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(Securities Code No.: 4183)
June 2, 2015

Mitsui Chemicals, Inc.
5-2, Higashi-Shimbashi 1-chome,
Minato-ku, Tokyo, Japan
Tsutomu Tannowa, President

CONVOCATION NOTICE FOR THE 18th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Notice is hereby given that the 18th Ordinary General Meeting of Shareholders of Mitsui Chemicals, Inc. (the "Company") will be held as detailed below, and your attendance is cordially requested.

In the event that you are unable to attend the meeting, you may exercise your voting rights in writing or electronically (via the Internet, etc.). We kindly ask you to exercise your voting rights as indicated by the information provided concerning exercise of voting rights on page 2, after reviewing the attached reference materials.

1. Date and Time: Wednesday, June 24, 2015 at 10:00 a.m. (Reception desk opens at 9:00 a.m.)
2. Place: Nihonbashi Mitsui Hall, 4th floor of Coredo Muromachi 1,
2-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo, Japan

3. Agenda

A. Reports

1. Business report, consolidated financial statements and the results of auditing consolidated financial statements by accounting auditors and Board of Corporate Auditors for the 18th fiscal year (April 1, 2014 to March 31, 2015)
2. Non-consolidated financial statements for the 18th fiscal year (April 1, 2014 to March 31, 2015)

B. Proposals

No. 1: Appropriation of surplus
No. 2: Election of nine (9) Directors
No. 3: Election of three (3) Corporate Auditors
No. 4: Payment of bonuses for Directors

*Included in the documents that should be provided by the Company when providing this Convocation Notice are the notes to consolidated financial statements and the notes to non-consolidated financial statements. As provided for by laws and regulations and the Company's Articles of Incorporation, these documents are posted on the Company's website (http://jp.mitsuichem.com/ir/index.htm) and are not included as accompanying material to this document. As a result, the accompanying material to this document includes one part of the materials that are the target of the audit by the Corporate Auditors and the accounting auditors.

*Any revisions made to the reference materials, business report, non-consolidated financial statements and consolidated financial statements will be posted on the Company's website (http://jp.mitsuichem.com/ir/index.htm).

Exercise of voting rights

Shareholders may exercise their voting rights by the following three methods.

Exercise of voting rights by attending the meeting

Attendees are kindly requested to submit the enclosed Voting Rights Exercise Form at the reception desk at the entrance to the meeting hall. In addition, attendees are kindly requested to bring this Convocation Notice booklet to the meeting for use as a meeting agenda.

Date and Time: Wednesday, **June 24, 2015** at **10:00 a.m.** (Reception desk opens at **9:00 a.m.**)

Place: Nihonbashi Mitsui Hall, 4th floor of Coredo Muromachi 1,
2-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo, Japan

Exercise of voting rights in writing (by mail)

Indicate your approval or disapproval for each of the proposals on the enclosed Voting Rights Exercise Form and send the completed form to the Company.

Votes to be received by: **5:40 p.m.** on Tuesday, **June 23, 2015**.

Exercise of voting rights electronically (via the Internet, etc.)

Access the website designated by the Company for exercising voting rights (http://www.web54.net), and indicate your approval or disapproval for each of the proposals.
Read the "Guidance for the Exercise of Voting Rights via the Internet, etc." on pages 18 and 19.

Votes to be transmitted by: **5:40 p.m.** on Tuesday, **June 23, 2015**.

For institutional investors
Shareholders participating in the Electronic Voting Rights Exercise Platform for Institutional Investors, operated by Investor Communications Japan Inc., may exercise their voting rights through that platform.

[Handling multiple exercises of voting rights]

When voting rights are exercised in duplicate, both in writing and via the Internet, etc., the vote that is received last shall be deemed effective. However, if votes arrive on the same day, the vote cast via the Internet, etc. shall be deemed effective.
When voting rights are exercised via the Internet, etc. more than once, the last vote shall be deemed effective.

