



April 28, 2021

To Whom It May Concern

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**Announcement Concerning Amendment of Certain Provisions of
the Articles of Incorporation**

Shin-Etsu Chemical Co., Ltd. (the “Company”) hereby announces that it decided, at the meeting of its Board of Directors held today, to make the following proposal at its 144th Ordinary Meeting of Shareholders to be held on June 29, 2021, concerning the Amendment of Certain Provisions of the Articles of Incorporation.

1. Purpose of amendment of the Articles of Incorporation:

For the purpose of enabling the Company to immediately respond to changes in the business environment, the maximum number of Directors as stipulated in Article 19 of the current Articles of Incorporation will be changed from the current number of 26 to 13, and their term of office as stipulated in Article 21 of the current Articles of Incorporation will be changed from two years to one year. In addition, a supplementary provision will be added to clarify the term of office of the incumbent Directors.

2. Details of amendment of the Articles of Incorporation

(The proposed amended language is underlined.)

Current	Proposed Amendment
<p>CHAPTER IV. DIRECTORS AND THE BOARD OF DIRECTORS</p> <p>(Number) Article 19. The number of the Directors of the Company shall be not more than <u>twenty-six (26)</u>.</p> <p>Article 20. (Text of Articles omitted)</p> <p>(Term of Office) Article 21. The term of office of Directors shall expire at the close of the ordinary general meeting of shareholders pertaining to the last of the fiscal years that end within <u>two (2) years</u> after their election.</p> <p>Article 22. to 39. (Text of Articles omitted)</p> <p>(Newly added article)</p>	<p>CHAPTER IV. DIRECTORS AND THE BOARD OF DIRECTORS</p> <p>(Number) Article 19. The number of the Directors of the Company shall be not more than <u>thirteen (13)</u>.</p> <p>Article 20. (No amendment of the text)</p> <p>(Term of Office) Article 21. The term of office of Directors shall expire at the close of the ordinary general meeting of shareholders pertaining to the last of the fiscal years that end within <u>one (1) year</u> after their election.</p> <p>Article 22. to 39. (No amendment of the text)</p> <p><u>Supplementary Provision</u></p> <p><u>Notwithstanding the provisions of Article 21, the term of office of Directors who were elected at the ordinary general meeting of shareholders held on June 26, 2020 shall expire at the close of the ordinary general meeting of shareholders to be held in 2022. This supplementary provision shall be deleted after the expiration of the term of office of all of the applicable Directors.</u></p>

3. Schedule:

Date of General Meeting of Shareholders for amendment of the Articles of Incorporation: June 29, 2021

Effective date of amendment of the Articles of Incorporation: June 29, 2021

[End]