action in Response to
Request from a Shareholder for Filing of Legal Action**

As announced in “Notice Concerning Request from a Shareholder for Filing of Legal Action” dated March 4, 2019, Olympus Corporation (the “Company”) received a written request (the “Request”) from an individual shareholder of the Company (the “Shareholder”) to file a legal action against KPMG AZSA LLC (the “Auditor”) on March 1, 2019, the Company’s accounting auditor at that time, to pursue, among other things, its liabilities to the Company seeking a payment by the Auditor to the Company of JPY 88,667.29 million based on the view that, among other things, the failure by the Auditor to sufficiently investigate the Company’s series of issues in the past, such as the deferring of loss recognition (the “Series of Issues”), constituted a breach of duty.

On this matter, as announced in “Notice Concerning Further Requests from Shareholder for Filing of Legal Action” dated November 25, 2011, “Notice Concerning Receipt of Non-Director Management Liability Investigation Committee Report” dated January 17, 2012 and “Notice Concerning Decision and Commencement of Lawsuits for Damages against Current and Past Corporate Auditors of the Company” dated January 17, 2012, the Company established a liability investigation committee (chairman commissioner: Akira Watanabe; the “Non-Director Management Liability Investigation Committee”) composed of three lawyers who had no conflicts of interest with the Auditor, etc. upon receiving a request (the “Former Request”) on November 18, 2011 from another individual shareholder of the Company to file a legal action against the Auditor, etc. as to their liabilities for the Series of Issues, and received from the Non-Director Liability Investigation Committee the "Investigation Report" (the “Investigation Report”) on January 16, 2012. Based on the Investigation Report, the Company considered whether it would be necessary to file a legal action against the corporate auditors, the accounting auditor and the executive officer at that time and those who had occupied such positions, including the Auditor, filed a lawsuit for damages against some of the corporate auditors, including ex-corporate auditors (to pursue their liabilities) in the Tokyo District Court, and decided not to file any legal action against the Auditor to pursue its liabilities.

Since the subject matters and the counterparty of the Request substantially overlap with those of the Former Request, the Company made considerations based on the Investigation Report, and in addition to that, after asking lawyers who are members of the Non-Director Management Liability Investigation Committee to investigate again whether there was any material fact newly discovered from January 16, 2012 to the present and asking for their opinions.

The Company hereby announces that, as a result of the above-mentioned investigations and considerations, the Company decided, at the meeting of the board of directors held today, not to file a legal action against the Auditor, and sent today a notification pursuant to Article 847, Paragraph 4 of the Companies Act to the Shareholder.

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