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(Translation)

(Securities Code: 4217)

June 1, 2017

To Our Shareholders:

1-9-2, Marunouchi, Chiyoda-ku, Tokyo  
Hitachi Chemical Co., Ltd.  
Director and President & Chief Executive Officer  
Hisashi Maruyama

**Notice of the 68th Annual General Shareholders' Meeting**

You are cordially invited to attend the Company's 68th Annual General Shareholders' Meeting (the "AGM") to be held in accordance with the details listed below.

If you are unable to attend the AGM, please exercise your voting rights through a voting form or the Internet, after referring to the reference materials set out at the end of this Notice, and in accordance with the "Information on Exercising Voting Rights" set out on page 4.

1. **Date and time:** 10:00 A.M., Friday, June 23, 2017
2. **Location:** Mandarin Oriental Tokyo, 3F Grand Ballroom  
Nihonbashi Mitsui Tower, 2-1-1, Nihonbashi Muromachi, Chuo-ku  
Tokyo

3. **Purpose of meeting:**

**Items to be Reported:**

Report on the contents of the business report, the consolidated financial statements, and the non-consolidated financial statements for the 68th business term (from April 1, 2016 to March 31, 2017), and on the contents of the audit reports of the Independent Auditor and the Audit Committee for the consolidated financial statements.

**Item to be Resolved:**

Election of eleven Directors

#### **4. Matters determined regarding exercise of voting rights**

- (1) If you do not indicate your vote for each proposal when you exercise your voting rights through the enclosed voting form or the Internet, the Company will assume you have indicated your vote in favor of the proposal as proposed.
- (2) If you exercise your voting rights via the Internet, the Company will treat the voting made via the Internet as valid even if you indicate otherwise by returning a voting form by mail.
- (3) In the event that a voting right is exercised more than once via the Internet or other method, the most recent vote will be treated as valid.
- (4) If using postal mail, please send the completed voting form so that it arrives at the Company before 5:00 P.M. on Thursday, June 22, 2017 (Japan Time).
- (5) If exercising voting rights via the Internet, please do so before 5:00 P.M. on Thursday, June 22, 2017 (Japan Time).

## Information for and Request to Shareholders

- ◆ The reception desk will open at **9:00 A.M.** You are advised to arrive at the venue early as the reception area is expected to become crowded close to the AGM start time.
- ◆ Please note that there will be no shareholders lounge or complimentary beverages.
- ◆ Before the start of the AGM, the Company plans to screen a film on the birth and growth of the Company (with a runtime of approximately 22 minutes).
- ◆ If you attend the AGM on the day, please bring along the enclosed voting form and be sure to submit it at the reception desk.
- ◆ Please note that the exercise of your voting rights by a proxy is only allowed if you mandate one of the shareholders of the Company who holds a voting right. Please note further that you may mandate one proxy only.
- ◆ The notes to the consolidated financial statements and to the non-consolidated financial statements are provided on the Company's website on the Internet (<http://www.hitachi-chem.co.jp/japanese/ir/gm.html>) in accordance with the applicable provisions of laws and ordinances and the Company's Articles of Incorporation. These notes are included in the consolidated financial statements and the non-consolidated financial statements that were audited by the Independent Auditor and the Audit Committee in preparing the audit reports.
- ◆ Any corrections required to be made to the business report, the consolidated financial statements, the non-consolidated financial statements, or to the reference materials, during the period from the day on which this Notice was sent out and to the day immediately before the meeting date, will be posted on the Company's website on the Internet (<http://www.hitachi-chem.co.jp/japanese/ir/gm.html>.)

## **Information on Exercising Voting Rights**

You may exercise your voting rights through one of the below three ways.

### **■ If attending the AGM**

Please present the enclosed voting form to the receptionist at the venue. (Your seal is not necessary.)

Date and time: 10:00 A.M., Friday, June 23, 2017  
Location: Mandarin Oriental Tokyo, 3F Grand Ballroom  
Nihonbashi Mitsui Tower, 2-1-1, Nihonbashi Muromachi, Chuo-ku  
Tokyo

### **■ If exercising your voting rights via postal mail**

Please indicate your approval or disapproval for the item to be resolved on the enclosed voting form and send the completed voting form by postal mail without a stamp so that it arrives by the below deadline. (Your seal is not necessary.)

