

May 12, 2016

Company name: Tokuyama Corporation  
Representative name: Hiroshi Yokota,  
President and Representative Director  
(Code No. 4043, First Section TSE)  
Contact: Taro Kobayashi, General Manager  
Corporate Communications & Investor Relations Dept.  
TEL: +81-3-5207-2552

### Notice concerning a Change in Accounting Auditor

Tokuyama Corporation (hereafter referred to as “Tokuyama” or “the Company”) today announced details of its decision to table a proposal regarding the “Selection and Appointment of an Accounting Auditor” at its 152nd Ordinary General Meeting of Shareholders scheduled for June 24, 2016. This proposal to select and appoint an accounting auditor that is responsible for the audit certification of Tokuyama’s financial accounts, pursuant to Article 193-2, paragraphs (1) and (2), of the Financial Instruments and Exchange Act of Japan, is based on a determination of the Company’s Audit & Supervisory Board and in accordance with a resolution of the Board of Directors at a meeting held on May 12, 2016. Brief details are presented as follows.

1. Scheduled date of the change in accounting auditor  
June 24, 2016 (scheduled date of the Company’s 152nd Ordinary General Meeting of Shareholders)
2. Overviews of the accounting auditors to be appointed and to resign
  - (1) Overview of the accounting auditor to be appointed

1. Name	Grant Thornton Taiyo LLC
2. Address	Akasaka Oji Bldg., 8-1-22 Akasaka, Minato-ku, Tokyo
3. Name of managing partners	Shigeru Omura, Tetsuo Shibaya, Makoto Watanabe
4. Registration status of the registration system for listed company audit firms under the Japanese Institute of Certified Public Accountants	Registered on the listed company audit firms list

(2) Overview of the accounting auditor to resign

1. Name	Yamaguchi Audit Corporation
2. Address	Yoyogikoen-mae Bldg. 2-3 Yoyogi-dori, Shunan City, Yamaguchi Prefecture
3. Names of managing partners	Masayuki Oda, Terumi Kobayashi

3. Reasons for putting forward the entity described in 2. (1) as a candidate for appointment as the Company's accounting auditor  
Tokuyama's Audit & Supervisory Board is confident that Grant Thornton Taiyo LLC possesses the necessary expertise, independence, and propriety to serve as an accounting auditor and maintains the required structure and systems to carry out an accounting audit of the Company in an appropriate and proper manner. On this basis, the Audit & Supervisory Board has put forward Grant Thornton Taiyo LLC as a candidate for appointment as the Company's accounting auditor.
4. Date of the most recent appointment of the resigning accounting auditor  
June 24, 2015
5. Opinion and other comments on the audit reports prepared by the resigning accounting auditor over the past three years  
Not applicable.
6. Reasons and background behind the decision to change the accounting auditor  
The term of office of Yamaguchi Audit Corporation as the Company's accounting auditor will expire as of the close of Tokuyama's 152nd Ordinary General Meeting of Shareholders scheduled for June 24, 2016. With this in mind, the Company decided to review its accounting auditor requirements and to undertake a comparison of several candidates. Tokuyama took into consideration several factors including the capabilities and costs of each audit firm particularly in connection with the nature of its operations and size. As a result, the decision was made to newly propose Grant Thornton Taiyo LLC as a candidate for appointment as the Company's accounting auditor.
7. Opinion of the resigning accounting auditor regarding items in audit reports with respect to the reasons and background outlined in 6  
No particular opinion has been expressed in communications received by the Company from the resigning accounting auditor.