

OUTLINE OF THE 2011 ANNUAL MEETING OF THE SHAREHOLDERS
OF OMNITEK ENGINEERING CORP.

The 2011 annual meeting of the shareholders of Omnitek Engineering Corp., a California corporation (the "Corporation"), was held on September 9, 2011, at 10:00 a.m. PST, at the offices of the Corporation at 1945 South Rancho Santa Fe Road, San Marcos, California 92078, pursuant to written notice, a copy of which directly precedes these minutes. The purpose of the meeting was to consider and act upon the following proposals:

1. Werner Funk and Janice M. Quigley to serve as directors for the ensuing year;
2. The ratification of Sadler, Gibb & Associates, as the Company's independent accountants for the fiscal year 2011; and
3. To transact such other business as may properly come before the Annual Meeting or any adjournments or postponements thereof.

Werner Funk chaired the meeting and requested that Mr. Chachas act as recording secretary for the meeting.

Mr. Funk called the meeting to order. The Chairman stated that on July 29, 2011, the Corporation mailed a Notice of the Annual Meeting, Proxy Statement, and Financial Statements for the Fiscal Year Ended December 31, 2010, to all shareholders of record as of the Record Date, July 22, 2011.

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 requested any additional proxies be filed with the Corporation. 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 17,037,812 shares of the common stock entitled to vote at the meeting. Mr. Funk stated that there were present in person or by proxy 13,482,130 shares of the common stock representing 79.14% of the shares entitled to vote and declared that the meeting was duly convened and open for business. The list of shareholders would remain available for inspection during the meeting and that after the meeting the list would be filed in the Corporation's records.

At this time Mr. Funk requested that the minutes from the 2010 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 2010 Annual Shareholder Meeting be approved as presented. Mr. Chachas seconded the resolution.

IT IS, RESOLVED: That the minutes of the 2010 Annual Shareholder Meeting are approved as presented.

Mr. Funk then stated that there were two matters on the agenda for vote, and an additional matter which would be addressed under Other Business.

First Order of Business.

The first matter on the agenda is the election of Werner Funk and Janice M. Quigley as directors to serve until the 2012 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:

Werner Funk –	Votes for	12,008,964
	Withhold Authority	20,700
Janice Quigley -	Votes for	12,016,864
	Withhold Authority	12,800

IT IS, RESOLVED: That Werner Funk and Janice M. Quigley 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 Sadler, Gibb & Associates, LLC as the Company's independent accountants for the fiscal year 2011. 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	13,482,130
Against	1,183
Abstaining	136

IT IS, RESOLVED: That Sadler, Gibb & Associates, LLC, is hereby appointed as independent accountants of the Corporation for the fiscal year ending December 31, 2011.

Other Business.

Mr. Funk asked if there was any further business. Mr. Chachas advised the Chairman that on August 3, 2011, the Board of Directors of the Corporation adopted the 2011 Long-Term Incentive Plan to attract and retain the best available employees, directors, consultants, advisors and persons providing services to the Corporation. Under the Plan 3,000,000 shares of the Corporation's common stock were reserved out of the authorized and unissued shares of Common Stock for issuance pursuant to the exercise of options, etc., to be granted under the 2011 Plan.

Mr. Chachas made a motion that the 2011 Long-Term Incentive Plan as adopted and approved by the Board of Directors on August 3, 2011, be ratified and approved. Mrs. Quigley Second the Motion. The Chairman called for a verbal vote of those in person and holding proxies.

Mr. Funk then announced that based on the votes in person or by proxy which were received, there were 11,732,251 shares voting in favor of the approval of the 2011 Long-Term Incentive Plan.

IT IS, RESOLVED: That the 2011 Long-Term Incentive Plan (the “2011 Plan”), is hereby approved and ratified; That 3,000,000 shares of the Corporation’s common stock are hereby reserved and authorized to be issued pursuant to the 2011 Plan.

This concluded the voting portion of the Meeting and Mr. Funk proceeded to report on the most significant events since the last Annual Meeting.

MANAGEMENT PRESENTATIONS

Mr. Funk reports:

The state of the world economy in the last 2 years has resulted in a challenging environment for Omnitek, however, persistent high oil prices and the discovery of abundant natural gas reserves have resulted in notably improved sales in 2011. We have seen an uptick in orders from existing customers, as well as an increase in inquiries from new markets.

We believe Omnitek is well positioned to benefit from the accelerating adoption of natural gas fueled vehicles worldwide, which is believed to be currently in the early stages of a multi-year growth ramp.

Contrary to the widely held belief that the rate of adoption for natural gas vehicles in the U.S. is reliant on federal subsidies more than any other single factor, the Omnitek diesel-to-natural gas engine conversion technology can be successfully implemented without Government subsidies.

