

(Translation)

The following is an English translation of the Notice of the Resolutions of the 63rd Ordinary General Meeting of Shareholders of Minebea Co., Ltd.  
The Company provides this translation for your reference and convenience only and without any guarantee as to its accuracy or otherwise.

Securities Code 6479

June 26, 2009

## To the Shareholders

4106-73, Oaza Miyota, Miyota-machi,  
Kitasaku-gun, Nagano Prefecture

**Minebea Co., Ltd.**  
Yoshihisa Kainuma  
Representative Director

### Notice of the Resolutions of the 63rd Ordinary General Meeting of Shareholders

We are pleased to notify our shareholders that the proposed matters were reported and resolved as follows at the 63rd Ordinary General Meeting of Shareholders of Minebea Co., Ltd. (“Company”) (hereinafter the “Meeting”) held on June 26, 2009.

#### Matters reported:

- 1) The Business Report, the Consolidated Financial Statements for the 63rd business year (April 1, 2008 to March 31, 2009), and the Audit Report on the Consolidated Financial Statements by the Independent Auditors and Board of Corporate Auditors were reported at the Meeting.
- 2) The Non-Consolidated Financial Statements for the 63rd business year (April 1, 2008 to March 31, 2009) were reported at the Meeting.

#### Matters voted on and resolved:

##### First Proposal:

Appropriation of Surplus

The first proposal was approved as originally proposed, and it was resolved that the amount of the dividends of the 63rd business period would be ¥2 per share.

##### Second Proposal:

Partial Amendments to the Articles of Incorporation

The second proposal was approved as originally proposed.

Details of the amendments are provided in “Details of the Partial Amendments to the Articles of Incorporation” as described below.

##### Third Proposal:

Election of Ten (10) Directors

With respect to this proposal, the following ten (10) Directors were elected as originally proposed and have assumed office:

Messrs. Yoshihisa Kainuma, Koichi Dosho, Hiroharu Katogi, Akihiro Hirao, Eiichi Kobayashi (all reelected), Hiroyuki Yajima (newly elected), Masayoshi Yamanaka, Hiroataka Fujita, Kohshi Murakami and Takashi Matsuoka (all reelected)

Messrs. Kohshi Murakami and Takashi Matsuoka are Outside Directors.

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Details of Partial Amendments to the Articles of Incorporation

(Amended text shown underlined)

Before Amendments	After Amendments
<p>(Issuance of Share Certificates) <u>Article 7. The Company will issue share certificates concerning shares.</u></p>	<p>(Deleted)</p>
<p>(Acquisition of Treasury Stock) Article <u>8</u>. (Articles Omitted)</p>	<p>(Acquisition of Treasury Stock) Article <u>7</u>. (Not Amended)</p>
<p>(Number of Shares Constituting One Unit of Shares; <u>Non-issuance of a Share Certificate Constituting Shares of Less Than One Unit</u>) Article <u>9</u>. One thousand (1,000) shares of the Company shall constitute one unit of shares. <u>Notwithstanding the provisions in Article 7, the Company may decide not to issue a share certificate constituting shares of less than one unit.</u></p>	<p>(Number of Shares Constituting One Unit of Shares)  Article <u>8</u>. One thousand (1,000) shares of the Company shall constitute one unit of shares. (Deleted)</p>
<p>(Claim for Additional Purchase of the Shares Less Than One Unit) Article <u>10</u>. A shareholder <u>(including beneficial shareholder entered on or recorded in the register of beneficial shareholders; hereinafter the same)</u> who owns such shares as their number counts less than one unit shall be entitled to claim to the Company to sell the number of shares to become multiple units if added with such shares less than one unit now in hand.</p>	<p>(Claim for Additional Purchase of the Shares Less Than One Unit) Article <u>9</u>. A shareholder who owns such shares as their number counts less than one unit shall be entitled to claim to the Company to sell the number of shares to become multiple units if added with such shares less than one unit now in hand.</p>
<p>(Agent to Manage Shareholders Registry) Article <u>11</u>. The Company shall have an agent to manage shareholders registry. The agent to manage shareholders registry and its business handling place shall be determined by resolution of the Board of Directors. The preparation and retention of the register of shareholders of the Company <u>(the register of beneficial shareholders is included, hereinafter the same),</u> register of share warrants <u>and registry of loss of share certificates</u> and the other handling of register of shareholders, <u>register of share warrants, registry of loss of share certificates</u> shall be handled by the agent to manage shareholders registry and not by the Company.</p>	<p>(Agent to Manage Shareholders Registry) Article <u>10</u>. The Company shall have an agent to manage shareholders registry. The agent to manage shareholders registry and its business handling place shall be determined by resolution of the Board of Directors. The preparation and retention of the register of shareholders of the Company, <u>register of share warrants and the other handling of register of shareholders and register of share warrants</u> shall be handled by the agent to manage shareholders registry and not by the Company.</p>
<p>(Share Handling Regulation) Article <u>12</u>. (Articles Omitted)</p>	<p>(Share Handling Regulation) Article <u>11</u>. (Not Amended)</p>
<p>(Record Date) Article <u>13</u>. Shareholders entered on <u>or recorded in</u> the register of shareholders as of the last day of the business year shall be deemed to be the shareholders entitled to vote at the ordinary general meeting of shareholders pertaining to such business year. In addition to the preceding paragraph, in case of necessity, the Company may, by resolution of the Board of Directors and giving prior public notice, deem that shareholders or registered pledges entered on <u>or recorded in</u> the register of shareholders as of a</p>	<p>(Record Date) Article <u>12</u>. Shareholders entered <u>on or recorded in</u> the register of shareholders as of the last day of the business year shall be deemed to be the shareholders entitled to vote at the ordinary general meeting of shareholders pertaining to such business year. In addition to the preceding paragraph, in case of necessity, the Company may, by resolution of the Board of Directors and giving prior public notice, deem that shareholders or registered pledges entered on or recorded in <u>the register of shareholders as of a</u></p>

