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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 and the voting form is not attached.

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 26, 2008

To Shareholders:

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

Sincerely yours,

Yoshimitsu Kobayashi, President
Mitsubishi Chemical Holdings Corporation
14-1, Shiba 4-chome, Minato-ku, Tokyo

Reported Matters:

- Item 1. The Company reported the contents of the Business Report, Consolidated Financial Statements, and the results of audit by Accounting Auditors and Board of Corporate Auditors of Consolidated Financial Statements for the third fiscal year from April 1, 2007, to March 31, 2008.
- Item 2. The Company reported the contents of Financial Statements for the third fiscal year from April 1, 2007, to March 31, 2008.

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 8 yen per share.
- Agendum 2. Election of Seven Directors
Ryuichi Tomizawa, Yoshimitsu Kobayashi, Atsushi Baba, Shotaro Yoshimura and Etsujiro Koge were reelected as Director, and Michihiro Tsuchiya and Hiroshi Yoshida were newly elected as Director. All of the Directors have assumed their office.
- Agendum 3. Election of One Corporate Auditor
Kazutoshi Kondo was newly elected as Corporate Auditor. He has assumed his office.

At the meeting of the Board of Directors held following the close of this General Meeting of Shareholders, Chairman and Representative Director and President and Representative Director were reelected and assumed their office. In addition, 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:

Chairman and Representative Director	Ryuichi Tomizawa	(Reappointed)
President and Representative Director	Yoshimitsu Kobayashi	(Reappointed)
Director	Atsushi Baba	(Reappointed)
Director	Shotaro Yoshimura	(Reappointed)
Director	Etsujiro Koge	(Reappointed)
Director	Michihiro Tsuchiya	(Newly appointed)
Director	Hiroshi Yoshida	(Newly appointed)
Corporate Auditor (full-time)	Takayasu Kishi	
Corporate Auditor (full-time)	Kazutoshi Kondo	(Newly appointed)
Corporate Auditor (full-time) *	Takashi Nishida	
Corporate Auditor*	Hiroyasu Sugihara	
Corporate Auditor*	Somitsu Takehara	

(*)Note: Takashi Nishida, Hiroyasu Sugihara and Somitsu Takehara are the outside corporate auditors as prescribed in Article 2, Item 16 of the Corporation Law.