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Securities Code: 6806
June 8, 2012

To Shareholders with Voting Rights

Tatsuro Nakamura
President and Representative Director
Hirose Electric Co., Ltd.
5-23, Osaki 5-chome, Shinagawa-ku, Tokyo

NOTICE OF THE 65TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 65th Ordinary General Meeting of Shareholders of Hirose Electric Co., Ltd. (the “Company”). The meeting will be held as described below. If you are unable to attend the meeting, you may exercise your voting rights in writing by submitting the Voting Rights Exercise Form. Please read the Reference Documents for the General Meeting of Shareholders and indicate your approval or disapproval of each proposal on the enclosed Voting Rights Exercise Form and send it to the Company.

1. Date and Time: June 28, 2012 (Thursday), 10 a.m.

2. Venue: 1-1, Shirokanedai 1-chome, Minato-ku, Tokyo
HAPPO-EN, 2F SUNLIGHT

3. Agenda of the Meeting:

Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company’s 65th Fiscal Year (from April 1, 2011 to March 31, 2012) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
2. Nonconsolidated Financial Statements for the Company’s 65th Fiscal Year (from April 1, 2011 to March 31, 2012)

Proposals to be resolved:

Proposal No. 1 Dividends from Surplus
Proposal No. 2 Partial Amendment to the Articles of Incorporation
Proposal No. 3 Election of Three (3) Corporate Auditors
Proposal No. 4 Issuance of Stock Acquisition Rights as Stock Options

For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival at the meeting.

In the event any matters are to be changed with respect to the Reference Documents for the General Meeting of Shareholders, the Business Report and/or the Consolidated and Nonconsolidated Financial Statements, the changes will be disclosed immediately on the Company’s website (<http://www.hirose.co.jp/>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Dividends from Surplus

Regarding year-end dividends, comprehensively taking into account the business results and operating environment of the Company and based on the policy of stable dividend distribution to shareholders, we propose year-end dividends as follows:

- (1) Type of dividend property: Cash
- (2) Matters related to the allocation of dividends and total amount thereof:
 - ¥55 per share of the Company's common stock
 - Total amount of dividends: ¥1,903,231,990
 - Because an interim dividend of ¥75 per share was paid, the annual dividend for the fiscal year ended March 31, 2012, is ¥130 per share.
- (3) Effective date of distribution of surplus: June 29, 2012

Proposal No. 2: Partial Amendment to the Articles of Incorporation

1. Reason for the amendment

To reinforce our management structure, we would like to newly add one director with the title "Director and Vice Chairman." This change requires an amendment to Article 22 of the current Articles of Incorporation of the Company.
2. Content of the amendment

The content of the amendment is as follows.

(The proposed amendment is underlined.)

Current Articles of Incorporation	Proposed Amendment
<p>Article 4. Directors and Board of Directors</p> <p>(Representative Directors and Directors with Titles)</p> <p>Article 22. The Board of Directors, by resolution of its meetings, can elect one Director and Supreme Advisor, one Chairman of the Board, one Director and President, one Director and Vice President and a few Senior Managing Directors and Managing Directors.</p> <p>2. The Company shall elect Representative Directors from among the Directors in the preceding paragraph.</p>	<p>Article 4. Directors and Board of Directors</p> <p>(Representative Directors and Directors with Titles)</p> <p>Article 22. The Board of Directors, by resolution of its meetings, can elect one Director and Supreme Advisor, one Chairman of the Board, one Director and President, <u>one Director and Vice Chairman</u>, one Director and Vice President and a few Senior Managing Directors and Managing Directors.</p> <p>2. (Same as current)</p>

Proposal No. 3: Election of Three (3) Corporate Auditors

The term of office of Corporate Auditors Hidesato Sekine, Takashi Higa and Terukazu Sugishima will expire at the close of this Ordinary General Meeting of Shareholders, therefore, the Company proposes the election of three (3) Corporate Auditors.

This proposal has been approved by the Board of Corporate Auditors.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Terukazu Sugishima (March 12, 1950)	<p>April 1972 Joined Kanematsu-Gosho, Ltd. (currently KANEMATSU CORPORATION)</p> <p>October 1974 Joined PwC Japan</p> <p>April 1978 Joined Serizawa Law and Accounting Office</p> <p>March 1979 Registered as a Certified Public Accountant</p> <p>June 1979 Registered as a Certified Public Tax Accountant</p> <p>April 1985 Established Sugishima Accounting Office (to present)</p> <p>June 2007 Outside Auditor, Starzen Co., Ltd. (to present)</p> <p>June 2008 Corporate Auditor of the Company (to present)</p>	0
2	Akira Seshimo (August 24, 1941)	<p>April 1967 Joined Dai-Tokio Marine & Fire Insurance Co., Ltd. (currently Aioi Nissay Dowa Insurance Co., Ltd.)</p> <p>June 1994 Director, Dai-Tokio Marine & Fire Insurance Co., Ltd.</p> <p>June 1995 Managing Director, Dai-Tokio Marine & Fire Insurance Co., Ltd.</p> <p>June 1997 Representative Director and Senior Managing Director, Dai-Tokio Marine & Fire Insurance Co., Ltd.</p> <p>June 1998 Representative Director, Dai-Tokio Marine & Fire Insurance Co., Ltd.</p> <p>April 2001 Representative Director and President, Aioi Insurance Co., Ltd.</p> <p>April 2004 Representative Director and Chairman of the Board, Aioi Insurance Co., Ltd.</p> <p>June 2007 Senior Advisor (retired as Director), Aioi Insurance Co., Ltd.</p> <p>June 2007 Outside Auditor, TOKAI CORPORATION</p> <p>October 2010 Senior Advisor, Aioi Nissay Dowa Insurance Co., Ltd. (to present)</p> <p>April 2011 Outside Auditor, TOKAI HOLDINGS CORPORATION (to present)</p>	0

