Murata Manufacturing Co., Ltd.

CONVOCATION NOTICE

FOR

THE 74th

ORDINARY GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON

JUNE 29, 2010

NOTE

1. THIS DOCUMENT IS A TRANSLATION OF THE OFFICIAL JAPANESE CONVOCATION NOTICE FOR THE 74TH ORDINARY GENERAL MEETING OF REGISTERED SHAREHOLDERS.

2. THIS TRANSLATION IS PROVIDED ONLY AS A REFERENCE TO ASSIST SHAREHOLDERS IN THEIR VOTING AND DOES NOT CONSTITUTE AN OFFICIAL DOCUMENT.

3. IN THE EVENT OF ANY DISCREPANCY BETWEEN THIS TRANSLATED DOCUMENT AND THE JAPANESE ORIGINAL, THE ORIGINAL SHALL PREVAIL.

CONVOCATION NOTICE FOR
THE 74th ORDINARY GENERAL MEETING OF SHAREHOLDERS

May 31, 2010

Tsuneo Murata
President
Statutory Representative Director
Member of the Board of Directors

Murata Manufacturing Co., Ltd.
10-1, Higashikotari 1-chome,
Nagaokakyo-shi, Kyoto, Japan
(Securities Identification code: 6981)

Dear Shareholders:

Notice is hereby given that the 74th Ordinary General Meeting of Shareholders will be held as detailed hereinafter, and your attendance is cordially requested.

In the event that you are unable to attend the meeting, you may exercise your voting rights using one of the methods below. To do so, we kindly ask that you first examine the Reference Materials for the General Meeting of Shareholders later in this translation (p. 4–7), then exercise your voting rights by 5:00 p.m. on Monday, June 28, 2010.

1. Date and time: June 29, 2010 (Tuesday) 10:00 a.m.
2. Location: 10-1, Higashikotari 1-chome, Nagaokakyo-shi, Kyoto, Japan
   The Hall on the second floor of the Head Office
3. Agenda:

   Reports

   1 Report of the business report, the consolidated financial statement for the 74th fiscal term (From April 1, 2009 to March 31, 2010), and along with audit reports prepared by the Independent Auditor and the Board of Statutory Auditors on the consolidated financial statement

   2. Report of the financial statement for the 74th fiscal term (From April 1, 2009 to March 31, 2010)

   Proposals

   No. 1 Dividends of Retained Earnings for the 74th Fiscal Term

   No. 2 Election of Two (2) Members of the Board of Directors

   No. 3 Election of One (1) Statutory Auditor

- Attendees are kindly requested to submit the enclosed Voting Rights Exercise Form, completed, at the reception desk at the entrance to the meeting hall.
- In the event of any changes being made to the Reference Materials for the General Meeting of Shareholders, or to the business report and consolidated/non-consolidated financial statements, they will be notified on the Company's website (http://www.murata.co.jp).

[Exercise of Voting Rights by Postal Mail]

Please indicate on the Voting Rights Exercise Form enclosed herewith your approval or disapproval on the proposals and return the form by the said deadline.

[Exercise of Voting Rights via the Internet]

Please access the designated website for exercise of voting rights (http://www.it-soukai.com/), use the "Voting Rights Exercise Code" and the "Password" shown on the enclosed Voting Rights Exercise Form, and indicate your approval or disapproval of the proposals, following the on-screen instructions by the said deadline.

You are cordially requested to refer to the enclosed "Instructions for Internet Voting" upon the exercise of voting rights via the Internet.

In the event that you exercise your voting right on the same proposal both by postal mail and via the Internet, and in the event that the details of your votes are different, the vote made over the Internet shall prevail. In the event that you exercise your voting right on the same proposal over the Internet more than once, the vote made last shall prevail.

Reference Materials for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Dividends of Retained Earnings for the 74th Fiscal Term

The Company has adopted a basic policy for return of profits to its shareholders under which the Company intends to realize a steady increase of dividend by increasing profit per share, putting priority on distribution of results in the form on dividend, and enhancing the value of the Company and improving the financial strength at the same time.

Based on this policy, after examining the Company's consolidated performance and payout ratio, and determining the amount of unappropriated retained earnings, the Company proposes a year-end dividend of 35 yen per share. Combined with the interim dividend, this will bring the annual dividend to 70 yen per share.

1. Type of dividend asset

    Cash

2. Allocation of dividend assets and total amount of allocation

    35 yen per common share

    Total amount of payout: 7,512,044,015 yen

3. Effective date of dividend payout

June 30, 2010

Proposal No. 2: Election of Two (2) Members of the Board of Directors

Out of the current eight (8) Members of the Board of Directors, the term of office of Yoshitaka Fujita, Seiichi Arai and Hiroaki Yoshihara (Outside Director) will expire as of the end of this Ordinary General Meeting of Shareholders.
Thereby, it is proposed that two (2) Members of the Board of Directors including one (1) Outside Director be elected.

