

The following document is a summarized English translation of the Notice of Resolutions adopted at the 85th Ordinary General Meeting of Shareholders of ANRITSU CORPORATION. We provide this translation for your reference and convenience only and without any warranty as to its accuracy or otherwise.

June 28, 2011

To our shareholders

Hirokazu Hashimoto, Representative Director
ANRITSU CORPORATION
5-1-1 Onna, Atsugi-shi, Kanagawa, Japan

Notice of Resolutions Adopted at the 85th Ordinary General Meeting of Shareholders

We are pleased to inform you that the 85th Ordinary General Meeting of Shareholders (the “Meeting”) of ANRITSU CORPORATION held today, reports were given, and resolutions were passed, as follows:

Matters reported:

1. Reports on the Business Report, Consolidated Financial Statements for the 85th Business Period (April 1, 2010 through March 31, 2011), and Report on the Results of the Audit Conducted on Consolidated Financial Statements by Independent Auditors and the Board of Corporate Auditors
2. Reports on the Financial Statements for the 85th Business Period (April 1, 2010 through March 31, 2011)

Matters resolved:

Proposal 1: Appropriation of Surplus

It was resolved that the proposal be approved as proposed. It was decided to distribute year-end dividends of ¥5.0 per share.

Proposal 2: Election of Five (5) Directors

It was resolved that Messrs. Kenji Tanaka, Junkichi Shirono, Toshisumi Taniai, Michikazu Aoi and Takaya Seki be elected to the Board of Directors as proposed. Messrs. Michikazu Aoi and Takaya Seki are Outside Directors.

Proposal 3: Election of Three (3) Corporate Auditors

It was resolved that Messrs. Shigehisa Yamaguchi, Nobuyoshi Tanaka and Kunihiro Kamiya be elected as proposed. Messrs. Nobuyoshi Tanaka and Kunihiro Kamiya are Outside Corporate Auditors.

Proposal 4: Presentation of Bonuses to the Members of the Board

It was resolved that the proposal be approved as proposed. It was decided to distribute presentation of bonuses totaling 60 million yen to the five (5) current Directors (excluding Outside Directors).

**Proposal 5: Determination of Amount and Matters of Stock Options
Remuneration for Directors**

It was resolved that the proposal be approved as proposed. It was decided that stock acquisition rights be granted to directors (excluding Outside Directors) of the company to the extent of thirty million yen (¥30,000,000) or less per year.

Proposal 6: Grant of Stock Acquisition Rights as Stock Options to employees etc.

It was resolved that the proposal be approved as proposed. It was decided that; (1) grant of stock acquisition rights to the company's employees and its subsidiaries' directors and employees; and (2) authorization to Board of Directors to determine the matters with respect to the grant.

At the meeting of the Board of Directors after the Meeting, Mr. Kenji Tanaka was elected as Representative Director. Moreover, at the meeting of the Board of Corporate Auditors, Mr. Shigehiha Yamaguchi was elected as Full-time Corporate Auditor.

The respective positions of the Directors, Corporate Auditors, and Executive Officers are as follows:

(1) Directors and Corporate Auditors

Name	Title
Hikomichi Toda	Chairman of the Board
Hirokazu Hashimoto	Representative Director, President
Kenji Tanaka	Representative Director
Junkichi Shirono	Full-time Director
Toshisumi Taniai	Full-time Director
Yasushi Hosoda	Outside Director
Michikazu Aoi	Outside Director
Takaya Seki	Outside Director
Kohei Ono	Full-time Corporate Auditor
Shigehisa Yamaguchi	Full-time Corporate Auditor
Nobuyoshi Tanaka	Outside Corporate Auditor
Kunihiro Kamiya	Outside Corporate Auditor

(2) Executive Officers

Name	Title
Hirokazu Hashimoto (*)	President
Kenji Tanaka (*)	Executive Vice President
Frank Tiernan	Senior Vice President
Junkichi Shirono (*)	Vice President
Toshihiko Takahashi	Vice President
Toshisumi Taniai (*)	Vice President
Nobuo Funahashi	Vice President
Osamu Nagata	Vice President
Akifumi Kubota	Vice President
Koichiro Takahashi	Vice President
Fumihiko Tsukasa	Vice President
Tomoyuki Kikugawa	Vice President
Tetsuo Kawabe	Vice President
Gelald Ostheimer	Vice President

(Note) Names marked as (*) are members of the Board of Directors