

Notice of the Results of the 75th Ordinary General Meeting of Shareholders

Dear Shareholders:

The 75th Ordinary General Meeting of Shareholders of the HOYA CORPORATION was held on Friday, June 21, 2013, at the Bellesalle Shinjuku Grand (Event Hall) Tokyo, Japan and the following matters were reported and resolved. We really appreciate your cooperation for the voting.

Yours very truly,

HOYA CORPORATION

2-7-5, Naka-Ochiai, Shinjuku-ku,

Tokyo, Japan

Hiroshi Suzuki

President and CEO

1. Matters reported:

1. The business report and consolidated financial statements for the 75th fiscal year (from April 1, 2012 to March 31, 2013) 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 75th fiscal year (from April 1, 2012 to March 31, 2013).

The above two matters were reported.

2. Matters resolved:

Matter proposed by the Company (Proposition No. 1)

Proposition No.1 : Election of 7 Directors.

The proposition was approved in its original form.

Messrs. Yuzaburo Mogi, Yukiharu Kodama, Itaru Koeda, Yutaka Aso, and Hiroshi Suzuki were re-elected and Ms. Yukako Uchinaga and Mr. Mitsudo Urano were newly elected and they inaugurated as Directors.

Matters proposed by shareholders (Propositions No. 2 to No. 10)

Proposition No. 2: Partial amendment to the Articles of Incorporation

(Individual disclosure of remunerations to Directors and the Executive Officers)

Proposition No. 3 Partial amendment to the Articles of Incorporation

(Amendment to increase to 1,000 characters the volume of explanatory text permitted for shareholders' propositions)

Proposition No. 4: Partial amendment to the Articles of Incorporation

(Prohibition to treat a submitted voting form left blank vote as affirmative to Company's proposal and dissenting to shareholder's proposal)

Proposition No. 5: Partial amendment to the Articles of Incorporation

(Obligation to hold meetings not involving Executive Officers)

Proposition No. 6: Partial amendment to the Articles of Incorporation

(Separation of roles of Chairman of the Board and CEO)

Proposition No. 7: Partial amendment to the Articles of Incorporation

(Establishment of a contact point within the Audit Committee for whistle-blowing)

Proposition No. 8: Partial amendment to the Articles of Incorporation

(Retaining of legal counsel to the Board of Directors)

Proposition No. 9: Partial amendment to the Articles of Incorporation

(Allocation of committee budget that may be used without approval of the Executive Officers)

Proposition No. 10: Election of One (1) Director

Each proposition of the above nine propositions was rejected.

* Propositions No. 2 to No. 9 are proposals made by five individual shareholders (number of voting rights: 707), and Proposition No.10 is a proposal made by four individual shareholders (number of voting rights: 706) included shareholders who proposed Propositions No. 2 to No. 9.

3. Results of Voting:

Matter proposed by the Company (Proposition No. 1)

Proposition	FOR	AGAINST	ABSTAIN	Rate of APPROVAL (%)	RESULTS
Proposition No.1					
Mr. Yuzaburo Mogi	3,114,621	198,610	8,429	93.06%	Approved
Mr. Yukiharu Kodama	3,114,702	198,530	8,429	93.06%	Approved
Mr. Itaru Koeda	3,123,531	189,700	8,429	93.32%	Approved
Mr. Yutaka Aso	3,122,698	190,533	8,429	93.30%	Approved
Ms. Yukako Uchinaga	3,286,607	26,625	8,429	98.20%	Approved
Mr. Mitsudo Urano	3,288,080	25,152	8,429	98.24%	Approved
Mr. Hiroshi Suzuki	3,090,698	222,534	8,429	92.35%	Approved

Matters proposed by shareholders (Propositions No. 2 to No. 10)

Proposition	FOR	AGAINST	ABSTAIN	Rate of APPROVAL (%)	RESULTS
Proposition No.2	1,323,725	1,967,281	33,223	39.55%	Rejected
Proposition No.3	212,838	3,078,291	33,223	6.36%	Rejected
Proposition No.4	1,401,918	1,911,425	11,018	41.89%	Rejected
Proposition No.5	98,635	3,201,465	24,254	2.95%	Rejected
Proposition No.6	904,866	2,369,291	50,181	27.04%	Rejected
Proposition No.7	166,643	3,132,145	25,586	4.98%	Rejected
Proposition No.8	115,193	3,183,812	25,375	3.44%	Rejected
Proposition No.9	124,872	3,174,131	25,375	3.73%	Rejected
Proposition No.10	89,536	3,224,610	10,188	2.68%	Rejected

(Notes)

1. Requirements for passage of the proposition are as follows:
 - Propositions No.1 and No.10: 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
 - Propositions No.2 to No.9: Attendance of shareholders who hold at least one-third of voting rights of shareholders eligible to exercise voting rights, and approval by at least two-thirds of the shareholders in attendance.
2. The requirements for passage of the resolutions have been met as a result of aggregating the number of voting rights indicating approval or rejection exercised in advance on or before the day prior to the day of this general meeting of shareholders and the voting rights of certain shareholders who attended the meeting and whose intentions to approve or reject the propositions have been confirmed, and the resolutions were thereby enacted lawfully under the Companies Act. Therefore, the results of the exercise of voting rights by shareholders who attended the meeting but whose intentions to approve or reject the proposition or to abstain from the votes cannot be confirmed are not included in the count.
3. The rate of approval is the ratio to 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]).
4. In calculating the rate of approval, the number of voting rights exercised in advance and indicating intentions that were deemed invalid is also included in the number of voting rights of attending shareholders.

The members of Committees and Executive Officers (as of June 21, 2013):

Nomination Committee members:

Mr. Yuzaburo Mogi (Chairperson), Mr. Yukiharu Kodama, Mr. Itaru Koeda, Mr. Yutaka Aso, Ms. Yukako Uchinaga and Mr. Mitsudo Urano

Remuneration Committee member:

Mr. Itaru Koeda (Chairperson), Mr. Yuzaburo Mogi, Mr. Yukiharu Kodama, Mr. Yutaka Aso, Ms. Yukako Uchinaga and Mr. Mitsudo Urano

Audit Committee member:

Mr. Yukiharu Kodama (Chairperson), Mr. Yuzaburo Mogi, Mr. Itaru Koeda, Mr. Yutaka Aso, Ms. Yukako Uchinaga and Mr. Mitsudo Urano

(Note) Messrs. Yuzaburo Mogi, Yukiharu Kodama, Itaru Koeda, Yutaka Aso, Ms. Yukako Uchinaga and Mr. Mitsudo Urano 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 in charge of Technology : Mr. Taro Hagiwara

Executive Officer, Chief Financial Officer : Mr. Ryo Hirooka

Executive Officer, Chief Operating Officer (Information Technology) : Mr. Eiichiro Ikeda

Executive Officer, Chief Operating Officer (Life Care) : Mr. Girts Cimermans

Messrs. Ryo Hirooka, Eiichiro Ikeda and Girts Cimermans were newly appointed as Executive Officers at the Board of Directors Meeting held on June 21, 2013.