

June 24, 2015

Company name: Terumo Corporation
Representative: Yutaro Shintaku, President and Representative Director
Securities code: 4543, TSE Section 1
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**Notice to the Holders of the Outstanding Terumo Corporation
¥50,000,000,000 Zero Coupon Convertible Bonds due 2019**

Notice is hereby given by Terumo Corporation to the holders of the outstanding ¥50,000,000,000 Zero Coupon Convertible Bonds due 2019 (the “2019 Bonds”), of an adjustment of the Conversion Price (as defined in the terms and conditions of the 2019 Bonds) of the 2019 Bonds as follows:

Reason for the adjustment: Adjustment of Conversion Price pursuant to Condition 5.2.4 of the terms and conditions of the 2019 Bonds due to the Extraordinary Dividend (as defined in such Condition 5.2.4) resulting from payment of a dividend of ¥30.5 per Share. The payment of such dividend was approved at the general meeting of our shareholders on June 24, 2015.

Old Conversion Price: ¥3,893.0

New Conversion Price: ¥3,891.1

Record Date: 31 March 2015 (Japan time)

Effective Date for the new Conversion Price: Retroactively from the day after the Record Date set out above (Japan time)

(End)