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Stock Code: 3003

March 25, 2010

TO OUR SHAREHOLDERS

Shoei Co., Ltd.

2-1, Kanda-Nishikicho 1-chome,

Chiyoda-ku, Tokyo

Masao Fujioka

Director, Representative Executive Officer and President

NOTICE OF RESOLUTIONS PASSED AT THE 80th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Shoei Co., Ltd. hereby serves notice that the following reports were presented and resolutions were passed at the 80th Ordinary General Meeting of Shareholders held today, as detailed below.

Matters Reported:

1. The Business Report and the Consolidated Financial Statements for the 80th Business Term (From January 1, 2009, to December 31, 2009), as well as the Audit Reports of the Accounting Auditors and the Audit Committee on the Consolidated Financial Statements
2. The Non-Consolidated Financial Statements for the 80th Business Term (From January 1, 2009, to December 31, 2009)

Matter Resolved:

Proposal: Election of Five (5) Directors

It was approved and adopted in its original form. As a result, Yukio Obara, Masao Fujioka, Kenichiro Otake, Kimikazu Noumi and Sadahiko Yoshimura were elected as directors, and assumed their positions.

Kenichiro Otake, Kimikazu Noumi and Sadahiko Yoshimura are the outside directors stipulated in Article 2, item 15 of the Companies Act.

Chairperson of the Board of Directors and members of Nomination, Audit and Remuneration Committees were appointed as follows, and assumed their positions at the meeting of the Board of Directors held directly following the conclusion of the Ordinary General Meeting of Shareholders.

Chairperson of the Board of Directors: Yukio Obara

Nomination Committee

Chairperson:	Yukio Obara	Member:	Kimikazu Noumi
Member:	Masao Fujioka	Member:	Sadahiko Yoshimura
Member:	Kenichiro Otake		

Audit Committee

Chairperson:	Sadahiko Yoshimura	Member:	Kimikazu Noumi
Member:	Yukio Obara		

Remuneration Committee

Chairperson:	Yukio Obara	Member:	Kimikazu Noumi
Member:	Kenichiro Otake	Member:	Sadahiko Yoshimura

Each committee appointed its Chairperson from among its members.

At the meeting of the Board of Directors held directly following the conclusion of the Ordinary General Meeting of Shareholders, Executive Officers were selected, and one was appointed as Representative Executive Officer. Each person immediately assumed their respective positions.

The details are as follows.

Representative Executive Officer and President*: Masao Fujioka

Senior Executive Officer: Kazuo Kojima

Senior Executive Officer: Takeshi Nakagawa

Managing Executive Officer: Yutaka Yamauchi

(*This Executive Officer also serves as Director.)