



各位

平成 26 年 12 月 11 日

電気化学工業株式会社 三井物産株式会社

# 米 DuPont 社のクロロプレンゴム事業譲受に関するお知らせ

電気化学工業株式会社(本社:東京都中央区、代表取締役社長:吉髙紳介、以下「デンカ」)と三井物産株式会社(本社:東京都千代田区、代表取締役社長:飯島彰己、以下「三井物産」)は、米国に共同出資会社 Denka Performance Elastomer(以下「DPE」:出資比率 デンカ 70% 三井物産 30%)を設立し、DPE が世界的総合化学メーカーである DuPont 社のクロロプレンゴム(以下「CR」)の製造・販売に関する事業(以下「対象事業」)を譲り受ける(以下「本買収」)ための契約を締結することを決定し、2014年12月9日に DuPont 社と同契約を締結いたしましたので、お知らせいたします。

なお、本買収は所管当局の正式な承認を条件として、平成27年上半期の買収完了を目指します。

#### ※CRとは

耐候性、耐オゾン性、耐油性、耐磨耗性、難燃性、耐熱性など優れた特性をバランス良く持ち、加工しやすい合成ゴムで、伝動ベルトや自動車部品、フォームラバー、接着剤など幅広い用途に使用されています。製造方法は、主原料が異なるアセチレン法とブタジエン法があります。

### 1. 本買収の目的

デンカは、昭和37年(1962年)に青海工場(新潟県糸魚川市)にて独自技術(アセチレン法)でCRの製造・販売を開始し、現在では世界約80カ国に供給する最大級のCRメーカーです。 DuPont社は1931年に世界に先がけてCRを開発。現在はブタジエン法にて生産を行ない、主に北米、南米、欧州向けに供給しております。

本買収により、デンカはアセチレン法の青海工場に加え、立地面で優位な北米にブタジエン法の第2生産拠点を保有することとなり、高品質で安定的な供給体制が強化され、顧客満足度の更なる向上が期待されます。

本買収は、デンカの経営計画「DENKA100」新成長戦略のひとつ「生産体制の最適化」の最重要テーマであり、これにより数値目標の早期達成に向け取り組んでまいります。

三井物産はグローバルな販売ネットワークを活用し、長年に亘りデンカと協力し「デンカクロロプレン®」の販売に携わってきましたが、本共同買収事業を通じ、事業パートナーとしてデンカと共にCR事業の一層の拡大・発展を目指します。

### 2. 本買収の概要

DuPont 社より、同社パフォーマンスポリマーズ部門の一部であるCR事業を取得いたします。 その概要は以下のとおりです。

(1)	対	象	事	業	DuPont 社が保有するCRの製造・販売に関する事業
(2)	事	業	拠	点	工場所在地 米国:ルイジアナ州 La Place Pontchartrain 工場
(3)	従	業	員	数	約 235 名

※買収金額は100億円から140億円を想定しております。

※買収後のデンカのCRの事業はおよそ500億円規模を想定しております。

### 3. DuPont 社の概要

(1)	名			称	E.I.du Pont de Nemours and Company
(2)	所	Ī	在	地	デラウェア州ウィルミントン市 (アメリカ)
(3)	代表	長者の	役職	・氏名	Chair of the Board & CEO Ellen J.Kullman
(4)	事	業	内	容	科学技術を基盤とした製品・技術・サービスの提供
(5)	資	7	本	金	541 百万ドル(2013 年 12 月末)約 650 億円(120 円/\$)
(6)	設	-	17.	年	1802 年
(7)	連	結	純	資 産	16,286 百万ドル(2013 年 12 月末)約1兆9,500億円(120円/\$)
(8)	連	結	総	資 産	51,499 百万ドル(2013 年 12 月末)約6兆1,800億円(120円/\$)

(DuPont 社「ANNUAL REPORT 2013」を参考に作成)

## 4. 今後のスケジュール

(1)	契約締結日	平成 26 年 12 月 9 日
(2)	東光漆 // 巫戸 田口	平成27年上半期(予定)
	事業譲り受け期日	(注) 本件の実行は所管当局の正式承認が前提となります。

