

June 28, 2011

To Shareholders

Kazuo Sakai
President and Representative Director
Mitsubishi Gas Chemical Company, Inc.
Mitsubishi Building,
5-2 Marunouchi 2-chome, Chiyoda-ku,
Tokyo, Japan

Notice of Resolutions of the 84th Ordinary General Meeting of Shareholders

We (MGC) wish to inform you of the outcome of our 84th Ordinary General Meeting of Shareholders held on the date hereof.

Matters to be reported:

- (1) Report on the Business Report, Consolidated Financial Statements, and results of audits of the Consolidated Financial Statements by the independent Auditor and the Board of Corporate Auditors for the 84th Business Term (from April 1, 2010 to March 31, 2011)
- (2) Report on the Non-Consolidated Financial Statements for the 84th Business Term (from April 1, 2010 to March 31, 2011)

The substance of the foregoing financial statements was reported at this meeting.

Proposals to be resolved:

Proposal No. 1: Election of Ten Directors

As proposed, nine Directors, Mr. Hideki Odaka, Mr. Kazuo Sakai, Mr. Yoshishige Yamazaki, Mr. Jin Hata, Mr. Yuh Miyauchi, Mr. Kunio Oya, Mr. Toshikiyo Kurai, Mr. Makoto Mizutani and Mr. Masami Orisaku were reelected and reappointed, and one Director, Mr. Yukio Sakai was newly elected and appointed.

Proposal No. 2: Election of Four Corporate Auditors

As proposed, three Corporate Auditors, Mr. Shoji Uematsu, Mr. Wataru Taguchi and Mr. Yoshimasa Nihei were reelected and reappointed, and one Corporate Auditor, Mr. Hiroshi Shibata was newly elected and appointed.

Proposal No. 3: Decision on Reserved Retirement Benefits for Directors

It was resolved that the sum total of reserved retirement benefits correlating to the execution of duties by the following 10 Directors, Mr. Hideki Odaka, Mr. Kazuo Sakai, Mr. Yoshishige Yamazaki, Mr. Jin Hata, Mr. Kuniaki Ageishi, Mr. Yuh Miyauchi, Mr. Kunio Oya, Mr. Toshikiyo Kurai, Mr. Makoto Mizutani, and Mr. Masami Orisaku, for the period of June 25, 2010 to June 28, 2011 amounts to ¥99,110,000, be paid to each Director upon retirement.