

Please note that the following is an unofficial English translation of Japanese Notice of Resolutions of the 146th Ordinary General Meeting of Shareholders of Kyosan Electric Manufacturing Co., Ltd. Kyosan provides this translation for your reference purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

June 24, 2011

To Our Shareholders:

Tsutomu Nishikawa
President and Representative Director
Kyosan Electric Manufacturing Co., Ltd.
2-29-1 Heian-cho, Tsurumi-ku, Yokohama

Notice of Resolutions of the 146th Ordinary General Meeting of Shareholders

We are pleased to announce that the matters outlined below were reported and resolved at the 146th Ordinary General Meeting of Shareholders of Kyosan Electric Manufacturing Co., Ltd.

- Matters Reported:**
1. Business Report, Consolidated Financial Statements for the 146th Term (from April 1, 2010 to March 31, 2011) and Reports of Audit of the Consolidated Financial Statements by the Accounting Auditors and Board of Company Auditors
 2. Report on the Financial Statements for the 146th Term (from April 1, 2010 to March 31, 2011)

The particulars of the above 1 and 2 were reported.

Matters Resolved:

Proposal No. 1: Appropriation of Surplus
The proposal was approved and adopted as proposed. The year-end dividend was decided to be ¥5 per share.

Proposal No. 2: Election of 9 Directors
The proposal was approved and adopted as proposed. Tsutomu Nishikawa, Sadatsuna Watanabe, Tsutomu Tokodai, Kazuo Hinata, Hisazumi Toho, Takashi Yoshikawa, Shigenobu Nishida, Katsuhiko Fujimoto and Masanari Sakamoto were reelected as Directors and assumed office.
Both Katsuhiko Fujimoto and Masanari Sakamoto are Outside Directors.

[Translation for Reference Purposes Only]

Proposal No. 3: Election of 4 Company Auditors
The proposal was approved and adopted as proposed. Hirokazu Watanabe and Masatoshi Oshima were reelected as Company Auditors and assumed office. Additionally, Masao Wada and Hisao Sakashita were newly elected as Company Auditors and assumed office.
Both Masatoshi Oshima and Hisao Sakashita are Outside Company Auditors.

Proposal No. 4: Election of 1 Substitute Company Auditor
The proposal was approved and adopted as proposed. Miki Kitajima was elected as Substitute Company Auditor.

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At a Board of Directors meeting held after the conclusion of the Ordinary General Meeting of Shareholders, Tsutomu Nishikawa was elected as Representative Director and assumed office.

At a Board of Company Auditors meeting held after the conclusion of the Ordinary General Meeting of Shareholders, Hirokazu Watanabe was elected as Full-Time Company Auditor and assumed office.

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Payment of Dividend

The year-end dividend for the 146th term will be paid out at your nearby branch and local office of Japan Post Bank Co., Ltd. located throughout Japan and post office (bank agent) in accordance with the enclosed "Receipt of the Year-end Dividend" during the payout period from June 27, 2011 to July 29, 2011.

If you have already designated a specific account to which the dividend should be remitted, please confirm that the dividend is correctly remitted to your account as stated in the enclosed "Year-end Dividend Calculation Sheet" and "Reference to the Beneficiary Account for Dividend Transfer." If you have instructed us to pay dividends by way of allocation in proportion to the number of shares you hold, please contact your account management institution (securities company, etc.) for your account to which the dividend should be remitted.

In addition, please keep the enclosed "Year-end Dividend Calculation Sheet" at hand because it may be used as supporting materials when you file an income tax return.