

Transform Olympus

Transforming into a Truly Global Medical Technology Company

Olympus Corporation

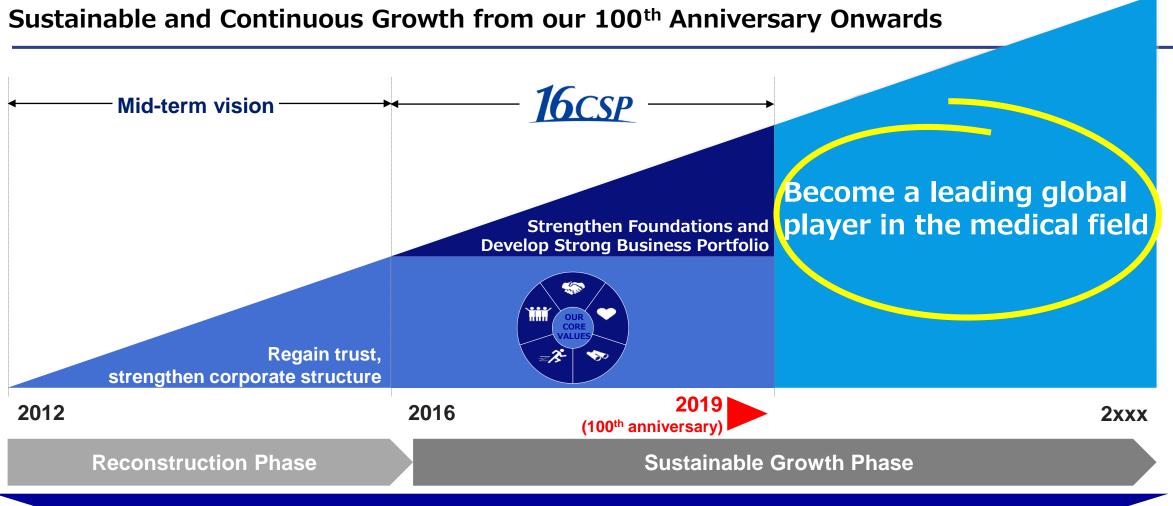
January 11, 2019

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Our Path So Far, and the Future Before Us



Purpose: Making People's Lives Healthier, Safer and **More Fulfilling**



"Transform Olympus" - Transformation Plan to Become a Truly Global Company

Key Issues in Developing into a Truly Global Company

- Efficient and agile decision making
- Centralized risk management
- Optimal allocation of function and talent globally
- Improve business speed and efficiency in line with global medical technology peers
- Sustainable growth of therapeutics device
- Improve operating profit margin and capital efficiency
- Governance structure in line with global nature of business
- Diversify board of directors

"Transform Olympus"

Shift to Centralized Global Group Management

> **Globally Integrate HR** Management

"Transform Medical" **Optimize and Simplify Medical Device Business**

Prioritize Cost Containment and Capital Efficiency

Migrate to Three Committee Board Structure with Diversified Board of **Directors**

Expected Outcomes

- New Org. Chart and ExCom
- Clear Lines of Accountability
- Rapid Execution
- High Performance Culture
- More Productive Team
- BUs aligned by business model
- New Products Faster
- Quality Patient Outcomes
- Continuous Profit Growth
- Greater Capacity to Invest
- Higher Shareholder Returns
- Faster Management Action
- Board Aligned With Strategic Goals
- Board Focused on Strategy and **Long-Term Accountability**

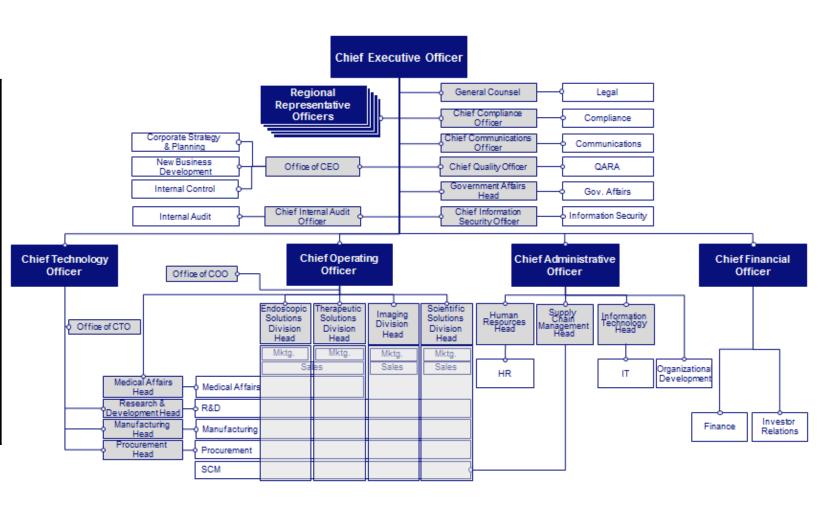


Shift to Integrated Global Group Management

Agile Decision-Making and Centralized Risk Management with Strengthened Leadership through Global **Management Structure and Five Executive Officers**

