

## **Notice of the Results of the 80th Ordinary General Meeting of Shareholders**

Dear Shareholders:

The 80th Ordinary General Meeting of Shareholders of the HOYA CORPORATION was held on Thursday, June 21, 2018, at the Bellesalle Shinjuku Grand (5F Conference Center) Tokyo, Japan and the following matters were reported and resolved. We highly appreciate your cooperation for the voting.

Yours very truly,

**HOYA CORPORATION**

6-10-1, Nishi-shinjuku,  
Shinjuku-ku, Tokyo, Japan  
Hiroshi Suzuki  
President and CEO

### **1. Matters reported:**

1. The business report and consolidated financial statements for the 80th fiscal year (from April 1, 2017 to March 31, 2018) and the audit reports of the consolidated financial statements for the fiscal year by the Independent Auditor and the Audit Committee.
2. Reports on financial statements for the 80th fiscal year (from April 1, 2017 to March 31, 2018).

The above two matters were reported.

### **2. Matters resolved:**

**Proposition :** Election of Seven (7) Directors.

This proposition was approved in its original form.

Messrs. Itaru Koeda, Yukako Uchinaga, Mitsudo Urano, Takeo Takasu, Shuzo Kaihori, and Hiroshi Suzuki were re-elected and Mr. Hiroaki Yoshihara was newly elected and inaugurated as Directors.

### 3. Results of Voting:

Proposition	FOR	AGAINST	ABSTAIN	Rate of APPROVAL (%)	RESULTS
<b>Proposition</b>					
Mr. Itaru Koeda	3,194,766	30,044	498	98.94%	Approved
Ms. Yukako Uchinaga	3,204,580	20,229	498	99.24%	Approved
Mr. Mitsudo Urano	3,203,199	21,609	498	99.20%	Approved
Mr. Takeo Takasu	3,210,814	13,996	498	99.43%	Approved
Mr. Shuzo Kaihori	3,210,868	13,942	498	99.43%	Approved
Mr. Hiroaki Yoshihara	3,223,306	1,507	498	99.82%	Approved
Mr. Hiroshi Suzuki	3,210,893	13,921	498	99.44%	Approved

(Notes)

- Requirements for passage of the proposition are as follows:
  - Attendance of shareholders who hold at least one-third of voting rights of shareholders eligible to exercise voting rights, and approval by the majority of the shareholders in attendance,
- The voting results have come out as a result of aggregating (i) the number of votes indicating approval or rejection exercised in advance on or before the day prior to the day of this general meeting of shareholders, and (ii) the number of votes of some shareholders who attended the meeting and whose intention to either approve or reject the propositions have been confirmed. Therefore, the results of voting by shareholders who attended the meeting, but for whom an intention to approve or reject propositions, or to abstain from voting, cannot be confirmed, are not included in the count.
- The process for calculating the rate of approval will include the number of voting rights of shareholders who attended the meeting including voting rights exercised in advance and voting rights of those who attended the meeting (including the voting rights of shareholders who left the meeting before it ended).

#### The members of Committees and Executive Officers (as of June 21, 2018):

Nomination Committee members:

Mr. Itaru Koeda (Chairperson),  
Ms. Yukako Uchinaga, Mr. Mitsudo Urano, Mr. Takeo Takasu, Mr. Shuzo Kaihori  
and Mr. Hiroaki Yoshihara

Remuneration Committee members:

Mr. Mitsudo Urano (Chairperson),  
Mr. Itaru Koeda, Ms. Yukako Uchinaga, Mr. Takeo Takasu, Mr. Shuzo Kaihori  
and Mr. Hiroaki Yoshihara

Audit Committee members:

Ms. Yukako Uchinaga (Chairperson),  
Mr. Itaru Koeda, Mr. Mitsudo Urano, Mr. Takeo Takasu, Mr. Shuzo Kaihori  
and Mr. Hiroaki Yoshihara

(Note) Mr. Itaru Koeda, Ms. Yukako Uchinaga, Mr. Mitsudo Urano, Mr. Takeo Takasu, Mr. Shuzo Kaihori, and Mr. Hiroaki Yoshihara are outside directors as provided for in Article 2, Item 15 of the Company Law.

Executive Officers (\* indicates Executive Officer concurrently appointed as Internal Director)

Representative Executive Officer, President & CEO : Mr. Hiroshi Suzuki \*

Representative Executive Officer, CFO: Mr. Ryo Hirooka

Executive Officer, COO (Information Technology) and CTO : Mr. Eiichiro Ikeda

Executive Officer, CLO and Head of Corporate Development and Affairs: Mr. Augustine Yee