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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 26, 2012

To Shareholders:

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

Sincerely yours,

Yoshimitsu Kobayashi, President & CEO
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 seventh fiscal year from April 1, 2011, to March 31, 2012.
- Item 2. The Company reported the contents of Financial Statements for the seventh fiscal year from April 1, 2011, to March 31, 2012.

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 5 yen per share.
- Agendum 2. Partial Amendment to Articles of Incorporation
Agendum 2 was approved and adopted as proposed. The Company added Paragraph 3 to Article 2 (Purpose) of its Articles of Incorporation , in case the Company pursues and develops new businesses and amended Article 3 (Location of the Head Office) of its Articles of Incorporation, in connection with the relocation of the Company to Chiyoda-ku, Tokyo.

Agendum 3. Election of Eight Directors
Yoshimitsu Kobayashi, Shotaro Yoshimura, Shigeru Tsuyuki, and Michihiro Tsuchiya were reelected as Director, and Noriyuki Tajiri, Hiroaki Ishizuka, Takumi Ubagai, and Hitoshi Ochi was newly elected as Director. All of the Directors have assumed their office.

Agendum 4. Election of One Corporate Auditor
Akira Nakata was newly elected as Corporate Auditor. The Corporate Auditor has assumed his 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	Shotaro Yoshimura	(Reappointed)
Director	Shigeru Tsuyuki	(Reappointed)
Director	Noriyuki Tajiri	(Newly appointed)
Director	Hiroaki Ishizuka	(Newly appointed)
Director	Michihiro Tsuchiya	(Reappointed)
Director	Takumi Ubagai	(Newly appointed)
Director	Hitoshi Ochi	(Newly appointed)
Corporate Auditor (full-time)	Kazuchika Yamaguchi	
Corporate Auditor (full-time)	Akira Nakata	(Newly appointed)
Corporate Auditor (full-time) *	Takashi Nishida	
Corporate Auditor*	Rokuro Tsuruta	
Corporate Auditor*	Toshio Mizushima	

(*)Note: Takashi Nishida, Rokuro Tsuruta and Toshio Mizushima are the outside corporate auditors as prescribed in Article 2, Item 16 of the Companies Act.