Deadline: 5:00 P.M., Thursday, June 22, 2017

#### **How to enter the voting form**

If you approve all the candidates, circle approve (賛).

If you disapprove all the candidates, circle disapprove (否).

If you approve part of the candidates, circle disapprove (否) and enter the candidate number you approve.

If you disapprove part of the candidates, circle approve (賛) and enter the candidate number you disapprove.

### **■ If exercising voting rights via the Internet**

Please access the online voting website (<http://www.tosyodai54.net>) from a personal computer, a smartphone, or a cellular phone, enter your “voting rights exercise code (議決権行使コード)” and “password (パスワード)” stated on the enclosed voting form, follow the instructions on the screen, and enter your approval or disapproval by the below deadline.

Deadline: 5:00 P.M., Thursday, June 22, 2017

## Online voting website

### 1. Accessing the online voting website

Access the online voting website using the below URL and click [next page (次へすすむ)].

Online voting website:

<http://www.tosyodai54.net>



[2D barcode for smartphones and cellular phones]

### 2. Logging in

Enter your [voting rights exercise code (議決権行使コード)] stated on the enclosed voting form and click [log in (ログイン)].

### 3. Entering your password

Enter your [password (パスワード)] stated on the enclosed voting form, and click [next (次へ)].

Then, enter your approval or disapproval following the instructions on the screen.

- \* Please note that the Company will not bear any telecommunication fees such as telephone bills or Internet service provider connection fees required upon accessing the online voting website.
- \* Please be advised that you may not be able to use the online voting website depending on the type of cellular phone or smartphone you use.

Should you have any questions, please contact the below.

Transfer Agent: Tokyo Securities Transfer Agent Co., Ltd.

Tel: 0120-88-0768 (toll free only within Japan)

Inquiries are accepted 7 days a week from 9:00 A.M. to 9:00 P.M.  
(Japan Time)

## Reference Materials for General Shareholders' Meeting

### Item to be Resolved      Election of Eleven Directors

As the term of office of all eleven of the Company's Directors will expire at the conclusion of the AGM, it is proposed to elect eleven Directors.

The candidates for Directors determined by the Nominating Committee are as follows, and of these, Mr. Takemoto Oto, Mr. George Olcott, Mr. Richard Dyck, Ms. Chieko Matsuda and Mr. Masayuki Sarumaru (five candidates in total) are candidates for Outside Directors.


No.	Name	Position and assignment in the Company	Remarks
1	Kazuyuki Tanaka	Chairman of the Board and Nominating Committee Member	Reelection
2	Takemoto Oto	Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member	Reelection Outside Director Independent
3	George Olcott	Outside Director and Audit Committee Member	Reelection Outside Director Independent
4	Richard Dyck	Outside Director and Audit Committee Member	Reelection Outside Director Independent
5	Chieko Matsuda	Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member	Reelection Outside Director Independent
6	Shigeru Azuhata	Director and Compensation Committee Member	Reelection
7	Yoshihiro Nomura	Director, and Representative Executive Officer, Executive Vice President & Executive Officer (assistance in the business execution of President & Chief Executive Officer and oversight of risk management (including corporate export regulation & control and internal control))	Reelection
8	Hisashi Maruyama	Director, Compensation Committee Member, and Representative Executive Officer, President & Chief Executive Officer (oversight of all business affairs)	Reelection
9	Masayuki Sarumaru	-	New Election Outside Director Independent
10	Shinichiro Omori	-	New Election
11	Yoshihito Kitamatsu	-	New Election

**Reelection:** candidates for Directors to be reelected; **New Election:** candidates for Directors to be newly elected; **Outside Director:** candidates for Outside Directors; and **Independent:** candidates satisfying the independence requirements set out by the Tokyo Stock Exchange

