

On June 27, 2011, Yokogawa Electric Corporation (the Company) submitted an extraordinary report to the Director-General of the Kanto Local Finance Bureau of the Financial Services Agency (FSA), and disclosed it through the FSA EDINET. The following is an English translation that was prepared for the convenience of shareholders and investors. The official text in Japanese was prepared in accordance with statutory provisions. Should there be any inconsistency in the contents of the translation and the official version, the latter shall prevail. The Company accepts no liability for any misunderstanding caused by the translation.

1. Reason for submission of this report

Upon the resolution of the following items at the 2011 Annual General Meeting of Shareholders on June 24, 2011, the Company was required by Article 24-5(4) of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, No. 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc. to submit this extraordinary report.

2. Report details

(1) Date when the said shareholders meeting was held:

June 24, 2011

(2) Agenda items

Items 1, 2, and 3 proposed by the Company

Item 1: Reduction of Capital Surplus and Retained Earnings and Disposition of Surplus

1) Matters related to reduction of a portion of capital surplus and the full amount of retained earnings

- Reserve items and amount to be reduced

Capital surplus 10,000,000,000 yen

Retained earnings 5,372,415,957 yen

- Retained earnings items and amount to be increased

Other capital surplus 10,000,000,000 yen

Retained earnings brought forward 5,372,415,957 yen

- Date that reduction in capital surplus and retained earnings takes effect

August 10, 2011

2) Matters related to disposition of surplus

- Surplus item and amount to be reduced

General reserve 11,783,500,000 yen

- Surplus item and amount to be increased

Retained earnings brought forward 11,783,500,000 yen

Item 2: Appointment of Seven (7) Directors

It was proposed to appoint Shuzo Kaihori, Hitoshi Nara, Satoru Kurosu, Takashi Nishijima, Yasuro Tanahashi, Nobuo Katsumata, and Mitsudo Urano to the position of director.

Item 3: Renewal of Countermeasures to Large-scale Acquisition of Yokogawa Electric Shares (Takeover Defense Measures)

It was proposed to introduce partially revised countermeasures to the large-scale acquisition of Company shares that were set to expire at the conclusion of this Annual General Meeting of Shareholders.

(3) Voting results

Items 1, 2, and 3 proposed by the Company

Agenda	For (number of votes)	Against (number of votes)	Abstaining (number of votes)	For ratio (%)	Resolution
Item 1	1,725,494	255,857	2	87.1	Approved
Item 2					
Shuzo Kaihori	1,626,477	354,971	2	82.1	Approved
Hitoshi Nara	1,908,331	73,117	2	96.3	Approved
Satoru Kurosu	1,908,172	73,276	2	96.3	Approved
Takashi Nishijima	1,926,845	54,603	2	97.2	Approved
Yasuro Tanahashi	1,767,610	213,838	2	89.2	Approved
Nobuo Katsumata	1,712,524	268,924	2	86.4	Approved
Mitsudo Urano	1,926,674	54,774	2	97.2	Approved
Item 3	1,293,516	687,826	2	65.3	Approved

Note: Requirements for the items to be approved are as follows:

- Item 1: Must receive a majority of the votes cast by shareholders voting at the meeting or by mail or Internet no later than the previous day
- Item 2: Must receive a majority of the votes cast by the shareholders at the meeting or by mail or Internet no later than the previous day, and the number of those voting must be at least one third the total number of all eligible votes
- Item 3: Must receive a majority of the votes cast by shareholders voting at the meeting or by mail or Internet no later than the previous day

(4) Reasons for not having counted certain votes that were cast at the shareholder meeting

As the required number of votes could be confirmed for those shareholders exercising their voting rights at the meeting or by mail or Internet no later than the previous day, the items were approved pursuant to the Companies Act. Accordingly, we did not count the votes of those voters whose intention (for, against, abstain) could not be clearly confirmed at the shareholder meeting.

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