

(Translation)
Securities Code: 7013
June 26, 2009

To: Shareholders

IHI Corporation
Kazuaki Kama, President & CEO
1-1, Toyosu 3-chome, Koto-ku, Tokyo

**NOTICE OF RESOLUTIONS
AT THE 192ND ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We hereby notify that reports were made and resolutions were passed as follows at the 192nd Ordinary General Meeting of Shareholders held today.

The Company sincerely regrets that it has decided to withhold payment of year-end dividends.

Matters Reported:

1. Report on the business report and the consolidated financial statements for the 192nd fiscal year (from April 1, 2008 to March 31, 2009), and the results of the audit of the consolidated financial statements by the accounting auditor and the board of company auditors:

In this matter, the contents of the said business report and the said consolidated financial statements and the results of the audit of the said consolidated financial statements were reported.

2. Report on the financial statements for the 192nd fiscal year (from April 1, 2008 to March 31, 2009):

In this matter, the contents of the said financial statements were reported.

Matters Resolved:

Agenda Item No. 1: Partial amendment of the Articles of Incorporation

This item was approved as originally proposed. The amendments are as follows:

(Underlines show amendment)

Before Amendment	After Amendment
<p>Article 2. (Object)</p> <p>The object of the Company shall be to engage in the following lines of business:</p> <p>1. Business relating to the design, manufacture, sales, purchase, lease, installation, repairing, overhaul and maintenance of the following products and parts thereof and integrated systems relevant thereto;</p> <p>(1) to (3) (Omitted)</p> <p>(4) <u>Pneumatic and hydraulic machinery</u>, chemical machinery, cement plants, paper and pulp machinery, synthetic resin processing machinery, industrial furnaces, metalworking machinery, transportation machinery, parking systems, vehicular turbocharger and other automotive devices, physical distribution systems and equipment, marine equipment, construction machinery, rolling stocks, vehicles for guided railways, industrial vehicles, industrial robots, laser systems, weapons, machines for snow removal, and other various industrial and general equipment, machinery and devices;</p> <p>(5) Anti-pollution devices, domestic and commercial appliances, electric and electronic appliances, tele-communication devices, controlling and regulating equipment, inspection and measuring instruments, experimental and research instruments, analytical equipment and medical <u>appliances</u>;</p> <p>(6) to (8) (Omitted)</p> <p>2 to 18 (Omitted)</p> <p>Article 3. to Article 6. (Omitted)</p> <p><u>Article 7. (Issuance of Share Certificate)</u></p> <p><u>The Company shall issue share certificates for its shares.</u></p> <p>Article <u>8.</u> to Article <u>9.</u> (Omitted)</p>	<p>Article 2. (Object)</p> <p>The object of the Company shall be to engage in the following lines of business:</p> <p>1. Business relating to the design, manufacture, sales, purchase, lease, installation, repairing, overhaul and maintenance of the following products and parts thereof and integrated systems relevant thereto;</p> <p>(1) to (3) (Unchanged)</p> <p>(4) <u>Compressors, air blowers, separators, filters, superchargers for vehicles and ships</u>, chemical machinery, cement plants, paper and pulp machinery, synthetic resin processing machinery, industrial furnaces, metalworking machinery, transportation machinery, parking systems, vehicular turbocharger and other automotive devices, physical distribution systems and equipment, marine equipment, construction machinery, rolling stocks, vehicles for guided railways, industrial vehicles, industrial robots, laser systems, weapons, machines for snow removal, and other various industrial and general equipment, machinery and devices;</p> <p>(5) Anti-pollution devices, domestic and commercial appliances, electric and electronic appliances, tele-communication devices, controlling and regulating equipment, inspection and measuring instruments, experimental and research instruments, analytical equipment and medical <u>equipment</u>;</p> <p>(6) to (8) (Unchanged)</p> <p>2 to 18 (Unchanged)</p> <p>Article 3. to Article 6. (Unchanged)</p> <p>(Deleted)</p> <p>Article <u>7.</u> to Article <u>8.</u> (Unchanged)</p>

