

To Those Shareholders with Voting Rights

Shinji Kamei
President
MABUCHI MOTOR CO., LTD.
430 Matsuhidai, Matsudo-shi, Chiba-ken, Japan

**NOTICE OF RESOLUTIONS PASSED
AT THE 68TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to announce that the scheduled matters were reported and resolved as follows at the 68th Ordinary General Meeting of Shareholders held today.

Matters reported:

1. The Business Report and the Consolidated Financial Statements for the 68th Fiscal Term (from January 1, 2008 to December 31, 2008), as well as the Audit Reports of the Independent Certified Public Accountants and the Board of Statutory Auditors for the Consolidated Financial Statements
The contents of the above Business Report and the Consolidated Financial Statements and the Audit Reports for the Consolidated Financial Statements were duly reported.
2. The Financial Statements for the 68th Fiscal Term (from January 1, 2008 to December 31, 2008)
The contents of the above Financial Statements were duly reported.

Matters resolved:

Proposal 1: Proposed Appropriation of Earned Surplus for the 68th Fiscal Term

The matter was approved as originally proposed. The year-end dividend was determined to be ¥62 per share, totaling ¥2,172,499,034.
The distribution of surplus was determined to be paid from March 30, 2009.

Proposal 2: Proposed Partial Amendments to the Articles of Incorporation

The matter was approved as originally proposed.

The amendments were as follows:

(1) Following the enforcement of the “Act for Partial Revision of the Act on Transfer of Corporate Bonds, etc. for Streamlining Settlement Concerning Stock Trading, etc.” (hereinafter referred to as the “Act for Streamlining Settlement of Stocks, etc.”, effective on January 5, 2009), provisions to issue shares in the Articles of Incorporation have been deemed to be abolished. The Company deleted the relevant articles and the one concerning non-issuance of share certificates representing shares less than one unit of stock, which became invalid with said abolishment.

(2) The Company deleted wordings concerning beneficial shareholders and a register of beneficial shareholders which became invalid as the “Act on Custody and Transfer of Share Certificate, etc.” was abolished with the enforcement of the Act for Streamlining Settlement of Stocks, etc.

(3) It is required to prepare and retain a register of lost share certificates until the day on which one year elapses from the day immediately following the day on which the Act for Streamlining Settlement of Stocks, etc. is enforced in compliance with provisions of Article 221 of the Corporation Law. Therefore, the Company transferred provisions on the register of lost share certificates to the section of the Supplementary Provisions and made such provisions to be deleted on January 6, 2010.

(4) In line with the above-mentioned changes, the numbers of the relevant articles of the existing Articles of Incorporation were appropriately adjusted.

Proposal 3: Election of Seven (7) Directors

The matter was approved as originally proposed. Takaichi Mabuchi, Shinji Kamei, Nobuyo Habuchi, Shunroku Nishimura, Akira Okuma, Takashi Kamei and Kaoru Kato were reelected as directors and took office again.

At the Board of Directors meeting held after the Ordinary General Meeting of Shareholders, the following representative directors and directors with a special title were elected and they accepted the appointments.

Takaichi Mabuchi, Chairman and Representative Director
Shinji Kamei, President and Representative Director
Nobuyo Habuchi, Executive Managing Director
Shunroku Nishimura, Managing Director

Payment of Dividend for the 68th Fiscal Term

1. Please refer to the enclosed "Receipt of Dividend" and take receipt of the dividend by the method most convenient for you.
2. If you have already designated a specific bank account transfer, please refer to the enclosed "Dividend Calculation Sheet for the Fiscal Term" and "Reference to the Beneficiary Account for Dividend Transfer."