

June 20, 2008

**Notice on the Resolutions by**  
**the Fiscal Year 2008 (the 45th FY) Annual General Meeting of Shareholders**

To Our Shareholders

We are pleased to inform you that at the Fiscal Year 2008 (the 45th FY) Annual General Meeting of Shareholders of Tokyo Electron Limited held today, two reports were made and five items were resolved as follows:

**Reports**

- 1. Report on the business report, the consolidated financial statements for FY2008 (45th FY; from April 1, 2007 to March 31, 2008), and the reports of Accounting Auditors and the Board of Statutory Auditors on the results of audits for consolidated financial statements.**
- 2. Report on the financial statements for FY2008 (45th FY; from April 1, 2007 to March 31, 2008).**

The two reports above were made at the meeting.

**Resolved items**

**Proposed item No. 1: Election of Fourteen Corporate Directors**

The proposed item was approved and resolved as submitted, and Tetsuro Higashi, Tetsuo Tsuneishi, Kiyoshi Sato, Haruo Iwatsu, Mamoru Hara, Masao Kubodera, Yuichi Honda, Hirofumi Kitayama, Hiroshi Takenaka, Kenji Washino, Hikaru Ito, Hiroshi Inoue and Yasuhiro Tsunemi were reelected and assumed office as Corporate Directors, and Masahiro Sakane was elected and took office as new Corporate Director.. Hiroshi Inoue,, Yasuhiro Tsunemi and Masahiro Sakane are outside directors as stipulated in Article 2 Item 15 of the Corporation Law.

**Proposed item No. 2: Election of Two Statutory Auditors**

The proposed item was approved and resolved as submitted, and Takeo Tanaka and Hiroshi Maeda was reelected and assumed office as Statutory Auditors. Hiroshi Maeda is outside auditor as stipulated in Article 2 Item 16 of the Corporation Law.

**Proposed item No. 3: Payment of Bonuses to Corporate Directors for the 45th Fiscal Year**

The proposal of paying cash bonuses to the thirteen Corporate Directors (including the two outside directors) in office at the end of the 45th fiscal year as compensation linked to consolidated net income for the term (annual bonus) was approved and resolved as submitted.

**Proposed item No. 4: Issuance of Stock Options as Stock-Based Compensation to Corporate Directors**

The proposal of authorizing the Board of Directors to make decisions related to solicitation of applications for the Share Subscription Rights (stock options) to be issued as stock-based compensation to Corporate Directors, which is linked to consolidated net income for the 45th fiscal year, in accordance with the provisions of Articles 236, 238, and 239 of the Corporation Law was approved and resolved as submitted.

The Share Subscription Rights, which is granted to Corporate Directors, corresponds to the portion of compensation, etc. as stipulated in Article 361 Paragraph 1 Item 3 of the Corporation Law that is non-monetary. This was also approved and resolved as submitted.

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

The proposal of authorizing the Board of Directors to make decisions related to solicitation of applications for the Share Subscription Rights (stock options) to be issued as stock-based compensation to executives of the Company and its subsidiaries, which is linked to consolidated net income for the 45th fiscal year, in accordance with the provisions of Articles 236, 238, and 239 of the Corporation Law was approved and resolved as submitted.

\*NOTE:

At the meeting of the Board of Directors held after the Annual Meeting of Shareholders, Tetsuro Higashi, Tetsuo Tsuneishi, Kiyoshi Sato and Haruo Iwatsu were elected and took office as follows;

- Tetsuro Higashi                      Chairman & CEO
- Tetsuo Tsuneishi                    Vice Chairman of the Board
- Kiyoshi Sato                         President & COO
- Haruo Iwatsu                         Executive Vice President

Sincerely yours,

Tetsuro Higashi  
Chairman & CEO  
Tokyo Electron Limited  
3-1, Akasaka 5-chome, Minato-ku, Tokyo