

Please note that this is an English translation of the original Notice of the Resolution which is written in Japanese; therefore, in the event of any conflict between the Japanese original and this English translation, the Japanese original shall be controlling in all respects.

(TSE Code 4185)

June 17, 2011

Dear Shareholders,

Notice of the Resolution of the 66th Ordinary General Meeting of Shareholders
of
JSR Corporation

We are pleased to inform you that the following items were reported and resolved at the 66th Ordinary General Meeting of Shareholders of JSR Corporation (“the Meeting”) held on June 17, 2011:

Sincerely,

Mitsunobu Koshiba
Representative Director and President
JSR Corporation
1-9-2, Higashi-Shinbashi,
Minato-ku, Tokyo

1. Matters to be Reported

Each of the following items were duly reported at the Meeting:

- (1) Business Report, Consolidated Financial Statements for the 66th Fiscal Term (from April 1, 2010 - March 31, 2011) and Audit Reports thereon by the Accounting Auditors and the Board of Corporate Auditors
- (2) Non Consolidated Financial Statements for the 66th Fiscal Term (from April 1, 2010 - March 31, 2011)

2. Matters to be Resolved

Proposal 1. Appropriation of Surplus

The Meeting resolved and duly approved the proposal as presented.

16 yen per share was approved as the year- end dividend.

As a result, annual dividend for the fiscal year will be 32 yen per share when combined with the interim dividend.

Proposal 2. Partial Amendments to the Articles of Incorporation

The Meeting resolved and duly approved the proposal as presented.

Details of the amendments approved are as follows:

(Underlines indicate amended sections)

Current Articles of Incorporation	Proposed Amendments
<p>(Representative Directors and other Directors with Special Assignments) Article 21. The Board of Directors shall appoint by its resolution one (1) or more Representative Director(s). Respective Representative Director(s) shall (respectively) represent the Company and execute affairs of the Company in accordance with the resolution of the Board of Directors. 2. The Board of Directors shall appoint by its resolution the President and may appoint one (1) Chairperson of the Board of Directors <u>and one or more Vice President(s), Senior Managing Director(s) and Managing Director(s).</u></p> <p>(Added)</p> <p>Articles 22 – 29 (Text Omitted)</p> <p>(Added)</p> <p>Articles 30 – 36 (Text Omitted)</p>	<p>(Representative Directors and other Directors with Special Assignments) Article 21. (Text unchanged)</p> <p>2. The Board of Directors shall appoint by its resolution the President and may appoint one (1) Chairperson of the Board of Directors.</p> <p><u>(Agreement with Outside Directors for Limiting Liabilities)</u> <u>Article 22.</u> <u>The Company may enter into an agreement with each of the Outside Directors to the effect that any liabilities of such Outside Director under Paragraph 1 of Article 423 of the Corporation Law shall be limited to an amount set by applicable laws and regulations; provided that such Outside Director must have acted in good faith and without gross negligence in performing his/her duties.</u></p> <p>Articles 23-30 (Text unchanged)</p> <p><u>(Agreement with Outside Corporate Auditors for Limiting Liabilities)</u> <u>Article 31.</u> <u>The Company may enter into an agreement with each of the Outside Corporate Auditors to the effect that any liabilities of such Outside Corporate Auditor under Paragraph 1 of Article 423 of the Corporation Law shall be limited to an amount set by applicable laws and regulations; provided that such Outside Corporate Auditor must have acted in good faith and without gross negligence in performing his/her duties.</u></p> <p>Articles 32 – 38 (Text Unchanged)</p>

Proposal 3. Election of Six (6) Directors

The Meeting resolved and approved the proposal as presented.

Messrs. Yoshinori Yoshida, Mitsunobu Koshiba, Masaki Hirose, Hozumi Sato, Takuya Goto, and Michio Kariya were appointed as Directors of the Company.

Proposal 4. Election of One (1) Substitute Corporate Auditor

The Meeting resolved and duly approved the proposal as presented.

Mr. Shoichi Kataoka was appointed as a Substitute Corporate Auditor of the Company.

Proposal 5. Payment of Bonus to Directors

The meeting resolved and duly approved the proposal as presented.

The Company will pay bonuses in a total amount for ¥ 90 million to nine Directors incumbent as of the end of the Fiscal Term.

Upon the resolution of the meeting of Board of the Directors of the Company held immediately after the Meeting, the following representative and senior directors were appointed and assumed the office:

Director and Chairman	Yoshinori Yoshida
Representative Director and President	Mitsunobu Koshiba
Representative Director	Masaki Hirose
Director	Hozumi Sato
Director	Takuya Goto
Director	Michio Kariya

Messrs. Takuya Goto and Michio Kariya are Outside Directors.

Upon the resolution of the meeting of Board of the Corporate Auditors held immediately after the Meeting, Mr. Nobuo Bessho was appointed as Full-time Corporate Auditor and assumed the office.

As a result, the following are the Directors, Corporate Auditors and Officers of the Company;

1. Directors:

Director and Chairman	Yoshinori Yoshida
Representative Director and President	Mitsunobu Koshiba
Representative Director and Executive Managing Officer	Masaki Hirose
Director and Managing Officer	Hozumi Sato
Director	Takuya Goto *
Director	Michio Kariya *

* Denotes Outside Directors.

2. Corporate Auditors

Full-time Corporate Auditor	Nobuo Bessho
Corporate Auditor	Kenji Ito *
Corporate Auditor	Hiroichi Uekusa *
Corporate Auditor	Nobuko Kato *

* Denotes Outside Corporate Auditors.

3. Officers

Executive Managing Officer	Masaki Hirose *
Managing Officer	Hozumi Sato *
Managing Officer	Yasuki Sajima
Managing Officer	Koichi Kawasaki
Managing Officer	Hisao Hasegawa
Senior Officer	Atsushi Kumano
Senior Officer	Shin-ichiro Iwanaga
Senior Officer	Yasuhisa Nagahiro
Senior Officer	Nobuo Kawahashi
Officer	Takashi Wakabayashi
Officer	Takatoshi Nagatomo
Officer	Ken Sugimoto
Officer	Takeshi Watanage
Officer	Hayato Hirano
Officer	Katsuya Inoue
Officer	Fumio Tsutsumi
Officer	Kazumasa Yamawaki
Officer	Eric Johnson
Officer	Eiichi Kobayashi

* Donates Officers concurrently serve as Directors.

Payment of Dividend

Please receive the dividend for the 66th Fiscal Year to be paid out during the pay-out period commencing on June 20, 2011 and ending on July 20, 2011 at your nearby branch or local office of Japan Post Bank or post office (bank agent) in accordance with instructions in the enclosed *Receipt of Year-end Dividend* (“Dividend Receipt”).

Please refer to the enclosed *Payment Statement for the Year-end Dividend* (“Payment Statement”) and *Bank Account Information for Receipt of the Dividend* if you have already designated a specific account to which we should transfer the dividend.

Please also refer to the enclosed Payment Statement and *Information as to how to Receive the Dividend* if you have already designated the newly introduced dividend receiving method in which dividend are distributed to each of your accounts in proportion to the numbers of the shares held at the accounts.

We are enclosing Payment Statement to shareholders who receive dividends by using Dividend Receipt as well. The Payment Statement may be used not only as a future reference to the amount for the dividend but also as a supporting document for filing tax return. Please keep the Payment Statement in a safe place if you are to file a tax return.