以 上

【本発表に関するお問合せ先】

電気化学工業株式会社

CSR・広報室

03 - 5290 - 5511

三井物産株式会社

広報部報道室

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# **News Release**





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### DuPont to Sell DuPont™ Neoprene to Denka Performance Elastomer LLC

WILMINGTON, Del., Dec. 10, 2014 – Today, DuPont Performance Polymers and DENKA (Denki Kagaku Kogyo K.K. TSE:4061) announced they have signed a definitive agreement to sell DuPont™ Neoprene polychloroprene to Denka Performance Elastomer LLC, a new joint venture company owned 70 percent by DENKA and 30 percent by Mitsui (Mitsui & Co., Ltd. TSE:8031). The sale is expected to close in the first half of 2015 pending receipt of customary regulatory approvals. Financial terms of the deal are not being disclosed.

Neoprene, invented by DuPont in 1931, is a synthetic rubber used for many chemical and weather-resistant products such as wet suits and orthopedic braces. It also is used as a base resin in adhesives, electrical insulation and coatings. DuPont is a leading producer of Neoprene polychloroprene in North America through manufacturing operations at its Pontchartrain Works site in La Place, La. Approximately 235 employees in the United States will be included in the transaction.

"Neoprene has been an important product line within DuPont Performance Polymers and we believe it will truly thrive as part of the Denka Performance Elastomer portfolio," said <a href="Patrick E. Lindner">Patrick E. Lindner</a>, president of DuPont Performance Polymers. "This agreement further enables the DuPont Performance Polymers business to focus on innovative new offerings that drive profitable growth both today and over the long term."

"We are excited to welcome Neoprene and the employees who manage this product," said Shinsuke Yoshitaka, DENKA president & CEO. "Chloroprene rubber is our core business and the acquisition from DuPont will largely contribute to our further sustainable growth. Also, DENKA can establish a flexible supply structure with high-quality products. Furthermore, we expect to enjoy synergies with our Research & Development and technical services, which are our strengths. I believe that these positive effects will enable us to serve the market and the customers much better."

DENKA was founded in 1915 and is headquartered in Tokyo, Japan. DENKA manufactures and distributes a wide range of chemical products, encompassing organic and inorganic materials, polymer processing, electronic materials and pharmaceuticals. Since 1962, DENKA has been manufacturing polychloroprene in its plant in Omi, Japan, using the acetylene method of polychloroprene production.

DuPont has been bringing world-class science and engineering to the global marketplace in the form of innovative products, materials, and services since 1802. The company believes that by collaborating with customers, governments, NGOs, and thought leaders we can help find solutions to such global challenges as providing enough healthy food for people everywhere, decreasing dependence on fossil fuels, and protecting life and the environment. For additional information about DuPont and its commitment to inclusive innovation, please visit <a href="https://www.dupont.com">www.dupont.com</a>.

DuPont Forward-Looking Statements: This document contains forward-looking statements which may be identified by their use of words like: "intends," "estimates," "anticipates" or other words of similar meaning. All statements that address expectations or projections about the future, including statements about the company's strategy for growth, product development, regulatory approval, market position, anticipated benefits of recent acquisitions, timing of anticipated benefits from restructuring actions, outcome of contingencies, such as litigation and environmental matters, expenditures and financial results, are forward-looking statements. Forward-looking statements are not guarantees of future performance and are based on certain assumptions and expectations of future events which may not be realized. Forward-looking statements also involve risks and uncertainties, many of which are beyond the company's control. Some of the important factors that could cause the company's actual results to differ materially from those projected in any such forward-looking statements are: fluctuations in energy and raw material prices; failure to develop and market new products and optimally manage product life cycles; significant litigation and environmental matters; failure to appropriately manage process safety and product stewardship issues; changes in laws and regulations or political conditions; global economic and capital markets conditions, such as inflation, interest and currency exchange rates; business or supply disruptions; security threats, such as acts of sabotage, terrorism or war, weather events and natural disasters; ability to protect and enforce the company's intellectual property rights; successful integration of acquired businesses and separation of underperforming or non-strategic assets or businesses and successful completion of the proposed spinoff of the Performance Chemicals segment including ability to fully realize the expected benefits of the proposed spinoff. The company undertakes no duty to update any forward-looking statements as a result of future developments or new information.

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