Consolidated Balance Sheet

(As of March 31, 2015)

(Millions of yen)

Item	Amount	Item	Amount
ASSETS	**1,411,790**	**LIABILITIES**	**940,491**
Current Assets:	**731,708**	**Current Liabilities:**	**448,499**
Cash and deposits	52,004	Notes and accounts payable-trade	164,193
Notes and accounts receivable-trade	299,052	Short-term loans payable	122,062
Short-term investment securities	481	Current portion of long-term loans payable	36,192
Inventories	291,295	Current portion of bonds	20,142
Deferred tax assets	9,118	Lease obligations	70
Accounts receivable-other	70,981	Accounts payable-other	60,496
Other current assets	9,598	Income taxes payable	4,103
Allowance for doubtful accounts	(821)	Provision for directors' bonuses	93
		Provision for repairs	10,601
		Provision for business structure improvement	1,290
		Asset retirement obligations	25
		Other	29,232
Noncurrent Assets:	**680,082**	**Noncurrent Liabilities:**	**491,992**
Property, plant and equipment	**433,629**	Bonds payable	79,858
Buildings and structures, net	108,505	Long-term loans payable	289,138
Machinery, equipment and vehicles, net	124,095	Lease obligations	1,251
Land	160,188	Deferred tax liabilities	24,421
Construction in progress	28,994	Provision for directors' retirement bonuses	283
Other	11,847	Provision for repairs	2,147
		Provision for environmental measures	956
		Provision for business structure improvement	10,846
Intangible assets	**72,763**	Net defined benefit liability	59,193
Goodwill	34,978	Asset retirement obligations	4,268
Software	4,470	Other	19,631
Other	33,315	**NET ASSETS**	**471,299**
Investments and other assets	**173,690**		
Investment securities	109,830	**Shareholders' Equity:**	**367,072**
Net defined benefit assets	25,170	Capital stock	125,053
Deferred tax assets	5,853	Capital surplus	91,065
Other	33,706	Retained earnings	165,408
Allowance for doubtful accounts	(869)	Treasury stock	(14,454)
		Accumulated Other Comprehensive Income:	**39,163**
		Valuation difference on available-for-sale securities	21,018
		Deferred gains or losses on hedges	(331)
		Foreign currency translation adjustments	28,926
		Remeasurements of defined benefit plans	(10,450)
		Minority Interests:	**65,064**
Total	**1,411,790**	**Total**	**1,411,790**

Consolidated Statement of Income

(April 1, 2014 to March 31, 2015)

(Millions of yen)

Item	Amount	
Net sales:		**1,550,076**
Cost of sales:		**1,308,542**
Gross profit		**241,534**
Selling, general and administrative expenses:		**199,494**
Operating income		**42,040**
Non-operating income:		
Interest and dividends income	5,118	
Amortization of negative goodwill	23	
Foreign exchange gains	5,147	
Other	4,485	14,773
Non-operating expenses:		
Interest expenses	7,353	
Loss on suspension of operations	1,492	
Equity in earnings of affiliates	73	
Other	3,484	12,402
Ordinary income		**44,411**
Extraordinary income:		
Gain on sales of noncurrent assets	135	
Gain on sales of investment securities	2,126	2,261
Extraordinary losses:		
Loss on disposal of noncurrent assets	4,446	
Loss on sales of noncurrent assets	24	
Impairment loss	5,278	
Loss on revision of retirement benefit plan	181	
Contract termination fees	903	10,832
Income before income taxes and minority interests		**35,840**
Income taxes - current	10,402	
Income taxes - deferred	1,078	11,480
Income before minority interests		**24,360**
Minority interests in income		7,099
Net income		**17,261**

Consolidated Statements of Changes in Net Assets

(April 1, 2014 to March 31, 2015)

(Millions of yen)

	Shareholders' equity				
	Capital stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity
Balance at the beginning of current period	125,053	91,065	149,287	(14,341)	351,064
Cumulative effects of changes in accounting policies			868		868
Restated balance	125,053	91,065	150,155	(14,341)	351,932
Changes during the term					
Cash dividends paid			(2,002)		(2,002)
Net income			17,261		17,261
Acquisition of treasury stock				(125)	(125)
Disposal of treasury stock			(6)	12	6
Net changes of items other than shareholders' equity					
Total changes during the term	–	–	15,253	(113)	15,140
Balance at the end of current period	125,053	91,065	165,408	(14,454)	367,072

	Accumulated other comprehensive income					Minority interests	Total net assets
	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustments	Remeasure-ments of defined benefit plans	Total accumulated other comprehen-sive income		
Balance at the beginning of current period	16,678	(105)	6,551	(21,345)	1,779	56,804	409,647
Cumulative effects of changes in accounting policies							868
Restated balance	16,678	(105)	6,551	(21,345)	1,779	56,804	410,515
Changes during the term							
Cash dividends paid							(2,002)
Net income							17,261
Acquisition of treasury stock							(125)
Disposal of treasury stock							6
Net changes of items other than shareholders' equity	4,340	(226)	22,375	10,895	37,384	8,260	45,644
Total changes during the term	4,340	(226)	22,375	10,895	37,384	8,260	60,784
Balance at the end of current period	21,018	(331)	28,926	(10,450)	39,163	65,064	471,299

