

(Translation)

Securities Code: 6839
June 25, 2015

**NOTICE OF RESOLUTIONS OF
THE 63RD ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

Please take notice that reports were made and resolutions were adopted at the 63rd Ordinary General Meeting of Shareholders of the Company held this day as described below.

Yours very truly,

Tomonori Hayashi
Representative Director, President and
Chief Executive Officer

Funai Electric Co., Ltd.

7-1, Nakagaito 7-chome,
Daito City, Osaka

Description

Matters reported:

1. The business report, the consolidated financial statements and the audit results of the consolidated financial statements by the independent auditors and the Board of Corporate Auditors for the 63rd fiscal year (from April 1, 2014 to March 31, 2015)
2. The non consolidated financial statements for the 63rd fiscal year (from April 1, 2014 to March 31, 2015)

The particulars of the above matters were reported to the meeting.

Matters resolved:

Proposition No. 1: Partial amendments to the Articles of Incorporation

The proposition was approved and adopted as proposed.

The outline of the amendments is as follows:

- Establishment of the new provisions for an Audit and Supervisory Committee and Audit and Supervisory Committee Members, the abolition of the provisions for the Board of Corporate Auditors and Corporate Auditors and other required amendments to make a shift to a company with audit and supervisory committee;
- Establishment of a new provision about the election of substitute Directors who are Audit and Supervisory Committee Members and new provisions for the effective period of the election of the substitute Directors and the term of office if they assume office of Directors who are Audit and Supervisory Committee Members;
- Required amendment to allow the Company to enter into limited liability agreements with Directors who do not execute business;
- With regard to the indemnification of the Corporate Auditors that were provided in the Articles of Incorporation before the amendments, the establishment of a transitional measure as a supplementary provision to make it remain effective after the shift to a company with audit and supervisory committee; and
- Change of the numbering of the Articles and other required amendments to reflect each of the above-mentioned changes.

Proposition No. 2: Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The proposition was approved and adopted as proposed. Messrs. Tetsuro Funai, Tomonori Hayashi, Mitsuo Yonemoto, Joji Okada, Yoshiaki Bannai and Tetsuhiro Maeda, 6 in all, were re-elected as Directors (excluding Directors who are Audit and Supervisory Committee Members) and each of them assumed office.

Messrs. Mitsuo Yonemoto and Yoshiaki Bannai are Outside Directors.

Proposition No. 3: Election of three (3) Directors who are Audit and Supervisory Committee Members

The proposition was approved and adopted as proposed. Messrs. Shinichi Komeda, Masahide Morimoto and Hiroyuki Makiura, 3 in all, were newly elected as Directors who are Audit and Supervisory Committee Members and each of them assumed office.

Messrs. Shinichi Komeda, Masahide Morimoto and Hiroyuki Makiura are Outside Directors.

Proposition No. 4: Election of one (1) Substitute Director who is an Audit and Supervisory Committee Member

The proposition was approved and adopted as proposed. Mr. Yoshiaki Bannai was elected as Substitute Director who is an Audit and Supervisory Committee Member and he assumed office.

Proposition No. 5: Setting of the amount of remuneration, etc. for Directors (excluding Directors who are Audit and Supervisory Committee Members)

The proposition was approved and adopted as proposed that the amount of remuneration, etc. for Directors (excluding Directors who are Audit and Supervisory Committee Members) be no more than ¥550 million per year (including the amount of ¥30 million of remuneration, etc. for outside Directors per year).

Proposition No. 6: Setting of the amount of remuneration, etc. for Directors who are Audit and Supervisory Committee Members

The proposition was approved and adopted as proposed that the amount of remuneration, etc. for Directors who are Audit and Supervisory Committee Members be no more than ¥40 million per year.

Proposition No. 7: Granting retirement benefits to the retiring Corporate Auditors

The proposition was approved and adopted as proposed that retirement benefits be granted to the retired Corporate Auditors Messrs. Hiromu Ishizaki, Shinichi Komeda and Masahide Morimoto within the extent of a reasonable amount in accordance with the established standards of the Company and that determination of the actual amount, the time and method of presentation, etc. be left to the consultation among the Directors who are Audit and Supervisory Committee Members.

- END -

At the meeting of the Board of Directors held after the close of the Ordinary General Meeting of Shareholders, Mr. Tomonori Hayashi was elected as Representative Director, President and CEO and assumed office.

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Payment of Dividends

Documents related to the dividends for the 63rd fiscal year were delivered to you as of June 5, 2015 and the dividends are payable as from June 8, 2015.

- If you have elected to receive payment of dividends by transfer to your bank account, please confirm the receipt of the “Statement of Year-End Dividends” and “Re: Confirmation of Account for Receiving Dividends”.
- If you have not elected to receive payment of dividends by transfer to your bank account, please receive the dividends at any office of Japan Post Bank or any post office nationwide during the payment period (June 8, 2015 through July 31, 2015) by presenting the “Receipt for Year-End Dividends” delivered to you.

The “Statement of Year-End Dividends” delivered to you can also serve as a “Notice of Payment” to be prepared pursuant to the provisions of the Special Taxation Measures Law of Japan. Hence, if you file a final tax return, please use it as an attached document thereto. However, if you have selected to receive dividends by the method of allocation of dividends in proportion to the number of shares, the “Statement of Year-End Dividends” cannot be used as a “Notice of Payment”. In such case, please refer to your securities company.