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Tsukasa Yunoki (July 6, 1943)	<p>April 1968 Registered as an attorney-at-law (Joined the Daini Tokyo Bar Association)</p> <p>April 1968 Joined Junjiro Tomisawa Law Office</p> <p>January 1970 Established Yunoki Law Office</p> <p>May 1997 Principal of Yunoki Law Office (to present)</p> <p>June 2010 Outside Corporate Auditor, Ricoh Company, Ltd. (to present)</p>	0

Notes:

1. No conflict of interest exists between the Company and any of the above candidates.
2. Information on the candidates for Outside Corporate Auditor is as follows.
 - (1) Messrs. Terukazu Sugishima, Akira Seshimo and Tsukasa Yunoki are candidates for Outside Corporate Auditor.
 - (2) Reasons for the appointment of these candidates for Outside Corporate Auditor and their independence
 - 1) We ask that Terukazu Sugishima be elected as an Outside Corporate Auditor expecting him to use his professional knowledge and long experience as a Certified Public Accountant for the Company's audits. The term of office of Mr. Sugishima as the Company's Outside Corporate Auditor will be four years at the conclusion of this Ordinary General Meeting of Shareholders. We ask that Akira Seshimo be elected as an Outside Corporate Auditor expecting Mr. Seshimo to use his experience as a corporate executive of other companies for the Company's audits. We ask that Tsukasa Yunoki be elected as an Outside Corporate Auditor expecting him to use his professional knowledge and long experience nurtured in his service as an attorney-at-law.
 - 2) None of the candidates (Terukazu Sugishima, Akira Seshimo and Tsukasa Yunoki) has received a large amount of money or other assets (other than remuneration paid for their services as Outside Corporate Auditors of the Company) from the Company or its special related entities for the past two years nor will they receive such in the future.
 - 3) None of the candidates (Terukazu Sugishima, Akira Seshimo and Tsukasa Yunoki) is a spouse of or related within the third degree to anyone in a position to execute business at the Company or its special related entities.
 - 4) None of the candidates (Terukazu Sugishima, Akira Seshimo and Tsukasa Yunoki) was an executive at any corporation from which the Company assumed business rights and obligations through a corporate merger, an absorption-type corporate split, a new establishment-type corporate split or a business transfer immediately before such merger, etc., for the past two years.
 - (3) Reasons for the Company to judge that these candidates can fulfill their duties as Outside Corporate Auditors

Although Terukazu Sugishima has never been directly involved in corporate management, we had a comprehensive look at his expertise and insight including his practical experience as a Certified Public Accountant and judged that he can fulfill his duties as Outside Corporate Auditor appropriately.

Although Tsukasa Yunoki has never been directly involved in corporate management, we had a comprehensive look at his expertise and insight including his practical experience as an attorney and judged that he can fulfill his duties as Outside Corporate Auditor appropriately.
 - (4) Liability limitation agreement with Outside Corporate Auditors

Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has a liability limitation agreement with Terukazu Sugishima, a candidate for Outside Corporate Auditor, to limit the liability of the Company to the effect that if such as stipulated in Article 423, Paragraph 1 of the Act is not resulting from serious negligence and his duties are conducted in good faith, the limit of liability under such agreement (minimum liability amount) shall be the total of the amount set forth in each item of Article 425, Paragraph 1 of the Act. If his reelection is approved, the Company will renew the same liability limitation agreement with him.

If the election of Akira Seshimo and Tsukasa Yunoki is approved, the Company intends to enter into a liability limitation agreement with each as well.

Proposal No. 4: Issuance of Stock Acquisition Rights as Stock Options

The shareholders are asked to approve entrusting the Board of Directors of the Company with the task of determining the terms of offering two kinds of Stock Acquisition Rights with different exercise periods issued as stock options to Directors (excluding Outside Directors) and Executive Officers of the Company and its domestic consolidated subsidiaries under the provisions of Articles 236, 238 and 239 of the Companies Act.

We ask the shareholders to approve allotting Stock Acquisition Rights as part of remunerations to the Company's Directors based on the provisions of Article 361 of the Companies Act.

We believe that this proposal concerning the Stock Acquisition Rights is appropriate because the Stock Acquisition Rights are allotted according to the number and position of Directors and Executive Officers of the Company and its consolidated subsidiaries, and the amount of the Stock Acquisition Rights will be calculated using the Black-Scholes model, a common stock option value calculation model.

