

[Note: This is a translation from the Japanese original Notice of the Resolutions of the 88th 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 27, 2013

To Our Shareholders:

**MITSUBISHI MATERIALS CORPORATION**  
**NOTICE OF THE RESOLUTIONS**  
**OF**  
**THE 88TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We would like to notify you that reports and resolutions as described below were made at the 88th Ordinary General Meeting of Shareholders of Mitsubishi Materials Corporation (the “Company”) which was held today.

Yours truly,

Hiroshi Yao, President and Director  
**MITSUBISHI MATERIALS CORPORATION**  
3-2, Otemachi 1-chome, Chiyoda-ku, Tokyo

Details

Place: Fuyo, The Main Banquet Floor  
Hotel New Otani  
4-1 Kioi-cho, Chiyoda-ku, Tokyo, Japan

Date: Thursday, June 27, 2013

Opening Time: 10:00 a.m.

Closing Time: 11:40 a.m.

Number of Shareholders attended: 884

**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 88th fiscal year (April 1, 2012 to March 31, 2013).

Reports on the above business reports, outlines of consolidated financial statements and audit results thereof have been made.

2. Reports on the financial statements for the 88th fiscal year (April 1, 2012 to March 31, 2013).

Reports on outlines of the above financial statements have been made.

You can see the Company's balance sheets and statement of operations in the Company's securities report disclosed at the following website of EDINET (electronic corporate disclosure system under the Financial Instruments and Exchange Act for reports concerning negotiable securities) operated by Financial Services Agency of Japan.

Address of EDINET : <http://info.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. Akihiko Ide, Hiroshi Yao, Toshinori Kato, Akira Takeuchi, Toshimichi Fujii, Akio Hamaji, and Yukio Okamoto were reelected, while Masaru Aramaki and Osamu Iida were newly elected, as Directors. All of them assumed offices.

Yukio Okamoto is the Outside Director.

**Second Item of Business:** Election of One (1) Corporate Auditor

This item of business was approved as originally proposed. Toshikazu Murai was newly elected and assumed office as Corporate Auditor.

**Third Item of Business:** Renewal of the Countermeasures to Large-Scale Acquisition of the Company's Shares (Takeover Defense Measures)

This item of business was approved as originally proposed. The Company's countermeasures to large-scale acquisition of the Company's shares (takeover defense measures), approved at the 85th Ordinary General Meeting of Shareholders, were renewed after partial revisions.

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

Address of EDINET : <http://info.edinet-fsa.go.jp/> (Japanese language only)

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### **Payment of Year-end Dividend**

It was decided at a meeting of the Board of Directors held on May 10, 2013 to pay a year-end dividend of ¥4.00 per share. Relevant documents were sent to our shareholders on May 31, 2013.

(These documents were enclosed with the NOTICE OF THE 88TH ORDINARY GENERAL MEETING OF SHAREHOLDERS sent to the shareholders with voting rights.)