

Translation

Stock Code: 5711

June 29, 2011

To Our Shareholders:

**MITSUBISHI MATERIALS CORPORATION**  
**NOTICE OF RESOLUTIONS**  
**OF**  
**THE 86TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We would like to notify you that reports and resolutions as described below were made at the 86th Ordinary General Meeting of Shareholders of the Company which was held today.

Yours truly,

Hiroshi Yao, President and Director  
Mitsubishi Materials Corporation  
3-2, Otemachi 1-chome, Chiyoda-ku, Tokyo

**Description**

Place: La Rose  
Dai-ichi Hotel Tokyo 5th floor  
2-6, Shinbashi 1-chome, Minato-ku, Tokyo

Date: Wednesday, June 29, 2011

Opening Time: 10:00 a.m.

Closing Time: 11:53 a.m.

Number of Shareholders attended: 904

Matters Reported:

1. Reports on the business reports, consolidated financial statements and audit results of the consolidated financial statements by the Accounting Auditors and the Board of Corporate Auditors for the 86th fiscal year (April 1, 2010 to March 31, 2011).
2. Reports on the financial statements for the 85th fiscal year (April 1, 2010 to March 31, 2011).

Balance Sheet and Statement of Operations of the Company are available at following website named EDINET which is operated by Financial Services Agency of Japan.

[URL:http://info.edinet-fsa.go.jp/](http://info.edinet-fsa.go.jp/)

(The website is in Japanese language.)

Matters Resolved:

First Item of Business: Partial amendment to the Articles of Incorporation

This item of business was approved as originally proposed. The method of public notice was changed to the electronic public notice, and also the alternative method in case the Company is unable to give public notice due to unavoidable reason was introduced.

Second Item of Business: Election of nine (9) Directors

Akihiko Ide, Hiroshi Yao, Mayuki Hashimoto, Toshinori Kato, Akira Takeuchi, Keisuke Yamanobe, Toshimichi Fujii and Yukio Okamoto were reelected, while Masatoshi Hanzawa was newly elected, as Directors. All of them assumed offices.

(Yukio Okamoto is the Outside Director.)

Third Item of Business: Election of one (1) Corporate Auditor

Takao Wada was reelected as Corporate Auditor and assumed office.

(Takao Wada is the Outside Corporate Auditor.)

The results of voting rights exercised on the above Items of Business will be disclosed after final counting at following website of EDINET in the form of Extraordinary Report.

[URL:http://info.edinet-fsa.go.jp/](http://info.edinet-fsa.go.jp/)

(The website is in Japanese language.)

End

#### Payment of Year-end Dividend

It was decided at a meeting of the Board of Directors held on May 12, 2011 to pay a year-end dividend of ¥2.00 per share. Relevant documents were sent to our shareholders on June 1, 2011. (Such documents were enclosed with the Notice of the 86<sup>th</sup> Ordinary General Meeting of Shareholders for those who have voting rights.)