

(Note) This is a translation of the official Japanese original for reference purpose only. In the event of any discrepancy between this translation and the official Japanese original, the Japanese original shall prevail. Please note that differences between this translation and those in the previous years may not necessarily mean that there have been changes in the official Japanese original, since the translation differences may stem only from a more accurate translation.

June 22, 2017

To the Shareholders:

**Shunichi Miyanaga, President and CEO
Mitsubishi Heavy Industries, Ltd.
16-5, Konan 2-chome, Minato-ku, Tokyo**

**NOTICE OF RESOLUTIONS
OF
THE 92ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

This is to notify you that the following matters were reported or resolved at the 92nd Annual General Meeting of Shareholders of Mitsubishi Heavy Industries, Ltd. (“MHI”) held today.

Matters Reported:

Item No. 1: Business Report, Consolidated Financial Statements for the 2016 fiscal year (from April 1, 2016, to March 31, 2017), and Audit Report on the Consolidated Financial Statements by the Financial Auditor and Audit and Supervisory Committee

Item No. 2: Non-consolidated Financial Statements for the 2016 fiscal year (from April 1, 2016, to March 31, 2017)

The contents of the above-mentioned matters were duly reported.

Matters Resolved:

Proposal No. 1: Appropriation of Surplus

The appropriation of surplus was approved and resolved as originally proposed. As a result, the year-end dividend was set at ¥6 per share.

Proposal No. 2: Consolidation of Shares

The consolidation of shares was approved and resolved as originally proposed. As a result, 10 shares of MHI's common stock will be consolidated into one share of common stock with an effective date of October 1, 2017.

Also, on the same day, the number of shares of MHI constituting one unit will be changed from 1,000 shares to 100 shares.

Proposal No. 3: Election of 6 Directors (excluding Directors who are serving as Audit and Supervisory Committee Members)

As originally proposed, each of the following persons was elected to the position of Director:

Messrs. Hideaki Omiya, Shunichi Miyanaga, Masanori Koguchi,
Michisuke Nayama, Naoyuki Shinohara, and Ken Kobayashi.

All of them have assumed this position.

Proposal No. 4: Election of 5 Directors who are serving as Audit and Supervisory Committee Members

As originally proposed, each of the following persons was elected to the position of the said Director:

Messrs. Seiji Izumisawa, Toshifumi Goto, Nobuo Kuroyanagi,
Ms. Christina Ahmadjian and Mr. Shinichiro Ito

All of them have assumed this position.

Proposal No. 5: Election of Financial Auditor

The election of a financial auditor was approved and resolved as originally proposed. As a result, KPMG AZSA LLC was newly elected to replace Ernst & Young ShinNihon LLC.

(End)

[REFERENCE]

New Lineup of Directors (Member of the Board) of MHI (as of June 22, 2017)

| | |
|------------------------------------------------------------|---------------------|
| Chairman | Hideaki Omiya |
| *President and CEO | Shunichi Miyanaga |
| *Director, Executive Vice President | Masanori Koguchi |
| Director, Executive Vice President | Michisuke Nayama |
| Director | Naoyuki Shinohara |
| Director | Ken Kobayashi |
| Director, Full-time Audit and Supervisory Committee Member | Seiji Izumisawa |
| Director, Full-time Audit and Supervisory Committee Member | Toshifumi Goto |
| Director, Audit and Supervisory Committee Member | Nobuo Kuroyanagi |
| Director, Audit and Supervisory Committee Member | Christina Ahmadjian |
| Director, Audit and Supervisory Committee Member | Shinichiro Ito |

- (Notes) 1. An asterisk mark (*) indicates a Representative Director.
2. Messrs. Naoyuki Shinohara, Ken Kobayashi, Nobuo Kuroyanagi, Ms. Christina Ahmadjian and Mr. Shinichiro Ito, each a Director, are Outside Directors as defined in Article 2, Item 15 of the Companies Act.
3. MHI has submitted notifications, specifying all MHI's Outside Directors as independent Directors, to Tokyo Stock Exchange, Inc. and other listed financial instruments exchanges in Japan.

Payment of Proceeds from Sale of Fractional Shares Created as a Result of Share Consolidation

With an effective date of October 1, 2017, 10 shares of MHI's common stock will be consolidated into one share of common stock.

For the shareholders who hold the fractional shares less than one share of common stock as a result of the share consolidation, a number of shares of MHI equivalent to the aggregate of fractional shares will be sold by MHI, pursuant to the provisions of Article 235 of the Companies Act. The proceeds from the sale will be distributed to the shareholders of the fractional shares in proportion to the amount of their fractional shares.

Also, the shareholders who hold less than 10 shares of common stock before the share consolidation will lose their status as a shareholder following the sale of fractional shares.