

(Translation)

**Results of Voting on Resolutions at  
The 136<sup>th</sup> Ordinary General Meeting of Stockholders**

Toray Industries, Inc. announced the results of voting on resolutions made at the 136<sup>th</sup> Ordinary General Meeting of Stockholders held on June 27, 2017.

**Content of Report**

a) Date on which the Ordinary General Meeting of Stockholders of the Company was held  
June 27, 2017

b) Propositions for voting

**Proposition No. 1 Appropriation of Surplus**

Year-end dividend

7 yen per share of common stock

**Proposition No. 2 Election of three Members of the Board**

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

Kazuo Morimoto, Osamu Inoue and Hideki Hirabayashi

**Proposition No. 3 Election of one Corporate Auditor**

It was proposed that Shogo Masuda be elected as corporate auditor.

**Proposition No. 4 Election of one Substitute Corporate Auditor**

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

**Proposition No. 5 Payment of Bonuses to Members of the Board**

Members of the Board (excluding outside directors) will be paid a total amount of 154,400,000 yen 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. 5 >

Propositions for voting	Number of affirmative votes	Number of negative votes	Number of abstentions	Ratio of affirmative votes	Approved/disapproved
-------------------------	-----------------------------	--------------------------	-----------------------	----------------------------	----------------------

Proposition No. 1	1,186,960	14,433	37	97.98%	Approved
Proposition No. 2					
Kazuo Morimoto	1,118,501	77,012	5,949	92.32%	Approved
Osamu Inoue	1,118,541	76,972	5,949	92.33%	Approved
Hideki Hirabayashi	1,118,671	76,842	5,949	92.34%	Approved
Proposition No. 3	1,139,413	62,080	0	94.05%	Approved
Proposition No. 4	1,199,832	1,677	0	99.03%	Approved
Proposition No. 5	1,195,457	5,839	228	98.67%	Approved

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

1. Approval of Propositions No. 1 and No. 5 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 Propositions No. 2, No. 3 and No. 4 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.