

June 27, 2006

To our shareholders,

Kanemasa Haraguchi
President and Representative Director
SECOM Co., Ltd.
5-1, Jingumae 1-Chome, Shibuya-ku
Tokyo, Japan

Notice of Resolutions of the 45th Ordinary General Meeting of Shareholders

I would like to take this opportunity to thank you, our shareholders, for your support toward SECOM Co., Ltd. (the "Company").

You are hereby notified that at the 45th Ordinary General Meeting of Shareholders held today, the following three matters were resolved after presentation of the Business Report, the Consolidated and Non-Consolidated Financial Statements for the 45th fiscal year (from April 1, 2005 to March 31, 2006) and the results on the audits of Consolidated Financial Statements by the Accounting Auditors and the Board of Corporate Auditors.

I would like to thank you, our shareholders, for your continuous support and encouragement to the activities of the SECOM Group.

Matters Resolved:

First Item of Business

Distribution of Surplus

As originally proposed, it was resolved that cash dividends for the fiscal year under review was increased by Yen 10 per share from Yen 50 per share for the previous fiscal year to Yen 60 per share.

Second Item of Business

Partial Amendments to the Articles of Incorporation

As originally proposed, it was resolved. The outlines of amendments in Articles of Incorporation are as follows.

- (1) Article 4 (Method of Giving Public Notice) changed the method for public notice to electronic notice from Nihon Keizai Shinbun and provided for alternative measures if electronic notice cannot be used for unavoidable reasons.
- (2) Article 7 (Number of Shares per Unit and Non-Issuance of Share Certificates for Shares Constituting Less Than One Unit), Paragraph 1 reflected proposed change in the number of shares of one unit from 500 shares to 100 shares with effect from August 1, 2006.
- (3) Article 8 (Additional Purchase of Shares Constituting Less Than One Unit) was newly established providing for a new system whereby a shareholder owning any number of shares less than a whole unit is able to demand the Company to sell additional number of shares to make up a whole unit of shares. (The effective date: August 1, 2006)
- (4) Article 9 (Rights of Holders of Shares Constituting Less Than One Unit) was newly provided to restrict rights of

shareholder of shares constituting less than one unit to the reasonable extent.

- (5) Article 16 (Disclosure of Reference Materials for the General Meeting of Shareholders via the Internet and Deemed Furnished) was newly provided to enable the Company to disclose via the Internet a part of reference materials for the general meeting of shareholders to facilitate to disclose sufficient information to shareholders.
- (6) Article 30 (Alternatives of Resolution of the Board of Directors) was newly provided to operate the Board of Directors flexibly and efficiently, and to enable the Board of Directors to make resolution in writing or electronically if all Directors consent and no Corporate Auditors dissent.
- (7) In addition, by virtue of the coming into force of the "Companies Act" (Law No. 86, 2005) etc., in the entirety, an arrangement for the composition, and amendments, additions, eliminations with respect to wordings and letters, was made and the numbers of Articles and Paragraphs was adjusted.

Third Item of Business

Election of Eleven (11) Directors

As originally proposed, the eleven directors, namely Messrs. Makoto Iida, Juichi Toda, Toshitaka Sugimachi, Shohei Kimura, Kanemasa Haraguchi, Nobuyuki Sasaki, Katsuhisa Kuwahara, Shuji Maeda, Katsuo Akiyama, Shinobu Iida and Fumio Obata, were re-elected and have assumed their office.

(This Notice of Resolution is an English summary of the original Japanese notice. The Japanese original is official and this summary is for your convenience only. The Company does not guarantee accuracy of this summary.)