

June 24, 2009

To All Shareholders:

1-1 Hino-dai 3-chome, Hino-shi, Tokyo

**Hino Motors, Ltd.**

Yoshio Shirai, President, Member of the Board

## **Notice of Resolutions Adopted at FY2009 Ordinary General Shareholders' Meeting**

Dear Shareholder,

The reports made and resolutions adopted at the FY2009 Ordinary General Shareholders' Meeting (the "General Shareholders' Meeting") today are as follows:

- Reports:**
- 1) Reports on business review, consolidated financial statements for FY2009 (April, 2008 through March 31, 2009), and report by Accounting Auditor and the board of Corporate Auditors on the audit results of the consolidated financial statements.
  - 2) Reports on unconsolidated financial statements for FY2009 (April 1, 2008 through March 31, 2009)

Details pertaining to the above were reported.

### **Resolutions:**

Proposed Resolution 1: Partial Amendment of the Articles of Incorporation  
Approved as proposed.

Proposed Resolution 2: Election of 11 Directors  
Approved as proposed. The following 11 persons were elected and have assumed their positions as directors:  
Shoji Kondo, Yoshio Shirai, Takahiko Yamamoto, Masakazu Ichikawa, Toshiki Inoue, Tsunehiko Fuji, Manabu Kasai, Seiei Okazaki, Shinji Fujimoto, Kenji Wagu, Akimasa Yamamoto

Proposed Resolution 3: Issuance of Stock Acquisition Rights for the Purpose of Granting Stock Options  
Approved as proposed. Pursuant to Articles 236, 238 and 239 of the Companies Act of Japan, Stock Acquisition Rights shall be granted without consideration to Directors, Executive Officers, employees, and other persons in similar positions at Hino Motors, Ltd. ("Hino") (i.e. Stock Options), and determination of the terms and conditions of the offering of such rights shall be delegated to the Board of Directors.  
Pursuant to Articles 361 of the Companies Act of Japan, Stock acquisition rights granted to Directors of Hino without consideration constitute remuneration other than cash of indeterminate value to Directors. Consequently, the calculation method to determine the value of the Stock Acquisition Rights to be allotted to the Directors as remuneration was also approved.

#### Proposed Resolution 4: Acquisition of Own Shares

Approved as proposed. In order to use as substitute own shares for stock options, the authority was granted to acquire shares of common stock of Hino up to a maximum of 1 million 3 hundred thousand shares and to a maximum value of 8 hundred million yen, pursuant to the provisions of Article 156 of the Companies Act of Japan, during the one-year period from the day immediately following the close of the General Shareholders' Meeting.

At the Board of Directors meeting held today after the conclusion of the General Shareholders' Meeting, the Representative Directors and Directors with special titles were elected and assumed their respective positions.

The new directors, corporate auditors are as follows:

Shoji Kondo	Representative Director and Chairman of the Board	* Kenji Wagu	Senior Managing Director, Member of the Board
* Yoshio Shirai	Representative Director and President, Member of the Board	* Akimasa Yamamoto	Senior Managing Director, Member of the Board
* Takahiko Yamamoto	Executive Vice President, Member of the Board	Akihiko Ogino	Full-time Corporate Auditor
* Masakazu Ichikawa	Executive Vice President, Member of the Board	Haruki Watari	Full-time Corporate Auditor
* Toshiki Inoue	Senior Managing Director, Member of the Board	Akio Tsujii	Corporate Auditor
* Tsunehiko Fujii	Senior Managing Director, Member of the Board	Yoshio Ishizaka	Corporate Auditor
* Manabu Kasai	Senior Managing Director, Member of the Board	Kosuke Ikebuchi	Corporate Auditor
* Seiei Okazaki	Senior Managing Director, Member of the Board		
* Shinji Fujimoto	Senior Managing Director, Member of the Board		

Three Corporate Auditors, Akio Tsujii, Yoshio Ishizaka and Kosuke Ikebuchi are Outside Corporate Auditors.

Directors marked with asterisk (\*) also serve as Executive Officers.

[The year-end dividend for FY2009]

Please note that we have decided to pass the year-end dividend.