

*Translation: Please note that the following purports to be an accurate and complete translation of the original Japanese version prepared for the convenience of investors. However, in the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.*

TSE Code: 9697 ISIN: JP3218900003 SEDOL: 6173694 JP
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June 15, 2012

To: Shareholders

### Notice of Resolution of the 33rd Ordinary General Meeting of Shareholders

We are pleased to notify you that the matters below were reported and resolved at the 33rd Ordinary General Meeting of Shareholders of the Company held today.

Yours faithfully,

CAPCOM Co., Ltd.  
1-3, Uchihirano-machi 3-chome  
Chuo-ku, Osaka

By: Kenzo Tsujimoto  
Chairman and CEO  
Representative Director

### Particulars

#### **Matters to be reported:**

- 1 Report on the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 33rd Fiscal Year (from April 1, 2011 to March 31, 2012);  
The contents of the Financial Statements above were reported.
- 2 Report on the Results of Audit for Consolidated Financial Statements for the 33rd Fiscal Year (from April 1, 2011 to March 31, 2012) by Accounting Auditor and the Board of Corporate Auditors.  
The results of Audit above were reported.

#### **Matters to be resolved:**

##### **First proposal: Proposed Appropriation of Retained Earnings for the 33rd fiscal year**

This item was approved and resolved as originally proposed. The dividend for the end of the Term was decided to be ¥25 per share.

##### **Second proposal: Election of Four (4) Corporate Auditors**

This item was approved and resolved as originally proposed. Messrs. Kazushi Hirao and Masanao Iechika were re-elected and Yoshihiko Iwasaki and Akihiko Matsuzaki were newly elected as Corporate Auditors and assumed their offices. Messrs. Yoshihiko Iwasaki and Akihiko Matsuzaki are External Corporate Auditors.

**Third proposal: Election of One (1) Substitute Corporate Auditor**

This item was approved and resolved as originally proposed. Mr. Hitoshi Kanamori was elected as Substitute Corporate Auditor for External Corporate Auditor.

**Fourth proposal: Election of Accounting Auditor**

This item was approved and resolved as originally proposed. KPMG AZSA LLC was newly elected as Accounting Auditor and assumed its office.

**Fifth proposal: Revision of Remuneration to Corporate Auditors as a Group**

This item was approved and resolved as originally proposed. The maximum remuneration to Corporate Auditors as a group revised to an amount not exceeding yearly ¥85,000,000.

**Sixth proposal: Renewal of Countermeasures (Takeover Defense) in response to a Large-Scale Purchase of Shares of the Company**

This item was approved and resolved as originally proposed.

End

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**Appointment of full-time Corporate Auditors**

After the close of this Ordinary General Meeting of Shareholders, full-time Corporate Auditors were appointed at the Board of Corporate Auditors as follows.

Full-Time Corporate Auditor: Kazushi Hirao  
Full-Time Corporate Auditor: Yoshihiko Iwasaki

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**Payment of Dividend to the Shareholders**

The dividend for the 33rd Business Term is payable to the shareholders with the "Notice of Payment"\* sent to registered address on June 15, 2012 at any branch of Japan Post Bank Co., Ltd. or post office in Japan from June 18, 2012 to July 31, 2012.

"Statement of Dividend"\* and "Confirmation of Account for Dividend Remittance"\* are sent for those who wish their dividends to be remitted to their designated bank accounts.

We also sent "Statement of Dividend" to the shareholders who receive the dividend by the "Notice of Payment", which may be used to check the amount and/or as an evidence in filing tax return documents.

Note: \*:The Original "Notice of Payment", "Statement of Dividend" and "Confirmation of Account for Dividend Remittance" are sent to the registered Shareholders or local custodians in Japan.