No.1	Reelection	<b>Career summary</b>	
		April 1977	Joined the Company
		April 2005	Executive Officer of the Company (retired from office in March 2006)
		April 2006	Senior Executive Director of Hitachi Media Electronics, Co., Ltd.
		June 2006	Representative Director and President & Director of Hitachi Media Electronics, Co., Ltd. (retired from office in March 2008)
		April 2008	Vice President & Executive Officer of the Company
		April 2009	Representative Executive Officer, President & Chief Executive Officer of the Company
		June 2009	Director, Nominating Committee Member (to present), and Compensation Committee Member of the Company
		April 2016	Chairman of the Board of the Company (to present)
		May 2016	President of Japan Thermosetting Plastic Industry Association (to present)
		June 2016	Director (to present) and Audit Committee Member (to present) of Hitachi, Ltd.
Kazuyuki Tanaka	<b>Position and assignment in the Company</b>		
	Chairman of the Board and Nominating Committee Member		
	<b>Date of birth</b> April 29, 1953	<b>Significant concurrent positions</b> President of Japan Thermosetting Plastic Industry Association Director and Audit Committee Member of Hitachi, Ltd.	
	<b>Number of shares of the Company held</b> 28,100	<b>Attendance at Board of Directors' meetings</b> 17/17 meetings (100%)	
<b>Reason for nomination as a candidate for Director</b>			
This candidate possesses abundant experience and excellent management talent as the manager of the Company and other Hitachi Group companies. He is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors. The candidate has therefore been nominated as a candidate for Director.			

(Continued on the following page.)



No.2	Reelection Outside Director Independent	<b>Career summary</b>  April 1968      Joined Nihon Reizo K.K. (currently, Nichirei Corporation) January 1995    Chief of Secretary's Office of Nichirei Corporation April 1996      General Manager, Kyushu Sales Branch Office of Nichirei Corporation  April 1997      Manager of Human Resources Department and Chief of Secretary's Office of Nichirei Corporation June 1997      Director of Nichirei Corporation (Manager of Human Resources Department and Chief of Secretary's Office) April 1998      Director of Nichirei Corporation (Manager of Human Resources Department) June 2001      Representative Director and Chairman of Nichirei Corporation (retired from office in June 2007) June 2007      Advisor of Nichirei Corporation June 2010      Outside Director (to present), Nominating Committee Member (to present), and Audit Committee Member (to present) of the Company June 2011      Outside Corporate Auditor of Imperial Hotel, Ltd. (to present) June 2013      Consultant of Nichirei Corporation June 2016      Compensation Committee Member of the Company (to present) June 2016      Outside Director (Audit and Supervisory Committee Member) of A.D.Works. Co., Ltd. (to present)
  Takemoto Oto		<b>Position and assignment in the Company</b> Outside Director, Nominating Committee Member, Audit Committee Member, and Compensation Committee Member
	<b>Date of birth</b> January 3, 1945	<b>Significant concurrent positions</b> Outside Director (Audit and Supervisory Committee Member) of A.D.Works. Co., Ltd. Outside Corporate Auditor of Imperial Hotel, Ltd.
	<b>Number of shares of the Company held</b> 1,000	<b>Attendance at Board of Directors' meetings</b> 17/17 meetings (100%)
	<b>Reason for nomination as a candidate for Outside Director</b> This candidate possesses abundant specialist knowledge relating to human resources and general affairs, as well as wide-ranging insight cultivated as a manager and as an outside corporate auditor of other companies. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such knowledge and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.  Please note that there are no special interests between the Company and	



Takemoto Oto

	<p>A.D.Works. Co., Ltd. or Imperial Hotel, Ltd., where Mr. Oto holds a significant concurrent position.</p> <p>The number of years since this candidate took office as an Outside Director of the Company will be seven at the conclusion of this AGM.</p>
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(Continued on the following page.)