Effective as of April 1, 2019

Title	Name	
Chief Executive Officer (CEO)	Yasuo Takeuchi	
Chief Operating Officer (COO)	Akihiro Taguchi	
Chief Technology Officer (CTO)	Haruo Ogawa	
Chief Finance Officer (CFO)	Yasushi Sakai	
Chief Administrative Officer (CAO)	Stefan Kaufmann	





Globally Integrate HR Management to Create High Performance Culture

Establish Structure to Enable Optimal Talent Allocation Based on Globally Uniform Business Management

Talent Management Policy

1 Train Talent

- Early selection and appointment
- Talent management by function; greater functional specialization
- Appoint and Assign Talent



- Appointing and assigning talent regardless of age and nationality
- Establishing a talent information system
- Secure Talent



- Securing necessary talent at a global level
- Standardization of HR system
- HR Governance
- Direct reporting lines and governance for all key positions globally

"Transform Medical" - Optimize and Simplify Medical Device Business

Initiative to Achieve Sustainable Business Growth; Enable Speedy and Lean Business Management Optimize Medical Business Potential with Respect to More Timely and Effective Product Offerings

Current Business Units	April 2019 onwards	Key Features	Products
Gastrointestinal and Respiratory	Endoscopic	• Global Division Headquarters in Japan	 Gastrointestinal (GI), Respiratory and Surgical endoscopy capital products
General Surgery	Solutions Division	 Improve existing infrastructure and processes 	SoftwareReprocessingRepair serviceSystems Integration
Hualami / Comanda mi			- Systems integration
Urology / Gynecology		Global Division Headquarters in	• EndoTherapy (single-use
Ear, Nose, and Throat	Therapeutic	US	therapeutic) devices for GI and Respiratory fields
(ENT)	Solutions	Global decision making from US,	Energy and other surgical single-use devices
Medical Service	Division	the largest therapeutic device market with better access to the medical industry cluster	Urology, Gynecology and ENT products



Prioritize Cost Containment and Capital Efficiency for Entire Olympus Group

Improve Operating Profit Margin and Return on Capital in line with Global MedTech Industry Peers

A. Improve Operating Profit Margin

Initiatives

- Freeze FY2020 SG&A, including R&D at FY2018 level
 - ✓ Working groups to kickoff from January 2019
 - ✓ Covering FY2020 (April 2019 to March 2020)
 - ✓ FY2019 will remain at current guidance level
- Develop longer-term cost savings program for FY2020 onward
 - ✓ Will be finalized and announced in first half of FY2020

B. Improve Capital Efficiency

Initiatives

- Review capital expenditure and working capital levels across business units
- Sustainably improve free cash flow available for strategic M&A and shareholder return

Enhance Shareholder Return and Become a Leading Global MedTech Company



Migrate to "Company with Three Committees" Board Structure

Align Olympus' Board Structure with the Global Nature of its Business and Provide Enhanced Oversight and Support of Management

Drive efficiency in decision-making, enhance corporate governance and improve transparency

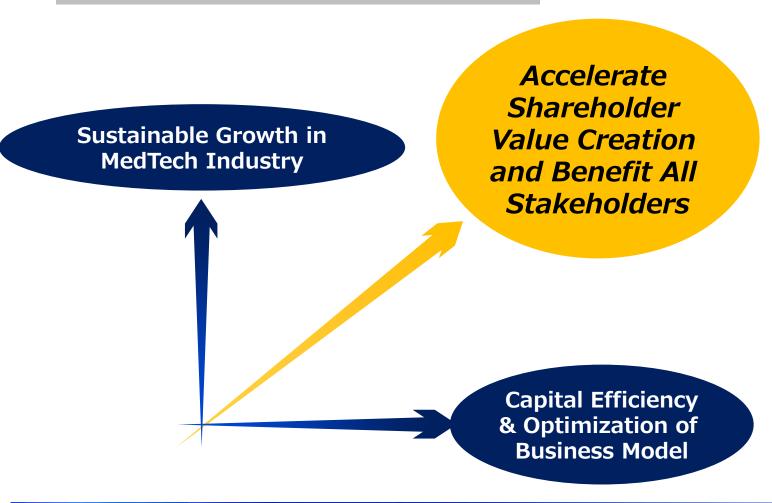
Simultaneously improve the board's focus on supervising management's implementation of strategy and best practices

Increase management's agility, and improve the ability to attract global executives

Diversify Board of Directors

Commitment to Diversifying Board By Nominating Three New Directors with Highly Relevant Global **Backgrounds**

Seek Shareholder Approval at 2019 AGM



D. Robert Hale

- A Partner at ValueAct Capital Management L.P.
- Brings institutional and personal experience in corporate transformation and medical technology industry

Other New Directors

- Executives with relevant experience at leading global MedTech companies
- Help management refine and implement strategic goals and best practices



To Continue Development as a Truly Global MedTech Company

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Globally Integrate HR Management

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