

OUTLINE OF THE 2009 ANNUAL MEETING OF THE SHAREHOLDERS  
OF OMNITEK ENGINEERING CORP.

The 2009 annual meeting of the shareholders of Omnitek Engineering Corp., a California corporation (the "Corporation"), was held on December 11, 2009, at 3:30 p.m. PST, at the offices of the Corporation at 1945 South Rancho Santa Fe Road, San Marcos, California 92078. The purpose of the meeting was to consider and act upon the following proposals:

1. Werner Funk, Janice M. Quigley and Peter W. Petersen to serve as directors until the 2010 annual meeting;
2. The ratification of HJ & Associates, LLC as the Company's independent accountants for the fiscal year 2009; and
3. To transact such other business as may properly come before the Annual Meeting or any adjournments or postponements thereof.

Mr. Funk called the meeting to order and stated that on November 24, 2009, the Corporation mailed a Notice of the Annual Meeting, Proxy Statement, and Financial Statements for the Fiscal Year Ended December 31, 2008, to all shareholders of record as of the Record Date, November 13, 2009.

Mr. Funk explained that the presence, in person or in proxy, of a majority of the Corporation's Common Stock entitled to vote at the meeting is necessary to constitute a quorum for the transaction of business at the meeting. Mr. Funk stated that he had a list of the shareholders of the Corporation entitled to vote at the meeting as of the Record Date as fixed by the Board of Directors for this shareholders' meeting and that the list showed that as of the Record Date there were 16,006,398 shares of the common stock entitled to vote at the meeting. Mr. Funk stated that there were present in person or by proxy 14,832,404 shares of the common stock representing 92.66% of the shares entitled to vote and declared that the meeting was duly convened and open for business.

At this time Mr. Funk requested that the minutes from the 2008 Annual Meeting of shareholders be reviewed, and if there are any corrections or amendments that they be made at this time. There were none. Mr. Funk made the motion that the minutes of the 2008 Annual Shareholder Meeting be approved as presented. Mr. Garber seconded the resolution.

IT IS, RESOLVED: That the minutes of the 2008 Annual Shareholder Meeting are approved as presented.

Mr. Funk then stated that there were three matters on the agenda for vote.

First Order of Business.

The first matter on the agenda is the election of Werner Funk, Janice M. Quigley and Peter W. Petersen as directors to serve until the 2010 annual meeting of the shareholders and until their successors have been duly elected and qualified. Mr. Funk asked if there were any shareholders who wished to speak regarding the first order of business.

Mr. Funk announced the results of the voting on the election of director proposal as set forth in the Notice of the Annual Meeting. Based on the votes in person or by proxy which were received as of the close of the Annual Meeting, the results were as follows:

Votes for .....	14,832,404
Withhold Authority	0

IT IS, RESOLVED: That Werner Funk, Janice M. Quigley and Peter W. Petersen are hereby elected as directors of the Corporation to serve for a term of one (1) year and until their successors are duly appointed and qualified.

Second Order of Business.

Mr. Funk then addressed the second item of the agenda, ratification of HJ & Associates, LLC as the Company's independent accountants for the fiscal year 2009. Mr. Funk asked if there were any shareholders who wished to speak regarding the second order of business.

Mr. Funk then announced the results of the voting on the ratification of auditors as set forth in the Notice of the Annual Meeting. Based on the votes in person or by proxy which were received as of the close of the Annual Meeting, the results were as follows:

Votes for .....	14,832,404
Against .....	0
Abstaining .....	0

IT IS, RESOLVED: That HJ & Associates, LLC, is hereby appointed as independent accountants of the Corporation for the fiscal year ending December 31, 2009.

This concludes the voting portion of the Meeting and Mr. Funk proceeded to report on the most significant events since the 2008 Annual Meeting and anticipated projects going forward.

MANAGEMENT PRESENTATIONS

Mr. Funk reports:

The current state of the economy has also affected Omnitek, but it appears that things are improving. We have seen an uptick in orders over the last 2 months, and we expect 2010 to be a significant improvement over 2009.

Over the next few months we plan to expand our existing business in foreign countries and enter new markets. Various projects in the USA, Peru, Egypt, Bangladesh and Europe are now past their evaluation period and will shortly begin adding to our sales.

We will also make a push to enter the US market, and hope that the passage of the Natural Gas Act HR 1835, will be supportive. There are indications that the EPA is finally ready to ease regulations on natural gas conversions in the USA, and we are positioning ourselves to take advantage of this opportunity when it happens.

Peru:

In the second quarter we shipped the first order of conversion kits, as well as six new Omnitek natural gas engines, to our distributor in Peru, which marked the commencement of engine conversions in Peru. Shipments have continued and are scheduled to increase as more workshops are certified to perform conversions.

In August, we announced the formation of Omnitek Peru S.A.C., a joint venture with local partners to convert diesel engines, as well as provide services to re-power diesel trucks and buses utilizing Omnitek's natural gas engines. Omnitek Peru S.A.C., has plans to operate several conversion centers throughout the country.

In September, Omnitek Peru made history by driving a natural gas powered heavy-duty commercial truck that was converted from diesel to natural gas using the Omnitek technology to a record altitude of 4,814 meters (15,800 feet) over the Ticlio Pass high in the Peruvian Andes, the highest paved road in the world.

In December, we were granted a license from the government of Peru to perform diesel-to-natural-gas conversions in the country. The conversions will be performed under a Productores de Equipos Completos, or PEC (Complete Equipment Producers) license.

SEMPRA/SoCalGas:

In October Omnitek announced results of a study conducted by The Southern California Gas Co., a Sempra Energy Utility, outlining the effectiveness of our technology for the conversion of a turbocharged Cummins GTA855 irrigation engine. The evaluation test of Omnitek's natural gas conversion technology recorded a 20-25 percent improvement in fuel savings and reduced emissions well within compliance levels. Currently there are 2 irrigation pumps running with our technology and we are negotiating with service providers to do additional installations in central California. We are gearing up to supply 40 to 100 conversion kits per month, by the 2nd quarter, 2010.

Biogas Technology:

In December, we announced the signing of a memorandum of understanding with Philippine-based Alternative Bio-Energy Technologies Company (ABET). The MoU outlines a mutually beneficial relationship between ABET and Omnitek, where we will supply our proprietary diesel-to-natural-gas conversion technology to address growing demand for biogas engine solutions in the Philippines.

-- The Omnitek high-pressure natural gas filter is now original equipment (OE) on one vehicle manufactured by TATA in India. A second vehicle, available midyear, will also use the Omnitek filter.

-- Shipments of conversion kits to Bulgaria, which commenced in the second quarter, continued in the third quarter and are scheduled to increase.

-- Shipments of conversion kits to Thailand have increased in the later part of 2009. With oil prices over \$ 70 a barrel, we expect to see a nice increase in orders.

-- We entered into an initial agreement with TEDOM, an engine and bus manufacturer in the Czech Republic. Omnitek will supply the engine management systems for the TEDOM natural gas engine.

-- We are in talks with a German heavy-duty engine manufacturer regarding a natural gas engine co-development project and engine supply contract.

### ADJOURNMENT

There being no further business to come before the meeting, on motion duly made by Werner Funk and seconded by John Garber, and adopted, the meeting was adjourned.