No.3	Reelection Outside Director Independent	<b>Career summary</b> July 1986                      Joined S.G. Warburg & Co., Ltd. November 1991              Director of S.G. Warburg & Co., Ltd. September 1993              Executive Director of Equity Capital Market Group of S.G. Warburg Securities London  April 1997                      Head of Tokyo Branch of SBC Warburg April 1998                      Vice President of LTCB-UBS-Brinson Asset Management February 1999                  President of UBS Asset Management (Japan) February 1999                  President of Japan UBS Brinson Group June 2000                      Managing Director, Equity Capital Market, UBS Warburg Tokyo  September 2001              Judge Business School, University of Cambridge March 2005                      FME Teaching Fellow, Judge Business School, University of Cambridge  March 2008                      Senior Fellow, Judge Business School, University of Cambridge  June 2008                      Outside Director of Nippon Sheet Glass Co., Ltd. April 2010                      Outside Director of NKSJ Holdings, Inc. September 2010              Project Professor, Research Center for Advanced Science and Technology, The University of Tokyo  April 2014                      Guest Professor, Faculty of Business and Commerce, Keio University (to present)  June 2014                      Outside Director (to present) and Audit Committee Member (to present) of the Company  June 2014                      Outside Director of DENSO Corporation (to present) June 2015                      Outside Director of The Dai-ichi Life Insurance Company, Limited (currently, Dai-ichi Life Holdings, Inc.) (to present)  December 2016              Non-executive Director of JPMorgan Japanese Investment Trust plc (to present)	
  George Olcott		<b>Position and assignment in the Company</b> Outside Director and Audit Committee Member	
		<b>Date of birth</b> May 7, 1955	<b>Significant concurrent positions</b> Guest Professor, Faculty of Business and Commerce, Keio University Outside Director of Dai-ichi Life Holdings, Inc. Outside Director of DENSO Corporation Non-executive Director of JPMorgan Japanese Investment Trust plc
		<b>Number of shares of the Company held</b> 1,400	<b>Attendance at Board of Directors' meetings</b> 17/17 meetings (100%)
		<b>Reason for nomination as a candidate for Outside Director</b> This candidate possesses abundant experience and wide-ranging insight as an academic and as a manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such	

	<p>experience and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.</p> <p>Please note that there are no special interests between the Company and Keio University, Dai-ichi Life Holdings, Inc., DENSO Corporation, or JPMorgan Japanese Investment Trust plc, where Mr. Olcott holds significant concurrent positions.</p> <p>The number of years since this candidate took office as an Outside Director of the Company will be three at the conclusion of this AGM.</p>
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(Continued on the following page.)

No.4	Reelection Outside Director Independent	<b>Career summary</b> June 1975 Assistant Professor at Harvard University in U.S. September 1976 Assistant Professor at Ohio State University in U.S. December 1976 Chief of Tokyo Representative Office of Government of U.S. State of Ohio August 1978 North Pacific Sales Manager of Special Material Business Unit of General Electric Japan Ltd. December 1982 Representative Director of Teradyne K.K. September 1988 Vice President of Teradyne, Inc. March 1999 Representative Director of TCS Japan K.K. (retired from office in February 2009) June 2008 Outside Director of Alphana Technology Co., Ltd. September 2008 Outside Director, Chairman of the Board of Alphana Technology Co., Ltd. February 2009 Representative Director of TGK K.K. (to present) June 2009 Outside Director of Semiconductor Portal Inc. (to present) March 2013 Representative Director of Levitronix Japan K.K. (retired from office in July 2014) June 2013 Outside Director of Japan Industrial Partners, Inc. (to present) June 2016 Outside Director (to present) and Audit Committee Member (to present) of the Company	
  Richard Dyck		<b>Position and assignment in the Company</b> Outside Director and Audit Committee Member	
		<b>Date of birth</b> April 16, 1945	<b>Significant concurrent positions</b> Representative Director of TGK K.K.
		<b>Number of shares of the Company held</b> 1,000	<b>Attendance at Board of Directors' meetings</b> 14/14 meetings (100%)
		<b>Reason for nomination as a candidate for Outside Director</b> <p>This candidate possesses abundant knowledge and experience relating to semiconductors and wide-ranging insight cultivated as a manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such knowledge, experience, and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.</p> <p>Please note that there are no special interests between the Company and TGK K.K., where Mr. Dyck holds a significant concurrent position.</p> <p>The number of years since this candidate took office as an Outside Director of the Company will be one at the conclusion of this AGM.</p>	

(Continued on the following page.)