Before Amendment	After Amendment
<p><u>Article 10. (Non-issuance of Certificates for Shares Less Than One Unit)</u></p> <p><u>The Company shall not issue share certificates for shares less than one unit. Provided, however, this provision shall not apply to the cases provided for by the Rules for Handling Shares.</u></p> <p>Article <u>11</u>. (Rights Regarding Shares Less Than One Unit)</p> <p>Shareholders of the Company <u>(inclusive of substantial shareholders, hereinafter the same)</u> may not exercise any rights other than those stipulated below regarding shares less than one unit.</p> <ol style="list-style-type: none"> (1) Rights listed in Paragraph 2 of Art. 189 of the Corporation Law; (2) Rights to make demands pursuant to Paragraph 1 of Art. 166 of the Corporation Law; (3) Rights to receive allotment of shares and share purchase warrants in proportion to the number of shares owned by them; (4) Right to make demands as provided in the following article. <p>Article <u>12</u>. (Additional Purchase of Shares Less Than One Unit)</p> <p style="text-align: center;">(Omitted)</p> <p>Article <u>13</u>. (Administrator of Shareholders' Register)</p> <p>The Company shall have its administrator of its shareholders' register.</p> <p>The administrator of shareholders' register and the location of its office shall be designated by resolution of the Board of Directors and the Company shall give public notice thereof.</p> <p>The preparation and keeping of the register of shareholders of the Company <u>(inclusive of the register of substantial shareholders, hereinafter the same)</u>, the register of share purchase warrants <u>and the register of loss of share certificates</u>, and other administrative businesses relative to the register of shareholders, the register of share purchase warrants <u>and the register of loss of share certificates</u> shall be entrusted to the administrator of shareholders' register, and these businesses shall not be handled by the Company.</p>	<p style="text-align: center;">(Deleted)</p> <p>Article <u>9</u>. (Rights Regarding Shares Less Than One Unit)</p> <p>Shareholders of the Company may not exercise any rights other than those stipulated below regarding shares less than one unit.</p> <ol style="list-style-type: none"> (1) Rights listed in Paragraph 2 of Art. 189 of the Corporation Law; (2) Rights to make demands pursuant to Paragraph 1 of Art. 166 of the Corporation Law; (3) Rights to receive allotment of shares and share purchase warrants in proportion to the number of shares owned by them; (4) Right to make demands as provided in the following article. <p>Article <u>10</u>. (Additional Purchase of Shares Less Than One Unit)</p> <p style="text-align: center;">(Unchanged)</p> <p>Article <u>11</u>. (Administrator of Shareholders' Register)</p> <p>The Company shall have its administrator of its shareholders' register.</p> <p>The administrator of shareholders' register and the location of its office shall be designated by resolution of the Board of Directors and the Company shall give public notice thereof.</p> <p>The preparation and keeping of the register of shareholders of the Company <u>and the register of share purchase warrants</u>, and other administrative businesses relative to the register of shareholders <u>and the register of share purchase warrants</u> shall be entrusted to the administrator of shareholders' register, and these businesses shall not be handled by the Company.</p>

Before Amendment	After Amendment
Article <u>14.</u> to Article <u>43.</u> (Omitted) (New)	Article <u>12.</u> to Article <u>41.</u> (Unchanged) <u>Supplementary Provision</u> <u>The preparation and keeping of the register of loss of share certificates of the Company and other administrative business relative to the register of loss of share certificates shall be entrusted to the administrator of shareholders' register, and shall not be handled by the Company.</u> <u>This supplementary provision shall be valid until January 5, 2010 and deleted as of January 6, 2010.</u>

Agenda Item No. 2: Election of fifteen (15) directors

As originally proposed, Messrs. Kazuaki Kama, Yasuyuki Watanabe, Yuji Hiruma, Yasuhiro Inagawa, Yoshiaki Shimojo, Makoto Serizawa, Ichiro Hashimoto, Kazuo Tsukahara, Tamotsu Saito, Fusayoshi Nakamura, Fumio Sato and Tomokazu Hamaguchi were reelected as directors and took their offices again. Three directors, namely Messrs. Sadao Degawa, Joji Sakamoto and Ichiro Terai were newly elected as directors and took their offices.

Messrs. Fumio Sato and Tomokazu Hamaguchi are outside directors.

Agenda Item No. 3: Election of two (2) auditors

As originally proposed, Messrs. Masakazu Maruyama and Hisatsugu Nonaka were newly elected as auditors and took their offices.

Mr. Hisatsugu Nonaka is an outside auditor.

At the Meeting of the Board of Directors held after the close of this Ordinary General Meeting of Shareholders, the following persons were appointed as representative directors and directors with special titles and took their offices.

President: Kazuaki Kama
Executive Vice President: Yasuyuki Watanabe
Executive Vice President: Yuji Hiruma

By a resolution of the Meeting of the Board of Auditors, the following person was newly appointed as standing auditor and took his office.

Standing Auditor: Masakazu Maruyama