

June 23, 2009

Hisao Sakuta  
President and Chief Executive Officer  
OMRON Corporation  
Shiokoji Horikawa, Shimogyo-ku, Kyoto, Japan

Dear Shareholders:

**Notice of Resolutions of the 72nd Ordinary General Meeting of Shareholders**

The following matters were reported and resolved at the 72nd Ordinary General Meeting of Shareholders of OMRON Corporation, held today.

- A. Reports**
1. The business report, consolidated financial statements and reports of both independent and corporate auditors on the results of audits of consolidated financial statements for the 72nd fiscal year (April 1, 2008 to March 31, 2009).
  2. Financial documents for the 72nd fiscal year (April 1, 2008 to March 31, 2009)  
The contents of the above documents were reported.

**B. Proposals**

- No. 1** Distribution of retained earnings  
Resolved on an ordinary dividend of 7 yen per share as originally proposed by the Company.
- No. 2** Amendment of the Articles of Incorporation  
Resolved as originally proposed by the Company.  
The amendment of the Articles of Incorporation is as follows.

(Underlines indicate amendments.)

<b>Previous Articles of Incorporation</b>	<b>New Articles of Incorporation</b>
<u>Article 7. (Issue of Stock Certificates)</u> The Company shall issue stock certificates related to its shares.	(Deleted)
<u>Article 8. (Acquisition of the Company's Own Shares)</u> (Text omitted)	<u>Article 7. (Acquisition of the Company's Own Shares)</u> (No change)
<u>Article 9. (Number of Unit Shares and Non-Issuance of Shares Less than One Unit)</u> The number of unit shares shall be one hundred (100) shares.	<u>Article 8. (Number of Unit Shares)</u> The number of unit shares shall be one hundred (100) shares.
<u>The Company shall not issue any share certificates for less than one unit share, regardless of the provisions of Article 7 of these Articles of Incorporation. However, this limitation shall not apply to instances stated in the Rules for Handling Shares.</u>	(Deleted)

<b>Previous Articles of Incorporation</b>	<b>New Articles of Incorporation</b>
<p><b>Article 10. (Rights for Shares of Less than One Unit)</b>  Shareholders of the Company (<u>including beneficial shareholders; the same shall apply below</u>) may not exercise any rights other than the following in regard to shares of less than one unit.</p> <p>1.  ~ (Text omitted)  4.</p> <p><b>Article 11. (Purchase of Odd-Lot Shares)</b>  (Text omitted)</p> <p><b>Article 13. (Transfer Agent)</b>  The Company shall have a transfer agent. The transfer agent and its business office shall be selected by resolution of the Board of Directors and shall be reported by a public notice.</p> <p>Compilation and storage of the shareholder register of the Company (<u>including the register of beneficial shareholders; hereinafter the same</u>), the stock option register <u>and the register of lost share certificates</u>, and other business related to the shareholder register <u>and the register of lost share certificates</u>, shall be entrusted to the transfer agent, and shall not be handled by the Company.</p>	<p><b>Article 9. (Rights for Shares of Less than One Unit)</b>  Shareholders of the Company may not exercise any rights other than the following in regard to shares of less than one unit.</p> <p>1.  ~ (No change)  4.</p> <p><b>Article 10. (Purchase of Odd-Lot Shares)</b>  (No change)</p> <p><b>Article 11. (Transfer Agent)</b>  The Company shall have a transfer agent. The transfer agent and its business office shall be selected by resolution of the Board of Directors and shall be reported by a public notice.</p> <p>Compilation and storage of the shareholder register of the Company, the stock option register and other business related to the shareholder register shall be entrusted to the transfer agent, and shall not be handled by the Company.</p>
<p><b>Article 14. (Convocation)</b>  (Text omitted)</p>	<p><b>Article 13. (Convocation)</b>  (No change)</p>
	(Subsequent article numbers will be moved up)
(New)	( <u>Supplementary Regulations</u> ) <u>Article 1. Compilation, storage and other business related to the Company's register of lost share certificates shall be entrusted to the transfer agent, and shall not be handled by the Company.</u>
(New)	<u>Article 2. The preceding article and this article shall be removed on January 6, 2010.</u>

**No. 3** Election of seven (7) directors  
Messrs. Yoshio Tateisi, Fumio Tateisi, Hisao Sakuta, Keiichiro Akahoshi, Yutaka Takigawa, Kazuhiko Toyama and Masamitsu Sakurai were re-elected and assumed office as directors, as originally proposed by the Company.

**No. 4** Election of two (2) corporate auditors  
Mr. Soichi Yukawa was newly elected and Mr. Hidero Chimori was re-elected and assumed office as Accounting Auditor, as originally proposed by the Company.

*Note: This document has been translated from the Japanese original for the convenience of English-speaking investors. In case of discrepancies, the Japanese original will prevail.*