

March 30, 2005

**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 64TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to announce that the scheduled matters were reported and resolved as follows at the 64th Ordinary General Meeting of Shareholders held today.

**Matters reported:**

1. The Balance Sheet as of December 31, 2004, the Business Report and the Statement of Income for the 64th Fiscal Term (from January 1, 2004 to December 31, 2004), as well as Purchase of the Company's own shares Pursuant to a Resolution by the Board of Directors Authorized by the Relevant Provision in the Articles of Incorporation

The contents of the above financial documents and the purchase of the Company's own shares were duly reported.

2. The Consolidated Balance Sheets as of December 31, 2004 and the Consolidated Statements of Income for the 64th Fiscal Term (from January 1, 2004 to December 31, 2004), as well as Audit Reports of the Independent Certified Public Accountants and the Board of Statutory Auditors for the Consolidated Financial Statements

The contents of the above consolidated financial documents and the audit reports thereof were duly reported.

**Matters resolved:**

**Proposal No. 1 :** Approval of the Proposed Appropriation of Retained Earnings for the 64th Fiscal Term

The matter was approved as originally proposed (as stated on Page 14 of the Business Report for the 64th Fiscal Term in the Japanese original).

The year-end dividend was determined to be an ordinary dividend of ¥25 plus a special dividend of ¥26, for a total of ¥51 per share.

**Proposal No. 2 :** Election of Eight (8) Directors

The matter was approved as originally proposed.

Messrs. Takaichi Mabuchi, Shinji Kamei, Nobuyo Habuchi, Sun Zuei Che, Seiya Nakanishi, Yasuo Uehara, Shunroku Nishimura and Yoshinori Sugimoto were reappointed and accepted the appointment.

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 accepted the appointment.

Representative Director and Chairman:	Takaichi Mabuchi
Representative Director and President:	Shinji Kamei
Managing Director:	Nobuyo Habuchi

**Payment of Dividend for the 64th Fiscal Term**

1. Please refer to the enclosed "Postal Transfer Payment Notice" and take receipt of the dividend by the method most convenient for you.

2. If you have already designated a specific account to which we should transfer the dividend, please refer to the

enclosed “Dividend Calculation Sheet for the 64th Fiscal Term” and “Reference to the Beneficiary Account for Dividend Transfer.”

### **Notice**

The Company’s balance sheet and statement of income are disclosed on the Company’s Web site (address below), in place of the previous method for public announcement in a newspaper (*The Nihon Keizai Shimbun*) set forth in the Articles of Incorporation.

<http://www.mabuchi-motor.co.jp/investor/index.html>