

(Translation)

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June 25, 2009

**NOTICE OF RESOLUTION
AT 85TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholder,

Oki Electric Industry Co., Ltd. would hereby like to inform you of the reports submitted and resolutions reached at its 85th ordinary general meeting of shareholders.

Yours faithfully,

Hideichi Kawasaki
President, Representative Director
Oki Electric Industry Co., Ltd.
3-16-11 Nishi-Shimbashi, Minato-ku, Tokyo

Reported Items:

1. Business Report, Consolidated Financial Statements and audit results of the Consolidated Financial Statements by the Account Auditor and the Board of Corporate Auditors for the 85th fiscal year (from April 1, 2008 to March 31, 2009)
2. Non-consolidated Financial Statements for the 85th fiscal year (from April 1, 2008 to March 31, 2009)

Resolved Items:

Agenda 1: *Partial amendment to the Articles of Incorporation*

Approved as proposed.

Summary of the amendments are as follows.

(1) The Law for Partial Amendment of the Law Concerning Book-Entry Transfer of Corporate Bonds, etc. to Streamline Settlement for Transactions of Shares, etc. (Law No. 88 of 2004) was enforced on January 5, 2009, and shares of listed companies were simultaneously transferred to the book-entry transfer system for shares.

Following the transfer to the new system, we deleted the provisions of issuing share certificates, non-issuance of shares less than one unit, and the provisions concerning beneficial shareholders and the register of beneficial shareholders.

(2)To further clarify the roles and responsibilities of Directors who make decisions and supervise managerial issues, and corporate officers who execute business operations, and to enhance their functions, we abolished the system for Directors with specific titles, and deleted such provision for Directors with specific titles from the Articles of Incorporation.

(3)In addition to the amendments above, we revised the number of articles.

Agenda 2: Election of Two Directors

Hideichi Kawasaki and Minoru Morio were elected as Directors, and subsequently assumed their posts.

Agenda 3: Election of Corporate Auditor

Keiichi Fukumura was elected as Corporate Auditor, and subsequently assumed his post.