

Independent Officer Notification Form

1. Basic Information

Company Name	Renesas Electronics Corporation			Securities Code	6723
Submission Date	February 26, 2021	Planned Change Date	March 31, 2021		
The reason for the submission of this notification form	Election of outside directors and outside corporate auditors are proposed as a matter to be resolved at the annual general meeting of shareholders				
<input checked="" type="checkbox"/> Company appoints all eligible officers as independent officer (※ 1)					

2. Matters related to independency of independent officer and outside officer

#	Name	Outside Director/ Outside Corporate Auditor	Independent Officer	Attribute (※ 2・3)													Reason	Consent of subject individual
				a	b	c	d	e	f	g	h	i	j	k	l	None		
1	Tetsuro Toyoda (Mr.)	Outside Director	○									○						Yes
2	Jiro Iwasaki (Mr.)	Outside Director	○													○		Yes
3	Selena Loh Lacroix (Ms.)	Outside Director	○													○		Yes
4	Arunjai Mittal (Mr.)	Outside Director	○													○		Yes
5	Noboru Yamamoto (Mr.)	Outside Director	○													○	New Appointment	Yes
6	Kazuyoshi Yamazaki (Mr.)	Outside Corporate Auditor	○													○		Yes
7	Takeshi Sekine (Mr.)	Outside Corporate Auditor	○									○						Yes
8	Tomoko Mizuno (Ms.)	Outside Corporate Auditor	○													○	New Appointment	Yes

3. Explanation for attribute of independent officers and reason for selection as outside officers

#	Explanation of the applied attribute (※ 4)	Reason for selection as outside officer (※ 5)
1	Mr. Tetsuro Toyoda currently serves as Chief Investment Officer (CIO) and Member of the Board, Head of Investment Group, INCJ, Ltd., which is a major shareholder of the Company which owns 32.15% of voting rights of the Company.	Mr. Tetsuro Toyoda currently serves as Chief Investment Officer and Member of the Board of INCJ, Ltd. and previously served as Co-Chief Investment Officer and the Member of the Board of Innovation Network Corporation of Japan (currently, Japan Investment Corporation). Based on his abundant knowledge, experiences and deep insight cultivated through his career in wide-ranging investment businesses at these companies, the Company appointed Mr. Tetsuro Toyoda as Outside Director with the expectation that the Board of Directors will be strengthened by him demonstrating supervising and monitoring capabilities on the overall management of the Company by leveraging his insight cultivated in his career. The Company has notified the Tokyo Stock Exchange of Mr. Tetsuro Toyoda as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because he does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.
2		Mr. Jiro Iwasaki has served as a director at multiple companies for a long time and thus possesses management experiences in electrical and electronic components businesses. He currently serves as an outside director at other companies. The Company appointed Mr. Jiro Iwasaki as Outside Director with the expectation that the Board of Directors will be strengthened by him demonstrating supervising and monitoring capabilities on the overall management of the Company by leveraging his insight cultivated in his career. The Company has notified the Tokyo Stock Exchange of Mr. Jiro Iwasaki as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because he does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.
3		Ms. Selena Loh Lacroix has developed global capabilities and experiences in the field of corporate legal, corporate governance and human resources cultivated through extensive experiences in the semiconductor industry and several other industries. The Company appointed Ms. Selena Loh Lacroix as Outside Director with the expectation that the Board of Directors will be strengthened by her demonstrating supervising and monitoring capabilities on the overall management of the Company. Additionally, from the perspective of promoting diversity by leveraging her insight cultivated in her career. The Company has notified the Tokyo Stock Exchange of Ms. Selena Loh Lacroix as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because she does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.
4		Mr. Arunjai Mittal has developed global capabilities and experiences of business operations cultivated through years of extensive experiences in the semiconductor industry and related industries. The Company appointed Mr. Arunjai Mittal as Outside Director with the expectation that the Board of Directors will be strengthened by him demonstrating supervising and monitoring capabilities on the overall management of the Company. Additionally, from the perspective of promoting diversity by leveraging his insight cultivated in his career. The Company has notified the Tokyo Stock Exchange of Mr. Arunjai Mittal as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because he does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.

