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(Translation)

(Securities Code: 4217)
May 28, 2018

To Our Shareholders:

1-9-2, Marunouchi, Chiyoda-ku, Tokyo
Hitachi Chemical Company, Ltd.
Director and
President & Chief Executive Officer
Hisashi Maruyama

Notice of the 69th Annual General Shareholders' Meeting

You are cordially invited to attend the Company's 69th Annual General Shareholders' Meeting (the "AGM") to be held in accordance with the details listed below.

If you are unable to attend the AGM, please exercise your voting rights through a voting form or the Internet, after referring to the reference materials set out at the end of this Notice, and in accordance with the "Information on Exercising Voting Rights" set out on page 4.

1. Date and time: 10:00 A.M., Tuesday, June 19, 2018

2. Location: Mandarin Oriental, Tokyo, 3F Grand Ballroom
Nihonbashi Mitsui Tower, 2-1-1, Nihonbashi Muromachi, Chuo-ku, Tokyo

3. Purpose of meeting:

Items to be Reported:

Report on the contents of the business report, the consolidated financial statements, and the non-consolidated financial statements for the 69th business term (from April 1, 2017 to March 31, 2018), and on the contents of the audit reports of the Independent Auditor and the Audit Committee for the consolidated financial statements.

Item to be Resolved:

Election of Ten Directors

4. Matters determined regarding exercise of voting rights

(1) If you do not indicate your vote for each proposal when you exercise your voting rights through the enclosed voting form or the Internet, the Company will assume you have indicated your vote in favor of the proposal as proposed.

(2) If you exercise your voting rights via the Internet, the Company will treat the voting made via the Internet as valid even if you indicate otherwise by returning a voting form by mail.

(3) In the event that a voting right is exercised more than once via the Internet or other method, the most recent vote will be treated as valid.

(4) If using postal mail, please send the completed voting form so that it arrives at the Company before 5:00 P.M. on Monday, June 18, 2018 (Japan Time).

(5) If exercising voting rights via the Internet, please do so before 5:00 P.M. on Monday, June 18, 2018 (Japan Time).

Information for and Request to Shareholders

- The reception desk will open at **9:00 A.M.** You are advised to arrive at the venue well in advance as the reception area is expected to become crowded close to the AGM start time.
- Please note that there will be no shareholders lounge or complimentary beverages.
- If you attend the AGM on the day, please bring along the enclosed voting form and be sure to submit it at the reception desk.
- Please note that the exercise of your voting rights by a proxy is only allowed if you mandate one of the shareholders of the Company who holds a voting right. Please note further that you may mandate one proxy only.
- The notes to the consolidated financial statements and to the non-consolidated financial statements are provided on the Company's website on the Internet (http://www.hitachi-chem.co.jp/japanese/ir/gm.html) in accordance with the applicable provisions of laws and ordinances and the Company's Articles of Incorporation. These notes are included in the consolidated financial statements and the non-consolidated financial statements that were audited by the Independent Auditor and the Audit Committee in preparing the audit reports.
- Any corrections required to be made to the business report, the consolidated financial statements, the non-consolidated financial statements, or to the reference materials, during the period from the day on which this Notice was sent out and to the day immediately before the meeting date, will be posted on the Company's website on the Internet (http://www.hitachi-chem.co.jp/japanese/ir/gm.html).

Information on Exercising Voting Rights

You may exercise your voting rights through one of the three ways as described below.

■ If attending the AGM
Please present the enclosed voting form to the receptionist at the venue. (Your seal is not necessary.)

Date and time: 10:00 A.M., Tuesday, June 19, 2018
Location: Mandarin Oriental, Tokyo, 3F Grand Ballroom
Nihonbashi Mitsui Tower, 2-1-1, Nihonbashi Muromachi, Chuo-ku, Tokyo

■ If exercising your voting rights via postal mail
Please indicate your approval or disapproval for the item to be resolved on the enclosed voting form and send the completed voting form by postal mail without a stamp so that it arrives by the deadline below. (Your seal is not necessary.)

Deadline: 5:00 P.M., Monday, June 18, 2018

How to fill in the voting form
If you approve all the candidates, circle approve (賛).
If you disapprove all the candidates, circle disapprove (否).
If you approve part of the candidates, circle disapprove (否) and enter the code of candidates you approve.
If you disapprove part of the candidates, circle approve (賛) and enter the code of candidates you disapprove.

