

June 2, 2010

Alpine Electronics, Inc.  
1-1-8 Nishi-Gotanda  
Shinagawa-ku, Tokyo 141-8501, Japan  
Seizo Ishiguro  
President and CEO

To Our Shareholders

**NOTICE OF THE 44<sup>th</sup> ORDINARY GENERAL  
SHAREHOLDERS' MEETING**

Your attendance is respectfully requested at the 44<sup>th</sup> Ordinary General Shareholders' Meeting, to be held as stated below.

In the event that you are unable to attend, you may exercise your voting rights in writing. In this case, please study the attached reference documents and indicate your approval or disapproval on the enclosed Form for Exercise of Voting Rights, affix your seal or signature, and return the form to the Company no later than 5:00 p.m. on Wednesday, June 23, 2010.

Meeting Details

1. Date and Time: 10:00 a.m., Thursday June 24, 2010
2. Location: Alps Building, 1<sup>st</sup> Floor (Headquarters of Alps Electric Co., Ltd.)  
1-7, Yukigaya-otsukamachi, Ota-ku, Tokyo, Japan  
(Note that this is different from the location of last year's meeting.  
Please refer to the attached map for details, Japanese Only. )

3. Agenda:

Items to Report:

1. Business Report, Consolidated Financial Statements, and Reports by the Independent Auditor and the Board of Auditors on the Consolidated Financial Results for the fiscal year ended March 31, 2010.
2. Non-Consolidated Financial Statements for the fiscal year ended March 31, 2010

Proposals for Resolution

1. Election of Seven (7) Directors
2. Election of Three (3) Auditors
3. Election of One (1) Alternate Auditor
4. Payment of Retirement Allowance to Retiring Directors

Notes: People attending the meeting in person are asked to submit the enclosed Form for Exercise of Voting Rights at the reception desk.

Following this general meeting of shareholders, you are cordially invited to attend the Follow-up Meeting with Shareholders, which will be held in the hall adjacent to the Ordinary General Shareholders' Meeting.

Information Regarding the Exercise of Voting Rights:

(1) Exercise of Voting Rights by Proxy

In the event a shareholder is unable to attend the Ordinary General Shareholders' Meeting, the shareholder may appoint one other shareholder with voting rights in the Company as his or her proxy. In this case, a written document confirming the power of representation must be submitted.

(2) Method of Notification of Revisions to Reference Materials for the Ordinary General Shareholders' Meeting, Business Report, Non-Consolidated and Consolidated Financial Statements, or Amendments

In the event that revisions are required to the Reference Materials for the Ordinary General Shareholders' Meeting, Business Report, Non-Consolidated and Consolidated Financial Statements, or Amendments, revised documents will be posted on the Company's website (<http://www.alpine.com>).

**ORDINARY GENERAL SHAREHOLDERS' MEETING  
REFERENCE MATERIALS  
FOR EXERCISE OF VOTING RIGHTS**

**Proposal 1: Election of Seven (7) Directors**

Six directors (Toru Usami, Hitoshi Kajiwara, Toji Tanaka, Kazuo Nakamura, Masataka Kataoka and Satoshi Soma) will complete their terms of office at the conclusion of the 44<sup>th</sup> Ordinary General Shareholders' Meeting. Moreover, two directors (Takumi Sato and Kenji Igari) will resign from their positions at the conclusion of the 44<sup>th</sup> Ordinary General Shareholders' Meeting. Accordingly, the following seven nominees are proposed for appointment as new directors.

The candidates for appointment as directors are as follows.