When converting existing diesel engines to natural gas, rather than buying a new natural gas vehicle or engine, no subsidies are required. The cost for the engine conversion is recovered in around 2 years and when performed during a scheduled engine rebuild, even sooner.

U.S. MARKET

EPA

We are happy to report that earlier this year the U.S. Environmental Protection Agency (EPA) finalized new regulations applicable to certifying and converting diesel and gasoline engines to operate on natural gas. This was a significant milestone for the alternative fuel industry and Omnitek as a company. These regulations have given us a clear pathway to get the Omnitek diesel-to-natural gas engine conversion technology certified for use in the United States, the largest market in the world.

We also support regulations by the US Government that seek to dramatically reduce dependency on foreign oil through the utilization of natural gas. Industry observers believe that up to eight million heavy-duty vehicles in the U.S. could benefit from conversion to natural gas.

Replacing old diesel trucks with new natural gas-powered trucks is certainly an option, but it is much more expensive than converting them to natural gas. Furthermore, the capacity to manufacture such a large amount of new engines in a reasonable amount of time does currently not exist.

Omnitek is working on setting up authorized conversion centers throughout the USA and has plans to offer conversion kits for most of the popular diesel engines. We envision ten to twenty authorized conversion centers in the USA by the end of 2011.

July 13, 2011

Omnitek Engineering appointed Seraph Energy, LLC as exclusive marketing agent for the company's diesel-to-natural gas conversion kits in Pennsylvania. Seraph's primary focus will be on cultivating market growth and facilitating conversions of heavy-duty trucks.

With more than 150,000 heavy-duty diesel trucks in the state of Pennsylvania and an abundant source of clean-burning and relatively inexpensive natural gas, the application of Omnitek's conversion technology offers meaningful benefits to gas suppliers, service providers and end-users. We look forward to working with Seraph Energy to establish a strong presence in this region.

Omnitek High-pressure Natural Gas Filter

In 2010 we received UN-ECE-110R certification for our high-pressure compressed natural gas filter. Customers for our filter include numerous internationally recognized original equipment manufacturers of CNG vehicles. To date, we have sold nearly 30,000 high-pressure natural gas filters.

July 27, 2010

I am also excited to report that on July 27, 2010, we were notified by the U.S. Securities and Exchange Commission that our FORM 10 was DECLARED EFFECTIVE, making Omnitek a fully reporting company.

This filing was a milestone for Omnitek and is one of the necessary steps the company had to take to prepare to advance to a senior stock exchange. The filing also broadened exposure for our company and increased the liquidity of our common stock, fulfilling one of the commitments that we made to our shareholders as a method to enhance shareholders' value.

MARKETS AROUND THE WORLD

Bangladesh

Recently the Omnitek technology was selected to convert 45 new diesel trucks to operate on natural gas for refuse collection in Dhaka City, Bangladesh. The new trucks were donated to Dhaka City through the efforts of Toyota Tsucho Corporation and a grant provided by Japan's Environmental Grand Aid Project. We are honored that our conversion technology was selected for this important project.

Philippines

We continue to supply our partner in the Philippines with technology to convert diesel powered generators to biogas. High diesel fuel costs and an abundance of biogas are strong incentives for pig farmers to adopt our diesel-to-biogas engine conversion technology for power generators. Biogas fuel is an exciting opportunity to expand and we look forward to capitalizing on other global opportunities.

NEW OMNITEK DISTRIBUTORS

We have added several companies to our dealer network around the world.

July 7, 2011

OMNITEK APPOINTS DISTRIBUTOR FOR TRINIDAD & TOBAGO

Omnitek's technology complements government policies in the region that seek to utilize inexpensive and indigenous natural gas from Trinidad and Tobago. We look forward to working with D. Rampersad & Company Limited to meet the rapidly growing demand for diesel-to-natural gas conversion technology in Trinidad and Tobago.

February 24, 2011

OMNITEK APPOINTS DISTRIBUTOR IN INDONESIA

The distribution agreement with PT Bayu Buana Energy will greatly enhance Omnitek's presence in a market with enormous growth potential. A plentiful supply of natural gas combined with an estimated savings of up to 50 percent compared with diesel fuel are compelling reasons in Indonesia to convert to natural gas.

November 2, 2010

OMNITEK APPOINTS DISTRIBUTOR IN INDIA

Power outages in India are a common occurrence, impacting commercial and residential customers. The build-out of a natural gas pipeline network throughout India, a plentiful supply of natural gas and estimated savings of up to 70 percent compared with diesel fuel, are compelling incentives to convert to natural gas powered-generators to address electricity shortages and power outages.

ADJOURNMENT

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