The candidates for Members of the Board of Directors are as follows:

Candi-date No.	Name of Candidate (Birthdate)	Brief Personal History, Positions, Responsibilities and Significant Concurrent Positions		Shares of the Company Owned
1	Yoshitaka Fujita (January 27, 1952)	Apr 1975	Entered the Company	2,000 shares
		Jun 1998	Assumed the position of Member of the Board of Directors of the Company	
		Jun 2000	Assumed the position of Vice President of the Company	
		Jun 2003	Assumed the position of Senior Executive Vice President of the Company	
		Jun 2005	Assumed the position of Corporate Senior Executive Vice President of the Company	
		Jun 2008	Assumed the position of Executive Deputy President of the Company (present)	
			Assumed the position of Statutory Representative Director of the Company (present)	
		Significant Concurrent Positions: Director of Murata Electronics Singapore (Pte.) Ltd. President of Murata (China) Investment Co., Ltd.		

Candi-date No.	Name of Candidate (Birthdate)	Brief Personal History, Positions, Responsibilities and Significant Concurrent Positions	Shares of the Company Owned
2	Hiroaki Yoshihara (February 9, 1957)	Nov 1978 Entered Peat Marwick Mitchell & Co. (Currently KPMG AZSA & Co.) Jul 1996 Assumed the position of National Managing Partner, the Pacific Rim Practice of KPMG LLP Oct 1997 Assumed the position of the Board Member of KPMG LLP Oct 2003 Appointed Vice Chairman and Global Managing Partner of KPMG International Apr 2008 Assumed the position of Associate Professor of Hitotsubashi University Graduate School of International Corporate Strategy Jun 2008 Assumed the position of Member of the Board of Directors of the Company (present) Sep 2008 Assumed the position of Managing Director of Hitachi Global Storage Technologies Netherlands B.V. (present) Significant Concurrent Positions: Managing Director of Hitachi Global Storage Technologies Netherlands B.V.	0 shares

Notes:
1. There are no special interests between the Company and each of the candidates for Director.
2. Hiroaki Yoshihara is a candidate for an Outside Director.
3. Special notes for Outside Director candidate are as follows:
   (1) Reasons for nominating the candidate for Outside Director:
   Hiroaki Yoshihara is nominated as a candidate for Outside Director in the hope that he will be able to utilize abundant consulting experiences with global companies and his deep insight as an accounting professional for the management of the Company.
   (2) Number of years of service as Outside Director:
   At the end of the 74th Ordinary General Meeting of Shareholders, Hiroaki Yoshihara, who was appointed Outside Director in June 2008, will have served the position for two (2) years.
   (3) Liability Limitation Agreement with Outside Directors:
   The Company has entered into an agreement with Hiroaki Yoshihara to the effect that liability of Outside Directors shall be restricted to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Corporation Law. Upon re-election, the Company will continue this agreement with him.
4. The Company appointed Hiroaki Yoshihara as an independent director as specified in the regulations of Tokyo Stock Exchange, Inc. and Osaka Securities Exchange Co., Ltd. and notified the matter to the both Exchanges.

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

As the term of office of Go Kawada of the current five (5) Statutory Auditors expires at the end of this Ordinary General Meeting of Shareholders, it is proposed that one (1) Statutory Auditor be elected.

The Board of Statutory Auditors consents to this proposal.

The candidate for Statutory Auditor is as follows:

Name of Candidate (Birthdate)	Brief Personal History, Positions and Significant Concurrent Positions		Shares of the Company Owned
Masakazu Toyoda (June 28, 1949)	Apr 1973	Entered the Ministry of International Trade and Industry (Currently the Ministry of Economy, Trade and Industry)	0 shares
	Aug 1999	Assumed the position of Director-General, International Economic Affairs Department, International Trade Policy Bureau, MITI	
	Aug 2003	Assumed the position of Director-General, Commerce and Information Policy Bureau, METI	
	Jul 2006	Assumed the position of Director-General, Trade Policy Bureau, METI	
	Jul 2007	Assumed the position of Vice-Minister for International Affairs, METI	
	Aug 2008	Assumed the position of the Secretary General of the Cabinet Secretariat's Strategic Headquarters for Space Policy (present)	
		Assumed the position of Private Secretary, METI	
	Nov 2008	Assumed the position of the Special Advisor to the Cabinet on Energy and Climate Change (present)	
	Significant Concurrent Positions: Secretary General of Cabinet Secretariat's Strategic Headquarters for Space Policy Private Secretary, METI Special Advisor to the Cabinet on Energy and Climate Change		

Notes:
1. There are no special interests between the Company and the candidate for Statutory Auditor.
2. Masakazu Toyoda is a candidate for an Outside Statutory Auditor.
3. Special notes for the Outside Statutory Auditor candidate are as follows:
   (1) Reason for nominating the candidate for Outside Statutory Auditor:
   Masakazu Toyoda is nominated as a candidate for Outside Statutory Auditor in the hope that he will be able to utilize his deep insight and abundant experiences in the fields of economy and international trade for the audit of the Company.
   (2) Liability Limitation Agreement with Outside Auditors
   The Company will enter into an agreement with Masakazu Toyoda, upon election, to the effect that liability of Statutory Auditors shall be restricted to the minimum liability limit stipulated in Article 425, Paragraph 1 of the Corporation Law.
4. Based on the premise that his election is approved, the Company appointed Masakazu Toyoda as an independent auditor as specified in the regulations of Tokyo Stock Exchange, Inc. and Osaka Securities Exchange Co., Ltd. and notified the matter to the both Exchanges.