No.5	Reelection Outside Director Independent	<b>Career summary</b>  April 1987      Joined The Long-Term Credit Bank of Japan, Limited October 1998    Joined Moody’s Japan, K.K. September 2001    Joined Corporate Directions, Inc. November 2002    Senior Researcher of Japan Association for Chief Financial Officers (to present)  May 2006      Representative Director of Matrix, Inc. (retired from office in March 2011)  October 2006      Joined Booz & Company, Inc. (retired in March 2011) April 2011      Professor, Graduate School of Social Science, Tokyo Metropolitan University (to present) April 2011      Professor, Faculty of Urban Liberal Arts, Tokyo Metropolitan University (to present) June 2012      Outside Director of S.T. CORPORATION June 2012      Outside Corporate Auditor of SATO HOLDINGS CORPORATION June 2013      Outside Director (to present) and Audit Committee Member (to present) of the Company June 2014      Outside Director of AEON Financial Service Co., Ltd. June 2015      Outside Director of Foster Electric Company, Limited (to present) March 2016      Outside Corporate Auditor of Kirin Holdings Company, Limited (to present) June 2016      Nominating Committee Member (to present) and Compensation Committee Member (to present) of the Company June 2016      Outside Director of SATO HOLDINGS CORPORATION (to present)	
  Chieko Matsuda		<b>Position and assignment in the Company</b> Outside Director, Nominating Committee Member, Audit Committee Member and Compensation Committee Member	
		<b>Date of birth</b> November 18, 1964	<b>Significant concurrent positions</b> Professor, Graduate School of Social Science, Tokyo Metropolitan University Professor, Faculty of Urban Liberal Arts, Tokyo Metropolitan University Outside Corporate Auditor of Kirin Holdings Company, Limited Outside Director of SATO HOLDINGS CORPORATION Outside Director of Foster Electric Company, Limited
		<b>Number of shares of the Company held</b> -	<b>Attendance at Board of Directors’ meetings</b> 17/17 meetings (100%)
		<b>Reason for nomination as a candidate for Outside Director</b> This candidate possesses abundant specialist knowledge relating to business administration, accounting, and finance, as well as wide-ranging insight cultivated as a university professor and as a manager. It is expected that the	



Chieko Matsuda

	<p>functions of the Board of Directors will be enhanced by this candidate applying such knowledge and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.</p> <p>Please note that there are no special interests between the Company and Tokyo Metropolitan University, Kirin Holdings Company, Limited, SATO HOLDINGS CORPORATION, or Foster Electric Company, Limited, where Ms. Matsuda holds significant concurrent positions.</p> <p>The number of years since this candidate took office as an Outside Director of the Company will be four at the conclusion of this AGM.</p>
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(Continued on the following page.)


No.6	Reelection	<b>Career summary</b>							
	Shigeru Azuhata	April 1975	Joined Hitachi, Ltd.						
		April 2009	Vice President and Executive Officer of Hitachi, Ltd. (General Manager of Research & Development Division)						
		April 2009	Chairman of the Board of Hitachi (China) Research & Development Corporation (retired from office in March 2014)						
		June 2010	Outside Director, Nominating Committee Member, Audit Committee Member, and Compensation Committee Member of the Company						
		April 2011	Senior Vice President and Executive Officer of Hitachi, Ltd. (Hitachi Group CTO and General Manager of Research & Development Division)						
		April 2012	Representative Executive Officer and Executive Vice President of Hitachi, Ltd. (Hitachi Group CTO and General Manager of Research & Development Division)						
		June 2012	Outside Director and Chairman of the Board of Hitachi Medical Corporation						
		October 2013	Representative Executive Officer and Executive Vice President of Hitachi, Ltd. (CTO and General Manager of Research & Development Group) (retired from office in March 2014)						
		April 2014	Fellow of Hitachi, Ltd. (to present)						
		April 2014	Outside Director of Hitachi Medical Corporation						
		June 2014	Outside Director, Nominating Committee Member, and Compensation Committee Member (to present) of the Company						
		June 2014	Outside Director of Hitachi Construction Machinery Co., Ltd.						
		June 2016	Director of the Company (to present)						
		<b>Position and assignment in the Company</b>							
Director and Compensation Committee Member									
<table><tr><td><b>Date of birth</b></td><td><b>Significant concurrent positions</b></td></tr><tr><td>November 21, 1949</td><td>Fellow of Hitachi, Ltd.</td></tr><tr><td><b>Number of shares of the Company held</b></td><td><b>Attendance at Board of Directors' meetings</b></td></tr><tr><td>1,000</td><td>17/17 meetings (100%)</td></tr></table>		<b>Date of birth</b>	<b>Significant concurrent positions</b>	November 21, 1949	Fellow of Hitachi, Ltd.	<b>Number of shares of the Company held</b>	<b>Attendance at Board of Directors' meetings</b>	1,000	17/17 meetings (100%)
<b>Date of birth</b>	<b>Significant concurrent positions</b>								
November 21, 1949	Fellow of Hitachi, Ltd.								
<b>Number of shares of the Company held</b>	<b>Attendance at Board of Directors' meetings</b>								
1,000	17/17 meetings (100%)								
<b>Reason for nomination as a candidate for Director</b>									
This candidate possesses abundant operational experience and specialist knowledge in research and development. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such experience and knowledge to the management of the Hitachi Chemical Group from a broad perspective. The candidate has therefore been nominated as a candidate for Director.									

