

The following is an English translation of the Notice of Resolutions adopted at the 12th Ordinary General Meeting of Shareholders of Renesas Electronics Corporation held on June 25, 2014. The Company provides this translation for your reference and convenience only.

Securities Code: 6723

June 25, 2014

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

Hisao Sakuta  
Representative Director, Chairman and CEO

To Our Shareholders:

**NOTICE OF RESOLUTIONS ADOPTED AT THE 12TH  
ORDINARY GENERAL MEETING OF SHAREHOLDERS**

This is to inform you that at the 12th 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 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 12th Business Period from April 1, 2013 to March 31, 2014 were made.

**Matters Voted Upon:**

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

It was resolved, as proposed, that Messrs. Hisao Sakuta, Tetsuya Tsurumaru, Hidetoshi Shibata, Haruyasu Asakura and Tetsuro Toyoda be re-elected as Directors. All of the aforementioned have taken office. Messrs. Haruyasu Asakura and Tetsuro Toyoda are outside Directors as stipulated in Item 15, Article 2 of the Companies Act.

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

It was resolved, as proposed, that Mr. Yoshinobu Shimizu be re-elected, and that Mr. Kazuyoshi Yamazaki be newly elected as Corporate Auditors, and each has taken office. Messrs. Yoshinobu Shimizu and Kazuyoshi Yamazaki are outside Corporate Auditors as stipulated in Item 16, Article 2 of the Companies Act.

**(Translation)**

At the Company's Board of Directors held after the 12th Ordinary General Meeting of Shareholders, Mr. Hisao Sakuta was appointed as Representative Director, Chairman and CEO, and Mr. Tetsuya Tsurumaru was appointed as Representative Director, President and COO, and each has taken office. As a consequence, the Directors and the Corporate Auditors of the Company are as follows:

Representative Director, Chairman and CEO: Hisao Sakuta  
Representative Director, President and COO: Tetsuya Tsurumaru  
Executive Vice President, Member of the Board and CFO: Hidetoshi Shibata  
Member of the Board: Haruyasu Asakura  
Member of the Board: Tetsuro Toyoda

Corporate Auditor (full-time): Kazuki Fukuda  
Corporate Auditor: Yoshinobu Shimizu  
Corporate Auditor: Kazuyoshi Yamazaki  
Corporate Auditor: Takeshi Sekine