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Before Amendments	After Amendments
<p>specified date be those entitled to exercise their rights.</p> <p>Articles <u>14</u> to <u>39</u> (Articles Omitted)</p> <p>(Distribution of surplus)            Article <u>40</u>. The Company shall make monetary distribution of surplus (hereinafter referred to as “dividends”) to the <u>final record of shareholders or registered pledges on</u> the register of shareholders as of March 31 of each year by resolution of the general meeting of shareholders.            The Company may pay dividends to the <u>final record of shareholders or registered pledges on</u> the register of shareholders as of September 30 of each year by resolution of the Board of Directors.            However, if a dividend remains unreceived after the expiry of three (3) years from the date of commencement of payment thereof, the dividend shall revert to the Company.</p> <p>(Newly added)</p>	<p>specified date be those entitled to exercise their rights.</p> <p>Articles <u>13</u> to <u>38</u> (Not Amended)</p> <p>(Distribution of surplus)            Article <u>39</u>. The Company shall make monetary distribution of surplus (hereinafter referred to as “dividends”) to the <u>final record of shareholders or registered pledges on</u> the register of shareholders as of March 31 of each year by resolution of the general meeting of shareholders.            The Company may pay dividends to the final record of shareholders or registered pledges on the register of shareholders as of September 30 of each year by resolution of the Board of Directors.            However, if a dividend remains unreceived after the expiry of three (3) years from the date of commencement of payment thereof, the dividend shall revert to the Company.</p> <p><u>Supplementary Provision</u></p> <p><u>Preparation and provision of the register of lost share certificates and other office duties relevant to the register of lost share certificates shall be entrusted to its transfer agent until January. 5, 2010 and are not handled by the Company. In addition, this supplementary provision shall be automatically deleted after the said date.</u></p>

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At the meeting of the Board of Directors held after the Meeting, the following person was elected as Representative Director and has assumed office.

Representative Director      Yoshihisa Kainuma

In addition, the following Executive Officers were elected at this meeting of the Board of Directors and have assumed office.

President and Chief Executive Officer*	Yoshihisa Kainuma
Executive Vice President Officer*	Koichi Dosho
Senior Managing Executive Officer*	Hiroharu Katogi
Senior Managing Executive Officer*	Akihiro Hirao
Senior Managing Executive Officer*	Eiichi Kobayashi
Senior Managing Executive Officer*	Hiroyuki Yajima
Senior Managing Executive Officer*	Masayoshi Yamanaka
Senior Managing Executive Officer*	Hiroataka Fujita
Senior Managing Executive Officer	Sakae Yashiro
Managing Executive Officer	Susumu Fujisawa
Managing Executive Officer	Motoyuki Niijima
Managing Executive Officer	Junichi Mochizuki
Managing Executive Officer	Tsugihiko Musha
Managing Executive Officer	Gary Yomantas
Executive Officer	Morihiro Iijima
Executive Officer	Takashi Aiba
Executive Officer	Daishiro Konomi
Executive Officer	Tatsuo Matsuda
Executive Officer	Motoharu Akiyama
Executive Officer	Tamio Uchibori
Executive Officer	Koichi Takeshita
Executive Officer	Tetsuya Tsuruta
Executive Officer	Shuji Uehara
Executive Officer	Shigeru None
Executive Officer	Kunio Shimba
Executive Officer	Hiromi Yoda
Executive Officer	Miyuki Furuya
Executive Officer	Harukazu Hase
Executive Officer	Kazunori Sawayama
Executive Officer	Ryozo Iwaya

(\*Directors)

#### **Payment of dividend**

The dividend of the 63rd business year will be paid on and after June 29, 2009. Please receive your dividend at nearby Japan Post Bank's head office, branches or sub-branches, or Japan Post Network's post offices (banking agency) of your choice by submitting the enclosed "Dividend Warrant" from June 29, 2009 to July 28, 2009.

For those who have specified the bank transfer account, please check the details of the enclosed "Statement for Payment of Dividend for the 63rd Business Year" and the "Dividend Remittance Notice."