



November 26, 2014

Press Release

Company: CYBERDYNE Inc.
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Notice on Issuance of New Shares and Convertible Bonds due 2017 through the International Offering

CYBERDYNE Inc. (the “Company”) hereby announces that the Company today determined and resolved, at its Board of Directors’ meeting on November 26, 2014, to issue New Shares and Convertible Bonds due 2017 through an international offering outside of Japan (the “International Offering”).

NOTE

1. Background and Purpose of the International Offering

The Company was established to solve social issues by leveraging Cybernetics technologies, advocated by Dr. Yoshiyuki Sankai, the Company’s President, CEO and professor of the University of Tsukuba. In June 2013, Robot Suit Hybrid Assistive Limb[®] (“HAL[®]”), one of the Company’s main products obtained an approval for medical devices in the European Union for the first time in the world as a robotic therapeutic device.

Currently, the Company provides therapy service with HAL[®] mainly in Germany where therapies using HAL[®] is covered by public workers’ compensation, and intends to promote various insurance coverage application process in other European countries. The Company has also completed its final application to the Food and Drug Administration (“FDA”) for approval of HAL[®] as a medical device in the United States in November 2014, and is scheduled to apply for such approval in Japan as well.

In this environment, the Company intends to enhance its competitive advantage by the following strategies: Acceleration of clinical trial and application process of innovative medical devices and technologies in Europe, the United States and Japan; Establishment of global network; Expansion of mass production system; and Acquisition of the leading edge technologies and personnel.

Note: This press release is intended as general information regarding the Company's issuance of its new shares and convertible bonds and shall not be considered an offering of securities. This press release shall not be construed as an offering of securities in any region including Japan, the United States or Canada. Securities of the Company have not been and will not be registered under the U.S. Securities Act of 1933 (the “Securities Act”) and may not be offered or sold in the United States absent registration or an applicable exemption from registration under the Securities Act. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. The transaction does not involve any public offering of securities in the United States.

2. Use of Proceeds

The net proceeds from the International Offering are estimated to be approximately 41 billion yen and are expected to be used in turn, primarily as follows:

- (a) for relatively short-term strategic business funding expected to be applied within around three years following the International Offering, as follows:
 - approximately 10 billion yen for developing the Group's domestic and international business bases with a view to growing its global business; and
 - approximately 5 billion yen for expanding its manufacturing capabilities with regard to medical and welfare robots and other medical devices; and
- (b) for relatively medium to long-term strategic development funding, expected to be applied within around five years following the International Offering, as follows:
 - approximately 20 billion yen for preparing a hub for Cybernics international advanced medical development aimed at the creation of an advanced medical industry including innovative medical equipment and medical technologies, including for the repayment of 3 billion yen of short-term borrowings borrowed for the purpose of the Company's purchase of the land at the Tonomachi International Strategic Zone (named King Skyfront) in Kawasaki City, Japan, designated as a National Special Strategic Zone; and
 - the balance for the purposes of acquisition of cutting-edge technologies and talent.

3. Issuance of New Shares through the International Offering

- (1) Type and Number of Shares to be Offered 7,000,000 shares of the Company's common stock
- (2) Offer Price of the Shares Offer Price will be determined on November 26, 2014 (London time)
- (3) Date of Issuance (Payment Date) December 12, 2014

4. Issuance of Euro Yen Zero Coupon Convertible Bonds through the International Offering

- (1) Aggregate Principal Amount of the Bonds 20 billion yen
- (2) Offer Price of the Bonds Offer Price will be determined on condition that the lower limits of Offer Price is 102.5% of the principal amount of the Bonds
- (3) Date of Issuance (Payment Date) December 12, 2014
- (4) Maturity Date December 12, 2017

(Reference)

Change in Total Number of Issued Shares as a Result of the Capital Increase through the International Offering of New Shares

Current Total Number of Issued Shares	94,638,000 shares
Number of Shares to be Increased through the International Offering	7,000,000 shares

Note: Current Total Number of Issued Shares includes common shares and Class B shares.

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