

**(Translation)**

The following is an English translation of the Notice of Resolutions Adopted at the 6th Ordinary General Meeting of Shareholders of NEC Electronics Corporation held on June 26, 2008. The Company provides this translation for your reference and convenience only and without any warranty as to its accuracy or otherwise.

NEC Electronics Corporation  
1753, Shimonumabe, Nakahara-ku  
Kawasaki, Kanagawa

Toshio Nakajima  
President

June 26, 2008

To Our Shareholders:

**NOTICE OF RESOLUTIONS ADOPTED AT THE 6TH  
ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to inform you that at the 6th Ordinary General Meeting of Shareholders of NEC Electronics Corporation (the "Company") held today, the following reports were given, and the following resolutions were adopted.

**Matters Reported Upon:**

- (1) Report on the Business Report, 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 6th Business Period from April 1, 2007 to March 31, 2008.
- (2) Report on the Financial Statements with respect to the 6th Business Period from April 1, 2007 to March 31, 2008.

**Matters Voted Upon:**

**Proposal No. 1:** Election of Eight Directors

It was resolved that Messrs. Toshio Nakajima, T.W. Kang, Toshihiko Takahashi, Junshi Yamaguchi, Yoshikazu Inada, Zensuke Matsuda and Yoichi Yano be re-elected and that Mr. Hajime Matsukura be newly elected to the Board of Directors. All of the aforementioned have taken office. Messrs. T.W. Kang, Toshihiko Takahashi and Hajime Matsukura are outside Directors.

**Proposal No. 2:** Election of Two Corporate Auditors

It was resolved that Mr. Keiji Suzuki be re-elected and that Mr. Hiroki Kawamura be newly elected to the Board of Corporate Auditors. All of the aforementioned have taken office. Mr. Hiroki Kawamura is an outside Corporate Auditor.