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(Stock Exchange Code 4045) March 29, 2018

#### To Shareholders:

Mikishi Takamura President and Representative Director Toagosei Co., Ltd. 1-14-1 Nishi-Shimbashi, Minato-ku, Tokyo

# RESOLUTIONS OF THE 105TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

#### Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

The following matters were reported and resolved at the 105th Ordinary General Meeting of Shareholders of Toagosei Co., Ltd. (the "Company").

## Matters reported:

- Business Report, Consolidated Financial Statements for the Company's 105th Fiscal Year (January 1, 2017 - December 31, 2017) and results of audits of the Consolidated Financial Statements by the Accounting Auditors and the Audit and Supervisory Committee
- 2. Non-consolidated Financial Statements for the Company's 105th Fiscal Year (January 1, 2017 December 31, 2017)

The contents of the documents were reported as described above.

#### Proposals resolved:

**Proposal 1:** Appropriation of Surplus

The proposal was approved and resolved as originally proposed. The year-end dividend was set to the amount of \\$13 per share.

**Proposal 2:** Election of Nine (9) Directors (excluding Directors who act as Audit and Supervisory Committee Members)

The proposal was approved and resolved as originally proposed. Six (6) Directors, Mikishi Takamura, Nobuhiro Ishikawa, Katsuyuki Ito, Yoshitaka Suzuki, Shinichi Sugiura and Satoru Nakanishi were re-elected and three (3) Directors, Moriyuki Kenjo, Susumu Miho and Yasuhiro Koike were newly elected, and assumed their respective offices.

**Proposal 3:** Election of Four (4) Directors who act as Audit and Supervisory Committee Members The proposal was approved and resolved as originally proposed. Two (2) Directors who act as Audit and Supervisory Committee Members, Tsutomu Harada and Yasuo Kitamura were re-elected and two (2) Directors who act as Audit and Supervisory Committee Members, Akira Komine and Nobuhiko Takano were newly elected, and assumed their respective offices.

At the meeting of the Board of Directors held after the 105th Ordinary General Meeting of Shareholders, Representative Directors were elected as follows, and assumed their respective offices.

President and Representative Director Mikishi Takamura
Vice President and Representative Director Nobuhiro Ishikawa

## Year-end Dividend Payments

- Shareholders who request that these dividend payments be made by bank transfer are asked to confirm the
  information on the enclosed Dividend Calculation Form and Dividend Transfer Recipient Confirmation
  Form. Shareholders who request that these dividend payments be made in proportion to the number of
  shares held are asked to confirm the information on the enclosed Dividend Calculation Form and Method
  for Receiving Dividend Payments.
- 2. For other shareholders, we have enclosed Dividend Calculation Form and Receipt for Dividends. Shareholders are requested to receive the dividend payments using the enclosed Receipt for Dividends within the payment period from March 30, 2018 to May 7, 2018.