

Securities Code: 3404

June 29, 2009

**NOTICE OF THE RESOLUTIONS ADOPTED AT THE 84TH
ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We hereby inform you of the reports made and resolutions adopted at the 84th Ordinary General Meeting of Shareholders of Mitsubishi Rayon Co., Ltd. (the “Company”) held today.

Sincerely,

Masanao Kambara, President
Mitsubishi Rayon Co., Ltd.
6-41, Konan 1-chome
Minato-ku, Tokyo 108-8506

Reports:

We reported the contents of the Business Report, the Consolidated Financial Statements, and the Non-consolidated Financial Statements for the 84th term (from April 1, 2008 to March 31, 2009), and auditing results of these financial statements by an independent auditor and the Board of Corporate Auditors.

Resolutions:

Agenda 1: Appropriation of Surplus

Agenda 1 was approved and adopted as proposed. The Company shall pay a year-end cash dividend of 1.00 yen per share.

Agenda 2: Partial Amendment to the Articles of Incorporation

Agenda 2 was approved and adopted as proposed. The Company has deleted parts of the provisions regarding the share certificates, the beneficial shareholders, and the register of beneficial shareholders. In addition, the required changes have been made by revision or addition of other provisions.

Agenda 3: Election of Seven Directors

Yoshiyuki Sumeragi, Masanao Kambara, Takumi Ubagai, Noriyuki Tajiri, Akio Kataoka, Michio Tatebayashi and Akira Nakata were reelected as Director. All of the Directors have assumed their respective offices.

(TRANSLATION FOR REFERENCE PURPOSE ONLY)

At the meeting of the Board of Directors held following the close of the General Meeting of Shareholders, Representative Directors with specific titles were elected. Further, at the meeting of the Board of Corporate Auditors, Full-time Corporate Auditors were elected. All of these Directors and Corporate Auditors have assumed their respective offices. As a result, the Company's Directors and Corporate Auditors on and after June 29, 2009 are as follows:

Chairman of the Board	Yoshiyuki Sumeragi		
Representative Director and President	Masanao Kambara		
Representative Director	Takumi Ubagai		
Representative Director	Noriyuki Tajiri	Corporate Auditor (Full-time)	Toshifumi Shinohara
Director	Akio Kataoka	Corporate Auditor (Full-time)	Toru Sakamaki
Director	Michio Tatebayashi	Corporate Auditor (Full-time)	Hisatoshi Adachi
Director	Akira Nakata	Corporate Auditor	Noriyuki Hoshi

INFORMATION

1. The year-end cash dividend for the 84th term will be paid on presenting the enclosed "Dividend Warrant." Please collect the payment of the dividends in accordance with the instructions stated on the Warrant from Tuesday, June 30, 2009 to Friday, July 31, 2009, at a nearby Japan Post Bank branch or a post office.

For shareholders who designated a bank account to which the dividends shall be wire-transferred, please kindly confirm the amount remitted to your designated bank account.

2. The Company's Financial Statements in English are available on our website at:
http://www.mrc.co.jp/english/ir/library_results.html

<p><i>Note: This English version is a translation of the original Notice written in Japanese. When discrepancies in interpretation arise, the content of the Japanese Notice shall prevail.</i></p>
