

June 26, 2018

Dear Shareholders

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

Notice of Resolutions of the 91st Ordinary General Meeting of Shareholders

Mitsubishi Gas Chemical Company, Inc. (MGC) hereby provides notice that at the 91st Ordinary General Meeting of Shareholders held today, reports were made and resolutions were adopted as follows.

Matters 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 Audit & Supervisory Board for the 91st Business Term (from April 1, 2017 to March 31, 2018)

The contents of the above business report, consolidated financial statements, and results of audits were reported.

(2) Report on the Non-Consolidated Financial Statements for the 91st Business Term (from April 1, 2017 to March 31, 2018)

The contents of the above financial statements were reported.

Proposals to be resolved:

Proposal No. 1: Election of Twelve Directors

As proposed, ten Directors, Messrs. Kazuo Sakai, Toshikiyo Kurai, Kenji Inamasa, Yasuhiro Sato, Masahiro Johno, Masashi Fujii, Susumu Yoshida, Masamichi Mizukami, Masato Inari, Kazuo Tanigawa, Tsugio Sato were reelected, and Mr. Nobuhisa Ariyoshi was newly elected as a Director, and all of them assumed their offices.

Proposal No. 2: Election of One Audit & Supervisory Board Member

As proposed, Mr. Kunio Kawa was newly elected as an Audit & Supervisory Board Member, and assumed his office.

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 ten Directors (excluding Outside Directors, Messrs. Kazuo Tanigawa and Tsugio Sato), Messrs. Kazuo Sakai, Toshikiyo Kurai, Kunio Kawa, Kenji Inamasa, Masahiro Johno, Yasuhiro Sato, Masashi Fujii, Susumu Yoshida, Masamichi Mizukami and Masato Inari for the period from June 27, 2017 to June 26, 2018 shall be ¥97.64mil to be paid to each Director upon retirement.

Proposal No. 4: Revision of Amount of Director Remuneration

It was resolved that the remuneration amounts for MGC's Directors was revised from the current monthly stipulation to an annual stipulation, and the annual amount was revised to within ¥0.6bil per annum, including the amount for reserved retirement benefits for each term of office (of which, the amount for Outside Directors shall be within ¥50.00mil and they shall not be subject to reserved retirement benefits).

Proposal No. 5: Amount and Content of remuneration for Granting Restricted Stock to Directors (Excluding Outside Directors)

It was resolved that for the purpose of providing incentives for Applicable Directors to create sustainable growth in MGC's corporate value, in a framework separate from the remuneration in Proposal No.4, Remuneration was paid to grant restricted stock to Directors (Excluding Outside Directors) shall be monetary receivables and its total amount shall be within ¥0.1bil.

- End of this Document -