Non-consolidated Balance Sheet

(As of March 31, 2015)

(Millions of yen)

Item	Amount	Item	Amount
ASSETS	**1,054,612**	**LIABILITIES**	**775,149**
Current Assets:	**423,526**	**Current Liabilities:**	**353,908**
Cash and deposits	19,888	Accounts payable-trade	103,250
Notes receivable-trade	367	Short-term loans payable	96,508
Accounts receivable-trade	179,719	Current portion of long-term loans payable	30,340
Merchandise and products	78,599	Current portion of bonds	20,000
Work in process	2,276	Lease obligations	2
Raw materials and supplies	35,557	Accounts payable-other	41,997
Advance payments	68	Accrued expenses	8,392
Prepaid expenses	1,169	Income taxes payable	302
Short-term loans receivable	28,093	Advances received	1,519
Deferred tax assets	3,286	Deposits received	42,921
Accounts receivable-other	71,986	Provision for directors' bonuses	44
Other	2,518	Provision for repairs	8,543
Noncurrent Assets:	**631,086**	Other	90
Property, plant and equipment	**262,910**	**Noncurrent Liabilities:**	**421,241**
Buildings	38,726	Bonds payable	79,000
Structures	20,783	Long-term loans payable	263,324
Machinery and equipments	51,905	Lease obligations	4
Vehicles	163	Deferred tax liabilities	7,587
Tools, furniture and fixtures	3,882	Provision for retirement benefits	42,207
Land	143,705	Provision for repairs	1,053
Lease assets	5	Provision for environmental measures	956
Construction in progress	3,741	Provision for business structure improvement	12,927
Intangible assets	**4,304**	Asset retirement obligations	745
Goodwill	222	Other	13,438
Industrial property	1,341		
Other rights	185	**NET ASSETS**	**279,463**
Software	2,556	**Shareholders' Equity:**	**261,628**
Investments and other assets	**363,872**	**Capital stock**	**125,053**
Investment securities	46,607	**Capital surplus**	**93,783**
Shares of subsidiaries and affiliates	203,648	Legal capital surplus	93,783
Investment in capital	10,674	**Retained earnings**	**57,246**
Investment in capital of subsidiaries and affiliates	66,184	Legal retained earnings	12,506
Long-term loans receivable	1,269	Other retained earnings	44,740
Claims provable in bankruptcy, claims provable in rehabilitation and other	303	Reserve for dividends	10,000
Long-term loans receivable from subsidiaries and affiliates	1,129	General reserve	28,070
Long-term prepaid expenses	1,089	Retained earnings brought forward	6,670
Prepaid pension cost	30,184	**Treasury stock**	**(14,454)**
Other	3,602	**Valuation and Translation Adjustments:**	**17,835**
Allowance for doubtful accounts	(817)	Valuation difference on available-for-sale securities	17,835
Total	**1,054,612**	**Total**	**1,054,612**

Non-consolidated Statement of Income

(April 1, 2014 to March 31, 2015)

(Millions of yen)

Item	Amount	
Net sales:		**862,416**
Cost of sales:		**790,648**
Gross profit		**71,768**
Selling, general and administrative expenses:		**83,079**
Operating loss		**11,311**
Non-operating income:		
Interest and dividends income	19,590	
Rent income	1,455	
Foreign exchange gains	3,839	
Other	2,572	27,456
Non-operating expenses:		
Interest expenses	5,669	
Loss on suspension of operations	1,082	
Other	3,268	10,019
Ordinary income		**6,126**
Extraordinary income:		
Gain on sales of noncurrent assets	82	
Gain on sales of investment securities	1,629	
Gain on sales of shares of subsidiaries and associates	404	
Gain on extinguishment of tie-in shares	5,262	7,377
Extraordinary losses:		
Loss on disposal of noncurrent assets	3,420	
Loss on sales of noncurrent assets	8	
Impairment loss	4,292	
Adjustment to gain on sales of land	2,933	
Loss on revision of retirement benefit plan	181	
Contract termination fees	903	11,737
Income before income taxes		**1,766**
Income taxes - current	(3,928)	
Income taxes - deferred	(902)	(4,830)
Net income		**6,596**

Non-consolidated Statements of Changes in Net Assets
(April 1, 2014 to March 31, 2015)

(Millions of yen)