Nominee Number	Name (Date of Birth)	Career Summary and Concurrent Positions as Representative of Other Company	Company Shares Held
1	Toru Usami (May 15, 1950)	Apr. 1974 Entered Alps Electric Co., Ltd. Jun. 2004 Director of Alpine Electronics, Inc. Apr. 2008 Chairman of Alpine Electronics of America, Inc. (current post) Jun. 2008 Managing Director of Alpine Electronics, Inc. Head of Engineering & Development (current post) Jun. 2009 Senior Managing Director (current post)	10,000 shares
2	Hitoshi Kajiwara (November 23, 1954)	Apr. 1977 Entered Alpine Electronics, Inc. Jun. 2000 Director Jun. 2003 Managing Director (current post) Head of European Operations (current post) Jan. 2007 President of Alpine Electronics (Europe) GmbH (current post)	10,010 shares
3	Kazuo Nakamura (April 20, 1950)	Mar. 1979 Entered Honda Motor Co., Ltd. May 2000 Entered Alpine Electronics, Inc. Jun. 2000 Director Apr. 2009 Head of Product Development (current post) Jun. 2009 Managing Director (current post)	6,800 shares
4	Masataka Kataoka (June 30, 1946)	Apr. 1972 Entered Alps Electric Co., Ltd. Jun. 1982 Director of Alps Electric Co., Ltd. Jun. 1986 Director of Alpine Electronics, Inc. (current post) Jun. 1988 President and Representative Director of Alps Electric Co., Ltd. (current post)	49,700 shares
5	Satoshi Soma (June 14, 1952)	Apr. 1975 Entered Alpine Electronics, Inc. Jun. 2006 Director (current post) Jun. 2008 Head of Product Planning Apr. 2009 Head of Corporate Planning (current post) May 2009 Chairman of Alpine Electronics (China) Co., Ltd. (current post)	6,500 shares
6	Toshinori Kobayashi* (January 14, 1960)	Aug. 1997 Entered Alpine Electronics, Inc. Apr. 2001 Senior Manager of OEM International Marketing Dept. 1 Jan. 2008 Senior Manager of OEM Marketing Jul. 2009 General Manager of OEM Marketing (current post)	3,000 shares

Nominee Number	Name (Date of Birth)	Career Summary and Concurrent Positions as Representative of Other Company	Company Shares Held
7	Koichi Endo* (April 17, 1961)	Apr. 1986 Entered Alpine Electronics, Inc. Mar. 2001 Senior Manager of Navigation Software Engineering Dept. Apr. 2003 Senior Manager of AVNC Product Development Apr. 2010 Senior Manager, Deputy Head of Product Development (current post)	3,000 shares

- Notes: 1. No special-interest relationships exist between any of the candidates and the Company.  
2. Candidates marked with an asterisk (\*) are new candidates for appointment as directors.

## Proposal 2. Election of Three (3) Auditors

Two auditors (Kenji Yoshino and Yoshitake Masuda) will complete their terms of office at the conclusion of the 44<sup>th</sup> Ordinary General Shareholders' Meeting. Moreover, one auditor (Naotaka Okuyama) will resign from his position at the conclusion of the 44<sup>th</sup> Ordinary General Shareholders' Meeting.

Accordingly, the following three nominees are proposed for appointment as new auditors.

The Board of Auditors has approved this proposal.

The candidates for appointment as auditors are as follows.

Nominee Number	Name (Date of Birth)	Career Summary and Concurrent Positions as Representative of Other Company	Company Shares Held
1	Toji Tanaka* (November 7, 1945)	Apr. 1968 Entered Alps Electric Co., Ltd. Jun. 1996 Director of Alpine Electronics, Inc. Jul. 2000 Head of Finance, Accounting and Administration (current post) Jun. 2006 Managing Director (current post)	9,800 shares
2	Kenji Yoshino (February 8, 1937)	Oct. 1969 Registered as a Certified Public Accountant Jun. 2005 Auditor of Alps Electric Co., Ltd. (current post) Jun. 2006 Auditor of Alpine Electronics, Inc. (current post) Jun. 2008 Auditor of Alps Logistics Co., Ltd. (current post)	No shares
3	Taisuke Yonemori* (June 16, 1973)	Apr. 1999 Registered as an Attorney at Law Employed by Yanagida & Nomura law firm Apr. 2009 Registered as an Attorney at Law in the State of New York Jan. 2010 Partner in Yanagida & Partners law firm	No shares

