

June 28, 2007

To our shareholders

Shuji Kita, President
Hanwa Co., Ltd.

4-3-9 Fushimi-machi, Chuo-ku
Osaka, 541-8585, Japan

Notice of Resolutions Adopted at the 60th Ordinary General Shareholders'
Meeting

Dear Shareholders:

The 60th Ordinary General Shareholders' Meeting was duly convened on June 28, 2007 at the headquarters of Hanwa Co., Ltd. The meeting received the following reports and passed the following resolutions:

Matters reported:

1. Business Report and the Consolidated Financial Statements for the 60th Fiscal Year (from April 1, 2006 to March 31, 2007), as well as Audit Reports of the Independent Auditors and the Board of Corporate Auditors for the Consolidated Financial Statements.
2. Financial Statements for the 60th Fiscal Year (from April 1, 2006 to March 31, 2007)

The details of the above items were reported.

Matters resolved:

Item 1: Approval of the Proposed Appropriation of Surplus

The item was approved and passed as proposed.

Year-end dividends have been set at seven yen (¥7) per share, which includes a two yen (¥2) dividend commemorating the Company's 60th anniversary. Annual dividends, including the interim dividends of five yen (¥5) per share, are set at twelve yen (¥12) per share.

Item 2: Election of Twenty (20) Directors

The item was approved and passed as proposed.

The following 20 individuals were elected as directors: Shuji Kita, Hironari Furukawa, Noriyuki Hanafusa, Tetsuro Akimoto, Yoshifumi Nishi, Takuji Kita, Osamu Seki, Hiroshi Omoto, Takaharu Tada, Kazuhisa Majime, Hideo Kawanishi, Masataka Toyoda, Hiroshi Serizawa, Hiroaki Tsujinaka, Hiroshi Ebihara, Yukio Saito, Akihiko Ogasawara, Yoshiaki Matsuoka, Tadahiko Kaida, and Toshiaki Shirakawa. They assumed office forthwith. Osamu Seki serves as an outside director.

Item 3: Election of Two (2) Corporate Auditors

The item was approved and passed as proposed.

The following two individuals were elected as auditors: Toshiaki Taguchi and Masanori Kobayashi. They assumed office forthwith. Both individuals serve as outside auditors.

Item 4: Continuation of the Policy Regarding Large-scale Purchases of the Company's Shares (Anti-Takeover Measures)

The item was approved and passed as proposed.

Additional information

New directors after the Ordinary General Shareholders' Meeting:

President	Shuji Kita
Senior Managing Director	Hironari Furukawa
Senior Managing Director	Noriyuki Hanafusa
Managing Director	Tetsuro Akimoto
Managing Director	Yoshifumi Nishi
Managing Director	Takuji Kita
Director	Osamu Seki* ¹
Director	Hiroshi Omoto
Director	Takaharu Tada
Director	Kazuhisa Majime
Director	Hideo Kawanishi
Director	Masataka Toyoda
Director	Hiroshi Serizawa
Director	Hiroaki Tsujinaka
Director	Hiroshi Ebihara
Director	Yukio Saito
Director	Akihiko Ogasawara
Director	Yoshiaki Matsuoka
Director	Tadahiko Kaida
Director	Toshiaki Shirakawa
Standing Auditor (full time)	Shosaburo Bando
Auditor	Toshiaki Taguchi* ²
Auditor	Hajime Yosano* ²
Auditor	Masanori Kobayashi* ²

*¹ Outside director

*² Outside auditor

Dividend payment

Shareholders can receive the year-end dividend applicable to the 60th fiscal year by presenting the enclosed “Notice of Postal Money Transfer” at a post office. Shareholders requesting a bank transfer will receive a “Dividend Statement” and a “Payment Advice.” Shareholders are requested to confirm the details.