

NOTE:

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 24, 2015

To Shareholders:

**Notice of the Resolutions Adopted at the Tenth  
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 Tenth Ordinary General Meeting of Shareholders held today.

Sincerely yours,

Hitoshi Ochi  
Director  
Representative Corporate Executive Officer  
President and Chief Executive Officer  
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 tenth fiscal year from April 1, 2014, to March 31, 2015.
- Item 2. The Company reported the contents of the Non-consolidated Financial Statements for the tenth fiscal year from April 1, 2014, to March 31, 2015.

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 7 yen per share.
- Agendum 2. Partial Amendment to Articles of Incorporation  
Agendum 2 was approved and adopted as proposed. The Company transferred to a Company with a Nomination Committee, etc. Also, the Company established provisions that allow the matters concerning appropriations to be determined by a resolution of the Board of Directors. Furthermore, the Company has partly

amended Article 2 (Purpose) of the Articles of Incorporation to reorganize the business purposes, making current business into consideration. In addition, the Company has amended partly the Articles of Incorporation so that the Company can conclude a liability-limiting agreement with non-executive directors other than outside directors as necessary.

Agendum 3. Election of Thirteen Directors  
Yoshimitsu Kobayashi, Hiroaki Ishizuka, Takumi Ubagai, Hitoshi Ochi, Masayuki Mitsuka, Glenn H. Fredrickson and Takeo Kikkawa were reelected as Director, and Yujirou Ichihara, Akira Nakata, Yoshihiro Umeha, Taigi Ito, Kazuhiro Watanabe and Hideko Kunii were newly elected as Director. All of the Directors have assumed their office.

Our current officer dated June 24, 2015 is as follows:

Director (Persons marked with \* are Outside directors.)

Director, Chairperson of the Board	Yoshimitsu Kobayashi
Director, Vice Chairperson of the Board	Hiroaki Ishizuka
Director, Vice Chairperson of the Board	Takumi Ubagai
Director	Hitoshi Ochi
Director	Masayuki Mitsuka
Director	Yujiro Ichihara
Director	Glenn H. Fredrickson
Director	Akira Nakata
Director	Yoshihiro Umeha
* Director	Takeo Kikkawa
* Director	Taigi Ito
* Director	Kazuhiro Watanabe
* Director	Hideko Kunii

Nomination Committee

Chairperson	Takeo Kikkawa
Member	Yoshimitsu Kobayashi
Member	Hitoshi Ochi
Member	Kazuhiro Watanabe
Member	Hideko Kunii

Audit Committee

Chairperson	Akira Nakata
Member	Yoshihiro Umeha
Member	Taigi Ito
Member	Kazuhiro Watanabe
Member	Hideko Kunii

Compensation Committee

Chairperson	Taigi Ito
Member	Hiroaki Ishizuka
Member	Takumi Ubagai
Member	Takeo Kikkawa
Member	Kazuhiro Watanabe

Corporate Executive Officer (Persons marked with \* are Representative Corporate Executive Officers)

* President and Chief Executive Officer	Hitoshi Ochi
* Senior Managing Corporate Executive Officer	Noriyoshi Ohira
* Senior Managing Corporate Executive Officer	Kenkichi Kosakai
Senior Managing Corporate Executive Officer	Masanori Karatsu
Managing Corporate Executive Office	Ryouji Tanaka
Managing Corporate Executive Office	Glenn H. Fredrickson
Managing Corporate Executive Office	Hisao Urata
Managing Corporate Executive Office	Steve P. Yurich