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(Securities Code 8078)  
June 29, 2016

## To Our Shareholders

Hironari Furukawa  
Representative Director and President  
Hanwa Co., Ltd.  
4-3-9 Fushimi-machi,  
Chuo-ku, Osaka, Japan

### NOTICE OF RESOLUTIONS OF THE 69TH ORDINARY GENERAL SHAREHOLDERS MEETING

We are pleased to announce that the matters outlined below were reported and resolved at the 69th Ordinary General Shareholders Meeting of Hanwa Co., Ltd. (the “Company”) held on June 29, 2016.

- Matters reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 69th Fiscal Year (April 1, 2015 - March 31, 2016) 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 69th Fiscal Year (April 1, 2015 - March 31, 2016)
- The particulars of the above 1 and 2 were reported.

**Proposals resolved:**

- Proposal No. 1:** Appropriation of Surplus  
The proposal was approved and adopted as proposed. The year-end dividend was decided to be ¥10 per share. The annual dividend for the current fiscal year is ¥18 per share, together with an interim dividend of ¥8 per share.
- Proposal No. 2:** Election of Fourteen (14) Directors  
The proposal was approved and adopted as proposed. Shuji Kita, Hironari Furukawa, Hideo Kawanishi, Hiroshi Serizawa, Akihiko Ogasawara, Naoyuki Togawa, Yasumichi Kato, Osamu Seki, Ryuji Hori, Hiromasa Yamamoto, Yasushi Hatanaka, Hidemi Nagashima, Yoichi Nakagawa and Yasuharu Kurata were elected as Directors and assumed their respective offices. Osamu Seki and Ryuji Hori are Outside Directors.
- Proposal No. 3:** Election of Three (3) Corporate Auditors  
The proposal was approved and adopted as proposed. Atsuhiko Moriguchi, Yasuo Naide and Mitsuo Hirakata were elected as Corporate Auditors and assumed their respective offices. Yasuo Naide and Mitsuo Hirakata are Outside Corporate Auditors.

## Notice

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

Representative Director and Chairman		Shuji Kita
Representative Director and President		Hironari Furukawa
Director and Executive Vice President		Hideo Kawanishi
Director and Executive Vice President		Hiroshi Serizawa
Director and Senior Managing Executive Officer		Akihiko Ogasawara
Director and Senior Managing Executive Officer		Naoyuki Togawa
Director and Senior Managing Executive Officer		Yasumichi Kato
Director	(*1)	Osamu Seki
Director	(*1)	Ryuji Hori
Director and Managing Executive Officer		Hiromasa Yamamoto
Director and Managing Executive Officer		Yasushi Hatanaka
Director and Managing Executive Officer		Hidemi Nagashima
Director and Managing Executive Officer		Yoichi Nakagawa
Director and Managing Executive Officer		Yasuharu Kurata
Corporate Auditor (Full-time)		Yoichi Ejima
Corporate Auditor (Full-time)		Atsuhiko Moriguchi
Corporate Auditor	(*2)	Yasuo Naide
Corporate Auditor	(*2)	Katsunori Okubo
Corporate Auditor	(*2)	Mitsuo Hirakata

(\*1) Outside Director

(\*2) Outside Corporate Auditor

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### Payment of Year-end Dividend

The year-end dividend for the Company's 69th 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 Payment Certificate." If you have already designated a specific account to which we should transfer the dividend, please refer to the enclosed "Dividend Statement" and "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).