

June 17, 2021

Notice on the Resolutions by
the Fiscal Year 2021 (the 58th FY) Annual General Meeting of Shareholders

Dear Our Shareholders

We are pleased to inform you that at the Fiscal Year 2021 (the 58th FY) Annual General Meeting of Shareholders of Tokyo Electron Limited (TEL) was held today, two reports were made and six items were resolved as follows:

Reports

- 1. Report on the business report, the consolidated financial statements for FY2021 (the 58th FY; from April 1, 2020 to March 31, 2021), and the reports of Accounting Auditors and the Audit & Supervisory Board on the results of audits for consolidated financial statements.**
- 2. Report on the financial statements for FY2021 (the 58th FY; from April 1, 2020 to March 31, 2021.)**

The two reports above were made at the meeting.

Resolved items

Proposed item No.1: Election of Twelve Corporate Directors

The proposed item was approved and resolved as submitted, and Tetsuo Tsuneishi, Toshiki Kawai, Sadao Sasaki, Yoshikazu Nunokawa, Tatsuya Nagakubo, Kiyoshi Sunohara, Seisu Ikeda, Yoshinobu Mitano, Charles Ditmars Lake II, Michio Sasaki, Makiko Eda, and Sachiko Ichikawa were elected and assumed office as Corporate Directors. Charles Ditmars Lake II, Michio Sasaki, Makiko Eda, and Sachiko Ichikawa are Outside Directors as stipulated in Article 2 Item 15 of the Companies Act.

Proposed item No.2: Election of One Audit & Supervisory Board Member

The proposed item was approved and resolved as submitted, and Kyosuke Wagai was elected and assumed office as an Audit & Supervisory Board Member. Kyosuke Wagai is an Outside Audit & Supervisory Board Member as stipulated in Article 2 Item 16 of the Companies Act.

Proposed item No.3: Payment of Bonuses to Corporate Directors for the 58th Fiscal Year

The proposal of paying 1,515 million yen cash bonuses to eight Corporate Directors (excluding three Outside Directors) in office at the end of the 58th fiscal year as the cash bonus portion of annual performance-linked compensation was approved and resolved as submitted.

Proposed item No.4: Issuance of Share Subscription Rights as Stock-Based Compensation to Corporate Directors

The proposal of granting share subscription rights as stock compensation-based stock option portion of annual performance-linked compensation of no more than 1,515 million yen and a total of no more than 33,300 shares to eight Corporate Directors (excluding four Outside Directors) and authorizing the Board of Directors to make resolutions related to solicitation of applications for the share subscription rights in accordance with the provisions of Articles 236, 238, and 239 of the Companies Act was approved and resolved as submitted.

Proposed item No.5: Issuance of Share Subscription Rights as Stock-Based Compensation to Executives of the Company and its Subsidiaries

The proposal of authorizing the Board of Directors as in Item4 to make resolutions related to solicitation of applications for the share subscription rights to be issued as stock compensation-based stock option to executive officers and senior employees of the Company and Corporate Directors and executive officers, senior employees of its subsidiaries in a total of no more than 37,500 shares was approved and resolved as submitted.

Proposed item No.6: Revision of the Amount of Compensation to Outside Directors

The proposal of revising the maximum total amount of fixed basic compensation for Outside Directors per fiscal year to 100 million yen was approved and resolved as submitted. Furthermore, TEL does not change the maximum total amount of compensation (750 million yen per fiscal year) for Corporate Directors (including Outside Directors).

[Reference]

At the meeting of the Board of Directors held after the Annual General Meeting of Shareholders, Representative Directors and Directors with the title were elected and took office, and at the meeting of the Audit & Supervisory Board, full-time Audit & Supervisory Board Members were elected and took office. The new organization of Corporate Directors and Audit & Supervisory Board Members were determined as follows:

Tetsuo Tsuneishi	Chairman of the Board
Toshiki Kawai	Representative Director, President and CEO
Sadao Sasaki	Representative Director
Yoshikazu Nunokawa	Corporate Director
Tatsuya Nagakubo	Corporate Director
Kiyoshi Sunohara	Corporate Director
Seisu Ikeda	Corporate Director
Yoshinobu Mitano	Corporate Director
Charles Ditmars Lake II	Corporate Director
Michio Sasaki	Corporate Director
Makiko Eda	Corporate Director
Sachiko Ichikawa	Corporate Director
Yoshiteru Harada	(Full-time) Audit & Supervisory Board Member
Kazushi Tahara	(Full-time) Audit & Supervisory Board Member
Kyosuke Wagai	Audit & Supervisory Board Member
Masataka Hama	Audit & Supervisory Board Member
Ryota Miura	Audit & Supervisory Board Member

(NOTE)

Corporate Directors Charles Ditmars Lake II, Michio Sasaki, Makiko Eda, and Sachiko Ichikawa are Outside Directors.

Audit & Supervisory Board Members Kyosuke Wagai, Masataka Hama, and Ryota Miura are Outside Audit & Supervisory Board Members.

Sincerely yours,

Toshiki Kawai

President and CEO

Tokyo Electron Limited

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