(Continued on the following page.)



No.7	Reelection	<b>Career summary</b>	
	Yoshihiro Nomura	April 1980	Joined the Company
		April 2008	Executive Officer of the Company
		April 2010	Vice President & Executive Officer of the Company
		April 2011	Chairman of the Board and Managing Director of Hitachi Chemical (China) Co., Ltd. (retired from office in March 2013)
		April 2011	Chairman of the Board of Hitachi Chemical (Nantong) Co., Ltd. (retired from office in March 2013)
		February 2012	Chairman of the Board of Hitachi Chemical (Yantai) Co., Ltd. (retired from office in March 2013)
		February 2012	Chairman of the Board of Hitachi Chemical (Shanghai) Co., Ltd. (retired from office in March 2013)
		July 2012	Chairman of the Board of Hitachi Chemical (Chongqing) Co., Ltd. (retired from office in March 2013)
		April 2013	Representative Executive Officer and Senior Vice President of the Company
		April 2013	Chairman of the Board of Hitachi Chemical India Private Limited (retired from office in March 2014)
		June 2013	Director of the Company (to present)
		April 2015	Representative Executive Officer and Executive Vice President & Executive Officer of the Company (to present)
		<b>Position and assignment in the Company</b>	
		Director, and Representative Executive Officer, Executive Vice President & Executive Officer (assistance in the business execution of the President & Chief Executive Officer and oversight of risk management (including corporate export regulation & control and internal control))	
		<b>Date of birth</b> July 27, 1956	<b>Significant concurrent positions</b> -
		<b>Number of shares of the Company held</b> 12,300	<b>Attendance at Board of Directors' meetings</b> 17/17 meetings (100%)
		<b>Reason for nomination as a candidate for Director</b> Having being involved in the management of the Company's core businesses such as functional materials business, energy business and automotive products business, and businesses of overseas Hitachi Chemical Group companies, this candidate possesses extensive business experience and knowledge. This candidate has been nominated as a candidate for Director as he is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors.	


(Continued on the following page.)

No.8	Reelection	<b>Career summary</b>	
		April 1983	Joined the Company
		April 2011	Executive Officer of the Company
		April 2015	Vice President & Executive Officer of the Company
		April 2016	Representative Executive Officer, President & Chief Executive Officer of the Company (to present)
		June 2016	Director (to present) and Compensation Committee Member (to present) of the Company
		<b>Position and assignment in the Company</b>	
	Director, Compensation Committee Member, and Representative Executive Officer, President & Chief Executive Officer (oversight of all business affairs)		
	<b>Date of birth</b> March 8, 1961	<b>Significant concurrent positions</b> -	
	<b>Number of shares of the Company held</b> 10,700	<b>Attendance at Board of Directors' meetings</b> 14/14 meetings (100%)	
	<b>Reason for nomination as a candidate for Director</b>		
	Having being involved in the management of the Company and the Hitachi Chemical Group companies, this candidate possesses abundant experience, a proven track record, and excellent management execution ability. This candidate has been nominated as a candidate for Director as he is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors.		


(Continued on the following page.)