	Shareholders' equity							
	Capital stock	Capital surplus		Retained earnings			Treasury stock	Total shareholders' equity
		Legal capital surplus	Total capital surplus	Legal retained earnings	Other retained earnings	Total retained earnings		
Balance at the beginning of current period	125,053	93,783	93,783	12,506	39,114	51,620	(14,341)	256,115
Cumulative effects of changes in accounting policies					1,038	1,038		1,038
Restated balance	125,053	93,783	93,783	12,506	40,152	52,658	(14,341)	257,153
Changes during the term								
Cash dividends paid					(2,002)	(2,002)		(2,002)
Net income					6,596	6,596		6,596
Acquisition of treasury stock							(125)	(125)
Disposal of treasury stock					(6)	(6)	12	6
Net changes of items other than shareholders' equity								
Total changes during the term	–	–	–	–	4,588	4,588	(113)	4,475
Balance at the end of current period	125,053	93,783	93,783	12,506	44,740	57,246	(14,454)	261,628

	Valuation and translation adjustments		Total net assets
	Valuation difference on available-for-sale securities	Total valuation and translation adjustments	
Balance at the beginning of current period	14,129	14,129	270,244
Cumulative effects of changes in accounting policies			1,038
Restated balance	14,129	14,129	271,282
Changes during the term			
Cash dividends paid			(2,002)
Net income			6,596
Acquisition of treasury stock			(125)
Disposal of treasury stock			6
Net changes of items other than shareholders' equity	3,706	3,706	3,706
Total changes during the term	3,706	3,706	8,181
Balance at the end of current period	17,835	17,835	279,463

Note: Breakdown of other retained earnings

	Reserve for dividends	General reserve	Retained earnings brought forward	Total
Balance at the beginning of current period	10,000	28,070	1,044	39,114
Cumulative effects of changes in accounting policies			1,038	1,038
Restated balance	10,000	28,070	2,082	40,152
Changes during the term				
Cash dividends paid			(2,002)	(2,002)
Net income			6,596	6,596
Disposal of treasury stock			(6)	(6)
Total changes during the term	–	–	4,588	4,588
Balance at the end of current period	10,000	28,070	6,670	44,740

REFERENCE MATERIALS

Proposals and Reference Matters

No. 1: Appropriation of surplus

We propose the following appropriation of surplus:

Year-end dividends

The Company gives top priority to the issue of increasing corporate value through business growth and expansion and regards the return of profits to shareholders as a key management issue.

In appropriating profits, we give consideration to all aspects including returns on shareholder investment and the securing of internal reserves for our future growth and expansion.

We strive to return profits to our shareholders based on consolidated performance results and maintain stable dividends from a medium to long term perspective while taking into account consolidated payout ratio and consolidated dividends on equity (DOE). Specifically, we aim to achieve a consolidated payout ratio of 25% or more, and DOE of 2% or more.

Aiming to improve earnings, we allot internal reserves for not only loans and investments to further accelerate the growth and expansion of our businesses and more quickly realize the business portfolios that we should pursue but also research and development to create new innovative technologies.

After giving comprehensive consideration to various matters, including performance results for the fiscal year under review and the outlook for the future business environment, the Company proposes to make the following dividend payment for the year-end dividend for the fiscal year under review.

(1) Type of dividend property
Cash

(2) Allocation of dividend property and total amount thereof
We propose a year-end dividend of ¥3.00 per share. The total amount of dividends will be ¥3,002,596,329.
Consequently, the annual dividend for the fiscal year under review will be ¥5.00 per share, including the already paid interim dividend of ¥2.00 per share.

(3) Effective date of dividends from surplus
June 25, 2015

No. 2: Election of nine (9) Directors

As the terms of office of all nine (9) Directors will expire at the close of this Ordinary General Meeting of Shareholders, we propose the election of nine (9) Directors. To enhance corporate governance and increase the transparency of management, two (2) of the nine (9) are candidates for Outside Directors. Director candidates are as follows.

