

[Note: This is a translation from the Japanese original Notice of the Resolutions of the 92nd Ordinary General Meeting of Shareholders of Mitsubishi Materials Corporation prepared for the convenience of shareholders outside Japan. In the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.]

Stock Code: 5711

June 28, 2017

To Our Shareholders:

Akira Takeuchi, President
Mitsubishi Materials Corporation
3-2, Otemachi 1-chome, Chiyoda-ku, Tokyo

**NOTICE OF RESOLUTIONS OF
THE 92ND ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to announce that the matters outlined below were reported and resolved at the 92nd Ordinary General Meeting of Shareholders of Mitsubishi Materials Corporation (the “Company”) held today.

Yours truly,

Matters Reported:

1. Reports on the business reports, consolidated financial statements for the 92nd fiscal year (April 1, 2016 to March 31, 2017) and audit results of the consolidated financial statements by the Accounting Auditors and the Audit & Supervisory Board.
The aforementioned matters were reported.
2. Reports on the financial statements for the 92nd fiscal year (April 1, 2016 to March 31, 2017).
The aforementioned matters were reported.

Shareholders can view the Company's balance sheet and statement of operations in its annual securities report disclosed at the following EDINET (electronic corporate disclosure system in connection with disclosure materials including securities reports in accordance with the Financial Instruments and Exchange Act of Japan) website of the Financial Services Agency of Japan.

URL: <http://disclosure.edinet-fsa.go.jp/> (Japanese language only)

Matters Resolved:

First Item of Business: Election of Nine (9) Directors

This item of business was approved as originally proposed. Eight (8) Directors, Hiroshi Yao, Akira Takeuchi, Osamu Iida, Naoki Ono, Nobuo Shibano, Yasunobu Suzuki, Yukio Okamoto, and Mariko Tokuno were reelected, while one (1) Director, Hiroshi Watanabe was newly elected. All of them assumed office.

Yukio Okamoto, Mariko Tokuno, and Hiroshi Watanabe are Outside Directors of the Company.

Second Item of Business: Election of Two (2) Audit & Supervisory Board Members

This item of business was approved as originally proposed. Soichi Fukui and Hiroshi Sato were newly elected as Audit & Supervisory Board Members, and both of them assumed office.

Hiroshi Sato is an Outside Audit & Supervisory Board Member.

The results of voting rights exercised on the above items of business will be disclosed after final counting at the following EDINET website of the Financial Services Agency of Japan in the form of an Extraordinary Report.

URL: <http://disclosure.edinet-fsa.go.jp/> (Japanese language only)

Payment of the Year-end Dividend

The Company resolved at a meeting of its Board of Directors held on May 11, 2017 to pay a dividend as of the end of the 92nd fiscal year of ¥40.00 per share. Relevant documents were sent to shareholders on May 31, 2017.

(As to the shareholders with voting rights, these documents were sent with the NOTICE OF THE 92ND ORDINARY GENERAL MEETING OF SHAREHOLDERS.)