

Name of the Company:	Tokyo Electron Limited
Name of the Representative:	Hiroshi Takenaka President & CEO (Representative Director)
	(Code No.8035; The First Section of the Tokyo Stock Exchange)
Person to contact:	Yuki Maejima Director of General Affairs Dept. (Tel: 03-5561-7000)

Tokyo Electron Announces Conclusion of Merger Agreement about Absorption-Type Merger (Short-Form Merger) with Tokyo Electron Software Technologies

Tokyo Electron Limited (TEL) announced today that its Board of Directors had adopted a resolution to conclude the merger agreement about the absorption-type merger with Tokyo Electron Software Technologies Limited (TELST), a wholly-owned subsidiary, announced December 19, 2012 (below: the “Merger”), and completed execution of the agreement. Since the Merger is with a wholly-owned subsidiary, short-form merger proceedings will be conducted and some disclosure items and details will be omitted.

1. Purpose of the Merger

TELST was established in 1991, as a subsidiary to develop the software embedded in our Group’s semiconductor production equipment, and has achieved a degree of success in the field of each product to date. However, the importance of group-wide standardized software development will increase in the future, so a decision was made to consolidate the software development division operations into TEL, with consideration that it is optimal to drive them as an important mission of Corporate Development Division.

2. Summary of the Merger

(1) Merger Schedule

Date of Board of Directors resolution: December 19, 2012

Date of execution of the agreement: January 18, 2013

Effective date of merger: April 1, 2013

Note: The Merger will be a short-form merger as specified in Article 796, Paragraph 3 of the Companies Act for TEL and a short-form merger as specified in 784, Paragraph 1 of the Companies Act for TELST. Consequently, no general shareholders’ meeting will be held to approve the Merger.

(2) Merger Form

The Merger will be an absorption-type merger with TEL as the surviving company and TELST as the absorbed company. TELST will be liquidated.

(3) Details of Allocations in Relation to the Merger

No shares or monies will be allocated in relation to the Merger.

(4) Procedures Relating to Share Subscription Rights and Corporate Bonds with Share Subscription Rights of the Absorbed Company

TELST has not issued any share subscription rights or corporate bonds with share subscription rights.

3. Overview of the Parties to the Merger

As of March 31, 2012

	Surviving Company	Absorbed Company
(1) Company Name	Tokyo Electron Limited	Tokyo Electron Software Technologies Limited
(2) Address	3-1 Akasaka 5-chome, Minato-ku, Tokyo	30-7 Sumiyoshi-cho 2-chome, Fuchu City, Tokyo
(3) Representative Director	Hiroshi Takenaka, President & Representative Director	Kazushi Tahara, President & Representative Director
(4) Business Operation	Semiconductor Production Equipment, FPD/PV Production Equipment, and Electronic Components and Computer Networks	Development of software and control systems for Semiconductor Production Equipment, FPD Production Equipment, and Computer System related devices
(5) Capital Stock	54,961 million yen	250 million yen
(6) Start of Business (Establishment)	November 11, 1963 (April 6, 1951)	April 1, 1991
(7) Number of Issued Stock	180,610,911	8,000
(8) End of Fiscal Year	March 31	March 31
(9) Major Shareholders and Shareholding Ratio	The Master Trust Bank of Japan Ltd. (trust account) 10.79% Japan Trustee Services Bank, Ltd. (trust account) 8.40% Tokyo Broadcasting System Holdings, Inc. 4.27% SSBT OD05 Omnibus Account – Treaty Clients 2.36% State Street Bank and Trust Company 505225 2.31%	Tokyo Electron Limited 100%

(10) Operating Results and Financial Condition for the Most Recent Fiscal Year (Ended March 2012)		
	Tokyo Electron Limited (Consolidated)	Tokyo Electron Software Technologies Limited (Non-consolidated)
Net assets	598,602 million yen	949 million yen
Total assets	783,610 million yen	2,755 million yen
Net assets per share	3,275.14 yen	118,639.17 yen
Net sales	633,091 million yen	3,531 million yen
Operating income	60,443 million yen	158 million yen
Ordinary income	64,046 million yen	209 million yen
Net income	36,725 million yen	48 million yen
Net income per share	205.04 yen	6,092.92 yen

Note: The surviving company is a company which calculates the distributable amount on preparation of financial statements by Article 158, paragraph (4) of the Ordinance on Company Accounting.

4. Status of Surviving Company following the Merger

No changes will be made to TEL's company name, head office location, representative titles or names, business activities, capital, or fiscal year as a result of the Merger.

5. Future Outlook

Since the Merger is a merger with a wholly-owned subsidiary of TEL, there will be no impact on TEL's consolidated financial results.