No.9	New Election Outside Director Independent	<b>Career summary</b> March 1975      Joined Yoshida Kogyo K.K. (currently, YKK Corporation) June 1999      Managing Director and Chief of Global Marketing Group, Slide Fastener Section, Fastening Products Group of YKK Corporation April 2003      Senior Managing Director and General Manager of Slide Fastener Section, Fastening Products Group of YKK Corporation October 2007    Senior Managing Director and General Manager of Fastening Products Group of YKK Corporation April 2008      Vice President and General Manager of Fastening Products Group of YKK Corporation June 2008      Director, Vice President, and General Manager of Fastening Products Group of YKK Corporation June 2011      Representative Director and President of YKK Corporation April 2017      Representative Director and Vice Chairman of YKK Corporation (to present)	
	Masayuki Sarumaru	<b>Position and assignment in the Company</b> -	
		<b>Date of birth</b> June 26, 1951	<b>Significant concurrent positions</b> Representative Director and Vice Chairman of YKK Corporation
		<b>Number of shares of the Company held</b> -	<b>Attendance at Board of Directors' meetings</b> -
		<b>Reason for nomination as a candidate for Outside Director</b> This candidate possesses abundant experience and wide-ranging insight as a global manager. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such experience and insight to the management of the Hitachi Chemical Group from a standpoint that is independent of the Hitachi Group. The candidate has therefore been nominated as a candidate for Outside Director.  Please note that there are no special interests between the Company and YKK Corporation, where Mr. Sarumaru holds significant concurrent positions.	

(Continued on the following page.)

No.10	New Election	<b>Career summary</b> April 1978      Joined Hitachi, Ltd. April 2012      Vice President and Executive Officer of Hitachi, Ltd. (General Manager of Corporate Procurement Division) April 2016      Senior Vice President and Executive Officer of Hitachi, Ltd. (CIO, CTrO, and General Manager of Smart Transformation Project Initiatives Division and Smart Life & Ecofriendly Systems Division) April 2017      Senior Vice President and Executive Officer of Hitachi, Ltd. (CIO, CTrO, General Manager of Smart Transformation Project Initiatives Division, and Head of MONOZUKURI Strategy Division & Corporate Quality Assurance Division) (to present) *CIO: Chief Information Officer CTrO: Chief Transformation Officer	
  Shinichiro Omori		<b>Position and assignment in the Company</b> -	
		<b>Date of birth</b> February 6, 1956	<b>Significant concurrent positions</b> Senior Vice President and Executive Officer of Hitachi, Ltd.
		<b>Number of shares of the Company held</b> -	<b>Attendance at Board of Directors' meetings</b> -
		<b>Reason for nomination as a candidate for Director</b> This candidate possesses abundant operational experience and specialist knowledge regarding MONOZUKURI and material procurement. It is expected that the functions of the Board of Directors will be enhanced by this candidate applying such experience and knowledge to the management of the Hitachi Chemical Group from a broad perspective. The candidate has therefore been nominated as a candidate for Director.	

(Continued on the following page.)

No.11	New Election	<b>Career summary</b>	
		April 1980	Joined Hitachi, Ltd.
		April 2013	Vice President and Executive Officer of Hitachi, Ltd. (General Manager of Finance Group and Project Leader of Administrative Operations Transformation Project, Smart Transformation Project Initiatives Division) (retired from office in March 2015)
		April 2015	Joined Hitachi Koki Co., Ltd.
		June 2015	Senior Vice-President & Executive Officer of Hitachi Koki Co., Ltd. (General Manager of Overall Corporate Division)
		April 2016	Representative Executive Officer and Executive Vice-President & Executive Officer of Hitachi Koki Co., Ltd. (General Manager of Overall Corporate Division and General Manager of Structural Reform Promotion Division) (retired from office in March 2017)
		April 2017	Associate of the Company (to present)
		<b>Position and assignment in the Company</b>	
			-
Yoshihito Kitamatsu		<b>Date of birth</b> October 8, 1956	<b>Significant concurrent positions</b> -
		<b>Number of shares of the Company held</b> -	<b>Attendance at Board of Directors' meetings</b> -
		<b>Reason for nomination as a candidate for Director</b> This candidate possesses abundant operational experience and specialist knowledge in finance and accounting. He has been nominated as a candidate for Director as he is expected to pursue the sharing of information as a member of the Board of Directors and to enhance the decision-making function of the Board of Directors.	

