



June 22, 2012

Notice of the Results of the 74th Ordinary General Meeting of Shareholders

Dear Shareholders:

The 74th Ordinary General Meeting of Shareholders of the HOYA CORPORATION was held on Wednesday, June 20, 2012, 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 74th fiscal year (from April 1, 2011 to March 31, 2012) 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 74th fiscal year (from April 1, 2011 to March 31, 2012).

The above two matters were reported.

2. Matters resolved:

Proposition : Election of 7 Directors.

The proposition was approved in its original form.

Mr. Yuzaburo Mogi, Ms.Eiko Kono, Messrs.Yukiharu Kodama, Itaru Koeda, Yutaka Aso, Hiroshi Suzuki, and Kenji Ema were re-elected and they inaugurated as Directors.

3. Results of Voting:

Proposition	FOR	AGAINST	ABSTAIN	Rate of APPROVAL (%)	RESULTS
Proposition Election of 7 Directors					
Mr. Yuzaburo Mogi	3,195,563	179,982	4,590	93.8%	Approved
Ms. Eiko Kono	3,323,445	52,102	4,590	97.6%	Approved
Mr. Yukiharu Kodama	3,331,299	44,248	4,590	97.8%	Approved
Mr. Itaru Koeda	3,333,297	42,250	4,590	97.8%	Approved
Mr. Yutaka Aso	3,339,057	36,490	4,590	98.0%	Approved
Mr. Hiroshi Suzuki	3,354,275	21,273	4,590	98.5%	Approved
Mr. Kenji Ema	3,354,944	20,604	4,590	98.5%	Approved

(Notes)

1. 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
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 intention 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 intention 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 the new Board of Committee and Executive Officers (as of June 20, 2012):

Nomination Committee members:

Mr. Yuzaburo Mogi (Chairperson), Ms. Eiko Kono, Mr. Yukiharu Kodama, Mr. Itaru Koeda, and Mr. Yutaka Aso

Remuneration Committee member:

Ms. Eiko Kono (Chairperson), Mr. Yuzaburo Mogi, Mr. Yukiharu Kodama, Mr. Itaru Koeda, and Mr. Yutaka Aso

Audit Committee member:

Mr. Yukiharu Kodama (Chairperson), Mr. Yuzaburo Mogi, Ms. Eiko Kono, Mr. Itaru Koeda, and Mr. Yutaka Aso

(Note) Mr. Yuzaburo Mogi, Ms. Eiko Kono, Messrs. Yukiharu Kodama, Itaru Koeda, and Yutaka Aso are outside directors as provided for in Article 2, Item 15 of the Company Law.

Executive Officers (* indicates Director)

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

Executive Officer & Chief Financial Officer : Mr. Kenji Ema *

Representative Executive Officer in charge of Technology : Mr. Taro Hagiwara

Mr. Taro Hagiwara was appointed as one of Representative Executive Officers at the Board of Directors held on June 20, 2012.