

The following is an English translation of the Notice of Resolutions adopted at the 17th Ordinary General Meeting of Shareholders of Renesas Electronics Corporation held on March 20, 2019, and it is provided for your reference and convenience only.

Securities Code: 6723

March 20, 2019

Renesas Electronics Corporation
2-24, Toyosu 3-chome, Koto-ku, Tokyo

Tetsuya Tsurumaru
Representative Director and Chairman

To Our Shareholders:

**NOTICE OF RESOLUTIONS ADOPTED AT THE 17TH
ORDINARY GENERAL MEETING OF SHAREHOLDERS**

This is to inform you that at the 17th Ordinary General Meeting of Shareholders of Renesas Electronics Corporation (the “Company”) held today, the following reports were given, and the following resolutions were adopted.

Matters Reported Upon:

Report on the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements, and report on the results of the audit conducted on the Consolidated Financial Statements by the Independent Auditors and the Board of Corporate Auditors with respect to the 17th Business Period from January 1, 2018 to December 31, 2018 were made.

Matters Voted Upon:

Proposal No.1: Election of Seven (7) Directors

It was resolved as proposed. Messrs. Tetsuya Tsurumaru, Bunsei Kure, Hidetoshi Shibata, Tetsuro Toyoda and Jiro Iwasaki were re-elected as Directors and Meses. Kyoko Okumiya and Yukiko Nakagawa were elected as Directors. All of the aforementioned have taken office. Messrs. Tetsuro Toyoda, Jiro Iwasaki, Meses. Kyoko Okumiya and Yukiko Nakagawa are outside Directors as stipulated in Item 15, Article 2 of the Companies Act.

Proposal No. 2: Election of Accounting Auditor

It was resolved as proposed. PricewaterhouseCoopers Arata LLC was elected as an Accounting Auditor.

Proposal No. 3: Grant of stock acquisition rights as stock options by applying special conditions under the California State Securities Law to the Company’s and its subsidiaries’ directors, corporate officers and employees residing in the State of California, U.S.A.

It was resolved, as proposed, that stock acquisition rights up to a total of 647,100 would be granted as stock options for the Company’s and its subsidiaries’ directors, corporate officers and employees residing in the State of California, U.S.A. by applying special conditions under the California State Securities Law.

(Translation)

At the board meeting held after this General Meeting of Shareholders, Mr. Tetsuya Tsurumaru was appointed as Representative Director and Chairman, and Mr. Bunsei Kure was appointed as Representative Director, President and CEO, and each has taken office. As a consequence, the Directors and the Corporate Auditors of the Company are as follows:

Representative Director and Chairman: Tetsuya Tsurumaru
Representative Director, President and CEO: Bunsei Kure
Director, Executive Vice President and CFO: Hidetoshi Shibata
Director: Tetsuro Toyoda
Director: Jiro Iwasaki
Director: Kyoko Okumiya
Director: Yukiko Nakagawa

Corporate Auditor (full-time): Kazuki Fukuda
Corporate Auditor: Kazuyoshi Yamazaki
Corporate Auditor: Noboru Yamamoto
Corporate Auditor: Takeshi Sekine