- Notes:
1. No special-interest relationships exist between any of the candidates and the Company.
  2. Candidates marked with an asterisk (\*) are new candidates for appointment as auditors.
  3. Kenji Yoshino and Taisuke Yonemori are candidates for outside corporate auditors.
  4. Kenji Yoshino has no direct relationship to corporate management by any means other than as an outside corporate auditor. However, he satisfies the condition of not being in any conflict of interest with general shareholders and has been determined eligible as an outside corporate auditor based on his broad range of experience and expertise as a certified public accountant.
  5. Kenji Yoshino is currently an outside corporate auditor of Alpine Electronics, Inc. However, his term of office as an outside corporate auditor will reach four years at the conclusion of the 44<sup>th</sup> Ordinary General Shareholders' Meeting.
  6. Taisuke Yonemori has been determined eligible as an outside corporate auditor based on his broad range of experience in corporate law, although not directly related to corporate management, and expertise as an attorney at law. He also satisfies the condition of not being in any conflict of interest with general shareholders.

### Proposal 3. Election of One (1) Alternate Auditor

As the effective period of office of Takahide Sato, who was appointed alternate auditor at the 43rd Ordinary General Shareholders' Meeting, is taken to end at the commencement of this meeting, the election of one alternate auditor is proposed to prepare against the event of the number of auditors (including the outside corporate auditor) falling below legal stipulations.

Alternate auditor candidate Hikokichi Tokiwa has been determined eligible as an alternate auditor based on his deep insight into management, gleaned from long years of experience with Nippon Chemi-Con Corporation (refer to career summary below). Accordingly, Hikokichi Tokiwa is proposed for appointment as alternate auditor.

Note that the effectiveness of appointment of the alternate auditor may be cancelled only until a position is assumed by a resolution of the Board of Directors with Board of Auditors approval.

The Board of Auditors has approved this proposal.

The candidate for appointment as alternate auditor is as follows.

Name (Date of Birth)	Career Summary and Concurrent Positions as Representative of Other Company	Company Shares Held
Hikokichi Tokiwa (January 1, 1935)	Apr. 1969 Entered Nippon Chemi-Con Corporation Jun. 1977 Director of Nippon Chemi-Con Corporation Nov. 1995 President and Representative Director of Nippon Chemi-Con Corporation Jun. 2003 Chairman and CEO of Nippon Chemi-Con Corporation Jun. 2007 Honorary Advisor of Nippon Chemi-Con Corporation (current post)	No shares

- Notes:
1. No special-interest relationships exist between the candidate and the Company.
  2. The candidate for alternate auditor, Hikokichi Tokiwa, meets the requirements for outside corporate auditor. Mr. Tokiwa is also a candidate who satisfies the conditions for the post of independent director/auditor with the Tokyo Stock Exchange.
  3. As the career summary above indicates, the candidate for alternate auditor, Hikokichi Tokiwa, is also an honorary advisor to Nippon Chemi-Con Corporation. Alpine has a business relationship with Nippon Chemi-Con, as we purchase raw materials from this company. However, as this procurement accounts for less than 1% of the raw materials we purchase, the company is not considered a major business partner.

#### Proposal 4. Payment of Retirement Allowance to Retiring Directors

Along with this resolution, it is proposed that a retirement allowance be paid to one director (Toji Tanaka) retiring at the conclusion of the 44<sup>th</sup> Ordinary General Meeting of Shareholders and two directors (Takumi Sato and Kenji Igari) resigning at the conclusion of the 44<sup>th</sup> Ordinary General Meeting of Shareholders to compensate them for their services during their term of office, within a reasonable amount to be determined in accordance with the prescribed standards of the Company. It is proposed that the determination of amount, payment date and method shall be entrusted to the Board of Directors.

The profiles of the retiring directors are as follows.

Name	Career Summary	
Takumi Sato	Jun. 2003 Apr. 2005 Jun. 2006	Director of Alpine Electronics, Inc. Deputy Head of Marketing & Sales Managing Director (current post) Head of Marketing & Sales (current post)
Toji Tanaka	Jun. 1996 Jul. 2000  Jun. 2006	Director of Alpine Electronics, Inc. Head of Finance, Accounting and Administration (current post) Managing Director (current post)
Kenji Igari	Jun. 2007  Apr. 2009	Director of Alpine Electronics, Inc. (current post) Head of Engineering Headquarters Head of Core Development (current post)