Candidate Number	Name (Date of Birth)	Career Summary, Positions and Areas of Responsibility at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
1	Tsutomu Tannowa (Oct. 26 1951) <Reappointed>	Apr. 1976 Joined Mitsui Toatsu Chemicals, Inc. Apr. 2007 Executive Officer of the Company Apr. 2010 Managing Executive Officer of the Company Jun. 2012 Member of the Board, Managing Executive Officer of the Company Apr. 2013 Member of the Board, Senior Managing Executive Officer of the Company Apr. 2014 President & CEO of the Company (to present) (Supervision of General Business Execution; in charge of Representative in Asia, Representative in China, Representative in the Americas, Representative in Europe, and Corporate Communications Div., and Internal Control Div.)	60,472
2	Yasuji Omura (Feb. 14, 1954) <Reappointed>	Apr. 1979 Joined the Company Jun. 2005 Executive Officer of the Company Apr. 2009 Managing Executive Officer of the Company Jun. 2009 Managing Director of the Company Jun. 2011 Senior Managing Director of the Company Apr. 2012 Member of the Board, Senior Managing Executive Officer of the Company Apr. 2013 Member of the Board, Executive Vice President of the Company (to present) (Assistant to the President; in charge of Production & Technology Center, Fabricated Products Business Coordination Div., Works, Construction of Optimal Production Structure, Purchasing Div., and Logistics Div.)	69,000
3	Minoru Koshibe (Nov. 17, 1953) <Reappointed>	Apr. 1978 Joined Mitsui Toatsu Chemicals, Inc. Jun. 2006 Executive Officer of the Company Apr. 2012 Managing Executive Officer of the Company Apr. 2013 Executive Vice President of the Company Jun. 2013 Member of the Board, Executive Vice President of the Company (to present) (Assistant to the President; in charge of Health Care Business Sector, Polyurethane Business Sector, Mitsui Chemicals Tohcello, Inc., Mitsui Chemicals Agro, Inc., Food & Packaging Business Promotion Div., New HC Business Development Div., Corporate Planning Div., and H-Project Div.)	48,000

Candidate Number	Name (Date of Birth)	Career Summary, Positions and Areas of Responsibility at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
4	Masaharu Kubo (Feb. 9, 1957) <Reappointed>	Apr. 1980 Joined the Company Apr. 2010 Executive Officer of the Company General Manager, Corporate Administration Div. Apr. 2013 Managing Executive Officer of the Company Jun. 2013 Member of the Board, Managing Executive Officer of the Company Apr. 2014 Member of the Board, Senior Managing Executive Officer of the Company (to present) (In charge of RC & Quality Assurance Div., Corporate Administration & Legal Div., Finance & Accounting Div., Information System Div., Business Efficiency Promotion Div., Responsible Care Committee, and Risk Compliance Committee)	108,000
5	Akio Ayukawa (Jan. 21, 1953) <Reappointed>	Apr. 1975 Joined the Company Jun. 2011 Executive Officer of the Company Business Sector President, Petrochemicals Business Sector Jun. 2012 Managing Executive Officer of the Company Business Sector President, Petrochemicals Business Sector Apr. 2014 Managing Executive Officer of the Company Jun. 2014 Member of the Board, Managing Executive Officer of the Company Apr. 2015 Member of the Board, Senior Managing Executive Officer of the Company (to present) (In charge of Functional Polymeric Materials Business Sector, Basic Chemicals Business Sector, Petrochemicals Business Sector, and Branch Offices)	42,000

Candidate Number	Name (Date of Birth)	Career Summary, Positions and Areas of Responsibility at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
6	Shigeru Isayama (Jun. 27, 1954) <Reappointed>	Apr. 1980 Joined the Company Apr. 2007 Executive Officer of the Company General Manager, Information & Electronics Materials Div., Performance Materials Business Sector Apr. 2009 Executive Officer of the Company General Manager, Business Planning & Development Div., Performance Materials Business Sector Jun. 2009 Director of the Company Business Sector Vice President, Performance Materials Business Sector, and General Manager, Business Planning & Development Div., Performance Materials Business Sector Jun. 2011 Assistant to the President of the Company Representative in the Americas, and General Manager, Mitsui Chemicals America, Inc. Apr. 2013 Managing Executive Officer of the Company Jun. 2013 Member of the Board, Managing Executive Officer of the Company (to present) (In charge of New Market Development (Automotive Materials) Div., Environment & Energy Business Development Div., R&D Center, and Intellectual Property Div.)	49,000
7	Kenji Ueki (Mar. 11, 1956) <Reappointed>	Apr. 1978 Joined the Company Apr. 2009 Contract Assistant to Executive Officer of the Company Mitsui Chemicals (Shanghai) Co., Ltd. Jun. 2009 Contract Assistant to Executive Officer of the Company Chairman and General Manager of Mitsui Chemicals (Shanghai) Co., Ltd. Apr. 2011 Executive Officer of the Company General Manager, Affiliates Coordination Div. Apr. 2013 Executive Officer of the Company General Manager, Purchasing Div., and General Manager, SCM Div. Apr. 2014 Managing Executive Officer of the Company Jun. 2014 Member of the Board, Managing Executive Officer of the Company (to present) (In charge of Mitsui Chemicals Asia Pacific, Ltd., Mitsui Chemicals (China) Co., Ltd., Mitsui Chemicals America, Inc., Mitsui Chemicals Europe GmbH, Human Resources Div., Affiliates Coordination Div., and CSR Committee; Supporting Officer of Business Efficiency Promotion Div.)	48,000

