

The following document is a summarized English translation of the Notice of Resolutions adopted at the 88th 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 26, 2014

To our shareholders

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

Notice of Resolutions Adopted at the 88th Ordinary General Meeting of Shareholders

We are pleased to inform you that the 88th Ordinary General Meeting of Shareholders (the “Meeting”) of ANRITSU CORPORATION was held today, reports were given, and resolutions were passed, as follows:

Matters reported:

1. Reports on the Business Report, Consolidated Financial Statements for the 88th Business Period (April 1, 2013 through March 31, 2014), and Report on the Results of the Audit Conducted on Consolidated Financial Statements by Independent Auditors and Audit & Supervisory Board
2. Reports on the Financial Statements for the 88th Business Period (April 1, 2013 through March 31, 2014)

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 ¥10 per share.

Proposal 2: Election of Eight (8) Directors

It was resolved that Messrs. Hirokazu Hashimoto, Kenji Tanaka, Fumihiro Tsukasa, Toshisumi Taniai, Akifumi Kubota, Michikazu Aoi, Takaya Seki and Teruaki Aoki be elected to the Board of Directors as proposed. Messrs. Michikazu Aoi, Takaya Seki and Teruaki Aoki are Outside Directors.

Proposal 3: Election of One (1) Substitute Audit & Supervisory Board Member

It was resolved that Mr. Takashi Kojima be elected as proposed.

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

bonuses totaling 65 million yen to the five (5) current Directors (excluding three (3) Outside Directors).

**Proposal 5: Determination of Amount and Contents 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 of the company to the extent of twenty five million yen (¥25,000,000) 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. Hirokazu Hashimoto was elected as a Representative Director & President, and Mr. Kenji Tanaka was elected as a Representative Director.

The respective positions of the Directors, Audit & Supervisory Board Members, and Executive Officers are as follows:

(1) Directors and Audit & Supervisory Board Members

Name	Title
Hirokazu Hashimoto	Representative Director, President
Kenji Tanaka	Representative Director
Fumihito Tsukasa	Director
Toshisumi Taniai	Director
Akifumi Kubota	Director
Michikazu Aoi	Outside Director
Takaya Seki	Outside Director
Teruaki Aoki	Outside Director
Shigehisa Yamaguchi	Full-time Audit & Supervisory Board Member
Tomoyuki Kikugawa	Full-time Audit & Supervisory Board Member
Nobuyoshi Tanaka	Outside Audit & Supervisory Board Member
Kunihiro Kamiya	Outside Audit & Supervisory Board Member

(2) Executive Officers

Name	Title
Hirokazu Hashimoto (*)	President
Kenji Tanaka (*)	Senior Executive Vice President
Fumihito Tsukasa(*)	Senior Vice President
Junkichi Shirono	Senior Vice President
Toshihiko Takahashi	Senior Vice President
Toshisumi Taniai (*)	Vice President
Nobuo Funahashi	Vice President
Osamu Nagata	Vice President
Akifumi Kubota (*)	Vice President
Gerald Ostheimer	Vice President
Yasunobu Hashimoto	Vice President
Tsukasa Hattori	Vice President
Takashi Seike	Vice President
Wade Hulon	Vice President
Toru Wakinaga	Vice President

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