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(Securities Code 8078)  
June 27, 2013

## To Our Shareholders

Hironari Furukawa  
President and Representative Director  
Hanwa Co., Ltd.  
3-6-1 Kitakyuhouji-machi,  
Chuo-ku, Osaka, Japan  
(Headquarter: 4-3-9 Fushimi-machi,  
Chuo-ku, Osaka, Japan)

### NOTICE OF RESOLUTIONS OF THE 66TH ORDINARY GENERAL SHAREHOLDERS MEETING

We are pleased to announce that the matters outlined below were reported and resolved at the 66th Ordinary General Shareholders Meeting of Hanwa Co., Ltd. (the “Company”) held on June 27, 2013.

- Matters reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 66th Fiscal Year (April 1, 2012 - March 31, 2013) and results of audits by the Independent Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
  2. Non-Consolidated Financial Statements for the Company’s 66th Fiscal Year (April 1, 2012 - March 31, 2013)
- The particulars of the above 1 and 2 were reported.

**Proposals resolved:**

- Proposal No. 1:** Dividends from Surplus  
The proposal was approved and adopted as proposed. The year-end dividend was decided to be ¥8 per share. The annual dividend for the current fiscal year is ¥12 per share, together with an interim dividend of ¥4 per share.
- Proposal No. 2:** Election of Seventeen (17) Directors  
The proposal was approved and adopted as proposed. Shuji Kita, Hironari Furukawa, Tetsuro Akimoto, Hideo Kawanishi, Yoshifumi Nishi, Hiroshi Serizawa, Hiroshi Ebihara, Akihiko Ogasawara, Osamu Seki, Shiro Yabushita, Atsuhiko Moriguchi, Tadahiko Kaida, Naoyuki Togawa, Yasumichi Kato, Yoshiaki Matsuoka, Hiroaki Tsujinaka and Takatoshi Kuchiishi were elected as Directors and assumed their respective offices. Osamu Seki and Shiro Yabushita are Outside Directors.
- Proposal No. 3:** Election of One (1) Corporate Auditor  
The proposal was approved and adopted as proposed. Youichi Ejima was newly elected as Corporate Auditor and assumed office.

## Notice

The new Directors and Corporate Auditors after the conclusion of the Ordinary General Shareholders Meeting are as follows:

Chairman and Representative Director		Shuji Kita
President and Representative Director		Hironari Furukawa
Director and Executive Vice President		Tetsuro Akimoto
Director and Senior Managing Executive Officer		Hideo Kawanishi
Director and Senior Managing Executive Officer		Yoshifumi Nishi
Director and Senior Managing Executive Officer		Hiroshi Serizawa
Director and Senior Managing Executive Officer		Hiroshi Ebihara
Director and Senior Managing Executive Officer		Akihiko Ogasawara
Director	(*1)	Osamu Seki
Director	(*1)	Shiro Yabushita
Director and Managing Executive Officer		Atsuhiko Moriguchi
Director and Managing Executive Officer		Tadahiko Kaida
Director and Managing Executive Officer		Naoyuki Togawa
Director and Managing Executive Officer		Yasumichi Kato
Director and Managing Executive Officer		Yoshiaki Matsuoka
Director and Executive Officer		Hiroaki Tsujinaka
Director and Executive Officer		Takatoshi Kuchiishi
Standing Corporate Auditor (Full-time)		Teruo Asai
Standing Corporate Auditor (Full-time)		Youichi Ejima
Corporate Auditor	(*2)	Toshiaki Taguchi
Corporate Auditor	(*2)	Yasuo Naide
Corporate Auditor	(*2)	Hiroshige Wagatsuma

(\*1) Outside Director

(\*2) Outside Corporate Auditor

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### Payment of Year-end Dividend

The year-end dividend for the Company's 66th Fiscal Year will be paid out during the payment period, at your nearby branch and local office of Japan Post Bank Co., Ltd. located throughout Japan and post office (bank agent), in accordance with the enclosed ~~Dividend~~ Dividend Payment Certificate. ~~€15~~ If you have already designated a specific account to which we should transfer the dividend, please refer to the enclosed "Dividend Statement" and ~~Information~~ Information concerning Accounts Used for the Direct Deposit of Dividends." With regard to the account to receive dividends, if you have selected the method of allocation in proportion to the number of shares held, please contact your account management institution (such as a securities company).