

(Translation)

The following is an English translation of the Notice of Resolutions Adopted at the 5th Ordinary General Meeting of Shareholders of NEC Electronics Corporation held on June 27, 2007. 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 27, 2007

To Our Shareholders:

**NOTICE OF RESOLUTIONS ADOPTED AT THE 5TH
ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to inform you that at the 5th 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 5th Business Period from April 1, 2006 to March 31, 2007.
- (2) Report on the Financial Statements with respect to the 5th Business Period from April 1, 2006 to March 31, 2007.

Matters Voted Upon:

Proposal No. 1: Election of Eight Directors

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

Proposal No. 2: Election of One Corporate Auditor

It was resolved that Mr. Kaoru Ikenaga be newly elected as a Corporate Auditor. The aforementioned has taken office. Mr. Kaoru Ikenaga is an outside Corporate Auditor.