5		<p>Mr. Noboru Yamamoto has engaged in several global financial institutes and securities companies and currently is a representative of M&A advisory company, and thus possesses abundant management knowledge, experiences and deep insight cultivated through his career. In addition, he has served as an Outside Corporate Auditor of the Company from March 2018, and has developed his experiences and understanding about the Company. Based on this, he has appropriately fulfilled his auditing duties for the Company's overall business. Further, as a member of voluntary Compensation Committee of the Company from March 2020, he proactively made remarks necessary for the discussions thereof. Considering these items into account, the Company appointed Mr. Noboru Yamamoto as Outside Director with the expectation that the Board of Directors will be strengthened by him demonstrating supervising and monitoring capabilities on the overall management of the Company by leveraging his insight cultivated in his career.</p> <p>The Company has notified the Tokyo Stock Exchange of Mr. Arunjai Mittal as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because he does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.</p>
6		<p>Mr. Kazuyoshi Yamazaki has developed his professional knowledge, extensive experience and deep insight gained from many years of experience as an attorney-at-law. The Company appointed Mr. Kazuyoshi Yamazaki as an Outside Corporate Auditor with expectation that he audits the overall management of the Company mainly from a legal perspective by leveraging his insight cultivated in his career.</p> <p>The Company has notified the Tokyo Stock Exchange of Mr. Kazuyoshi Yamazaki as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because he does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.</p>
7	Mr, Takeshi Sekine is a Senior Executive Managing Director, Business Management Group, JAPAN INVESTMENT CORPORATION, which owns entire outstanding shares of INCJ, Ltd., a majoro shareholder of the Company which owns 32.55% of voting rights of the Company.	<p>Mr. Takeshi Sekine has served as Outside Corporate Auditor of the Company about half and seven years and is familiar with the business of the Company. In addition, he has developed professional knowledge and experience and deep insight gained as a certified public accountant (including knowledge rearing finance and accounting). The Company appointed Mr. Takeshi Sekine as an Outside Corporate Auditor with expectation that he audits the overall management of the Company mainly from financial and accounting viewpoint by leveraging his insight cultivated in his career.</p> <p>The Company has notified the Tokyo Stock Exchange of Mr. Takeshi Sekine as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because he does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.</p>
8		<p>Ms. Tomoko Mizuno has abundant knowledge, experiences and deep insights of corporate planning and human resource management from her business management experiences as a director of a machinery manufacturing company and experiences at a global consulting company and pharmaceutical companies. In view of the above, The company appointed this candidate for its Outside Corporate auditor with the expectation that she will leverage her skillset and expertise to audit the Company's overall management.The Company has notified the Tokyo Stock Exchange of Ms. Tomoko Mizuno as Independent Officer stipulated under the regulations of the Tokyo Stock Exchange because she does not subject to any item which may cause conflict with general shareholders specified by Tokyo Stock Exchange.</p>

4. Supplementary Explanation

- ※ 1 Please check the box if the Company notified (Tokyo Stock Exchange of) all the outside officers who satidfies the eligibility of indep3ndent officers as independent officers.
- ※ 2 Check item for arributes of officers

a. Executive of the Company or its subsidiary

b. Non-executive director or accounting advisor of the Company or its subsidiaries (in case of outside corporate auditor)

c. Non-executive director or executive of a parent company of the Company

d. Corporate Auditor (*Kansayaku*) of a parent company of the Company (in case of outside corporate auditor)

e. Executive of a fellow subsidiary company (sister company) of the Company

f. A party whose major client or supplier is the Company or an executive thereof

g. Major client or supplier of the Company or an executive thereof

h. Consultant, accountant or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as an Officer of the Compae

i. Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a legal entity)

j. Executive of a client or supplier company of the Company (which does not correspond to any of f, g, or h) (the kansayaku himself/herself only)

k. Executive of a company, between which and the Company outside directors/kansayaku are mutually appointed (the kansayaku himself/herself only)

l. Executive of a company or organization that receives a donation from the Company (the kansayaku himself/herself only)

Please not that the expression in items a. to l. above are abbreviation of the term defined in the rules of exchange market.
- ※ 3 Please express "○" if the outside officer presently falls or has recently fallen under the category, and please express "△" if the outside officer fell under the category in the past.
Please express "●" if a close relative of the independent officer presently falls or has recently fallen under the category, and please express "▲" if a close relative of the director fell under the category in the past.
- ※ 4 If the outside officer is subject to any of items a. to l., please specify so and provide outline of the attribute.
- ※ 5 Plesae fill in the reason why the Company select the independent officer.