

**'TORAY'**

**Notice of the Resolutions  
at the 138th Ordinary  
General Meeting  
of Stockholders**

June, 2019



**2019**

Toray Industries, Inc.

## To Our Stockholders

Dear Stockholder:

We are pleased to inform you of the resolutions at the 138th Ordinary General Meeting of Stockholders, which was held on June 25, 2019, as follows.

June 25, 2019

Akihiro Nikkaku  
President, Chief Executive Officer and  
Chief Operating Officer

Toray Industries, Inc.  
1-1, Nihonbashi-Muromachi 2-chome,  
Chuo-ku, Tokyo 103-8666, Japan

## Matters Reported

1. The Business Report and Consolidated Financial Statements for the 138th business year (from April 1, 2018 to March 31, 2019), and Reports of Independent Auditors and the Board of Corporate Auditors on the relevant Consolidated Financial Statements conducted respectively.
2. Report on the Nonconsolidated Financial Statements for the 138th business year (from April 1, 2018 to March 31, 2019).

## Resolutions

### *Proposition No. 1: Appropriation of Surplus*

This proposition was approved and adopted in all respects as proposed.  
(Dividends: ¥8 per share. This amounts to ¥16 for the year including the interim dividend of ¥8 per share.)

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

This proposition was approved and adopted in all respects as proposed.  
The contents of amendments are shown below.

## Contents of the Amendments

(Underlined parts of the English text are amended.)

Articles of Incorporation before amendment	Articles of Incorporation after amendment
(Number) Article 27. The number of Corporate Auditors shall not exceed <u>four</u> <u>(4)</u> .	(Number) Article 27. The number of Corporate Auditors shall not exceed <u>five</u> <u>(5)</u> .

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***Proposition No. 3:***

*Election of one Member of the Board*

One member of the Board was newly elected and took office.

Nobuyuki Inohara

***Proposition No. 4:***

*Election of five Corporate Auditors*

Four Corporate Auditors were reelected and took office.

Shogo Masuda  
Toshio Nagai

Shoshiro Taneichi  
Kazuya Jono

One Corporate Auditor was newly elected and took office.

Hiroyuki Kumasaka

Toshio Nagai, Kazuya Jono and Hiroyuki Kumasaka are Outside Corporate Auditors.

***Proposition No. 5***

*Revision of the Amount of Remuneration for Corporate Auditors*

It was resolved that the amount of remuneration for Corporate Auditors be revised to within 11 million yen a month.

***Proposition No. 6***

*Payment of Bonuses to Members of the Board*

It was resolved that bonuses of ¥163,100,000 be paid to seventeen members of the Board (excluding outside directors).

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