

(Translation)

Results of Voting on Resolutions at The 141st Ordinary General Meeting of Stockholders

Toray Industries, Inc. announced the results of voting on resolutions made at the 141st Ordinary General Meeting of Stockholders held on June 23, 2022 as below.

Content of Report

a) Date on which the Ordinary General Meeting of Stockholders of the Company was held
June 23, 2022

b) Propositions for voting

Proposition No. 1 Appropriation of Surplus

Year-end dividend

¥8 per share of common stock

Proposition No. 2 Partial Amendments to the Articles of Incorporation

- It was proposed to amend the Articles of Incorporation in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, as the amended provisions stipulated in the proviso to Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022.
- It was proposed to amend the Articles of Incorporation to change the terms of office of members of the Board to one year from the current two years for purposes of clarifying contributions of members of the Board to business results in a fiscal year and establishing flexible business structures capable of promptly responding to changes in the business environment.

Proposition No. 3 Election of Twelve Members of the Board

It was proposed that the following twelve persons be elected as members of the Board:

Akihiro Nikkaku, Mitsuo Ohya, Satoru Hagiwara, Kazuyuki Adachi, Minoru Yoshinaga, Yasuo Suga, Kazuhiko Shuto, Masahiko Okamoto, Kunio Ito, Ryoji Noyori, Susumu Kaminaga, and Kazuo Futagawa.

Proposition No. 4 Payment of Bonuses to Members of the Board

It was proposed that bonuses of ¥96,800,000 be paid to eight members of the Board (excluding outside directors).

Proposition No. 5 Revision of the Amount of Remuneration for Members of the Board

It was proposed to revise the amount of remuneration for members of the Board within ¥50 million (including within ¥7 million for outside directors) a month.

c) Numbers of affirmative votes, negative votes and abstentions for each proposition, and requirements for approval

< Propositions No. 1 to No. 5 >

Propositions for voting	Number of affirmative votes	Number of negative votes	Number of abstentions	Ratio of affirmative votes	Approved/disapproved
Proposition No. 1	12,917,586	183,518	0	98.53%	Approved
Proposition No. 2	13,082,967	18,202	0	99.79%	Approved
Proposition No. 3					
Akihiro Nikkaku	8,347,558	4,628,982	124,602	63.67%	Approved
Mitsuo Ohya	9,556,961	3,521,462	22,722	72.89%	Approved
Satoru Hagiwara	11,927,556	1,150,867	22,722	90.98%	Approved
Kazuyuki Adachi	11,135,369	1,943,061	22,722	84.93%	Approved
Minoru Yoshinaga	12,114,902	963,528	22,722	92.41%	Approved
Yasuo Suga	12,114,099	964,331	22,722	92.40%	Approved
Kazuhiko Shuto	12,379,374	699,055	22,722	94.42%	Approved
Masahiko Okamoto	12,117,866	960,563	22,722	92.43%	Approved
Kunio Ito	10,558,252	2,529,579	13,320	80.53%	Approved
Ryoji Noyori	11,391,833	1,696,000	13,320	86.89%	Approved
Susumu Kaminaga	12,370,437	717,396	13,320	94.35%	Approved
Kazuo Futagawa	11,080,468	1,997,955	22,722	84.52%	Approved
Proposition No. 4	10,521,055	2,551,974	28,145	80.25%	Approved
Proposition No. 5	12,981,755	87,948	31,403	99.02%	Approved

Note: The approval requirements of propositions are as follows:

- Propositions No. 1, No.4 and No. 5 require that a majority of the votes cast by stockholders attending the Ordinary General Meeting of Stockholders be affirmative.
- Proposition No. 2 requires 1) that the total number of voting rights owned by stockholders attending the Ordinary General Meeting of Stockholders equal or exceed one-third of the voting rights owned by the stockholders who can exercise their voting rights and 2) that not less than two-thirds of the votes cast by stockholders attending the Ordinary General Meeting of Stockholders be affirmative.
- Proposition No. 3 requires 1) that the total number of voting rights owned by stockholders attending the Ordinary General Meeting of Stockholders equal or exceed one-third of the voting rights owned by the stockholders who can exercise their voting rights and 2) that a majority of the votes cast by stockholders attending the Ordinary General Meeting of Stockholders be affirmative.

d) Reason why some of the votes cast by stockholders attending the Ordinary General Meeting of Stockholders were not counted

Of the votes cast by stockholders attending the Meeting, those which had not been confirmed to be affirmative, negative or abstentions were not counted. This is because the resolutions were legally passed pursuant to the Companies Act by satisfying the approval requirements for each proposition when the sum of the affirmative votes cast prior to the day of the Meeting and the votes of stockholders attending the Meeting that had been confirmed to be affirmative exceeded the number of votes required for approval.