■ If exercising voting rights via the Internet
Please access the online voting website (https://www.tosyodai54.net) from a personal computer, a smartphone, or a cellular phone, enter your “voting rights exercise code (議決権行使コード)” and “password (パスワード)” stated on the enclosed voting form, follow the instructions on the screen, and enter your approval or disapproval by the deadline below.

Deadline: 5:00 P.M., Monday, June 18, 2018

About Online Voting Website

1. Accessing the online voting website

Access the online voting website using the URL below and click [next page (次へすすむ)].

Online voting website:

https://www.tosyodai54.net

[2D barcode for smartphones and cellular phones]

2. Logging in

Enter your [voting rights exercise code (議決権行使コード)] stated on the enclosed voting form and click [log in (ログイン)].

3. Entering your password

Enter your [password (パスワード)] stated on the enclosed voting form, and click [next (次へ)].

Then, enter your approval or disapproval following the instructions on the screen.

* Please note that the Company will not bear any telecommunication fees such as telephone bills or Internet service provider connection fees required upon accessing the online voting website.
* Please be advised that you may not be able to use the online voting website depending on the type of cellular phone or smartphone you use.

Should you have any questions, please contact the below.

Transfer Agent: Tokyo Securities Transfer Agent Co., Ltd.
Tel: 0120-88-0768 (toll free only within Japan)
Inquiries are accepted 7 days a week from 9:00 A.M. to 9:00 P.M. (Japan Time)

Reference Materials for General Shareholders' Meeting

Item to be Resolved Election of Ten Directors

As the term of office of all eleven of the Company's Directors will expire at the conclusion of the AGM, it is proposed to elect ten Directors.

The candidates for Directors determined by the Nominating Committee are as follows, and of these, Takemoto Oto, George Olcott, Masayuki Sarumaru, Richard Dyck and Chieko Matsuda (five candidates in total) are candidates for Outside Directors.

No.	Name	Position and assignment in the Company	Remarks
1	Kazuyuki Tanaka	Chairman of the Board and Nominating Committee Member	Reelection
2	Takemoto Oto	Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member	Reelection Outside Director Independent
3	George Olcott	Outside Director and Audit Committee Member	Reelection Outside Director Independent
4	Masayuki Sarumaru	Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member	Reelection Outside Director Independent
5	Richard Dyck	Outside Director and Audit Committee Member	Reelection Outside Director Independent
6	Chieko Matsuda	Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member	Reelection Outside Director Independent
7	Yoshihito Kitamatsu	Director and Audit Committee Member	Reelection
8	Yoshihiro Nomura	Director and Representative Executive Officer, Executive Vice President & Executive Officer and CRO (Chief Risk Officer) (assistance in the business execution of President & Chief Executive Officer, oversight of development of new products and risk management (including corporate export regulation & control and internal control))	Reelection
9	Hisashi Maruyama	Director, Compensation Committee Member, Representative Executive Officer, President & Chief Executive Officer (CEO) (oversight of all business affairs)	Reelection
10	Koji Tanaka	-	New Election

Reelection: candidates for Directors to be reelected; **New Election:** candidates for Directors to be newly elected; **Outside Director:** candidates for Outside Directors; and **Independent:** candidates satisfying the independence requirements set out by the Tokyo Stock Exchange

No.1	Reelection



Kazuyuki Tanaka

Career summary

April 1977	Joined the Company
April 2005	Executive Officer of the Company (retired from office in March 2006)
April 2006	Senior Executive Director of Hitachi Media Electronics, Co., Ltd.
June 2006	Representative Director and President & Director of Hitachi Media Electronics, Co., Ltd. (retired from office in March 2008)
April 2008	Vice President & Executive Officer of the Company
April 2009	Representative Executive Officer, President & Chief Executive Officer of the Company
June 2009	Director, Nominating Committee Member (to present) and Compensation Committee Member of the Company
April 2016	Chairman of the Board of the Company (to present)
May 2016	President of Japan Thermosetting Plastic Industry Association (retired from office in May 2018)
June 2016	Director (to present) and Audit Committee Member (to present) of Hitachi, Ltd.

Position and assignment in the Company

Chairman of the Board and Nominating Committee Member

Date of birth	**Significant concurrent positions**
April 29, 1953	Director and Audit Committee Member of Hitachi, Ltd.
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
29,000	15/15 meetings (100%)

Reason for nomination as a candidate for Director

This candidate possesses abundant experience and excellent management talent as the manager of the Company and other Hitachi Group companies. He is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors. The candidate has therefore been nominated as a candidate for Director.

