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March 31, 2020

Noriaki Taneichi
President and Representative Director
TOKYO OHKA KOGYO CO., LTD.

RESULTS OF EXERCISE OF VOTING RIGHTS AT THE 90th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the results of exercise of voting rights at the 90th Ordinary General Meeting of Shareholders of TOKYO OHKA KOGYO CO., LTD. (“the Company”) held on March 27, 2020 as below. All proposals were approved and resolved as originally proposed.

1. Date of the General Meeting of Shareholders

March 27, 2020

2. Details of the proposals for resolution

Proposal No. 1: Appropriation of Surplus

Matters related to the year-end dividend
¥60 per common share of the Company

Proposal No. 2: Election of Nine Directors

To elect Messrs. Ikuo Akutsu, Noriaki Taneichi, Harutoshi Sato, Kunio Mizuki, Hiroshi Kurimoto, Ms. Noriko Sekiguchi, Messrs. Yoichi Shibamura, Yuichi Murakami and Kazuo Ichibanagi as Directors.

Proposal No. 3: Election of One Corporate Auditor

To elect Mr. Nobuo Tokutake as Corporate Auditor.

Proposal No. 4: Revision of Remuneration Limit for Directors and Revision of Share-based Remuneration Plan for Directors (Excluding Outside Directors)

The specific matters approved and resolved are allowing the Company to set an upper limit on basic remuneration of ¥450 million annually (including remuneration for Outside Directors, which is subject to an upper limit of ¥50 million annually) and a limit on performance-linked bonuses of ¥220 million annually; and in place of the existing stock based compensation stock options and separately from the upper limit of the monetary remuneration described above, allowing the Company to set an upper limit on the amount per fiscal year of monetary remuneration claims and funds for tax payment provided to Directors (excluding Outside Directors) as remuneration, etc. related to the new “performance-linked share-based remuneration plan” to the equivalent to 58,000 shares multiplied by the stock price at the time of allotment, and set an upper

limit on the amount per fiscal year of monetary remuneration claims provided in relation to the new “restricted shares remuneration plan” to ¥150 million annually (for each remuneration limit, the remuneration and bonuses for Directors include Officer portions payable to Directors concurrently serving as Officers).

3. Number of voting rights that were exercised as the manifestation of the intention of approval, disapproval or abstention for the items for resolution; requirements for adoption thereof; and resolution results thereof

Proposal for Resolution	Approved	Disapproved	Abstained	Requirements for Adoption	Resolution Result	
					Approval Rate	Approved or Disapproved
Proposal No. 1	358,071	437	1,139	(Note 1)	99.43%	Approved
Proposal No. 2				(Note 2)		
Ikuo Akutsu	299,222	59,305	1,139		83.09%	Approved
Noriaki Taneichi	341,165	17,359	1,139		94.74%	Approved
Harutoshi Sato	339,731	18,798	1,139		94.34%	Approved
Kunio Mizuki	339,731	18,798	1,139		94.34%	Approved
Hiroshi Kurimoto	340,723	17,807	1,139		94.61%	Approved
Noriko Sekiguchi	340,719	17,811	1,139		94.61%	Approved
Yoichi Shibamura	357,217	1,312	1,139		99.19%	Approved
Yuichi Murakami	357,285	1,244	1,139		99.21%	Approved
Kazuo Ichiyanagi	357,991	539	1,139		99.41%	Approved
Proposal No. 3	332,802	25,724	1,139	(Note 2)	92.41%	Approved
Proposal No. 4	339,763	18,766	1,139	(Note 1)	94.35%	Approved

- (Notes) 1. The requirement for adoption is a majority of the affirmative voting rights of the shareholders present at the meeting.
2. The requirement for adoption is a majority of the affirmative voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.

4. Reason why a portion of the number of voting rights of the shareholders present at the meeting was not included in the calculation of the number of voting rights
By regarding the number of voting rights exercised by the date immediately before the date of the meeting and the number of voting rights of some of the shareholders present at the meeting whose intention of approval or disapproval of each item was confirmed as the total number of voting rights, the requirement for adoption of each item was satisfied and resolutions have been legally adopted pursuant to the Companies Act. Therefore, the number of voting rights whose intention of approval, disapproval or abstention was not confirmed has not been included in the calculation.