Note:

- Under the Articles of Incorporation and Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with six candidates for Directors, namely Mr. Kazuyuki Tanaka, Mr. Takemoto Oto, Mr. George Olcott, Mr. Richard Dyck, Ms. Chieko Matsuda, and Mr. Shigeru Azuhata, to limit their liability under Article 423, paragraph 1 of the Companies Act, and the Company intends to extend those agreements should these candidates for Directors be elected at this AGM. In addition, if the proposal to elect Mr. Masayuki Sarumaru, Mr. Shinichiro Omori, and Mr. Yoshihito Kitamatsu respectively as a Director is approved, the Company intends to enter into similar agreements with them respectively. The amount of liability under such agreements will be limited to (i) twelve (12) million yen or (ii) the minimum amount set by Article 425, paragraph 1 of the Companies Act, whichever is greater.
- The following five candidates for Directors, namely Mr. Takemoto Oto, Mr. George Olcott, Mr. Richard Dyck, Ms. Chieko Matsuda, and Mr. Masayuki Sarumaru satisfy the independence requirements set out by the Tokyo Stock Exchange, and the Company has notified the Tokyo Stock Exchange of these five Directors as independent directors.

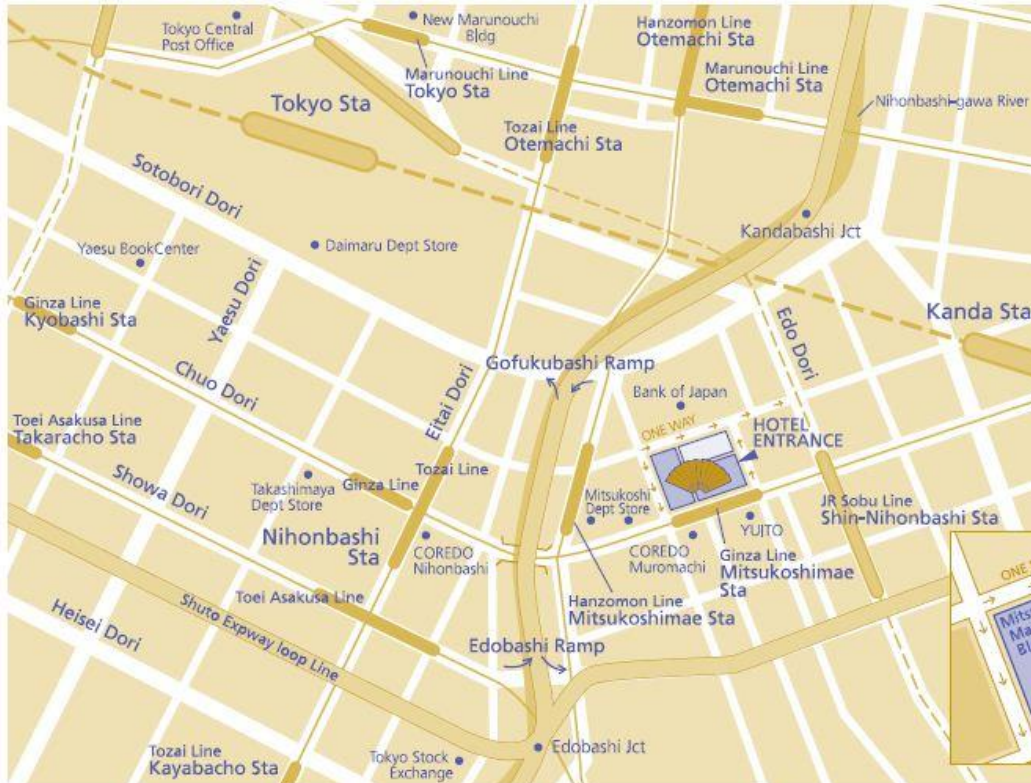
End

## Access to the Venue of the 68th Annual General Shareholders' Meeting

### MANDARIN ORIENTAL, TOKYO

2-1-1, Nihonbashi Muromachi, Chuo-ku, Tokyo 103-8328 JAPAN

Telephone +81(3) 3270 8800 Facsimile: +81(3) 3270 8828 [www.mandarinoriental.com](http://www.mandarinoriental.com)



#### ACCESS:

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