

**【Cover Sheet】**

<b>【Title】</b>	Extraordinary Report
<b>【Submit to】</b>	Head of Kanto Local Finance Bureau
<b>【Submission Date】</b>	April 7, 2022
<b>【Company Name (in Japanese)】</b>	ルネサスエレクトロニクス株式会社
<b>【Company Name in English】</b>	Renesas Electronics Corporation
<b>【Title and Name of Representative】</b>	Hidetoshi Shibata, Representative Director, President and CEO
<b>【Registered Address】</b>	2-24, Toyosu 3-chome, Koto-ku, Tokyo, Japan
<b>【Telephone number】</b>	+81 3 6773 3000 (Main)
<b>【Contact】</b>	Yukitake Hashiguchi, Director, Corporate Governance Department
<b>【Nearest Contact Place】</b>	2-24, Toyosu 3-chome, Koto-ku, Tokyo, Japan
<b>【Telephone Number】</b>	+81 3 6773 3000 (Main)
<b>【Contact】</b>	Yukitake Hashiguchi, Director, Corporate Governance Department
<b>【Place for Public Inspection】</b>	Tokyo Stock Exchange, Inc. 2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo

## 1 【Submission Reason】

The Company has resolved the matters to be resolved at the Annual General Meeting of Shareholders held on March 30, 2022. Thus, the Company submits this report in accordance with Article 24-5-4 of Japan's Financial Instrument and Exchange Act and Article 19-2-2 of Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc.

## 2 【Reporting contents】

### (1) Date of General Meeting of Shareholders

March 30, 2022

### (2) Contents of resolution matters.

Proposal No.1: Partial Amendment to the Articles of Incorporation (Introduction of Shareholders Meetings without a Designated Location)

Based on the Act for Partially Amending the Industrial Competitiveness Act promulgated in June 2021, the Company amends the provisions of the Articles of Incorporation to have an option to hold a general meeting of shareholders in a method of holding as a "general meeting of shareholders with no designated location" (a general meeting of shareholders attended by directors and shareholders via the Internet without having a physical venue, i.e. "Virtual Only Shareholders' Meeting").

Proposal No.2: Partial Amendment to the Articles of Incorporation (Introduction of electronic provision of materials for General Meetings of Shareholders)

According to the Companies Act amended in 2019 to permit the electronic provision system of materials for general meetings of shareholders ("electronic provision system"), all the listed companies are obliged to adopt the electronic provision system of reference documents for general meetings of shareholders in their Articles of Incorporation after the amended Companies Act takes effect. As the amended Companies Act will take effect in 2022, the Company will amend the Articles of Incorporation to prepare for the introduction of the electronic provision system. The Company stipulates the effective date of this amendment of the Articles of Incorporation as the same date as the effective date of the amended Companies Act in the supplementary provision will delete this supplementary provision on the later of the date six months after the effective date of the amended Companies Act or the date three months after the general meeting of shareholders held within six months from the effective date of the amended Companies Act.

Proposal No.3: Election of Five (5) Directors

This is a proposal to appoint Mr. Hidetoshi Shibata, Mr. Jiro Iwasaki, Ms. Selena Loh Lacroix, Mr. Arunjai Mittal and Mr. Noboru Yamamoto as Directors.

Proposal No.4: Election of Two (2) Corporate Auditors

This is a proposal to appoint Mr. Kazuyoshi Yamazaki and Ms. Miya Miyama as Corporate Auditors.

### (3) The number of "For", "Against" and "Abstention" for each resolution item, requirements to resolve each resolution item and the result of each resolution items.

Resolution Items	Number of "For"	Number of "Against"	Number of "Abstention"	Requirement	Result and Agree Ratio (%)
Proposal No.1 Partial Amendment to the Articles of Incorporation (Introduction of Shareholders Meetings without a Designated Location)	14,556,285	1,997,227	37,701	(*)1	Passed 87.66%
Proposal No.2 Partial Amendment to the Articles of Incorporation (Introduction of electronic provision of materials for General Meetings of Shareholders)	16,564,322	26,110	10,765	(*)1	Passed 99.68%
Proposal No.3 Election of Five (5) Directors Hidetoshi Shibata Jiro Iwasaki Selena Loh Lacroix Arunjai Mittal Noboru Yamamoto	16,296,087 16,500,780 16,506,479 16,505,105 16,502,913	288,474 81,655 78,085 77,330 79,521	16,615 18,744 16,615 18,744 18,744	(*)2	98.07% Passed 99.30% 99.34% 99.33% 99.31%
Proposal No.4 Election of Two (2) Corporate Auditors Kazuyoshi Yamazaki Miya Miyama	16,574,289 16,574,671	10,242 9,860	16,594 16,594	(*)2	Passed 99.74% 99.75%

(Remark)

\*1: Two-third or more of the voting rights of the shareholders attending the meeting with attendance of

shareholders who hold at least one-third of the voting rights of shareholders who can exercise their voting rights.  
\*2: The majority of the voting rights of the shareholders attending the meeting with attendance of shareholders who hold at least one-third of the voting rights of shareholders who can exercise their voting rights.

- (4) The reason not to include a part of the number of voting rights of shareholders who joined the General Meeting of Shareholders

The Company does not include the number of voting rights of shareholders who joined the general meeting of shareholders but whose exercise of voting right, namely “for”, “against” or “Abstention” is not confirmed by the Company, since the results (passed or rejected) was revealed by calculating the advance exercise of voting rights by the previous day of the general meeting of shareholders and the exercise of voting rights by certain shareholders who joined the general meeting of shareholders on the day and whose voting results are confirmed by the Company.