(Continued on the following page.)

No.2	Reelection Outside Director Independent



Takemoto Oto

Career summary

April 1968	Joined Nihon Reizo K.K. (currently, Nichirei Corporation)
January 1995	Chief of Secretary's Office of Nichirei Corporation
April 1996	General Manager, Kyushu Sales Branch Office of Nichirei Corporation
April 1997	Manager of Human Resources Department and Chief of Secretary's Office of Nichirei Corporation
June 1997	Director of Nichirei Corporation (Manager of Human Resources Department and Chief of Secretary's Office)
April 1998	Director of Nichirei Corporation (Manager of Human Resources Department)
June 2001	Representative Director and Chairman of Nichirei Corporation (retired from office in June 2007)
June 2007	Advisor to Nichirei Corporation
June 2010	Outside Director (to present), Nominating Committee Member (to present) and Audit Committee Member (to present) of the Company
June 2011	Outside Corporate Auditor of Imperial Hotel, Ltd. (to present)
June 2013	Consultant of Nichirei Corporation
June 2016	Compensation Committee Member of the Company (to present)
June 2016	Outside Director (Audit and Supervisory Committee Member) of A.D.Works. Co., Ltd. (to present)

Position and assignment in the Company

Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member

Date of birth	**Significant concurrent positions**
January 3, 1945	Outside Director (Audit and Supervisory Committee Member) of A.D.Works. Co., Ltd. Outside Corporate Auditor of Imperial Hotel, Ltd.
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
1,000	15/15 meetings (100%)

Reason for nomination as a candidate for Outside Director

This candidate possesses abundant specialist knowledge relating to human resources and general affairs, as well as wide-ranging insight cultivated as a manager and as an outside corporate auditor of other companies. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such knowledge and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.

Please note that there are no special interests between the Company

(Continued on the following page.)

	and A.D.Works. Co., Ltd. or Imperial Hotel, Ltd., where he holds a significant concurrent position. The number of years since this candidate took office as an Outside Director of the Company will be eight at the conclusion of this AGM.

(Continued on the following page.)

No.3	Reelection Outside Director Independent



George Olcott

Career summary

July 1986	Joined S.G. Warburg & Co., Ltd.
November 1991	Director of S.G. Warburg & Co., Ltd.
September 1993	Executive Director of Equity Capital Market Group of S.G. Warburg Securities London
April 1997	Head of Tokyo Branch of SBC Warburg
April 1998	Vice President of LTCB-UBS-Brinson Asset Management
February 1999	President of UBS Asset Management (Japan)
February 1999	President of Japan UBS Brinson Group
June 2000	Managing Director, Equity Capital Market, UBS Warburg Tokyo
September 2001	Judge Business School, University of Cambridge
March 2005	FME Teaching Fellow, Judge Business School, University of Cambridge
March 2008	Senior Fellow, Judge Business School, University of Cambridge
June 2008	Outside Director of Nippon Sheet Glass Co., Ltd.
April 2010	Outside Director of NKSJ Holdings, Inc.
September 2010	Project Professor, Research Center for Advanced Science and Technology, The University of Tokyo
April 2014	Guest Professor, Faculty of Business and Commerce, Keio University (to present)
June 2014	Outside Director (to present) and Audit Committee Member (to present) of the Company
June 2014	Outside Director of DENSO Corporation (to present)
June 2015	Outside Director of The Dai-ichi Life Insurance Company, Limited (currently, Dai-ichi Life Holdings, Inc.) (to present)
December 2016	Non-executive Director of JPMorgan Japanese Investment Trust plc (to present)

Position and assignment in the Company

Outside Director and Audit Committee Member

Date of birth	**Significant concurrent positions**
May 7, 1955	Guest Professor, Faculty of Business and Commerce, Keio University Outside Director of Dai-ichi Life Holdings, Inc. Outside Director of DENSO Corporation Non-executive Director of JPMorgan Japanese Investment Trust plc
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
1,800	15/15 meetings (100%)

Reason for nomination as a candidate for Outside Director

This candidate possesses abundant experience and wide-ranging insight

(Continued on the following page.)

	as an academic and as a manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such experience and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director. Please note that there are no special interests between the Company and Keio University, Dai-ichi Life Holdings, Inc., DENSO Corporation, or JPMorgan Japanese Investment Trust plc, where he holds significant concurrent positions. The number of years since this candidate took office as an Outside Director of the Company will be four at the conclusion of this AGM.

