



March 10, 2015

To: All concerned parties:

Company Name	DMG MORI SEIKI CO., LTD.
Representative	Masahiko Mori, Representative Director and President (Securities Code: 6141 Tokyo Stock Exchange, First Section)
Contact	Tatsuo Kondo, Representative Director, Vice President and General Manager of Accounting and Finance HQ (Tel: 052-587-1811)

Notice of Change in Ratio of the Voting Rights of the Company Group attached to Shares of DMG MORI SEIKI AG and Change in Tender Offer Price with respect to Tender Offer by the Company's Consolidated Company (DMG MORI GmbH) against DMG MORI SEIKI AG, etc.

DMG MORI SEIKI CO., LTD. (the "Company") had announced a tender offer being carried out by its consolidated company against DMG MORI SEIKI AG, Germany ("AG") (the "Tender Offer"), in its previous press release "Notice of Tender Offer by Consolidated Company (DMG MORI GmbH) of DMG MORI SEIKI CO., LTD. with Respect to DMG MORI SEIKI AG, Germany" dated January 22, 2015, and the Company and DMG MORI GmbH (collectively, the "Company Group") has entered into a purchase agreement with the third party to acquire 1,674,300 shares of AG outside the stock exchange with a settlement date of March 11, 2015. As a consequence, the ratio of the voting rights held by the Company Group in AG will increase to 40.64%. Those shares were purchased for 30.55 Euros per share (which is equivalent to 4,033 Yen at the exchange rate of 1 EUR = 132 JPY).

This notice is also to announce the decision to increase the price of the Tender Offer to 30.55 Euros per share (which is equivalent to 4,033 Yen at the exchange rate of 1 EUR = 132 JPY) effective as of March 9, 2015 (in German time) and, in this connection, the decision to change the number of shares to be purchased from not less than 50% plus 1 share to not less than 40% of the total number of outstanding shares of AG. Given the additional share purchase contracts, the ratio of the voting rights held by the Company Group in AG will exceed the new participation threshold of 40%.

These decisions have been made after taking into account market conditions relating to transactions involving the shares of AG, and also, so as to avoid nullifying the intention of the shareholders who have already

concluded with the purpose of the Tender Offer. The Company believes that its increased shareholding in AG will be a step toward further unity between the Company and AG in the future, and there is no change in the policy of the Company that it will strengthen its unity with AG and will seek further achievement of cooperation between the two companies.

Further, due to the change in the offer price, the amount of funds expected to be required for the offer will be 225 million Euros if 50% of the voting rights plus 1 share of AG are acquired (which is equivalent to 29.8 billion Yen at the exchange rate of 1 EUR = 132 JPY), and 1,429 million Euros if 100% of the voting rights in AG are acquired (which is equivalent to 1,887 billion Yen at the exchange rate of 1 EUR = 132 JPY).

After the notification of the said changes is filed with the German Federal Financial Supervisory Authority (BaFin), the schedule of the Tender Offer will be changed as follows:

1. Announcement of Tender Offer Results (scheduled)
March 30, 2015 (Previous plan: March 16, 2015)
2. Additional Tender Offer Period (scheduled)
From March 31, 2015 to April 13, 2015 (2 weeks) (Previous plan: From March 17, 2015 to March 30, 2015)
3. Announcement of Additional Tender Offer Results (scheduled)
April 16, 2015 (Previous plan: April 7, 2015)

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