

June 22, 2007

Notice on the Resolutions by
the Fiscal Year 2007 (the 44th FY) Annual General Meeting of Shareholders

To Our Shareholders

We are pleased to inform you that at the Fiscal Year 2007 (the 44th FY) Annual General Meeting of Shareholders of Tokyo Electron Limited 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 FY2007 (44th FY; from April 1, 2006 to March 31, 2007), and the reports of Accounting Auditors and the Board of Statutory Auditors on the results of audits for consolidated financial statements.**
2. **Report on the financial statements for FY2007 (44th FY; from April 1, 2006 to March 31, 2007).**

The two reports above were made at the meeting.

Resolved items

Proposed item No. 1: Election of Thirteen Corporate Directors

The proposed item was approved and resolved as submitted, and Tetsuro Higashi, Tetsuo Tsuneishi, Kiyoshi Sato, Haruo Iwatsu, Mamoru Hara, Masao Kubodera, Yuichi Honda, Hiroshi Inoue and Yasuhiro Tsunemi were reelected and assumed office as Corporate Directors, and Hirofumi Kitayama, Hiroshi Takenaka, Kenji Washino and Hikaru Ito were elected and took office as new Corporate Directors. H. Inoue and Y. Tsunemi are outside directors as stipulated in Article 2 Item 15 of the Corporation Law.

Proposed item No. 2: Election of One Statutory Auditor

The proposed item was approved and resolved as submitted, and Mitsutaka Yoshida was elected and took office as new Statutory Auditor.

Proposed item No. 3: Payment of Bonuses to Corporate Directors for the 44th Fiscal Year

The proposal of paying cash bonuses to the eleven Corporate Directors (including the two outside directors) in office at the end of the 44th fiscal year as compensation linked to consolidated net income for the term (annual bonus) was approved and resolved as submitted.

Proposed item No. 4: Revision of Fixed Compensation to Corporate Directors

The proposal of revising fixed compensation to Corporate Directors to 560 million yen or less for one fiscal year (including 20 million yen or less for outside directors) was approved and resolved as submitted.

Proposed item No. 5: Issuance of Stock Options 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 right to subscribe to new shares (stock options) to be issued as stock-based compensation to Corporate Directors, which is linked to consolidated net income for the 44th fiscal year, in accordance with the provisions of Articles 236, 238, and 239 of the Corporation Law was approved and resolved as submitted.

The right to subscribe to new shares, which is granted to Corporate Directors, corresponds to the portion of compensation, etc. as stipulated in Article 361 Paragraph 1 Item 3 of the Corporation Law that is non-monetary. This was also approved and resolved as submitted.

Proposed item No. 6: Issuance of Stock Options 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 right to subscribe to new shares (stock options) to be issued as stock-based compensation to executives of the Company and its subsidiaries, which is linked to consolidated net income for the 44th fiscal year, in accordance with the provisions of Articles 236, 238, and 239 of the Corporation Law was approved and resolved as submitted.

*NOTE:

At the meeting of the Board of Directors held after the Annual Meeting of Shareholders, Tetsuro Higashi, Tetsuo Tsuneishi, Kiyoshi Sato and Haruo Iwatsu were elected and took office as follows;

- Tetsuro Higashi Chairman & CEO
- Tetsuo Tsuneishi Vice Chairman of the Board
- Kiyoshi Sato President & COO
- Haruo Iwatsu Executive Vice President

Sincerely yours,

Tetsuro Higashi
Chairman & CEO
Tokyo Electron Limited
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