(Continued on the following page.)

No.4	Reelection Outside Director Independent



Masayuki Sarumaru

Career summary

March 1975	Joined Yoshida Kogyo K.K. (currently, YKK Corporation)
June 1999	Managing Director and Chief of Global Marketing Group, Slide Fastener Section, Fastening Products Group of YKK Corporation
April 2003	Senior Managing Director and General Manager of Slide Fastener Section, Fastening Products Group of YKK Corporation
October 2007	Senior Managing Director and General Manager of Fastening Products Group of YKK Corporation
April 2008	Vice President and General Manager of Fastening Products Group of YKK Corporation
June 2008	Director, Vice President and General Manager of Fastening Products Group of YKK Corporation
June 2011	Representative Director and President of YKK Corporation
April 2017	Representative Director and Vice Chairman of YKK Corporation (to present)
June 2017	Outside Director (to present), Nominating Committee Member (to present), Audit Committee Member (to present) and Compensation Committee Member (to present) of the Company

Position and assignment in the Company

Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member

Date of birth	**Significant concurrent positions**
June 26, 1951	Representative Director and Vice Chairman of YKK Corporation
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
200	12/12 meetings (100%)

Reason for nomination as a candidate for Outside Director

This candidate possesses abundant experience and wide-ranging insight as a global manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such experience and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.

Please note that there are no special interests between the Company and YKK Corporation, where he holds significant concurrent positions.

The number of years since this candidate took office as an Outside Director of the Company will be one at the conclusion of this AGM.

(Continued on the following page.)

No.5	Reelection Outside Director Independent



Richard Dyck

Career summary

June 1975	Assistant Professor at Harvard University in U.S.
September 1976	Assistant Professor at Ohio State University in U.S.
December 1976	Chief of Tokyo Representative Office of Government of U.S. State of Ohio
August 1978	North Pacific Sales Manager of Special Material Business Unit of General Electric Japan Ltd.
December 1982	Representative Director of Teradyne K.K.
September 1988	Vice President of Teradyne, Inc.
March 1999	Representative Director of TCS Japan K.K. (retired from office in February 2009)
June 2008	Outside Director of Alphana Technology Co., Ltd.
September 2008	Outside Director, Chairman of the Board of Alphana Technology Co., Ltd.
February 2009	Representative Director of TGK K.K. (to present)
June 2009	Outside Director of Semiconductor Portal Inc. (to present)
March 2013	Representative Director of Levitronix Japan K.K. (retired from office in July 2014)
June 2013	Outside Director of Japan Industrial Partners, Inc. (to present)
June 2016	Outside Director (to present) and Audit Committee Member (to present) of the Company

Position and assignment in the Company

Outside Director and Audit Committee Member

Date of birth	**Significant concurrent positions**
April 16, 1945	Representative Director of TGK K.K.
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
1,000	15/15 meetings (100%)

Reason for nomination as a candidate for Outside Director

This candidate possesses abundant knowledge and experience relating to semiconductors and wide-ranging insight cultivated as a manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such knowledge, experience and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.

Please note that there are no special interests between the Company and TGK K.K., where he holds a significant concurrent position.

The number of years since this candidate took office as an Outside Director of the Company will be two at the conclusion of this AGM.

(Continued on the following page.)

No.6	Reelection Outside Director Independent



Chieko Matsuda

Career summary

April 1987	Joined The Long-Term Credit Bank of Japan, Limited
October 1998	Joined Moody's Japan, K.K.
September 2001	Joined Corporate Directions, Inc.
November 2002	Senior Researcher of Japan Association for Chief Financial Officers (to present)
May 2006	Representative Director of Matrix, Inc. (retired from office in March 2011)
October 2006	Joined Booz & Company, Inc. (retired in March 2011)
April 2011	Professor, Graduate School of Social Science (currently, Graduate School of Management), Tokyo Metropolitan University (to present)
April 2011	Professor, Faculty of Urban Liberal Arts (currently, Faculty of Economics and Business Administration), Tokyo Metropolitan University (to present)
June 2012	Outside Director of S.T. CORPORATION
June 2012	Outside Corporate Auditor of SATO HOLDINGS CORPORATION
June 2013	Outside Director (to present) and Audit Committee Member (to present) of the Company
June 2014	Outside Director of AEON Financial Service Co., Ltd.
June 2015	Outside Director of Foster Electric Company, Limited (to present)
March 2016	Outside Corporate Auditor of Kirin Holdings Company, Limited (to present)
June 2016	Nominating Committee Member (to present) and Compensation Committee Member (to present) of the Company
June 2016	Outside Director of SATO HOLDINGS CORPORATION (to present)

Position and assignment in the Company

Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member

Date of birth	**Significant concurrent positions**
November 18, 1964	Professor, Graduate School of Management, Tokyo Metropolitan University Professor, Faculty of Economics and Business Administration, Tokyo Metropolitan University Outside Corporate Auditor of Kirin Holdings Company, Limited Outside Director of SATO HOLDINGS CORPORATION Outside Director of Foster Electric Company, Limited

(Continued on the following page.)

