

June23, 2020

Notice on the Resolutions by
the Fiscal Year 2020 (the 57th FY) Annual General Meeting of Shareholders

Dear Our Shareholders

We are pleased to inform you that at the Fiscal Year 2020 (the 57th FY) Annual General Meeting of Shareholders of Tokyo Electron Limited was held today, two reports were made and six items were resolved as follows:

Reports

- 1. Report on the business report, the consolidated financial statements for FY2020 (the 57th FY; from April 1, 2019 to March 31, 2020), and the reports of Accounting Auditors and the Audit & Supervisory Board on the results of audits for consolidated financial statements.**
- 2. Report on the financial statements for FY2020 (the 57th FY; from April 1, 2019 to March 31, 2020.)**

The two reports above were made at the meeting.

Resolved items

Proposed item No.1: Election of Eleven Corporate Directors

The proposed item was approved and resolved as submitted, and Tetsuo Tsuneishi, Toshiki Kawai, Sadao Sasaki, Yoshikazu Nunokawa, Tatsuya Nagakubo, Kiyoshi Sunohara, Seisu Ikeda, Yoshinobu Mitano, Charles Ditmars Lake II, Michio Sasaki and Makiko Eda were elected and assumed office as Corporate Directors. Charles Ditmars Lake II, Michio Sasaki and Makiko Eda are Outside Directors as stipulated in Article 2 Item 15 of the Companies Act.

Proposed item No.2: Election of Two Audit & Supervisory Board Members

The proposed item was approved and resolved as submitted, and Masataka Hama and Ryota Miura were elected and assumed office as Audit & Supervisory Board Members. Masataka Hama and Ryota Miura are Outside Audit & Supervisory Board Members as stipulated in Article 2 Item 16 of the Companies Act.

Proposed item No.3: Payment of Bonuses to Corporate Directors for the 57th Fiscal Year

The proposal of paying 1,137.5 million yen cash bonuses to eight Corporate Directors (excluding three outside Directors) in office at the end of the 57th fiscal year as the cash bonus portion of annual performance-linked compensation was approved and resolved as submitted.

Proposed item No.4: Issuance of Share Subscription Rights as Stock-Based Compensation to Corporate Directors

The proposal of granting share subscription rights as stock compensation-based stock option portion of annual performance-linked compensation of no more than 1,137.5 million yen and a total of no more than 57,900 shares to eight Corporate Directors (excluding three outside Directors) and authorizing the Board of Directors to make resolutions related to solicitation of applications for the share subscription rights in accordance with the provisions of Articles 236, 238, and 239 of the Companies Act was approved and resolved as submitted.

Proposed item No.5: Issuance of Share Subscription Rights as Stock-Based Compensation to Executives of the Company and its Subsidiaries

The proposal of authorizing the Board of Directors to make resolutions related to solicitation of applications for the share subscription rights to be issued as stock compensation-based stock option to executive officers and senior employees of the Company and corporate directors and executive officers, senior employees of its subsidiaries in a total of no more than 85,500 shares was approved and resolved as submitted.

Proposed item No.6: Determination of the Amount and Details of Stock-based Compensation to Outside Directors

The proposal of introducing a new non-performance-linked stock-based compensation system for outside Directors for three fiscal years, totaling no more than 50 million yen (during the initial applicable period shall be 60 million yen) and no more than 5,000 shares (during the initial applicable period shall be 6,000 shares) for each applicable period was approved and resolved as submitted.

[Reference]

At the meeting of the Board of Directors held after the Annual General Meeting of Shareholders, Representative Directors and Directors with the title were elected and took office, and at the meeting of the Audit & Supervisory Board, full-time Audit & Supervisory Board Members were elected and took office. The new organization of Corporate Directors and Audit & Supervisory Board Members were determined as follows:

Tetsuo Tsuneishi	Chairman of the Board
Toshiki Kawai	Representative Director, President and CEO
Sadao Sasaki	Representative Director
Yoshikazu Nunokawa	Corporate Director
Tatsuya Nagakubo	Corporate Director
Kiyoshi Sunohara	Corporate Director
Seisu Ikeda	Corporate Director
Yoshinobu Mitano	Corporate Director
Charles Ditmars Lake II	Corporate Director
Michio Sasaki	Corporate Director
Makiko Eda	Corporate Director
Yoshiteru Harada	(Full-time) Audit & Supervisory Board Member
Kazushi Tahara	(Full-time) Audit & Supervisory Board Member
Kyosuke Wagai	Audit & Supervisory Board Member
Masataka Hama	Audit & Supervisory Board Member
Ryota Miura	Audit & Supervisory Board Member

(NOTE)

Corporate Directors Charles Ditmars Lake II, Michio Sasaki, and Makiko Eda are outside Directors.

Audit & Supervisory Board Members Kyosuke Wagai, Masataka Hama and Ryota Miura are outside Audit & Supervisory Board Members.

Sincerely yours,

Toshiki Kawai

President and CEO

Tokyo Electron Limited

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