

(Translation)

**Results of Voting on Resolutions at  
The 134<sup>th</sup> Ordinary General Meeting of Stockholders**

Toray Industries, Inc. announced the results of voting on resolutions made at the 134<sup>th</sup> Ordinary General Meeting of Stockholders held on June 24, 2015.

**Content of Report**

a) Date on which the Ordinary General Meeting of Stockholders of the Company was held  
June 24, 2015

b) Propositions for voting

**Proposition No. 1 Appropriation of Surplus**

Year-end dividend

6 yen per share of common stock

**Proposition No. 2 Partial Amendments to the Articles of Incorporation**

In accordance with the change in the scope of directors and corporate auditors with whom liability limitation agreements may be concluded, pursuant to the Act for Partial Amendment of the Companies Act (Act No. 90 of 2014), it was proposed to amend the provisions of Article 26 and Article 33 of the Articles of Incorporation.

**Proposition No. 3 Election of three Members of the Board**

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

Satoru Nishino, Yoshiyuki Tanaka and Ryoji Noyori.

**Proposition No. 4 Election of four Corporate Auditors**

It was proposed that the following four persons be elected as corporate auditors:  
Kiyoshi Fukuchi, Motoyuki Yagita, Toshio Nagai and Kazuya Jono.

**Proposition No. 5 Election of one Substitute Corporate Auditor**

It was proposed that Koichi Kobayashi be elected as substitute corporate auditor.

**Proposition No. 6 Payment of Bonuses to Members of the Board and  
Corporate Auditors**

Members of the Board and corporate auditors will be paid a total amount of 166,200,000 yen (157,000,000 yen to members of the Board and 9,200,000 yen to corporate auditors) as bonuses.

- c) Number of exercised voting rights by affirmative votes, negative votes and abstentions for each proposition, requirements for each proposition to be approved and the results of the resolutions

< Propositions No. 1 to No. 6 >

Propositions for voting	Number of affirmative votes	Number of negative votes	Number of abstentions	Ratio of affirmative votes	Approved/disapproved
Proposition No. 1	1,153,155	1,769	1,203	98.77%	Approved
Proposition No. 2	1,153,556	1,088	1,493	98.80%	Approved
Proposition No. 3					
Satoru Nishino	1,089,415	65,494	1,214	93.31%	Approved
Yoshiyuki Tanaka	1,088,599	66,310	1,214	93.24%	Approved
Ryoji Noyori	1,082,046	72,865	1,214	92.68%	Approved
Proposition No. 4					
Kiyoshi Fukuchi	1,121,746	33,197	1,188	96.08%	Approved
Motoyuki Yagita	1,114,128	40,814	1,188	95.43%	Approved
Toshio Nagai	1,152,594	2,352	1,188	98.72%	Approved
Kazuya Jono	885,247	269,694	1,188	75.82%	Approved
Proposition No. 5	1,153,301	1,651	1,188	98.78%	Approved
Proposition No. 6	1,129,754	24,080	1,214	96.86%	Approved

Note: The approval requirement of each proposition is as follows:

1. Approval of Propositions No. 1 and No. 6 require that a majority of the voting rights exercised by the stockholders who attended the Ordinary General Meeting of Stockholders are affirmative.
2. Approval of Proposition No. 2 require that both of the following: 1) the number of total voting rights owned by the stockholders who attended the Ordinary General Meeting of Stockholders equals or exceeds one-third of the voting rights owned by stockholders eligible for exercising their voting rights, and 2) a majority of two-thirds or more of voting rights exercised by the stockholders who attended the Ordinary General Meeting of Stockholders are affirmative.
3. Approval of Propositions No.3, No. 4 and No. 5 require that both of the following: 1) the number of total voting rights owned by the stockholders who attended the Ordinary General Meeting of Stockholders equals or exceeds one-third of the voting rights owned by stockholders eligible for exercising their voting rights, and 2) a majority of voting rights exercised by the stockholders who attended the

Ordinary General Meeting of Stockholders are affirmative.

- d) Reason why some of the voting rights exercised by the stockholders who attended the Ordinary General Meeting of Stockholders were not added to the calculation

The resolutions were legally passed pursuant to the Companies Act because the approval required for each proposition was satisfied when the voting results were confirmed affirmative, negative or abstentions by the Company, of those stockholders who exercised their voting rights prior to the day of the Meeting and some stockholders who attended the Meeting. Therefore, the numbers of affirmative votes, negative votes and abstentions do not include the numbers of voting rights exercised by the stockholders who attended the Meeting which were not confirmed as any one of these three.