

May 1, 2009

ROHM CO., LTD.

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(Representative Director)
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ROHM Announces Receipt of Shareholder Proposal for the Annual Shareholders Meeting

This is to announce that ROHM CO., LTD. (“ROHM”) received a letter dated April 30, 2009 from Northern Trust Company (AVFC) Sub Account USL, represented by Brandes Investment Partners, L.P., regarding the exercise of shareholders proposal right at the forthcoming Annual Shareholders Meeting to be held in June 2009.

As a part of the plans to increase our shareholder value, ROHM announced its “Three Year Plan of Enhanced Shareholder Return Policy” in April 2007, and this year is the third year of our new policy. ROHM has committed itself to provide returns to our shareholders proactively in accordance with this new policy even though the business environment has been changing drastically.

The Board of Directors of ROHM, upon confirming as to whether this Shareholder Proposal fulfill the conditions required by the relevant laws and regulations, will carefully consider the details of the proposal and announce its opinion to the shareholders.

1. Proposing Shareholder;

Northern Trust Company (AVFC) Sub Account USL

2. Proposed Agenda and Summary of the Proposal;

(1) Agenda

Share Buybacks

(2) Summary

In accordance with Article 156, Paragraph 1 of the Company Act, ROHM will acquire, within 1 year from the date of the 51st Ordinary General Shareholders Meeting, up to 2.5 million of its own shares for the maximum of ¥15 billion or the “Distributable Amount” (as defined under Article 461 of the Company Act), whichever is the least.

[Reference Information] Track Record of Shareholder Returns of ROHM

Year Ending	Dividends		Payout Ratio (Consolidated)	Share Buybacks (B) (Million Yen)	Total Return (A+B) (Million Yen)
	Per Share	Total Amount (A) (Million Yen)			
Mar 05 (A)	85 Yen	10,014	22.4%	19,940	29,954
Mar 06 (A)	90 Yen	10,407	21.6%	15,128	25,535
Mar 07 (A)	100 Yen	11,402	24.2%	17,031	28,443
Mar 08 (A)	230 Yen *1	25,383	80.8%	39,552	64,935
Mar 09 (E)	130 Yen *2	14,245 *2	147.6%	0	14,245

*1 Including the 50th anniversary special dividend of 100 Yen per share.

*2 Interim dividend of 65 Yen per share or 7,122 million Yen in total has been distributed in December 2008. Year-end dividend of 65 Yen per share will be distributed upon the approval at the Annual Shareholders Meeting to be held in June 2009.