

Notice to Shareholders

1-7, Yukigaya -otsukamachi, Ota-ku, Tokyo 145-8501
ALPS ELECTRIC CO., LTD.
Masataka Kataoka, President

Notice of convocation of the 75th Ordinary General Meeting of Shareholders

Dear Shareholder,

We are pleased to inform you of the 75th Ordinary General Meeting of Shareholders, to be held at the time and venue described below. We would be grateful if you were able to attend the meeting.

If you are unable to attend the meeting, you are kindly requested to consider the attached “Reference Documents for the Ordinary General Meeting of Shareholders” and exercise your voting rights in one of the following ways.

[Exercise of voting rights by postal mail]

Please indicate your approval or disapproval for each of the proposals on the enclosed “Voting Rights Exercise Form,” and return the form to us by postal mail which must be received no later than 5:00 p.m., June 25th (Wednesday), 2008.

[Exercise of voting rights via the Internet]

Please read the “Instructions for the Exercise of Voting Rights via the Internet” (pages 53 to 54, Japanese only), and exercise your voting rights no later than 5:00 p.m., June 25th (Wednesday), 2008.

Yours faithfully,
Masataka Kataoka
President

The 75th Ordinary General Meeting of Shareholders

1. Date and time: Thursday, June 26th, 2008, at 10:00 a.m.
2. Location: Alps Education Center Auditorium
2-28-8, Ishikawa-cho, Ota-ku, Tokyo, Japan
(Please refer to the attached map, Japanese only.)

3. Purpose of the Meeting:

Matters to be reported:

- 1. Business Report, Consolidated Financial Statements, Audit Reports of Consolidated Financial Statements by the Account Auditor and the Board of Corporate Auditors for the 75th fiscal year (from April 1st, 2007 to March 31st, 2008)
- 2. Financial Statements for the 75th fiscal year (from April 1st, 2007 to March 31st, 2008)

Matters to be resolved:

- Proposal 1 Approval of the Proposed Appropriation of Surplus
- Proposal 2 Election of Eleven Directors
- Proposal 3 Election of One Auditor
- Proposal 4 Election of One Alternate Auditor
- Proposal 5 Payment of Retirement Allowance to Retiring Directors

4. Reference to the exercise of voting rights, etc.

(1) Multiple exercise of voting rights

If voting rights are exercised simultaneously by sending the “Exercise of Voting Rights Form” by postal mail and via the Internet, the vote received via the Internet shall be deemed the valid vote. If voting rights are exercised more than once, via the Internet, the last vote shall be deemed the valid vote.

(2) Exercise of voting rights by proxy

If you are unable to attend the Ordinary General Meeting of Shareholders, you may appoint another shareholder with voting rights to attend as your proxy. However, documents evidencing the right of representation must be submitted.

(3) Notification of Corrections of Information Contained in the Reference Document, Business Reports, Financial Statements or Consolidated Financial Statements

If it is necessary to correct information contained in the Reference Document, Business Reports, Financial Statements or Consolidated Financial Statements, the information as corrected will be published on the Company’s website (<http://www.alps.com/>).

Note: Attendees are asked to present the enclosed Voting Rights Exercise Form at the reception desk on arrival at the meeting.

You are also cordially invited to attend the shareholders’ conference to be held at the Dining Hall, the first floor of the Alps Education Center, after the Ordinary General Meeting of Shareholders is adjourned.

Reference Document for the Ordinary General Meeting of Shareholders

Agenda and reference items

Proposal 1 Approval of the Proposed Appropriation of Surplus

Our basic policy is to decide on earnings distribution based on the consolidated performance of the electronic components segment, with a balance between (i) returning profits to Shareholders, (ii) research and development and capital investment for future business expansion and improvements in competitiveness, and (iii) retained earnings.

Based on this policy, we would like to propose to pay a year-end dividend as described below.

Year-end dividends

(1) Type of dividend

Dividends shall be paid in cash.

(2) Allocation and the total amount of dividends

We propose to pay a dividend of ¥10 per share.

If approved, the total amount of dividends will be 1,792,233,900 yen.

