

Please note that the following is an unofficial English translation of Japanese original text of the Notice of Resolutions at the 106th Ordinary General Meeting of Shareholders of COSMO OIL CO., LTD. The Company provides this translation for reference and convenience purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities Code: 5007

June 26, 2012

To Our Shareholders

Keizo Morikawa

President

COSMO OIL CO., LTD.

1-1-1, Shibaura, Minato-ku, Tokyo

## NOTICE OF RESOLUTIONS AT THE 106th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to inform you that the following matters were reported and resolved at the 106th Ordinary General Meeting of Shareholders of COSMO OIL CO., LTD. (the “Company”), held on June 26, 2012.

**Matters Reported:**           **1. The Business Report and the Consolidated Financial Statements, and Audit Reports of the Accounting Auditor and the Board of Corporate Auditors for the Consolidated Financial Statements for the 106th Fiscal Year (from April 1, 2011 to March 31, 2012)**

The contents of the Business Report and the Consolidated Financial Statements, and results of the Audit Reports were reported.

**2. The Non-consolidated Financial Statements for the 106th Fiscal Year (from April 1, 2011 to March 31, 2012)**

The content of the Non-consolidated Financial Statements was reported.

**Proposals Resolved:**

**Proposal No. 1:           Appropriation of Surplus**

This proposal was approved and adopted as originally proposed.

It was determined to pay a term-end dividend of ¥8 per share of common stock of the Company.

**Proposal No. 2:           Election of Ten (10) Directors**

This proposal was approved and adopted as originally proposed. Keiichiro Okabe, Yaichi Kimura, Keizo Morikawa, Satoshi Miyamoto, Hideto Matsumura, Atsuto Tamura, Hisashi Kobayashi, Isao Kusakabe, Mohamed Al Hamli and Mohamed Al Mehairi were elected as Directors and each of them assumed office.

**Proposal No. 3:           Election of One (1) Corporate Auditor**

This proposal was approved and adopted as originally proposed. Kazuto

**[Translation for Reference and Convenience Purposes Only]**

Ichikawa was elected as a Corporate Auditor and he assumed office accordingly. He was elected as a substitute for Makoto Suzuki, who resigned as Corporate Auditor at the conclusion of the Meeting.

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**[Translation for Reference and Convenience Purposes Only]**

**Payment of Term-end Dividend**

To receive the term-end dividend for the 106th fiscal term of the Company, you are requested to submit the enclosed "Term-End Dividend Receipt" at the counter of any office of Japan Post Bank Co., Ltd., or of a post office in your neighborhood during the specified payment period (June 27, 2012, through July 31, 2012).

Shareholders who have designated the remittance to be paid by bank transfer are requested to confirm the enclosed "Dividend Statement" and "About Your Account of Remittance." Meanwhile, shareholders who have designated the distribution of dividends in proportion to the number of shares held are requested to confirm the enclosed "Dividend Statement" and "How to Receive Your Dividend."

Deposit of the dividend into your bank account is also available by submitting the "Term-End Dividend Receipt" at the counter of the bank in which you have the account.

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