BY FAX

BNY Mellon Corporate Trustee Services Limited
(as Trustee)
One Canada Square
London E14 5AL
United Kingdom
Fax No.: +44 20 7964 2509
Attention: Trustee Administration Manager
MITSUMI ELECTRIC CO., LTD.

Sumitomo Mitsui Finance Dublin Limited
(as Principal Agent)
La Touche House
I.F.S.C.
Custom House Docks
Dublin 1
Ireland
Fax No: +353 1 670 0353
Attention: PPA Department

2 December 2016

Dear Sirs

MITSUMI ELECTRIC CO., LTD. (the "Company")
¥20,000,000,000 Zero Coupon Convertible Bonds due 2022 (the "Bonds")
(ISIN: XS1255457696 Common Code: 125545769)

Reference is made to the Bonds, the trust deed dated 3 August 2015 in respect of the Bonds (the "**Trust Deed**"), the agency agreement dated 3 August 2015 in respect of the Bonds (the "**Agency Agreement**") and the meeting of the holders of Bonds held on 3 November 2016 (the "**Meeting**"). Terms used but not defined herein have the meanings set out in the Trust Deed.

We hereby give you notice in accordance with Conditions 5.1.4 and 6.2 and Clause 7.2.5 of the Trust Deed, that:

(a) *Notice to Shareholders*: A notice for the holding of an extraordinary general meeting of shareholders of the Company to be held on 27 December 2016 (Tokyo time) to consider the proposal for a Corporate Event (being a Holding Company Event), whereby the Company will become a wholly-owned subsidiary of Minebea Co., Ltd. (whose name will change at the time of the Corporate Event to MIINEBEA MITSUMI Inc.) by way of share exchange on 27 January 2017 (Tokyo time), is expected to be sent to the Company's shareholders on 6 December 2016 (Tokyo time).

Please refer to the Extraordinary Resolution of Bondholders passed at the Meeting in relation to such Corporate Event and the succession of the obligations under the Bonds by MINEBEA MITSUMI Inc.

(b) *Disapplication of Condition to Conversion*: The condition to the exercise of the Stock Acquisition Rights set forth in Condition 5.1.6 shall (assuming the notice referred to in (a) above is duly sent) not be applicable during the period from and including 6 December 2016 (being the date upon which the Company is first required to give notice to the Bondholders of the Corporate Event in accordance with Condition 6.2) to and including 27 January 2017 (being the relevant Corporate Event Effective Date).

(c) *Designation of Period During Which the Stock Acquisition Rights May Not be Exercised*: Pursuant to Condition 5.1.4(b), the Company has designated the period from and including 19 January 2017 (Tokyo time) to and including 27 January 2017 as being the period during which the Stock Acquisition Rights may not be exercised, the Company having reasonably determined that such suspension is necessary in order to consummate the Corporate Event in compliance with the Conditions.

Save where otherwise specified, the respective dates set out above refer to such dates in London time.

We hereby request to the Trustee and the Principal Agent as follows:

1. Pursuant to Clause 14.9 of the Trust Deed, we request the Trustee to approve the form of notice to the holders of the Bonds attached hereto as Appendix 1, and to inform the Principal Agent and ourselves of such approval by 5 December 2016.

2. Pursuant to Clause 17.1 of the Agency Agreement, we request the Principal Agent forthwith upon receipt of the approval of the Trustee mentioned in 1. above, to:

   (i) arrange for the delivery of the notice to the holders of the Bonds (in the form set out in Appendix 1) to Euroclear and Clearstream, Luxembourg for notification to the relevant holders pursuant to the paragraph set out under the caption "Notices" in the Global Certificate relating to the Bonds. We would request that such notification be undertaken on 6 December 2016; and

   (ii) once the notice has been delivered pursuant to (i) above, deliver two copies of such notice to the Trustee.

   Please note that we are not making a request to mail such notice to the addresses of holders of the Bonds or to publish such notice on the *Financial Times* as set out in Condition 19 of the Bonds, as such mailing and publication is not required while the Bonds are evidenced by the Global Certificate in respect of such Bonds.

Yours faithfully,

MITSUMI ELECTRIC CO., LTD.

By:

Motomu Saito

Name: Motomu Saito
Title: Director,Chief Financial Officer,
General Manager of Corporate Administration

MITSUMI

NOTICE TO THE HOLDERS OF
MITSUMI ELECTRIC CO., LTD. (the "Company")
¥20,000,000,000 Zero Coupon Convertible Bonds due 2022 (the "Bonds")
(ISIN: XS1255457696 Common Code: 125545769)

In accordance with Condition 5.1.4 and Condition 6.2 of the terms and conditions of the Bonds (the "**Terms and Conditions**") and Clause 7.2.5 of the trust deed dated 3 August 2015 relating to the Bonds (the "**Trust Deed**"), notice is hereby given as follows.

1. **Notice to Shareholders**: A notice for the holding of an extraordinary general meeting of shareholders of the Company to be held on 27 December 2016 (Tokyo time) to consider the proposal for a Corporate Event (being a Holding Company Event), whereby the Company will become a wholly-owned subsidiary of Minebea Co., Ltd. (whose name will change at the time of the Corporate Event to MINEBEA MITSUMI Inc.) by way of share exchange on 27 January 2017 (Tokyo time), was sent to the Company's shareholders today (6 December 2016 (Tokyo time)). (Please refer to the notice to Bondholders dated 4 November 2016 with regard to the passing of an Extraordinary Resolution of Bondholders held on 3 November 2016 in relation to such Corporate Event and the succession of the obligations under the Bonds by MINEBEA MITSUMI Inc.)

2. **Disapplication of Condition to Conversion**: The condition to the exercise of the Stock Acquisition Rights set forth in Condition 5.1.6 shall not be applicable during the period from and including 6 December 2016 (being the date upon which the Company is first required to give notice to the Bondholders of the Corporate Event in accordance with Condition 6.2) to and including 27 January 2017 (being the relevant Corporate Event Effective Date).

3. **Designation of Period During Which the Stock Acquisition Rights May Not be Exercised**: Pursuant to Condition 5.1.4(b), the Company hereby designates the period from and including 19 January 2017 (Tokyo time) to and including 27 January 2017 as being the period during which the Stock Acquisition Rights may not be exercised, it having reasonably determined that such suspension is necessary in order to consummate the Corporate Event in compliance with the Conditions.

Save where otherwise specified, the respective dates set out above refer to such dates in London time.

Terms used but not defined herein have the meanings set out in the Terms and Conditions.

By: **MITSUMI ELECTRIC CO., LTD.**

Date: 6 December 2016