



May 18, 2022

To Whom It May Concern

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**Announcement Concerning Amendment of Certain Provisions of
the Articles of Incorporation**

Shin-Etsu Chemical Co., Ltd. (the “Company”) hereby announces that it decided, at the meeting of its Board of Directors held today, to make the following proposal at its 145th Ordinary Meeting of Shareholders to be held on June 29, 2022, concerning the Amendment of Certain Provisions of the Articles of Incorporation.

1. Purpose of amendment of the Articles of Incorporation:

The amending provisions of the proviso of Article 1 of the Supplementary Provisions of the Act Partially Amending the Corporations Law (Act No. 70 of 2019) shall come into force on September 1, 2022. For the purpose of being prepared for the introduction of electronic distribution of materials for general meetings of shareholders, the Articles of Incorporation of the Company shall be amended.

- (1) Article 16 of the draft amended Articles of Incorporation provides that the Company shall distribute the information contained in reference documentation for general meetings of shareholders in an electronic format and limits the scope of matters to be stated in written documents distributed to shareholders who request the distribution of such documents.
- (2) The provisions relating to Internet disclosure and the deemed distribution of reference documentation for general meetings of shareholders (Article 16 of the current Articles of Incorporation) shall no longer be necessary and shall be deleted.
- (3) In connection with the above establishment and deletion of provisions, supplementary provisions relating to the effective date of the amendment, etc., shall be added.

2. Details of amendment of the Articles of Incorporation

(The proposed amended language is underlined.)

Current	Proposed Amendment
<p style="text-align: center;">CHAPTER III. GENERAL MEETINGS OF SHAREHOLDERS</p> <p><u>(Internet Disclosure & Deemed Distribution of Reference Documentation for General Meetings of Shareholders)</u></p> <p><u>Article 16. In convening general meetings of shareholders, the Company may disclose by way of the Internet, and in accordance with the applicable Ministry of Justice ordinance, information regarding the affairs that the Company is required to record or present in reference documents prepared therefor and in its business reports, financial statements and consolidated financial statements, and may deem these particulars to have been distributed to shareholders as a result of such disclosure.</u></p> <p style="text-align: center;">(Newly added article)</p> <p style="text-align: center;">(Newly added article)</p>	<p style="text-align: center;">CHAPTER III. GENERAL MEETINGS OF SHAREHOLDERS</p> <p style="text-align: center;">(Deleted)</p> <p><u>(Electronic Distribution, etc.)</u></p> <p><u>Article 16. When convening general meetings of shareholders, the Company shall distribute the information contained in reference documentation for general meetings of shareholders in an electronic format. Among the matters distributed in an electronic format, the Company may omit all or part of the matters specified in the Ordinance of the Ministry of Justice in written documents distributed to shareholders who request the distribution of such documents by the record date for the determination of voting rights.</u></p> <p style="text-align: center;"><u>Supplementary Provisions</u></p> <p><u>Article 1. The amendment of Article 16 of the Articles of Incorporation shall come into force on September 1, 2022 (hereinafter referred to as the "Effective Date"), which is the date of enforcement of the amending provisions of the proviso of Article 1 of the Supplementary Provisions of the Act Partially Amending the Corporations Law (Act No. 70 of 2019).</u></p> <p><u>Article 2. Notwithstanding the provisions of the preceding Article, Article 16 (Internet Disclosure & Deemed Distribution of Reference Documentation for General Meetings of Shareholders) of the Articles of Incorporation shall remain effective with regard to any general meeting of shareholders held within six (6) months from the Effective Date.</u></p> <p><u>Article 3. Articles 1 through 3 of the Supplementary Provisions shall be deleted on (i) the date which is six (6) months after the Effective Date, or (ii) the date which is three (3) months after the date of a general meeting of shareholders referenced in the preceding Article, whichever is later.</u></p>

3. Schedule:

Date of General Meeting of Shareholders for amendment of the Articles of Incorporation: June 29, 2022

Effective date of amendment of the Articles of Incorporation: September 1, 2022

[End]