The number of directors subject to the allotment of Stock Acquisition Rights is eight (8).

I. Reason for the need to issue Stock Acquisition Rights under especially favorable conditions

The Company intends to implement a stock option system to motivate Directors and Executive Officers and raise their morale to improve the Company's business performance and increase corporate value.

II. Main points of the issuance of Stock Acquisition Rights

1. Maximum number of Stock Acquisition Rights

The maximum number shall be 600 units, of which the maximum number of units allotted to Directors shall be 120.

2. Payment of cash in exchange for Stock Acquisition Rights

No payment of cash in exchange for Stock Acquisition Rights shall be required (gratis).

3. Details of the Stock Acquisition Rights

(1) Class and number of shares to be issued upon exercise of Stock Acquisition Rights

The class of shares to be issued upon exercise of Stock Acquisition Rights shall be common stock of the Company, and the number of shares per unit of the stock options issued upon exercise of Stock Acquisition Rights (the "Number of Shares to be Allotted") shall be 100. The maximum total number of shares for the Stock Acquisition Rights shall be 60,000 of the Company's common stock. In case the Number of Shares to be Allotted are adjusted as explained in (2) below, the maximum number of shares for Stock Acquisition Rights shall be obtained by multiplying the Number of Shares to be Allotted after adjustment by the maximum number of Stock Acquisition Rights indicated in 1, above.

(2) Adjustment of the Number of Shares to be Allotted

If the Company performs a stock split (including a gratis allotment) or stock consolidation after the date of resolution made by the General Meeting of Shareholders, the Number of Shares to be Allotted shall be adjusted in accordance with the following formula, and fractional amounts less than one yen resulting from the adjustment shall be truncated.

$$\begin{array}{l} \text{Number of Shares to be} \\ \text{Allotted after adjustment} \end{array} = \begin{array}{l} \text{Number of Shares to be} \\ \text{Allotted before adjustment} \end{array} \times \begin{array}{l} \text{Stock split or} \\ \text{consolidation ratio} \end{array}$$

(3) Value and calculation method of assets invested upon exercise of Stock Acquisition Rights

The value of assets invested upon the exercise of each Stock Acquisition Right shall be obtained by multiplying the amount to be paid per share allotted (by transferring treasury stock) upon the exercise of each Stock Acquisition Right (hereinafter the "exercise price") by the Number of Shares to be Allotted.

The exercise price shall be equal to the average closing price of the Company's shares on the Tokyo Stock Exchange (the "closing price") in regular trading on each day (excluding days on which no trading takes place) of the month preceding the month in which the allotment date falls, with fractional amounts less than one yen being rounded up to the nearest yen. If the resulting amount is below the closing price on the allotment date, the closing price on that day is adopted as the exercise price.

(4) Adjustment of exercise price

If the Company performs a stock split or consolidation after the allotment date, the exercise price shall be adjusted in accordance with the following formula, and fractional amounts less than one yen resulting from the adjustment shall be rounded up to the nearest yen.

$$\text{Total amount paid after adjustment} = \text{Total amount paid before adjustment} \times \frac{1}{\text{Stock split or consolidation ratio}}$$

In addition, in the event of any new share issuance or treasury stock disposal below the market price (excluding cases associated with the exercise of Stock Acquisition Rights), the exercise price shall be adjusted in accordance with the following formula, and fractional amounts less than one yen resulting from the adjustment shall be rounded up to the nearest yen.

$$\text{Exercise price after adjustment} = \text{Exercise price before adjustment} \times \frac{\text{Number of shares already issued} + \frac{\text{Number of newly issued shares} \times \text{Amount to be paid per share}}{\text{Share price before new issuance}}}{\text{Number of shares already issued} + \text{Number of newly issued shares}}$$

In the above formula, “Number of shares already issued” shall be equal to the total number of the Company’s shares issued and outstanding, less the total number of shares of treasury stock owned by the Company. In the case of disposal of treasury stock, “Number of newly issued shares” shall be read as “Number of shares of treasury stock to be disposed.”

Furthermore, in the event of certain circumstances in which the exercise price needs to be adjusted such as a merger, a corporate split or capital reduction after the allotment date, the exercise price may be adjusted within reasonable bounds.

4. Exercise period of Stock Acquisition Rights

Determined by resolution of the Board of Directors within the period commencing 10 years after the allotment date.

5. Conditions for exercise of Stock Acquisition Rights

The exercise of part of each stock acquisition right shall not be allowed. Other conditions shall be as stipulated in the stock acquisition right allotment agreement between the Company and the rights holder based on the resolution of the General Meeting of Shareholders and the subsequent meetings of the Board of Directors.

6. Reason and condition of acquisition of Stock Acquisition Rights

The Company can acquire Stock Acquisition Rights anytime without compensation.

7. Restrictions on acquisition of Stock Acquisition Rights by transfer

The acquisition of Stock Acquisition Rights by transfer shall require the approval of the Board of Directors.