

June 29, 2015

Results of Voting at the 124th Ordinary General Meeting of Shareholders

Sumitomo Bakelite Co., Ltd.

1. Date of the meeting of shareholders
June 25, 2015

2. Contents of the matters to be resolved
Proposal No.1: Appropriation of Surplus
 - a) Class of dividend property
Monetary payment
 - b) Matters related to the disbursement of dividend property and the total amount
Dividends: 5 yen per common share Total amount: 1,204,334,970yen
 - c) Effective date of the disbursement of dividends from surplus
June 26, 2015

Proposal No.2: Partial Amendments to the Company's Articles of Incorporation

Due to the implementation of the Act for Partial Amendment of the Companies Act (Act No.90 of 2014), it has become possible to enter into a liability limitation agreement with Directors not involved in the execution of business and Corporate Auditors other than Outside Corporate Auditors. According to the intent of such amendments of the Act, the provisions of the Article 22 (Liability Limitation Agreement with Outside Directors) and Article 29 (Liability Limitation Agreement with Outside Corporate Auditors) of the Articles of Incorporation were amended in part.

Proposal No.3: Election of nine (9) Directors

Election of Shigeru Hayashi, Tsuneo Terasawa, Shigeki Muto, Noboru Yamawaki, Kazuhiko Fujiwara, Masayuki Inagaki, Sumitoshi Asakuma, Hiroyuki Abe and Ikuzo Ogawa as Director

Proposal No.4: Election of four (4) Corporate Auditors and one (1) Substitute Corporate Auditor

Election of Tamotsu Yahata, Takao Akasaka, Kazuo Matsuda, Jyunji

Tomita as Corporate Auditor, and Yoshiko Koizumi as Substitute Corporate Auditor

3. Number of voting rights exercised to the matters to be resolved, requirements for approval for the matters to be resolved and results of voting

Matters to be resolved	Number of voting rights			Results of voting (ratio of affirmative voting rights)
	For	Against	Abstention	
Proposal No.1: Appropriation of Surplus	175,450	19,740	69	Approved (87.72%)
Proposal No.2: Partial Amendments to the Company's Articles of Incorporation	193,862	1,328	69	Approved (96.92%)
Proposal No.3: Election of nine (9) Directors				
Shigeru Hayashi	165,944	29,244	69	Approved (82.97%)
Tsuneo Terasawa	189,207	5,983	69	Approved (94.60%)
Shigeki Muto	189,219	5,971	69	Approved (94.60%)
Noboru Yamawaki	189,226	5,964	69	Approved (94.61%)
Kazuhiko Fujiwara	192,034	3,156	69	Approved (96.01%)
Masayuki Inagaki	192,052	3,138	69	Approved (96.02%)
Sumitoshi Asakuma	192,048	3,142	69	Approved (96.02%)
Hiroyuki Abe	192,542	2,648	69	Approved (96.26%)
Ikuzo Ogawa	151,210	43,980	69	Approved (75.60%)
Proposal No.4: Election of four (4) Corporate Auditors and one (1) Substitute Corporate Auditor				
Tamotsu Yahata	191,567	3,642	69	Approved (95.77%)
Takao Akasaka	182,694	12,513	69	Approved (91.33%)
Kazuo Matsuda	192,844	2,365	69	Approved (96.41%)
Jyunji Tomita	186,114	9,093	69	Approved (93.04%)
Yoshiko Koizumi	193,806	1,403	69	Approved (96.89%)

Notes: The requirements for resolution are as follows:

- a) Proposal No.1: By a majority of the votes of the shareholders with voting rights present at the meeting.
 - b) Proposal No.2: By at least two-thirds (2/3) of the votes of the shareholders present at the meeting where shareholders representing at least one-third (1/3) of the voting rights of all shareholders with voting rights are present.
 - c) Proposal No.3 and No.4: By a majority of the votes of the shareholders present at the meeting where shareholders representing at least one-third (1/3) of the voting rights of all shareholders with voting rights are present.
4. Reasons why part of number of voting rights of the shareholders present at the shareholders meeting was not added
- The resolutions are duly enacted under the Companies Act because the requirements for resolutions have been fulfilled by number of exercised voting rights on or before the preceding day of the meeting, and by identified number of voting results of a part of the shareholders present at the meeting on the day. Therefore, unidentified number of voting rights of the shareholders present at the meeting on the day was not added.

Note: This document has been translated from the Japanese original, which is described in a portion of Extraordinary Report that Sumitomo Bakelite Co., Ltd. submitted to Kanto Local Finance Bureau as of June 29, 2015, for reference purposes only.