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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 24, 2010

To Shareholders:

**Notice of the Resolutions Adopted at the Fifth  
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 Fifth 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 fifth fiscal year from April 1, 2009, to March 31, 2010.
- Item 2. The Company reported the contents of Financial Statements for the fourth fiscal year from April 1, 2009, to March 31, 2010.

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 4 yen per share.
- Agendum 2. Partial Amendment to Articles of Incorporation  
Agendum 2 was approved and adopted as proposed. In association with turning Mitsubishi Rayon Co., Ltd into a subsidiary of the Company in March 2010, the Company added the terms “Manufacture of chemical fiber, carbon fiber and other fiber industries” in Article 2 (Purpose) of its Articles of Incorporation.

Agendum 3. Election of Seven Directors

Ryuichi Tomizawa, Yoshimitsu Kobayashi, Shotaro Yoshimura, Hitoshi Ochi, Michihiro Tsuchiya, and Hiroshi Yoshida were reelected as Director, and Masanao Kambara was newly elected as Director. All of the Directors have assumed their office.

Agendum 4. Election of Three Auditors

Kazuchika Yamaguchi, Rokuro Tsuruta, and Toshio Mizushima were newly elected as Auditor. All of the Auditors have assumed their office. Rokuro Tsuruta and Toshio Mizushima are the outside corporate auditors as prescribed in Article 2, Item 16 of the Companies Act.

At the meeting of the Board of Directors held following the close of this General Meeting of Shareholders, Representative Director, Chairman 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:

Chairman	Ryuichi Tomizawa	(Reappointed)
President & CEO and Representative Director	Yoshimitsu Kobayashi	(Reappointed)
Representative Director	Shotaro Yoshimura	(Reappointed)
Director	Hitoshi Ochi	(Reappointed)
Director	Michihiro Tsuchiya	(Reappointed)
Director	Hiroshi Yoshida	(Reappointed)
Director	Masanao Kambara	(Newly appointed)
Corporate Auditor (full-time)	Kazutoshi Kondo	
Corporate Auditor (full-time)	Kazuchika Yamaguchi	(Newly appointed)
Corporate Auditor (full-time) *	Takashi Nishida	
Corporate Auditor*	Rokuro Tsuruta	(Newly appointed)
Corporate Auditor*	Toshio Mizushima	(Newly appointed)

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