Tokyo Electron Limited
Tetsuro Higashi
President & CEO

#### **VOTING RESULT OF**

# FISCAL YEAR 2015 (the 52nd FY) ANNUAL GENERAL MEETING OF SHAREHOLDERS

All of the proposed items were approved at the fiscal year 2015 annual general meeting of shareholders held on June 19, 2015.

(1) Date for the fiscal year 2015 annual general meeting of shareholders: June 19, 2015

### (2) Matters resolved:

Item 1: Partial Amendments to the Articles of Incorporation concerning the liability-limiting contracts

The proposed item was approved and resolved as submitted. The Article 24 and Article 32 of the existing Articles of Incorporation were amended to be able to conclude a liability-limiting contract with a corporate director who is a non-executive director and an Audit & Supervisory Board Member who is not an outside Audit & Supervisory Board Member.

### Item 2: Election of Thirteen Corporate Directors

The proposed item was approved and resolved as submitted, and Tetsuro Higashi, Tetsuo Tsuneishi, Hirofumi Kitayama, Hikaru Ito, Kenji Washino, Tetsuro Hori, Gishi Chung, Masami Akimoto, Sadao Sasaki, Toshiki Kawai, Tatsuya Nagakubo, Hiroshi Inoue and Masahiro Sakane were elected and assumed office as Corporate Directors.

## Item 3: Election of One Audit & Supervisory Board Member

The proposed item was approved and resolved as submitted, and Yoshiteru Harada was elected and assumed office as an Audit & Supervisory Board Member.

Item 4: Payment of Bonuses to Corporate Directors for the 52nd Fiscal Year

The proposal of paying cash bonuses (394.5 million yen; including 14 million yen for outside Directors) to nine Corporate Directors (including two outside Directors) in office at the end of the 52nd fiscal year as annual performance-linked compensation for the term was approved and resolved as submitted.

Item 5: Issuance of Share Subscription Rights as Stock-Based Compensation to Corporate Directors

The proposal of authorizing the Board of Directors to make decisions related to solicitation of applications for the Share Subscription Rights to be issued as stock-based compensation to Corporate Directors, in accordance with the provisions of Articles 236, 238 and 239 of the Companies Act was approved and resolved as submitted.

The proposal of granting the Share Subscription Rights as the stock-based compensation portion of performance-linked compensation for the 52nd fiscal year of no more than 420.8 million yen annually to Corporate Directors (excluding Outside Directors) was also approved and resolved as submitted, in addition to Item 4.

Item 6: 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 decisions related to solicitation of applications for the Share Subscription Rights to be issued as stock-based compensation to executives of the Company and corporate directors and executives, etc. of its subsidiaries in accordance with the provisions of Articles 236, 238 and 239 of the Companies Act was approved and resolved as submitted.

(3) The number of votes for or against, or abstentions on each proposal, requirements for approval and voting results:

Matters resolved	Number of	Number of	Number of Requirements abstentions for approval	Voting results and	
	votes for	votes against		•	ratio of voting for
	proposal	proposal		proposal (%) Note 4	
Item 1	1,027,826	6,454	6,018	Note 1	Approved 98.38%
Item 2					
Tetsuro Higashi	978,487	57,372	4,430	Note 2	Approved 93.66%
Tetsuo Tsuneishi	1,007,605	28,255	4,430		Approved 96.45%
Hirofumi Kitayama	1,000,152	35,708	4,430		Approved 95.74%
Hikaru Ito	1,011,392	24,468	4,430		Approved 96.81%
Kenji Washino	1,011,392	24,468	4,430		Approved 96.81%
Tetsuro Hori	1,011,390	24,470	4,430		Approved 96.81%
Gishi Chung	1,011,543	24,473	4,274		Approved 96.83%
Masami Akimoto	1,011,549	24,467	4,274		Approved 96.83%
Sadao Sasaki	1,011,549	24,467	4,274		Approved 96.83%
Toshiki Kawai	1,011,453	24,563	4,274		Approved 96.82%
Tatsuya Nagakubo	1,011,525	24,491	4,274		Approved 96.83%
Hiroshi Inoue	876,252	159,763	4,274		Approved 83.88%
Masahiro Sakane	1,019,443	16,420	4,430		Approved 97.58%
Item 3					
Yoshiteru Harada	976,085	59,940	4,274	Note 2	Approved 93.43%
Item 4	891,990	143,934	4,374	Note 3	Approved 85.38%
Item 5	982,727	51,557	6,018	Note 1	Approved 94.07%
Item 6	1,014,170	20,113	6,018	Note 1	Approved 97.08%

Note 1 Resolution shall be approved at the annual general meeting of shareholders with a quorum of one-third or more of the voting rights of all shareholders with exercisable voting rights and by a vote of two-third or more of the voting rights represented in attendance.

Note 2 Resolution shall be approved at the annual general meeting of shareholders with a quorum of one-third or more of the voting rights of all shareholders with exercisable voting rights and by a vote of half or more of the voting rights represented in attendance.

Note 3 Resolution shall be approved at the annual general meeting of shareholders by a vote of half or more of the voting rights represented in attendance.

Note 4 Ratio of voting for proposal =

(The number of the votes exercised up to the day prior to the meeting +

The number of votes exercised by certain of the shareholders present at the meeting, who could be confirmed with votes for) /

(The number of the votes exercised up to the day prior to the meeting +

The number of votes exercised by certain of the shareholders present at the meeting)

(4) The reason not to count a part of votes for or against, or abstentions on each proposal by the shareholders present at the annual general meeting

All proposed items respectively met the requirements for approval by the sum of the votes exercised up to the day prior to the meeting, plus the number of votes exercised by certain of the shareholders present at the meeting, who could be confirmed with votes for or against, or abstaining on each proposal. Therefore, we did not count the number of votes which could not be confirmed the number of votes for or against, or abstentions exercised by the shareholders present at the meeting on that day.