

The following is an English translation prepared for the convenience of shareholders and investors. The official text in Japanese version of this notice has been prepared in accordance with statutory provisions and mailed to the respective shareholders separately. 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.

To All Shareholders:

Stock code: 6841

June 29, 2009

Yokogawa Electric Corporation
2-9-32 Nakacho, Musashino-shi, Tokyo

Notice of Items Reported and Resolved at 2009 Annual General Meeting of Shareholders

Dear Shareholder:

We are pleased to inform you that the following matters were reported and resolved at the 2009 Annual General Meeting of Shareholders of Yokogawa Electric Corporation (the Company) held today.

Sincerely,

Shuzo Kaihori
President and CEO

Items reported:

1. Business Report, Consolidated Financial Statements and a report on the audit of the consolidated accounts by the Accounting Auditors and the Board of Corporate Auditors for fiscal year 2008 (April 1, 2008 to March 31, 2009).
2. Non-consolidated Financial Statements for fiscal year 2008 (April 1, 2008 to March 31, 2009).

The contents of the above-mentioned documents were reported.

Items resolved:

Item 1. Dividends from Surplus for Fiscal Year 2008

This item was approved as originally proposed. The annual dividend per share for the year, including the interim dividend of ¥8, will be ¥16.

Item 2. Amendment of the Articles of Incorporation

This item was approved as originally proposed. The details of the amendments are as follows:

(Changes are indicated by underlines)

Present Articles of Incorporation	Amended Articles of Incorporation
Articles 1 through 6 (Omitted)	Articles 1 through 6 (Current)
<p><u>Article 7. Issuance of Share Certificates</u> <u>The Company will issue share certificates for the shares of the Company</u></p>	<p><u>(Deleted)</u></p>
Article 8. (Omitted)	Article 7. (Current)
<p>Article 9. <u>Number of Shares Per Unit and Non-Issuance of Share Certificates Representing Shares Less Than One Unit</u></p> <p><u>1. The number of shares per unit of the Company shall be 100 shares.</u></p> <p><u>2. Notwithstanding the provisions of Article 7, the Company shall not issue any share certificates for shares less than one unit (the “Shares Less Than One Unit”), unless otherwise stipulated in the Share Handling Regulations.</u></p>	<p>Article 8. <u>Number of Shares Per Unit</u></p> <p>The number of shares per unit of the Company shall be 100 shares.</p> <p><u>(Deleted)</u></p>
Article 10. (Omitted)	Article 9. (Current)
<p>Article 11. <u>Rights for Shares Less Than One Unit</u> Shareholders of the Company <u>(including beneficial shareholders; hereinafter the same)</u> may not exercise any rights for Shares Less Than One Unit held by them, except for the following rights:</p> <p>(1) rights provided for in each item of Article 189(2) of the Corporation Act;</p> <p>(2) rights to make a request in accordance with Article 166(1) of the Corporation Act;</p> <p>(3) rights to receive an allotment of offered shares or stock acquisition rights pro rata to the number of shares held by a shareholder; and</p> <p>(4) rights to make a request provided for in Article 12 of these Articles of Incorporation.</p>	<p>Article 10. <u>Rights for Shares Less Than One Unit</u> Shareholders of the Company may not exercise any rights for Shares Less Than One Unit held by them, except for the following rights:</p> <p>(1) rights provided for in each item of Article 189(2) of the Corporation Act;</p> <p>(2) rights to make a request in accordance with Article 166(1) of the Corporation Act;</p> <p>(3) rights to receive an allotment of offered shares or stock acquisition rights pro rata to the number of shares held by a shareholder; and</p> <p>(4) rights to make a request provided for in Article 12 of these Articles of Incorporation.</p>
Article 12. (Omitted)	Article 11. (Current)
<p>Article 13. <u>Administrator of the Register of Shareholders</u></p> <p>1. The Company may put in place an administrator of the Register of Shareholders for its shares.</p> <p>2. The administrator of the Register of Shareholders</p>	<p>Article 12. <u>Administrator of the Register of Shareholders</u></p> <p>1. The Company may put in place an administrator of the Register of Shareholders for its shares.</p> <p>2. The administrator of the Register of Shareholders</p>

Present Articles of Incorporation	Amended Articles of Incorporation
<p>and the place of its business shall be selected by resolution of the Board of Directors and the Company shall give public notice thereof.</p> <p>3. If the Company selects an administrator of the Register of Shareholders according to the preceding paragraph, preparation and maintenance of and any other business relating to the Register of Shareholders <u>(including the Register of Beneficial Shareholders; hereinafter the same)</u>, the Register of Stock Acquisition Rights <u>and the Register of Lost Share Certificates</u> of the Company shall be handled by the administrator of the Register of Shareholders.</p> <p>Articles <u>14</u> through <u>39</u> (Omitted)</p> <p>(New)</p>	<p>and the place of its business shall be selected by resolution of the Board of Directors and the Company shall give public notice thereof.</p> <p>3. If the Company selects an administrator of the Register of Shareholders according to the preceding paragraph, preparation and maintenance of and any other business relating to the Register of Shareholders <u>and the Register of Stock Acquisition Rights</u> of the Company shall be handled by the administrator of the Register of Shareholders.</p> <p>Articles <u>13</u> through <u>38</u> (Current)</p> <p><u>Supplementary Provisions</u></p> <p><u>Article 1</u> <u>The Company shall delegate the administrator of the Register of Shareholders to prepare, maintain and carry out any other business relating to the Register of Lost Share Certificates of the Company, and the Company does not handle these matters.</u></p> <p><u>Article 2</u> <u>Articles 1 and 2 of the Supplementary Provisions will remain effective until January 5, 2010 and the Company will delete these Articles on January 6, 2010.</u></p>

Item 3. Appointment of Ten (10) Directors

In this item, as originally proposed, Directors Isao Uchida, Shuzo Kaihori, Kazunori Yagi, Kazuhiko Kimura, Teruyoshi Minaki, Takashi Fujii, Junji Yamamoto, Masahisa Naito, and Yasuro Tanahashi were re-appointed, and Nobuo Katsumata was newly appointed. They took up their offices thereafter.

Item 4. Appointment of One (1) Corporate Auditor

In this item, as originally proposed, Corporate Auditor Kiyoshi Makino was appointed, and took up his office thereafter.

Item 5. Renewal of Countermeasures to Large-scale Acquisition of Yokogawa Electric Shares (Takeover Defense Measures)

This item was approved as originally proposed.

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[Reference]

As of June 29, 2009, the Company's directors and corporate auditors are as follows:

Chairman of the Board	Isao Uchida
President and CEO	Shuzo Kaihori
Director	Kazunori Yagi
Director	Kazuhiko Kimura
Director	Teruyoshi Minaki
Director	Takashi Fujii
Director	Junji Yamamoto
Director	Masahisa Naito
Director	Yasuro Tanahashi
Director	Nobuo Katsumata
Standing Corporate Auditor	Takafumi Koyanagi
Standing Corporate Auditor	Kiyoshi Makino
Corporate Auditor	Shigeru Hikuma
Corporate Auditor	Teruhiko Ikeda
Corporate Auditor	Kouichi Iki

(Note)

1. Directors Masahisa Naito, Yasuro Tanahashi, and Nobuo Katsumata are outside directors.
2. Corporate auditors Shigeru Hikuma, Teruhiko Ikeda, and Kouichi Iki are outside auditors.

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