Murata Manufacturing Co., Ltd.

CONVOCATION NOTICE

FOR

THE 78th

ORDINARY GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON

JUNE 27, 2014

NOTE

1. THIS DOCUMENT IS A TRANSLATION OF THE OFFICIAL JAPANESE CONVOCATION NOTICE FOR THE 78TH 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.

(Securities Code: 6981)
CONVOCATION NOTICE FOR
THE 78th ORDINARY GENERAL MEETING OF SHAREHOLDERS

June 3, 2014

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

Dear Shareholders:

Notice is hereby given that the 78th Ordinary General Meeting of Shareholders will be held as detailed below, and your attendance is cordially requested.

In the event that you are unable to attend the meeting, you may exercise your voting rights either by Voting Rights Exercise Form or via the Internet, etc. To do so, we kindly ask that you first examine the Reference Materials for the General Meeting of Shareholders later in this translation (p. 4–6), then exercise your voting rights by 5:00 p.m. on Thursday, June 26, 2014.

1. Date and time: June 27, 2014 (Friday) 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 78th fiscal term (From April 1, 2013 to March 31, 2014), and 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 78th fiscal term (From April 1, 2013 to March 31, 2014)

Proposals

No. 1 Dividends of Retained Earnings for the 78th Fiscal Term

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

No. 3 Election of One (1) Statutory Auditor

[Guide for Exercise of Voting Rights]

1. Exercise of Voting Rights by Attending the Meeting

Please bring the Voting Rights Exercise Form enclosed herewith with you to the meeting and submit the form, completed, at the reception desk at the entrance to the meeting hall.

2. Exercise of Voting Rights by Postal Mail (Voting Rights Exercise Form)

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.

3. Exercise of Voting Rights via the Internet

1) Exercise of Voting Rights via the Internet

Please access the designated website for exercise of voting rights (http://www.it-soukai.com) via personal computer, smartphone or mobile phone, 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.

2) To institutional investors

Nominee shareholders such as managing trust banks and others (including standing proxies) will be able to use the electronic voting platform as a method to electronically exercise voting rights at the General Meeting of Shareholders of the Company if the shareholders have applied in advance to use the electronic voting platform.

4. Treatment when voting rights are exercised more than once

1) If you exercise your voting rights by both postal mail and via the Internet, the vote made via the Internet shall prevail.

2) If you exercise your voting rights via the Internet more than once, the vote made last shall prevail.

- 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/ir/shareholder/index.html).

Reference Materials for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Dividends of Retained Earnings for the 78th 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 70 yen per share. Combined with the interim dividend of 60 yen per share, this will bring the annual dividend to 130 yen per share, an increase of 30 yen per share compared with the previous fiscal year.

1. Type of dividend asset
   Cash
2. Allocation of dividend assets and total amount of allocation
   70 yen per common share
   Total amount of payout: 14,819,540,540 yen
3. Effective date of dividend payout
   June 30, 2014

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

Out of the current seven (7) Members of the Board of Directors, the term of office of Yoshitaka Fujita and Hiroaki Yoshihara (Outside Director) will expire at the end of this Ordinary General Meeting of Shareholders.
Thereby, it is proposed that two (2) Members of the Board of Directors 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 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) President of Murata (China) Investment Co., Ltd.	2,000 shares
2	Hiroaki Yoshihara (February 9, 1957)	Nov 1978 Entered Peat Marwick Mitchell & 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 Assumed the position of Vice Chairman and Global Managing Partner of KPMG International Apr 2008 Assumed the position of Chaired 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)	0 shares

Notes:
1. There are no special interests between the Company and each of the candidates for Member of the Board of Directors.
2. Hiroaki Yoshihara is a candidate for Outside Director and is registered as an independent director as specified in the regulations of Tokyo Stock Exchange, Inc.
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 78th Ordinary General Meeting of Shareholders, Hiroaki Yoshihara, who assumed the position of Outside Director in June 2008, will have served in the position for six (6) years.
   (3) Liability Limitation Agreement with Outside Director:
   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 Companies Act. Upon re-election, the Company will continue this agreement with him.
4. If this proposal is approved as proposed, the number of Member of the Board of Directors will be seven (7), two (2) of whom will be independent Outside Directors.

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

As the term of office of Masakazu Toyoda (Outside Statutory Auditor) out 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	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 Assumed the position of Private Secretary, METI	
	Nov 2008	Assumed the position of the Special Advisor to the Cabinet on Energy and Climate Change	
	Jun 2010	Assumed the position of Statutory Auditor of the Company (present)	
	Jul 2010	Assumed the position of Chairman & CEO of The Institute of Energy Economics, Japan (present)	
	Jun 2011	Assumed the position of Outside Statutory Auditor of Nitto Denko Corporation (present)	
	(Significant Concurrent Positions) Chairman & CEO of The Institute of Energy Economics, Japan Outside Statutory Auditor of Nitto Denko Corporation		

Notes:
1. There are no special interests between the Company and the candidate for Statutory Auditor.
2. Masakazu Toyoda is a candidate for Outside Statutory Auditor and is registered as an independent auditor as specified in the regulations of Tokyo Stock Exchange, Inc.
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) Number of years of service as Outside Statutory Auditor:
   At the end of the 78th Ordinary General Meeting of Shareholders, Masakazu Toyoda, who assumed the position of Outside Statutory Auditor in June 2010, will have served in the position for four (4) years.
   (3) Liability Limitation Agreement with Outside Statutory Auditor:
   The Company has entered into an agreement with Masakazu Toyoda to the effect that liability of Outside Statutory Auditors shall be restricted to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. Upon re-election, the Company will continue this agreement with him.
4. If this proposal is approved as proposed, the number of Statutory Auditors will be five (5), three (3) of whom will be independent Outside Statutory Auditors.