



January 23, 2025

To Whom It May Concern:

Company Name: Shin-Etsu Chemical Co., Ltd.
Company Address: 4-1 Marunouchi 1-chome,
Chiyoda-ku, Tokyo
Japan
Representative Director/
President: Yasuhiko Saitoh
Securities Code: 4063
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Notice Regarding Results of Tender Offer for Own Shares and Completion of Share Repurchase

Shin-Etsu Chemical Co., Ltd. ("Shin-Etsu") (i) resolved at its board of directors' meeting held on December 17, 2024 to repurchase its own shares and to make a tender offer for such shares (the "Tender Offer"), as the specific method for such repurchase, based on Article 156(1) of the Companies Act of Japan (Act No. 86 of 2005, as amended) (the "Companies Act"), as applied *mutatis mutandis* pursuant to the provisions of Article 165(3) of the Companies Act, and Shin-Etsu's Articles of Incorporation, and (ii) commenced the Tender Offer on December 18, 2024. As the Tender Offer was completed on January 22, 2025, Shin-Etsu announces the results as stated below.

Also, Shin-Etsu announces that the share repurchases were completed, after the completion of the Tender Offer, based on the December 17, 2024 resolution of the board of directors.

I. Results of Tender Offer

1. Summary of Tender Offer

(1) Name and Address of Offeror

Shin-Etsu Chemical Co., Ltd.
4-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo

(2) Type of Shares Subject to Tender Offer

Common Shares

(3) Tender Offer Period

1. Tender Offer Period ("Tender Offer Period")

December 18, 2024 (Wednesday) to January 22, 2025 (Wednesday) (20 business days)

2. Date of Notice of Commencement of Tender Offer
December 18, 2024 (Wednesday)

- (4) Tender Offer Price
4,685 Japanese Yen per common share

- (5) Settlement Method

1. Name and Address of Head Office of Financial Institution Handling Settlement
Nomura Securities Co., Ltd.
1-13-1 Nihonbashi, Chuo-ku, Tokyo
2. Settlement Commencement Date
February 14, 2025 (Friday)
3. Settlement Method

Promptly after the end of the Tender Offer Period, a notice of purchase for the Tender Offer will be sent by post to the address of the shareholders who accepted the Tender Offer or who applied for the sale of their shares in response to the Tender Offer (collectively the "Tendering Shareholders") or to the address of the local custodian in the case of shareholders (including legal entities) with a foreign address, who do not have an account with the Tender Offer agent.

The settlement will be made in cash. The Tendering Shareholders will be able to receive the settlement amount, representing the purchase amount less any applicable withholding tax, by electronic funds transfer or other method designated by the Tendering Shareholder, promptly after the settlement commencement date (the shareholder may be required to pay a remittance fee).

2. Results of Tender Offer

(1) Number of Repurchased Shares

Type of Shares	Planned Number of Shares to be Repurchased	Expected Number of Excess Tendered Shares	Number of Tendered Shares	Number of Repurchased Shares
common shares	20,060,000 shares	none	20,981,070 shares	20,060,070 shares

(2) Calculation if Pro-Rata Formulas Are Used For Repurchases

Because the total number of shares tendered in response to the Tender Offer (the "Tendered Shares") was greater than the planned number of shares to be repurchased (20,060,000 shares), Shin-Etsu will not repurchase some or all of the excess shares. Shin-Etsu will implement the transfer of shares and other

settlement matters relating to the repurchase of shares in accordance with the pro rata methods provided for in Article 27-13(5) of the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended) ("FIEA"), as applied pursuant to Article 27-22-2(2) of the FIEA, and Article 21 of the Cabinet Office Order on Disclosure Required for Tender Offers for Listed Share Certificates by Issuers (Ministry of Finance Order No. 95 of 1994, as amended) (if the number of Tendered Shares tendered by a Tendering Shareholder included shares representing less than one voting unit (100 shares), the number of shares to be purchased from the Tendering Shareholder, as calculated based on the pro rata methods, was subject to a maximum of the number of Tendered Shares tendered by the Tendering Shareholder).

Because the total number of shares to be purchased based on the pro rata calculations (for each Tendering Shareholder, if the number of shares to be purchased resulting from such calculations included shares representing less than one voting unit, such shares were rounded down to zero shares if 49 shares or less or rounded up to 100 shares if 50 shares or more (but subject to a maximum of the number of Tendered Shares tendered by the Tendering Shareholder)) was less than the planned number of shares to be repurchased, shares were added to the shares to be purchased as follows. All Tendering Shareholders, whose number of shares to be purchased based on the pro rata calculations included shares representing less than one voting unit, which shares were excluded from purchase because the number of such shares was 49 shares or less (such excluded shares shall be referred to herein as the "Rounded-Down Shares"), were ranked based on the number of Rounded-Down Shares. Shin-Etsu then added one voting unit of shares to the Tendered Shares to be purchased from each Tendering Shareholder on the list (but subject to a maximum of the number of Tendered Shares tendered by the Tendering Shareholder), starting from the Tendering Shareholder with the largest number of Rounded-Down Shares and going down the list, until the total number of shares to be purchased was equal to or greater than the planned number of shares to be repurchased.

3. Locations for Public Inspection of Tender Offer Reports

Shin-Etsu Chemical Co., Ltd.
(4-1 Marunouchi 1-chome, Chiyoda-ku, Tokyo)

Tokyo Stock Exchange, Inc.
(2-1 Nihonbashi-Kabutocho, Chuo-ku, Tokyo)

Nagoya Stock Exchange, Inc.
(8-20 Sakae 3-chome, Naka-ku, Nagoya)

II. Completion of Repurchase of Shares

1. Details of Repurchases

(1) Type of Shares Repurchased
common shares

(2) Number of Shares Repurchased
20,060,070 shares

note: 1.01% (rounded down if the third decimal place is four or less, and rounded up if the third decimal place is five or more) of 1,979,650,112 shares, representing the total number of issued shares (2,001,691,765 shares) minus the number of treasury shares (22,041,653 shares) (all share numbers as of September 30, 2024)

(3) Total Repurchase Amount

93,981,427,950 Japanese Yen

note: This amount does not include agent fees and other expenses.

(4) Repurchase Period

December 18, 2024 (Wednesday) to January 22, 2025 (Wednesday)

(5) Repurchase Method

by tender offer

With the completion of the Tender Offer, the repurchase of own shares, based on Article 156(1) of the Companies Act, as applied *mutatis mutandis* pursuant to the provisions of Article 165(3) of the Companies Act, and Shin-Etsu's Articles of Incorporation, as resolved at Shin-Etsu's board of directors' meeting held on December 17, 2024, was completed.

Reference:

Details of Resolution Regarding Repurchase of Own Shares (December 17, 2024 Board of Directors' Meeting):

(1) Type of Shares For Purchases	Shin-Etsu's common shares
(2) Total Number of Shares to be Purchased	20,060,100 shares (maximum)
(3) Total Share Purchase Amount	93,981,568,500 Japanese Yen (maximum)
(4) Purchase Period	December 18, 2024 to February 28, 2025