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Please note that this is a summary translation of the Notice of the Resolutions in Japanese only for the reference of foreign investors and is not official texts.

The official Notice has been mailed to the custodian in Japan of each foreign shareholder.

The company is not responsible for the accuracy or completeness of the translation.

June 25, 2014

To Shareholders:

**Notice of the Resolutions Adopted at the Ninth
Ordinary General Meeting of Shareholders**

On behalf of the Board, I would like to thank you, our shareholders, for your continued support.

Mitsubishi Chemical Holdings Corporation (hereinafter the “Company”) hereby informs you of the matters reported, and matters resolved at the Ninth Ordinary General Meeting of Shareholders held today.

Sincerely yours,

Yoshimitsu Kobayashi, President & CEO
Mitsubishi Chemical Holdings Corporation
1-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo

Reported Matters:

- Item 1. The Company reported the contents of the Business Report, the Consolidated Financial Statements, and the results of audit by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements for the ninth fiscal year from April 1, 2013, to March 31, 2014.
- Item 2. The Company reported the contents of the Non-consolidated Financial Statements for the ninth fiscal year from April 1, 2013, to March 31, 2014.

Resolved Matters:

- Agendum 1. Appropriation of Retained Earnings
Agendum 1 was approved and adopted as proposed. The Company shall pay a year-end dividend of 6 yen per share.
- Agendum 2. Election of Eight Directors
Yoshimitsu Kobayashi, Noboru Tsuda , Hiroaki Ishizuka, Takumi Ubagai, Hitoshi Ochi and Takeo Kikkawa were reelected as Director, and Masayuki Mitsuka and Glenn H. Fredrickson were newly elected as Director. All of the Directors have assumed their office.

Agendum 3. Election of Three Corporate Auditor

Kazuchika Yamaguchi was reelected as Corporate Auditor, and Kazuhiro Watanabe and Taigi Ito were newly elected as Corporate Auditor. All of the Corporate Auditors have assumed their office.

At the meeting of the Board of Directors held following the close of this General Meeting of Shareholders, Representative Director and President & CEO were reelected and assumed their office. At the meeting of the Board of Corporate Auditors held following the close of this General Meeting of Shareholders, one Full-time Corporate Auditor was elected and assumed his office. As a result, the Company's Directors and Corporate Auditors are as follows:

President & CEO and Representative Director	Yoshimitsu Kobayashi	(Reappointed)
Representative Director	Noboru Tsuda	(Reappointed)
Director	Hiroaki Ishizuka	(Reappointed)
Director	Masayuki Mitsuka	(Newly appointed)
Director	Takumi Ubagai	(Reappointed)
Director	Hitoshi Ochi	(Reappointed)
Director	Glenn H. Fredrickson	(Newly appointed)
Director * ¹	Takeo Kikkawa	(Reappointed)
Corporate Auditor (full-time)	Akira Nakata	
Corporate Auditor (full-time)	Kazuchika Yamaguchi	(Reappointed)
Corporate Auditor (full-time) * ²	Takashi Nishida	
Corporate Auditor* ²	Kazuhiro Watanabe	(Newly appointed)
Corporate Auditor* ²	Taigi Ito	(Newly appointed)

Note: (*¹) Takeo Kikkawa is the outside director as prescribed in Article 2, Item 15 of the Companies Act.

(*²) Takashi Nishida, Kazuhiro Watanabe and Taigi Ito are the outside corporate auditors as prescribed in Article 2, Item 16 of the Companies Act.