[Translation]

June 1, 2026

Name of the Company:	Tokyo Electron Limited
Name of the Representative:	Toshiki Kawai President & CEO (Representative Director) (Code No.8035; TSE Prime Market)
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Tokyo Electron's Opinion on ISS's Voting Recommendation

Tokyo Electron Limited ("TEL") has confirmed that Institutional Shareholder Services Inc. ("ISS"), a proxy advisory firm, has issued a report recommending a vote against "Proposal No. 2: Approval of the Grant of Rights Related to the Company's Shares to Officers and Employees of the Company Group Residing in the State of California, Subject to the Application of Special Provisions of the California Securities Act" (the "Proposal") to be submitted to the 63rd Annual General Meeting of Shareholders scheduled for June 23, 2026. The following outlines TEL's opinion on ISS's report recommending a vote against the Proposal.

1. Reasons for ISS recommending a vote against the Proposal

ISS recommends voting against the Proposal because the potential dilution effect cannot be calculated as the number of shares to be issued is not fully disclosed.

2. TEL's opinion

The Proposal does not seek to introduce a new stock compensation program, nor will it result in an increase in the total number of outstanding shares (dilution) beyond what is contemplated under the existing programs. Rather, the Proposal seeks the approval of the shareholders as required by California Securities Law, since the number of eligible participants residing in California under the existing programs have exceeded the threshold specified in that law. We respectfully ask our shareholders to understand that this is a necessary procedure to comply with local laws and regulations and that the approval of the Proposal will not result in dilution, and to exercise their voting rights after careful consideration.

3. Dilution effects of each program

The dilution effects of each program are as follows.

For detailed information on the programs, please also refer to the reference materials included with the notice of convocation for the Annual General Meeting of Shareholders.

(1) Stock compensation-based stock options [share subscription rights]
This program was approved at the 62nd Annual General Meeting of Shareholders held in June 2025 as "Proposal 4: Determination of the Details of the Medium- to Long-term Performance-linked Compensation to Corporate Directors" and "Proposal 5: Determination of the Details of the Non-performance-linked Compensation to Corporate Directors." As stated in the reference materials included with the notices of convocation for the 62nd and 63rd Annual General Meetings of Shareholders, the ratio of the total number of stock options granted to all eligible participants, including those in California, to the total number of outstanding shares (after deducting treasury stock), as well as the dilution rate, is expected to be approximately 3% even if the program continues for 10 years and the maximum number of options granted are distributed.

(2) Stock delivery trust
This program is an incentive plan under which TEL's shares are delivered to eligible participants through a share delivery trust, based on factors such as the degree to which performance targets are met in the final fiscal year of the target period (a three-fiscal-year period). Under the plan described in the "Notice Regarding Continuation of Stock Delivering Scheme for TEL Group Officers in Japan and Abroad" announced on July 31, 2025, with an effective date of August 1, 2025, approximately 270,000 shares (representing 0.06% of the total number of outstanding shares after deducting treasury stock) are scheduled to be delivered if performance targets are fully met. All shares required for the program are acquired on the stock market; therefore, no dilution will occur even if the shares are delivered.
The dilution rate is expected to be approximately 1% even if the program continues for 10 years and the shares to be delivered are sourced from new share issuances or treasury stock held by TEL.

(3) Global Employee Stock Purchase Plan
This program allows employees of overseas subsidiaries to purchase TEL's shares using funds contributed from a portion of their own salaries, supplemented by matching contributions from their companies. Purchases are made solely through open market transactions; therefore, no dilution will occur.

Based on the above, TEL believes that the dilution rate if each program continues for 10 years is expected to be approximately 4.5% at most, even including the unexercised portion of already-granted share subscription rights (representing 0.26% of the total number of outstanding shares after deducting treasury stock), which is not expected to conflict with the proxy voting guidelines established by ISS. Therefore, TEL requests that shareholders review the purpose of the Proposal and the details of these programs once again before exercising their voting rights.