As we have paid an interim dividend of ¥10 per share for the fiscal year under review, the full-year dividend will become ¥20 per share.

(3) Effective date for the dividend payment from Surplus

June 27th, 2008.

Proposal 2 Election of Eleven Directors

The term of office of the following ten Directors shall expire at the close of this Ordinary General Meeting of Shareholders. The Directors are Messrs. Masataka Kataoka, Isao Tanimoto, Takahide Sato, Kazuya Yoshikoshi, Hideharu Kogashira, Seizo Ishiguro, Toshihiro Kuriyama, Nobuhiko Komeya, Junichi Umehara and Masaru Usui.

With a view to strengthening our Management Structure, the Board of Directors recommends to increase one Director and elect eleven Directors. The candidates are as follows:

Nominee No.	Name Date of birth	Brief personal history, title and position in the Company (Representative position held at another company)		No. of company shares held
1	Masataka KATAOKA June 30, 1946	April 1972 June 1982 October 1986 June 1988	Joined the Company Elected Director Senior Managing Director Representative Director & President (to the present)	818,500
		<ul style="list-style-type: none"> - Chairman, Alps Electric Korea Co., Ltd. - Chairman, Alps (China) Co., Ltd. 		
2	Takahide SATO February 11, 1946	April 1968 June 1998 June 2000 April 2002 April 2004 June 2004 February 2005 June 2005	Joined the Company Director & President, Alps Electric (North America), Inc. Elected Director General Manager, Sales Headquarters Officer in charge of Corporate Planning (to the present) Managing Director Officer in charge of Corporate Intellectual Property & Legal Officer in charge of Corporate Export & Import Administration Senior Managing Director	18,312

3	Hideharu KOGASHIRA February 8, 1945	March 1969 October 1999 June 2000 April 2002 April 2004 June 2004 January 2005 July 2005	Joined the Company General Manager, Mechatronic Devices Division 1 Elected Director General Manager, Mechatronic Devices Division Officer in charge of China Planning(to the present) Managing Director (to the present) Officer in charge of Materials Control (to the present) Officer in charge of Production (to the present)	10,000
4	Seizo ISHIGURO November 15, 1943	January 1973 November 1978 June 1982 June 1988 June 1997	Joined the Company Director, Alpine Electronics, Inc. Elected Director (to the present) Representative Director & Vice President, Alpine Electronics, Inc. Representative Director & President, Alpine Electronics, Inc. (to the present)	36,718
5	Toshihiro KURIYAMA April 25, 1957	April 1980 April 2004 June 2004 April 2007	Joined the Company General Manager, Magnetic Devices Division (to the present) Elected Director (to the present) General Manager, Business Development Headquarters (to the present)	5,000
		-	Representative Director & President, Alpine Electronics, Inc.	

6	<p>Nobuhiko KOMEYA September 20, 1955</p>	<p>April 1981 March 2000 June 2004 October 2004 July 2006 June 2007</p>	<p>Joined the Company Director & President, Alps Electric (UK) Limited Elected Director (to the present) General Manager, Mechatronic Devices Division General Manager, Communication Devices Division General Manager, Automotive Products Division (to the present)</p>	3,000
7	<p>Junichi UMEHARA March 5, 1957</p>	<p>March 1987 September 2004 June 2006 July 2006</p>	<p>Joined the Company Deputy Officer in charge of Corporate Intellectual Property & Legal Deputy Officer in charge of Corporate Export & Import Administration Elected Director (to the present) Officer in charge of Corporate Intellectual Property & Legal (to the present) Officer in charge of Corporate Export & Import Administration (to the present)</p>	3,000
8	<p>Masaru USUI January 10, 1958</p>	<p>April 1981 April 2005 June 2006 July 2006</p>	<p>Joined the Company General Manager, Strategic Sales & Marketing Operations Elected Director (to the present) Deputy General Manager, Sales Headquarters (to the present)</p>	5,200