Candidate Number	Name (Date of Birth)	Career Summary, Positions and Areas of Responsibility at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
8	Yoshio Suzuki (Nov. 1, 1945) <Reappointed> <Candidate for Outside Director> <Independent Officer>	Apr. 1970 Appointed as public prosecutor Apr. 1983 Professor at the Legal Training and Research Institute Mar. 1987 Manager of the Tax Litigation Division of the Litigation Bureau at the Ministry of Justice Jun. 1997 General Manager of the Criminal Division of the Tokyo High Public Prosecutors Office Apr. 1999 Chief Prosecutor at the Otsu District Public Prosecutors Office Feb. 2003 General Manager of General Affairs at the Supreme Public Prosecutors Office Dec. 2006 Superintending Prosecutor at the Hiroshima High Public Prosecutors Office Jan. 2008 Retired as public prosecutor Apr. 2008 Registered as an attorney Joined Ichibancho Sogo Law Office (to present) Professor at the Chuo Law School (to present) May 2008 Outside Corporate Auditor, Samantha Thavasa Japan Limited (to present) Jun. 2010 Director of the Company (to present) <Significant concurrent positions> Attorney at Ichibancho Sogo Law Office Professor at the Chuo Law School Outside Corporate Auditor, Samantha Thavasa Japan Limited Reasons for nomination Yoshio Suzuki has worked in the public prosecutors offices and the Ministry of Justice for many years, and has expertise in the legal field. Although he has no experience of participation in corporate management, we expect that he will provide useful advice on the Company's promotion of compliance based on his broad experience in legal circles and as an outside officer at another company. Hence, we believe he is the right person for the post of Outside Director.	22,000

Candidate Number	Name (Date of Birth)	Career Summary, Positions and Areas of Responsibility at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
9	Yukiko Kuroda (Sep. 24, 1963) <New> <Candidate for Outside Director> <Independent Officer>	Apr. 1986 Joined Sony Corporation Jan. 1991 Representative Director of People Focus Consulting Mar. 2011 Outside Director of CAC Corporation (currently CAC Holdings Corporation) (to present) Apr. 2012 Managing Director and Founder of People Focus Consulting (to present) Jun. 2013 Outside Director of Marubeni Corporation (to present) <Significant concurrent positions> Managing Director and Founder of People Focus Consulting Outside Director of CAC Holdings Corporation Outside Director of Marubeni Corporation Reasons for nomination Yukiko Kuroda has extensive experience as a corporate manager and in-depth knowledge based on experience as a consultant. We expect that she will provide useful advice on the Company's corporate management based on this extensive experience and in-depth knowledge. Hence we believe she is the right person for the post of Outside Director.	0

Notes:
1. There are no conflicts of interests between the Company and the above candidates for Directors.
2. Yoshio Suzuki and Yukiko Kuroda are candidates for Outside Directors. The Company has designated Yoshio Suzuki as an independent officer who is unlikely to cause a conflict of interests with ordinary shareholders and has reported this to the Tokyo Stock Exchange, in accordance with the rules stipulated by that exchange. If Yoshio Suzuki is reelected and Yukiko Kuroda is elected as Outside Directors, the Company will appoint them as independent officers.
3. Yoshio Suzuki is currently Outside Director of the Company. At the close of this Ordinary General Meeting of Shareholders, he will have served as Outside Director for five (5) years.
4. The Company has concluded a liability limitation contract with Yoshio Suzuki in accordance with Article 427, Paragraph 1 of the Companies Act to limit the liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. Under this contract, the maximum liability for damages shall be the amount provided by laws and regulations. If Yoshio Suzuki is reelected as Outside Director, the Company will continue the said contract with him. If Yukiko Kuroda is elected as Outside Director, the Company intends to conclude a liability limitation contract with her in accordance with Article 427, Paragraph 1 of the Companies Act to limit the liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. Under this contract, the maximum liability for damages shall be the amount provided by laws and regulations.
5. Yukiko Kuroda's name on the government family register is Yukiko Matsumoto.

No. 3: Election of three (3) Corporate Auditors

As the terms of office of Corporate Auditors Hideharu Kadowaki and Hiromu Matsuda will expire at the close of this Ordinary General Meeting of Shareholders, and Corporate Auditor Yoshinori Koga has given notice that he will retire at the close of this Ordinary General Meeting of Shareholders, we propose the election of three (3) Corporate Auditors.

