

Extraordinary Report Regarding General Meeting of Shareholders

July 1, 2011

6-1, Ohtemachi 2-chome, Chiyoda-ku, Tokyo
Shin-Etsu Chemical Co., Ltd.

Shin-Etsu Chemical Co., Ltd. hereby announces that the following resolutions were made at the 134th Ordinary General Meeting of Shareholders held on June 29, 2011. This report is based on Paragraph 4 of Article 24-5 of the Financial Instruments and Exchange Law, and Item 9-2 of Paragraph 2 of Article 19 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc.

(Please see attached.)

(Attachment)

[Report on Meeting]

(1) Date of the General Meeting of Shareholders
June 29, 2011

(2) Matters resolved

1st Agendum: Distribution of Retained Earnings to Shareholders
Relating to a year-end dividend

Year-end cash dividend of 50 yen per common share of the Company

2nd Agendum: Election of Thirteen (13) Directors

The following thirteen (13) persons were elected as Directors: Messrs. Yasuhiko Saitoh, Yoshiaki Ono, Koji Takasugi, Toshinobu Ishihara, Frank Peter Popoff, Tsuyoshi Miyazaki, Toshihiko Fukui, Masaki Miyajima, Toshiyuki Kasahara, Hidenori Onezawa, Ken Nakamura, Yukihiro Matsui and Hiroaki Okamoto.

3rd Agendum: Election of Three (3) Statutory Auditors

The following three (3) persons were elected as a Statutory Auditors : Messrs. Osamu Okada, Masahiko Watase and Kiyoshi Nagano.

4th Agendum: Issuance of Stock Acquisition Rights as Stock Options to Employees

5th Agendum: Continuance of the Handling Policy (Anti-takeover Defensive Plan) toward Large-scale Purchase of the Company's Shares and Other Securities

(3) Number of votes in favor, against, and abstentions with respect to the above matters to be resolved, requirements for the matters to be approved, and outcomes of resolutions

Matters to be resolved	In favor (votes)	Against (votes)	Abstention (votes)	Requirement for approval	Outcome of resolution (Ratio in favor)
1st Agendum	3,327,582	28,949	573	Note 1	Approval (98.98%)
2nd Agendum				Note 2	
Yasuhiko Saitoh	3,137,290	214,294	5,467		Approval (93.32%)
Yoshiaki Ono	3,141,100	210,484	5,467		Approval (93.44%)
Koji Takasugi	3,145,640	205,944	5,467		Approval (93.57%)
Toshinobu Ishihara	3,145,731	205,853	5,467		Approval (93.57%)
Frank Peter Popoff	2,198,358	1,157,985	709		Approval (65.39%)
Tsuyoshi Miyazaki	3,139,677	216,424	949		Approval (93.39%)
Toshihiko Fukui	3,157,114	198,988	949		Approval (93.91%)
Masaki Miyajima	3,145,746	205,838	5,467		Approval (93.57%)
Toshiyuki Kasahara	3,145,753	205,831	5,467		Approval (93.57%)
Hidenori Onezawa	3,145,753	205,831	5,467		Approval (93.57%)
Ken Nakamura	3,145,749	205,835	5,467		Approval (93.57%)
Yukihiro Matsui	3,145,751	205,833	5,467		Approval (93.57%)
Hiroaki Okamoto	3,145,741	205,843	5,467		Approval (93.57%)
3rd Agendum				Note 2	
Osamu Okada	3,330,774	25,608	709		Approval (99.08%)
Masahiko Watase	3,289,802	66,580	709		Approval (97.86%)
Kiyoshi Nagano	3,352,690	3,692	709		Approval (99.73%)
4th Agendum	3,213,757	142,758	573	Note 3	Approval (95.60%)
5th Agendum	2,121,557	1,234,823	709	Note 1	Approval (63.11%)

Notes: 1. Approval requires a majority vote in favor by shareholders at the meeting who have voting rights.

2. Approval requires the attendance of shareholders who have at least one-third (1/3) of the total voting rights of the Company and a majority vote in favor by said shareholders at the meeting.

3. Approval requires the attendance of shareholders who have at least one-third (1/3) of the total voting rights of the Company and a two-thirds (2/3) majority vote in favor by said shareholders at the meeting.

(4) Reason for not including some votes of shareholders at the meeting in counting the number of votes

The requirement for approval was fulfilled for individual resolutions by adding up the votes with confirmed voting intentions (in favor, against, or abstention) sent in by the day before the general meeting and the votes given by some of the shareholders attending the meeting, and the resolutions were thereby approved lawfully in conformity with the Corporation Law. Therefore, in counting the number of votes, we did not include the votes of shareholders at the meeting whose votes were not confirmed.