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April 2, 2018

Ikuo Akutsu  
 President and Representative Director  
 TOKYO OHKA KOGYO CO., LTD.

**RESULTS OF EXERCISE OF VOTING RIGHTS AT  
 THE 88<sup>th</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to announce the results of exercise of voting rights at the 88<sup>th</sup> Ordinary General Meeting of Shareholders of TOKYO OHKA KOGYO CO., LTD. (“the Company”) held on March 29, 2018 as below. All proposals were approved and resolved as originally proposed.

1. Date of the General Meeting of Shareholders

March 29, 2018

2. Details of the proposals for resolution

**Proposal No. 1: Appropriation of Surplus**

Matters related to the year-end dividend  
 ¥32 per common share of the Company

**Proposal No. 2: Election of Eight Directors**

To elect Messrs. Ikuo Akutsu, Harutoshi Sato, Kunio Mizuki, Nobuo Tokutake, Keiichi Yamada, Noriaki Taneichi, Hiroshi Kurimoto and Ms. Noriko Sekiguchi as Directors.

**Proposal No. 3: Continuation of Guidelines on Response to Large-Scale Purchase of the Company’s Shares etc. (Takeover Defensive Measures)**

To continue Guidelines on Response to Large-Scale Purchase of the Company’s Shares etc. (Takeover Defensive Measures).

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
<b>Proposal No. 1</b>	363,285	386	1,139	(Note 1)	98.92%	Approved
<b>Proposal No. 2</b>				(Note 2)		
Ikuo Akutsu	350,100	13,586	1,139		95.33%	Approved
Harutoshi Sato	353,669	10,018	1,139		96.30%	Approved

Kunio Mizuki	353,667	10,020	1,139		96.30%	Approved
Nobuo Tokutake	354,175	9,512	1,139		96.44%	Approved
Keiichi Yamada	354,160	9,527	1,139		96.43%	Approved
Noriaki Taneichi	351,059	12,628	1,139		95.59%	Approved
Hiroshi Kurimoto	357,930	5,758	1,139		97.46%	Approved
Noriko Sekiguchi	358,435	5,253	1,139		97.60%	Approved
<b>Proposal No. 3</b>	228,253	141,188	1,139	(Note 1)	61.19%	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.