



March 12, 2019

To Whom It May Concern

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Shin-Etsu Chemical Co., Ltd.
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**Notice Concerning Repurchase of Shares Based on
Off-Auction Own Share Repurchase Trading System (ToSTNeT-3)**
(Repurchase of Shares Based on Provisions in the Company's Articles of Incorporation
Relating to Article 165(2) of the Companies Act)

Shin-Etsu Chemical Co., Ltd. (the “Company”) hereby announces that, as a resolution was passed at its meeting of the Board of Directors held on March 12, 2019 concerning the repurchase of the Company's shares, based on the provisions of Article 156 of the Companies Act, as applied pursuant to Article 165(3) of the Companies Act, the Company has decided on the specific purchase method described below to be applied to the shares to be repurchased.

1. Purchase Method

The Company will request purchases based on the Off-Auction Own Share Repurchase Trading System (ToSTNeT-3) of the Tokyo Stock Exchange, at 8:45 a.m. on March 13, 2019 at a price equal to today's (March 12, 2019) closing price (including a final special quote, if applicable) of 9,090 Japanese Yen (no other trading system or change in trading time will apply). Buy orders submitted at that time will be effective only during the applicable period.

2. Purchase Transaction Details

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|--|---|
| (1) Share Type for Purchases: | common shares of the Company |
| (2) Total Number of Shares
to be Purchased: | 11,001,100 shares |
| (3) Total Share Purchase Amount: | 99,999,999,000 Japanese Yen |
| (4) Announcement of Results: | The results will be announced after the
completion of the transactions at 8:45 a.m. on
March 13, 2019 |

Note 1: The number of shares to be traded will not be changed; provided, however, that a part or all of the purchases may not be made due to market conditions, etc.

Note 2: The purchases will be made based on the sell orders corresponding to the number of shares scheduled to be purchased.

For Reference: Contents of Resolution of Board of Directors Meeting Held on
March 12, 2019

- (1) Share Type for Purchases: common shares of the Company
- (2) Total Number of Shares
to be Purchased: 14,000,000 shares
(3.3% of the total shares issued and outstanding,
excluding treasury shares)
- (3) Total Share Purchase Amount: 100 billion Japanese Yen
- (4) Purchase Period: March 13, 2019 to September 30, 2019