	Number of shares of the Company held -	**Attendance at Board of Directors' meetings** 15/15 meetings (100%)
	Reason for nomination as a candidate for Outside Director This candidate possesses abundant specialist knowledge relating to business administration, accounting and finance, as well as wide-ranging insight cultivated as a university professor and as a manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such knowledge and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director. Please note that there are no special interests between the Company and Tokyo Metropolitan University, Kirin Holdings Company, Limited, SATO HOLDINGS CORPORATION, or Foster Electric Company, Limited, where she holds significant concurrent positions. The number of years since this candidate took office as an Outside Director of the Company will be five at the conclusion of this AGM.	

(Continued on the following page.)

No.7	Reelection



Yoshihito Kitamatsu

Career summary

April 1980	Joined Hitachi, Ltd.
April 2013	Vice President and Executive Officer of Hitachi, Ltd. (General Manager of Finance Group and Project Leader of Administrative Operations Transformation Project, Smart Transformation Project Initiatives Division) (retired from office in March 2015)
April 2015	Joined Hitachi Koki Co., Ltd.
June 2015	Senior Vice-President & Executive Officer of Hitachi Koki Co., Ltd. (General Manager of Overall Corporate Division)
April 2016	Representative Executive Officer and Executive Vice-President & Executive Officer of Hitachi Koki Co., Ltd. (General Manager of Overall Corporate Division and General Manager of Structural Reform Promotion Division) (retired from office in March 2017)
April 2017	Associate of the Company
June 2017	Director (to present) and Audit Committee Member (to present) of the Company

Position and assignment in the Company

Director and Audit Committee Member

Date of birth	**Significant concurrent positions**
October 8, 1956	-
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
-	12/12 meetings (100%)

Reason for nomination as a candidate for Director

This candidate possesses abundant operational experience and specialist knowledge in finance and accounting. He has been nominated as a candidate for Director as he is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors.

(Continued on the following page.)

No.8	Reelection



Yoshihiro Nomura

Career summary

April 1980	Joined the Company
April 2008	Executive Officer of the Company
April 2010	Vice President & Executive Officer of the Company
April 2011	Chairman of the Board and Managing Director of Hitachi Chemical (China) Co., Ltd. (retired from office in March 2013)
April 2013	Representative Executive Officer and Senior Vice President of the Company
June 2013	Director of the Company (to present)
April 2015	Representative Executive Officer and Executive Vice President & Executive Officer of the Company (to present)
April 2018	CRO of the Company (to present)

Position and assignment in the Company

Director and Representative Executive Officer, Executive Vice President & Executive Officer and CRO (assistance in the business execution of the President & Chief Executive Officer, oversight of development of new products and risk management (including corporate export regulation & control and internal control))

Date of birth	**Significant concurrent positions**
July 27, 1956	-
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
12,500	15/15 meetings (100%)

Reason for nomination as a candidate for Director

Having been involved in the management of the Company's core businesses such as functional materials business, energy business and automotive products business, and businesses of overseas Hitachi Chemical Group companies, this candidate possesses extensive business experience and knowledge. This candidate has been nominated as a candidate for Director as he is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors.

(Continued on the following page.)

No.9	Reelection



Hisashi Maruyama

Career summary

April 1983	Joined the Company
April 2011	Executive Officer of the Company
April 2015	Vice President & Executive Officer of the Company
April 2016	Representative Executive Officer, President & Chief Executive Officer of the Company (to present)
June 2016	Director (to present) and Compensation Committee Member (to present) of the Company
April 2018	CEO of the Company (to present)

Position and assignment in the Company

Director, Compensation Committee Member, Representative Executive Officer, President & Chief Executive Officer (CEO) (oversight of all business affairs)

Date of birth	**Significant concurrent positions**
March 8, 1961	-
Number of shares of the Company held	**Attendance at Board of Directors' meetings**
11,900	15/15 meetings (100%)

Reason for nomination as a candidate for Director

Having been involved in the management of the Company and the Hitachi Chemical Group companies, this candidate possesses abundant experience, a proven track record and excellent management execution ability. This candidate has been nominated as a candidate for Director as he is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors.

