

Extraordinary Report Regarding General Meeting of Shareholders

July 1, 2019

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 142nd Ordinary General Meeting of Shareholders held on June 27, 2019. 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 27, 2019

(2) Matters resolved

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

Year-end cash dividend of 100 yen per common share of the Company

2nd Agendum: Election of Ten (10) Directors

The following ten (10) persons were elected as Directors: Messrs. Yasuhiko Saitoh, Toshinobu Ishihara, Susumu Ueno, Yukihiro Matsui, Masaki Miyajima, Frank Peter Popoff, Tsuyoshi Miyazaki, Toshihiko Fukui, Toshiyuki Kasahara and Kazumasa Maruyama.

3rd Agendum: Election of Three (3) Audit & Supervisory Board Members

The following three (3) persons were elected as Audit & Supervisory Board Members: Messrs. Hiroaki Okamoto, Kiyoshi Nagano and Hidenori Onezawa.

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

- (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	3,634,854	24,500	3,718	Note 1	Approval (99.05%)
2nd Agendum				Note 2	
Yasuhiko Saitoh	3,129,658	506,647	26,754		Approval (85.28%)
Toshinobu Ishihara	3,266,675	392,383	4,003		Approval (89.02%)
Susumu Ueno	3,312,150	346,914	4,003		Approval (90.26%)
Yukihiro Matsui	3,312,206	346,858	4,003		Approval (90.26%)
Masaki Miyajima	3,310,402	348,662	4,003		Approval (90.21%)
Frank Peter Popoff	3,302,066	353,473	7,531		Approval (89.98%)
Tsuyoshi Miyazaki	3,272,973	386,091	4,003		Approval (89.19%)
Toshihiko Fukui	3,480,792	178,277	4,003		Approval (94.85%)
Toshiyuki Kasahara	3,246,399	412,661	4,003		Approval (88.47%)
Kazumasa Maruyama	3,246,445	412,615	4,003		Approval (88.47%)
3rd Agendum				Note 2	
Hiroaki Okamoto	3,524,903	134,162	4,003		Approval (96.05%)
Kiyoshi Nagano	3,321,612	337,452	4,003		Approval (90.51%)
Hidenori Onezawa	3,552,839	106,226	4,003		Approval (96.82%)
4th Agendum	3,115,298	542,562	4,870	Note 3	Approval (84.90%)

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.