Note that among the candidates for Corporate Auditors, Yasushi Nawa will be appointed in substitution for Corporate Auditor Yoshinori Koga. Accordingly, his term of office will expire at the same time the retired Corporate Auditor's term of office was originally due to expire, pursuant to the Company's Articles of Incorporation.

The consent of the Board of Corporate Auditors has been obtained for this proposal.

Corporate Auditor candidates are as follows.

Candidate Number	Name (Date of Birth)	Career Summary, Positions at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
1	Yasushi Nawa (Jul. 27, 1955) <New>	Apr. 1978 Joined the Company Jun. 2005 General Manager, Functional Fabricated Products Business Div., Functional Chemicals Business Group of the Company Apr. 2007 Deputy General Manager of Mitsui Chemicals Asia Pacific, Ltd. Apr. 2008 General Manager of Mitsui Chemicals Asia Pacific, Ltd. Apr. 2009 Contract Assistant to Executive Officer of the Company General Manager of Mitsui Chemicals Asia Pacific, Ltd. Oct. 2009 Executive Officer of the Company General Manager, New Business Development Div. Apr. 2012 Contract Assistant to Executive Officer of the Company General Manager of Mitsui Chemicals Asia Pacific, Ltd. Apr. 2014 Executive Officer of the Company Representative in Asia and General Manager of Mitsui Chemicals Asia Pacific, Ltd. Apr. 2015 Retired as Executive Officer of the Company Assistant to the President of the Company (to present)	13,000
2	Hiromu Matsuda (Apr. 23, 1947) <Reappointed> <Candidate for Outside Corporate Auditor>	Apr. 1971 Joined the Mitsui Trust and Banking Company, Limited. Jun. 2001 Executive Director of the Chuo Mitsui Trust and Banking Company, Limited. Jul. 2005 Senior Managing Officer of the company Jun. 2006 Representative Director of Sanshin Shinko Inc. Jun. 2008 Full-time Corporate Auditor of Keisei Electric Railway Co., Ltd. Jun. 2011 Corporate Auditor of the Company (to present) Reasons for nomination Hiromu Matsuda has been involved for many years in corporate management in financial institutions and the private sector, and he has also served as full-time auditor for private-sector companies. Thus he has gained broad knowledge and experience in general corporate management, and from the viewpoint of securing appropriateness in the Company's business execution, we expect that he is the right person for the post of Outside Corporate Auditor.	0

Candidate Number	Name (Date of Birth)	Career Summary, Positions at the Company, and Significant Concurrent Positions Outside the Company	Number of Shares of the Company Owned
3	Hiroki Nishio (Jun. 6, 1951) <New> <Candidate for Outside Corporate Auditor>	Apr. 1974 Joined The Mitsui Bank, Limited Apr. 2007 Senior Managing Director of Sumitomo Mitsui Banking Corporation Jun. 2008 Representative Director and Senior Managing Director of Sumitomo Mitsui Financial Group, Inc. Jun. 2009 Corporate Auditor of Sumitomo Mitsui Financial Group, Inc. Corporate Auditor of Sumitomo Mitsui Banking Corporation Jun. 2011 Representative Director and President of Muromachi Co., Ltd. (to present) Representative Director and President of Muromachi Building Co.,Ltd. (to present) Jun. 2014 Outside Director of SANKI ENGINEERING CO., LTD. (to present) <Significant Concurrent Positions> Representative Director and President of Muromachi Co., Ltd. Representative Director and President of Muromachi Building Co., Ltd. Outside Director of SANKI ENGINEERING CO., LTD. Reasons for nomination Hiroki Nishio has been involved for many years in corporate management in financial institutions and the private sector, and he has also served as Outside Director for private-sector companies. Thus he has gained broad knowledge and experience in general corporate management, and from the viewpoint of securing appropriateness in the Company's business execution, we expect that he is the right person for the post of Outside Corporate Auditor.	0

Notes:
1. There are no conflicts of interests between the Company and the above candidates for Corporate Auditors.
2. Hiromu Matsuda and Hiroki Nishio are candidates for Outside Corporate Auditors.
3. Hiromu Matsuda is currently Outside Corporate Auditor of the Company. At the close of this Ordinary General Meeting of Shareholders, he will have served as Outside Corporate Auditor for four (4) years.
4. The Company has concluded a liability limitation contract with Hiromu Matsuda in accordance with Article 427, Paragraph 1 of the Companies Act to limit the liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. Under this contract, the maximum liability for damages shall be the amount provided by laws and regulations. If Hiromu Matsuda is reelected as Outside Corporate Auditor, the Company will continue the said contract with him. If Hiroki Nishio is elected as Outside Corporate Auditor, the Company intends to conclude a liability limitation contract with him in accordance with Article 427, Paragraph 1 of the Companies Act to limit the liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. Under this contract, the maximum liability for damages shall be the amount provided by laws and regulations.

