



February 4, 2015

To whom it may concern,

Company name:	Mitsubishi Chemical Holdings Corporation
Name of representative:	Yoshimitsu Kobayashi President & Chief Executive Officer
(TSE Code):	4188, First Section of the TSE)
Contact person	Hajime Takasaka, General Manager, Public Relations and Investor Relations Office TEL. +81-(0)3-6748-7120

## Notice on Acquisition of Treasury Stock from a Subsidiary

- Acquisition of Treasury Stock Pursuant to Article 163 of the Companies Act -

Mitsubishi Chemical Holdings Corporation (MCHC) passed a resolution at its board of directors meeting held on February 4, 2015 to acquire MCHC stock from its subsidiary, Taiyo Nippon Sanso Corporation (TNSC; TSE code [first section]: 4091).

### 1. Reason for acquisition

TNSC has been under the requirement for a disposition of MCHC stock within a reasonable period of time after TNSC became a consolidated subsidiary of MCHC on November 12, 2014 as a result of a tender offer, pursuant to Article 135-3 of the Companies Act. MCHC will acquire the stock held by TNSC in cash through the negotiated transaction, pursuant to Article 163 of the Companies Act.

### 2. Outline of acquisition

- |                            |   |
|----------------------------|---|
| 1) Type of shares          | Common stock  |
| 2) Number of shares        | 10,060,951<br>(Percentage to the total number of shares issued: 0.67%)  |
| 3) Total acquisition value | 5,923,233,987 yen<br>The acquisition price: 588.735 yen per share, is the simple average closing price for the 20 business days (Jan 5 to Feb 2, 2015) of MCHC common stock in regular trading on the Tokyo Stock Exchange. |
| 4) Date of acquisition     | February 4, 2015 (contract date)<br>February 12, 2015 (scheduled date of transfer)  |
| 5) Method of acquisition   | Negotiated transaction  |

### 3. Outline of TNSC

- |                                     |   |
|-------------------------------------|---|
| 1) Company name                     | Taiyo Nippon Sanso Corporation  |
| 2) Address of head office           | 1-3-26, Koyama, Shinagawa-ku, Tokyo                                   |
| 3) Name and title of representative | Yujiro Ichihara, President and Chief Executive Officer                |
| 4) Business description             | Production and sale of industrial gases and related equipment/devices |
| 5) Paid-in capital                  | 37,344 million yen  |

<Reference> Total number of shares issued and treasury shares as of December 31, 2014  
Total number of shares issued: 1,506,288,107  
Number of treasury shares: 31,401,585

END