

June 23, 2009

SHARP CORPORATION

**NOTICE OF RESOLUTIONS OF THE 115TH ORDINARY GENERAL MEETING
OF SHAREHOLDERS**

To Our Shareholders:

We hereby notify you that the following were reported and resolved at the 115th Ordinary General Meeting of Shareholders of the Company (hereinafter referred to as “Sharp”), held on June 23, 2009.

DESCRIPTION

- Report:
1. The Business Report, Consolidated Accounts and Audit of the Consolidated Accounts by the Accounting Auditors and the Board of Corporate Auditors for the 115th Term (from April 1, 2008 to March 31, 2009)
 2. Accounts for the 115th Term (from April 1, 2008 to March 31, 2009)

A report was made on the contents of the above statements.

Resolution:

Proposal No.1: Appropriation of Surpluses for the 115th Term

The proposal was approved and passed as originally proposed.

Regarding the dividends for the term, it was resolved that an annual dividend of twenty one (21) yen per share shall be distributed to shareholders for the term, a decrease of seven (7) yen per share compared to the dividends paid for the previous term. The year-end dividends to be paid shall be seven (7) yen per share, since interim dividends of fourteen (14) yen per share have already been paid on December 1, 2008.

Proposal No.2: Partial Amendment to Articles of Incorporation

The proposal was approved and passed as originally proposed.

The summary of the amendment is as follows:

- (1) A certain objective of Sharp was to be added in line with new business development relating to power generation and electricity supply by solar cell, etc. A certain objective of Sharp was to be amended in accordance with Sharp’s business situation. (Article 3)
- (2) The “Law for Partial Amendments to the Law Concerning Book-Entry Transfer of Corporate Bonds and Other Securities for the Purpose of Streamlining the Settlement of Trades of Stocks and Other Securities” (Law No. 88 of 2004, hereinafter referred to as the “Settlement Streamlining Law.”) had become effective on January 5, 2009. As a result, Sharp was deemed to have adopted a resolution to amend the Articles of Incorporation to abolish the provision (former Article 7)

relating to the issuance of share certificates on the date of implementation of the Settlement Streamlining Law, and accordingly Sharp deleted this provision.

Pursuant to the Settlement Streamlining Law, Sharp also made necessary changes to the Articles of Incorporation, including deletion of the provisions or phrases relating to non-issuance of share certificates for shares of less than a unit and beneficial shareholders and beneficial shareholders' register which were no longer applicable.

In accordance with transitional measures pertaining to a register of lost share certificates stipulated in the Settlement Streamlining Law, Sharp established the supplementary provisions.

(Article 8, Article 9, Article 10, Article 40 and Article 41, and Article 1 and Article 2 of Supplementary Provisions)

(3) Sharp established a new provision that allows it to enter into Limited Liability Agreements with Outside Directors so that Sharp appoints persons who can fully play their anticipated role as Outside Directors.

(Article 26)

(4) In addition to those above, Sharp made necessary changes to the number of articles.

Proposal No.3: Election of Eleven (11) Directors

Messrs. Katsuhiko Machida, Mikio Katayama, Masafumi Matsumoto, Toshio Adachi, Toshishige Hamano, Yoshiaki Ibuchi, Kenji Ohta, Takashi Nakagawa, Tetsuo Onishi, Nobuyuki Taniguchi [ten (10) Directors] were reelected as Directors. Mr. Kunio Ito [one (1) Director] was newly elected as a Director. All of the aforementioned have taken office.

Mr. Kunio Ito is an outside director as provided in Article 2, Paragraph 15 of the Corporation Act.

Proposal No.4: Continuation of Plan Regarding Large-Scale Purchases of Sharp Corporation Shares (Takeover Defense Plan)

For the purpose of protecting and enhancing corporate value and the common interests of shareholders, continuation of the Plan Regarding Large-Scale Purchases of Sharp Corporation Shares (Takeover Defense Plan) was approved and passed as originally proposed.

At the Board of Directors' Meeting after the Ordinary General Meeting of Shareholders, the following representative directors and directors who hold posts of responsibility were elected, and all of them have taken office.

Representative Director, Chairman: Katsuhiko Machida
Representative Director, President: Mikio Katayama
Representative Director: Masafumi Matsumoto
Representative Director: Toshio Adachi
Representative Director: Toshishige Hamano
Representative Director: Yoshiaki Ibuchi