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June 30, 2014

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

RESULTS OF EXERCISE OF VOTING RIGHTS AT THE 84th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the results of exercise of voting rights at the 84th Ordinary General Meeting of Shareholders of TOKYO OHKA KOGYO CO., LTD. (“the Company”) held on June 26, 2014 as below. All proposals were approved and resolved as originally proposed.

1. Date of the General Meeting of Shareholders

June 26, 2014

2. Details of the proposals for resolution

Proposal No. 1: Appropriation of Surplus

Matters related to the year-end dividend
¥28 per common share of the Company

Proposal No. 2: Election of Seven Directors

To elect Messrs. Ikuo Akutsu, Kobun Iwasaki, Hiroji Komano, Harutoshi Sato,
Jun Iwasa, Kunio Mizuki and Hiroshi Kurimoto

Proposal No. 3: Revision of the Amount of Remuneration for Directors and Decision on the Amount of Remuneration with Stock-Based Compensation Stock Options for Directors and the Details Thereof

The specific matters approved and resolved are (i) the revision of the remuneration amount for Directors to an annual amount of ¥420 million or less, including bonuses and stock-based compensation stock options (Including ¥25 million or less of the annual remuneration amount would be for Outside Directors.) (However, the total amount does not include Officer remuneration and bonuses paid to Directors who concurrently serve as Officers.) and (ii) the allotment of subscription warrants in the form of stock-based compensation stock options as performance-based remuneration for Directors (not including Outside Directors) within the range of the remuneration amount after the revision, and the details of the subscription warrants to be allotted as stock-based compensation stock options to Directors, including the conditions that the maximum number of shares of the Company’s common stock that can be

delivered upon exercise of the subscription warrants to be allotted within one year from the day of the Company's Ordinary General Meeting of Shareholders for each fiscal year shall be set at 20,000, and the maximum total number of subscription warrants to be allotted within one year from the day of the Company's Ordinary General Meeting of Shareholders for each fiscal year shall be set at 200.

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
Proposal No. 1	366,198	7,212	1	(Note 1)	97.19%	Approved
Proposal No. 2				(Note 2)		
Ikuo Akutsu	345,767	27,642	1		91.77%	Approved
Kobun Iwasaki	361,940	11,413	58		96.06%	Approved
Hiroji Komano	362,089	11,264	58		96.10%	Approved
Harutoshi Sato	361,984	11,369	58		96.07%	Approved
Jun Iwasa	365,650	7,703	58		97.05%	Approved
Kunio Mizuki	366,436	6,917	58		97.26%	Approved
Hiroshi Kurimoto	371,078	2,332	1		98.49%	Approved
Proposal No. 3	370,889	2,519	1	(Note 1)	98.44%	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.