No. 4: Payment of bonuses for directors

After having considered consolidated net income, non-consolidated retained earnings brought forward, and dividends, based on the progress and achievements of earnings targets across the entire Group, we propose to pay bonuses for directors totaling ¥42,000,000 to nine (9) Directors (including two (2) of three (3) retiring Directors but excluding Outside Directors). We request that the decision concerning the specific amounts of the bonuses for each Director be entrusted to the Board of Directors.

The above amount is the sum of the bonuses of ¥38,500,000 to seven (7) Directors who were in office as of March 31, 2015, and the bonuses of ¥3,500,000 to two (2) Directors who retired at the close of the 17th Ordinary General Meeting of Shareholders held on June 24, 2014 for the period from April 2014 to their retirement.

Guidance for the Exercise of Voting Rights via the Internet, etc.

Voting rights can be exercised via the Internet only on the website designated for exercising voting rights (http://www.web54.net), which can be accessed on a personal computer. When using this website, please read and confirm the following.

In exercising voting rights via the Internet, enter the voting right exercise code and the password shown on the right of the Voting Rights Exercise Form, and follow the instructions on the display.

◆ Handling the exercise of voting rights

a. Voting rights shall be exercised via the Internet by no later than 5:40 p.m. on the day before the General Meeting of Shareholders.
b. When voting rights are exercised in duplicate, both in writing and via the Internet, the vote that is received last shall be deemed effective. However, if votes arrive on the same day, the vote cast via the Internet shall be deemed effective.
c. When voting rights are exercised via the Internet more than once, the last vote shall be deemed effective.

◆ Handling passwords

a. The password is used as a means to confirm that the person exercising his or her voting rights is the shareholder in question. You are advised to carefully store your password, the same as you would for a registered seal or personal ID code. We cannot accept inquiries about passwords over the telephone or by other means.
b. If you enter the wrong password more than a specified number of times, you will be locked out and unable to use your password. To have a new password issued to you after you are locked out, please follow the instructions on the display.

◆ System environment

To exercise voting rights via the Internet, the following system environment is required.
a. The display resolution must be 800 × 600 pixels (SVGA) or more.
b. The following applications must be installed:
(a) Microsoft® Internet Explorer Ver. 5.01 SP2 or later
(b) Adobe® Acrobat® Reader® Ver. 4.0 or later, or Adobe® Reader® Ver. 6.0 or later (when referring to reference materials or similar items on the display)
* Microsoft® and Internet Explorer are either registered trademarks or trademarks of Microsoft Corporation in the U.S. and other countries.
* Adobe® Acrobat® Reader® and Adobe® Reader® are either registered trademarks or trademarks of Adobe Systems Incorporated in the U.S. and other countries.
* These pieces of software are available free of charge on the website of the relevant company.
c. The aforementioned website uses a pop-up function. Hence, if your computer has a function to automatically block pop-ups, please switch that function off (or temporarily disable it) before accessing the website.
d. In case of accessing the Internet from companies, etc., communications via the Internet may be restricted if you have a firewall or similar in place. In this case, please contact the system administrator for assistance.

Inquiries about the operation of personal computers, etc.

- For inquiries regarding the operation of personal computers to exercise voting rights through the website above, contact the following:

  Dedicated line for Transfer Agent Web Support, Sumitomo Mitsui Trust Bank, Limited:
  Tel: 0120-652-031 (Toll free, within Japan only)
  (9:00 a.m. to 9:00 p.m. Japan time)

- For other inquiries regarding your registered address, number of shares owned and the like, contact the following:

  Transfer Agent Business Center, Sumitomo Mitsui Trust Bank, Limited:
  Tel: 0120-782-031 (Toll free, within Japan only)
  (9:00 a.m. to 5:00 p.m. Japan time, except Saturdays, Sundays and Japanese national holidays)

Use of the electronic voting rights exercise platform (for institutional investors)

Institutional investors may use the electronic voting rights exercise platform operated by Investor Communications Japan Inc., as a means to exercise voting rights electronically, if they have made an application to use it in advance.