

(This notice of shareholders voting results at the 174th Ordinary General Meeting of Shareholders is an English translation of original Japanese notice. This translation is for your convenience only and Toshiba does not guarantee accuracy of this translation)

June 28, 2013

Toshiba Corporation

Notice of shareholders voting results
at the 174th Ordinary General Meeting of Shareholders

Resolutions were made at the 174th Ordinary General Meeting of Shareholders (“the Meeting”) held on June 25, 2013. This is to give notice of shareholders voting results.

1. Subject for Resolution

Company’s Proposal (First Proposal)

First Proposal: Election of sixteen (16) Directors

The following sixteen (16) persons will be Director:

Atsutoshi NISHIDA
Norio SASAKI
Hidejiro SHIMOMITSU
Hisao TANAKA
Hideo KITAMURA
Makoto KUBO
Fumio MURAOKA
Takeo KOSUGI
Hiroyuki ITAMI
Ken SHIMANOUCI
Kiyomi SAITO (*)
Masashi MUROMACHI
Akira SUDO
Masahiko FUKAKUSHI
Kiyoshi KOBAYASHI
Fumiaki USHIO

(*)Ms. SAITO’s name on the Family Register is Kiyomi TAKEI

Shareholder's Proposal (Second Proposal)

Second Proposal: Amendments to the Articles of Incorporation regarding exercise of voting rights at general meetings of shareholders

2. Number of voting rights concerning the indication of "For", "Against" or "Abstention" for each proposal; Requirements for approving the proposals; and Results of resolution

Proposal	For	Against	Abstention	*1	Approval requirements	Results of resolution	Ratio of "For"	Ratio of "Against"
First Proposal								
Atsutoshi NISHIDA	2,685,353	164,479	2,335	25,301	*2	Approved	93.32%	5.72%
Norio SASAKI	2,716,706	133,127	2,335	25,301	*2	Approved	94.41%	4.63%
Hidejiro SHIMOMITSU	2,739,309	110,524	2,335	25,301	*2	Approved	95.20%	3.84%
Hisao TANAKA	2,725,230	124,602	2,335	25,301	*2	Approved	94.71%	4.33%
Hideo KITAMURA	2,734,893	114,940	2,335	25,301	*2	Approved	95.05%	3.99%
Makoto KUBO	2,734,939	114,894	2,335	25,301	*2	Approved	95.05%	3.99%
Fumio MURAOKA	2,694,495	155,334	2,335	25,301	*2	Approved	93.64%	5.40%
Takeo KOSUGI	2,724,043	125,787	2,335	25,301	*2	Approved	94.67%	4.37%
Hiroyuki ITAMI	2,748,196	101,637	2,335	25,301	*2	Approved	95.51%	3.53%
Ken SHIMANOUCI	2,724,355	125,474	2,335	25,301	*2	Approved	94.68%	4.36%
Kiyomi SAITO	2,749,094	100,739	2,335	25,301	*2	Approved	95.54%	3.50%
Masashi MUROMACHI	2,699,761	150,068	2,335	25,301	*2	Approved	93.82%	5.22%
Akira SUDO	2,740,735	109,098	2,335	25,301	*2	Approved	95.25%	3.79%
Masahiko FUKAKUSHI	2,740,759	109,074	2,335	25,301	*2	Approved	95.25%	3.79%
Kiyoshi KOBAYASHI	2,740,760	109,073	2,335	25,301	*2	Approved	95.25%	3.79%
Fumiaki USHIO	2,740,787	109,046	2,335	25,301	*2	Approved	95.25%	3.79%
Second Proposal	526,195	2,330,460	2,423	25,301	*3	Rejected	18.24%	80.80%

*1: The number of voting rights of shareholders actually present at the Meeting whose indication for the relevant proposal could not be confirmed.

*2: The resolution for each proposal shall be adopted by a simple majority of the voting rights held by the shareholders present and voting at the Meeting (including postal and electronic voting). Quorum of such resolution for each proposal is one-third (1/3) or more of the total number of voting rights.

*3: The resolution for this proposal shall be adopted by a majority consisting of not less than two-thirds (2/3) of the voting rights held by the shareholders present and voting at the Meeting (including postal and electronic voting). Quorum of the resolution for this proposal is one-third (1/3) or more of the total number of voting rights.

*4: There are no boxes for “Abstain” on the voting right exercise form of the Company and the Company does not count “Abstain” voting at the Meeting. However, the Company counts “Abstain” voting only when certain shareholders, such as shareholders who diversely exercise voting rights, expressly indicate their intention to abstain.

3. Reason why a portion of the voting rights held by the shareholders present at the Meeting was not added to the number of voting rights

With the results of the exercise of voting rights through postal and electronic method prior to the date of the Meeting and a part of exercise of voting rights by proxy, it was evident that First Proposal was approved and that Second Proposal was rejected in accordance with Companies Act. Therefore, voting rights held by the shareholders actually present at the Meeting, except as otherwise shareholders submit their proxies to the Company, were not counted as voting rights of “For”, “Against” or “Abstention”.

However in the calculation of ratio of “For” / “Against”, the number of voting rights of shareholders actually present at the Meeting whose indication for the relevant proposal could not be confirmed is included in the denominator. The number of voting rights of shareholders actually present at the Meeting is calculated based on the number counted at the beginning of deliberation on proposals and the number of voting rights of shareholders who left the Meeting before then is not included.

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