(Continued on the following page.)

No.10	New Election



Koji Tanaka

Career summary

April 1974	Joined Hitachi, Ltd.
April 2007	Vice President & Executive Officer of Hitachi, Ltd.
April 2011	Representative Executive Officer, Executive Vice President & Executive Officer of Hitachi, Ltd.
April 2016	Representative Executive Officer, Executive Vice President & Executive Officer, Assistant to the President (Nuclear Energy, Electric Power, Energy Solutions, Industry & Distribution, Water)
June 2016	Director and Nominating Committee Member of the Company
April 2017	Representative Executive Officer, Executive Vice President & Executive Officer, Assistant to the President (Nuclear Energy, Power, Energy Solutions) and CEO of Nuclear Energy Business Unit of Hitachi, Ltd. (retired from office in March 2018)
April 2018	Advisor to Hitachi, Ltd. (to present)

Position and assignment in the Company

-

Date of birth	**Significant concurrent positions**
January 22, 1952	Advisor to Hitachi, Ltd.
Number of shares of the Company held	
-	

Reason for nomination as a candidate for Director

Having been involved in the management of a wide range of business areas such as electric power business and life science business, this candidate possesses abundant business experience and wide-ranging insight as a manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such experience and insight to the management of the Hitachi Chemical Group from a broad perspective. The candidate has therefore been nominated as a candidate for Director.

(Continued on the following page.)

Notes:

1. Since 2014, the Company has been the subject of investigations by competition authorities of multiple countries and regions into past cartel activities related to the capacitor business of the Hitachi Chemical Group. In March 2018, the European Commission issued the Company with an order to pay fines for a violation of the EU competition rules. In addition to the EU, in the U.S., the plaintiffs, the purchasers of capacitors filed a civil litigation against the Company seeking compensation for damage on grounds of a violation of the U.S. antitrust law as a result of an engagement in cartel activity. In the fiscal year of 2017, the Company entered into a settlement that provides for, among other things, the payment of settlement money. The Company positions the implementation of sincere company activities based on "Basics and Ethics" as its important corporate imperative. Each of the Outside Directors regularly has been providing comments at the Board of Directors and the Audit Committee, related to the improvement of internal control systems, compliance with laws and ordinances and other similar matters. Since those activities were revealed, they have not only provided comments related to compliance with laws and ordinances and other similar matters as before, but also expressed their opinions in order to enhance compliance systems and to prevent reoccurrence.
2. Under the Articles of Incorporation and Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with seven candidates for Directors, namely Kazuyuki Tanaka, Takemoto Oto, George Olcott, Masayuki Sarumaru, Richard Dyck, Chieko Matsuda and Yoshihito Kitamatsu, to limit their liability under Article 423, paragraph 1 of the Companies Act, and the Company intends to extend those agreements should these candidates for Directors be elected at this AGM. In addition, if the proposal to elect Koji Tanaka as a Director is approved, the Company intends to enter into similar agreements with him. The amount of liability under such agreements will be limited to (i) twelve (12) million yen or (ii) the minimum amount set by Article 425, paragraph 1 of the Companies Act, whichever is greater.
3. The following five candidates for Directors, namely Takemoto Oto, George Olcott, Masayuki Sarumaru, Richard Dyck and Chieko Matsuda satisfy the independence requirements set out by the Tokyo Stock Exchange, and the Company has notified the Tokyo Stock Exchange of these five Directors as independent directors.

End

Access to the Venue of the 69th Annual General Shareholders' Meeting

MANDARIN ORIENTAL, TOKYO

2-1-1, Nihonbashi Muromachi, Chuo-ku, Tokyo 103-8328 JAPAN
Telephone +81(3) 3270 8800 Facsimile: +81(3) 3270 8828 www.mandarinoriental.com

MANDARIN ORIENTAL
TOKYO





ACCESS:

Direct access from Mitsukoshimae Station, Tokyo Metro Ginza Line and Hanzomon Line

8 minutes walk from Tokyo Station

Approx 10 minutes by car from Tokyo City Air Terminal

Approx 40 minutes by car from Haneda Airport

Approx 80 minutes by car from Narita Int'l Airport