9	Shuji TAKAMURA August 25, 1952	April 1975 January 1993 October 2000 October 2002 March 2004 June 2007	Joined the Company Manager, Parts Manufacturing Department, Wakuya Division Manager, Furukawa Plant, Mechatronic Devices Division Production General Manager, Mechatronic Devices Division Director & President, Alps Electric Korea Co., Ltd. General Manager, Mechatronic Devices Division (to the present)	3,900
10	Yoshitada AMAGISHI February 11, 1956	April 1980 April 1997 April 2003 June 2007	Joined the Company Manager, Second Technical Department, Mechatronic Devices Division 2 Director & President, Alps Electric (Malaysia) SND. BHD. General Manager, Peripheral Products Division (to the present)	5,600
11	Takashi KIMOTO October 1, 1958	April 1981 April 2000 April 2005 July 2006	Joined the Company Senior Manager, American Marketing Department, Sales Headquarters Senior Manager, Automotive Sales & Marketing Department, Sales Headquarters Deputy General Manager, Sales Headquarters (to the present)	5,000

Note: There is no special conflict of interest between any of the above candidates and the Company.

Proposal 3 Election of One Auditor

The term of office of Mr. Mitsunori Narisako as Auditor shall expire at the close of this Ordinary General Meeting of Shareholders.

The Board of Directors recommends that the following candidate be elected as Auditor.

Prior agreement of the Board of Statutory Auditors has been obtained regarding the submission of this proposal. The candidate is as follows:

Name Date of birth	Brief personal history (Representative position held at another company)	No. of Company shares held
Kazuya YOSHIKOSHI February 18, 1945	April 1967 Joined the Company September 1995 General Manager, Automotive Products Division June 1996 Elected Director June 2002 Managing Director (to the present)	9,000

Note: There is no special conflict of interest between the above candidate and the Company.

Proposal 4 Election of One Alternate Auditor

The Board of Directors recommends the election of an Alternate Auditor to assume the office of Auditor in the event the number of corporate auditors falls below that required by laws and ordinances.

Mr. Hikokichi Tokiwa, the candidate alternate auditor, as described in the brief personal history below, has been part of the management of Nippon Chemi-Con Corporation for many years and possesses extensive knowledge of corporate management. If he is elected as an alternate auditor, we believe that Mr. Tokiwa will be able to carry out his duties appropriately.

We propose that the validity of his election may be revoked in accordance with the resolution of the Board of Directors, with the consent of the Board of Corporate Auditors, provided that this is done prior to his assumption of office.

Prior agreement of the Board of Auditors has been obtained regarding the submission of this proposal. The candidate is as follows

Name Date of birth	Brief personal history (Representative position held at another company)		No. of Company shares held
Hikokichi TOKIWA January 1,1935	April 1969	Joined Nippon Chemi-Con Corporation	0
	June 1977	Director of the company	
	November 1995	Representative Director and President of the company	
	June 2003	CEO & Chairman of the Board of Directors of the company	
	June 2007	Honorary Adviser of the company (to the present)	

- Notes: 1. There is no special conflict of interest between any of the above candidate and the Company.
2. Mr. Hikokichi Tokiwa, the candidate alternate auditor, satisfies the requirements for an external auditor.

Proposal 5 Payment of Retirement Allowance to Retiring Directors

Messrs. Isao Tanimoto and Kazuya Yoshikoshi will retire with effect from the closing of this Ordinary General Meeting of Shareholders. In recognition of the services they performed in the office of Director, the Company shall pay retirement allowance within the extent permitted under the Company's prescribed criteria, and would like to leave matters such as the specific amount, time and method of payment, etc. for the above directors with the Board of Directors.

A brief personal history of the retiring directors is as follows.

Name	Brief personal history	
Isao TANIMOTO	June 1994	Director, General Manager, Mechatronic Devices Division 1
	April 2002	General Manager, Business Development Headquarters, in charge of Quality Control(to the present)
	June 2004	Senior Managing Director
	July 2005	Officer in charge of Engineering Control, Production Engineering Control (to the present)
Kazuya YOSHIKOSHI	June 1996	Director , General Manager, Automotive Products Division
	June 2002	Managing Director(to the present)