

June 24, 2015 Brother Industries, Ltd.

## Notice Concerning Shelf Registration for Issuance of Stock Acquisition Rights

Brother Industries, Ltd. ("Brother") filed a shelf registration statement with the Japanese regulatory authorities on June 24<sup>th</sup>, 2015 for possible issues of stock acquisition rights in accordance with the "Policy Toward Large-scale Purchases of Brother Shares" (the "Policy") which was approved at the 123<sup>rd</sup> Ordinary General Meeting of Shareholders held on June 23<sup>rd</sup>, 2015. As of today, Brother withdrew the shelf registration statement (effective from July 5<sup>th</sup>, 2014 to July 4<sup>th</sup>, 2015) which had been filed on June 27<sup>th</sup>, 2014 based on the previous Policy.

1. 2.	Securities Type: Issuable Period:	Stock acquisition rights 2 years from the effective date of the shelf registration of stock acquisition rights (July 2 <sup>nd</sup> , 2015 to July 1 <sup>st</sup> , 2017)
3.	Offering Method:	Allotment to shareholders
З.	0	
4.	Issuable Amount:	0 yen
		(Total issue price of stock acquisition rights)
		300 million yen
		(Aggregate of total issue price of stock acquisition rights (zero yen) and total amount to be paid upon the exercise of all stock acquisition rights.)

Brother implemented the Policy in accordance with a resolution made at the first Board of Directors Meeting, after the Policy was approved at the 117<sup>th</sup> Ordinary General Meeting of Shareholders held on June 23<sup>rd</sup>, 2009. Subsequently, Brother renewed the Policy by making necessary revisions with the approval of the 120<sup>th</sup> Ordinary General Meeting of Shareholders held on June 26<sup>th</sup>, 2012. Brother now continues the Policy with necessary revisions to the previous Policy, upon the approval of the shareholders at the 123<sup>rd</sup> Ordinary General Meeting of Shareholders held on June 23<sup>rd</sup>, 2015.

The Policy stipulates steps to be taken and ensures adequate information and time be given to the shareholders for their proper judgment in the case that a Large-Scale Purchase of Brother Share is about to be made, while providing a prior cautionary plan to assure compliance with these steps. If a purchaser does not follow these steps or it is obvious that the purchase will cause irreparable damage or loss to the corporate value of Brother or furthermore the common interests of its shareholders, Brother will issue all the shareholders the stock acquisition rights, over which a purchaser cannot exercise their rights, and reduce the voting rights of the purchaser to comply with the steps and prevent inappropriate purchase of Brother shares. Filing of the shelf registration statement will allow Brother to issue the stock acquisition rights through agile allotment of shareholders.