

The following is an English translation of the Notice of Resolution adopted at the Extraordinary General Meeting of Shareholders of Renesas Electronics Corporation held on February 19, 2014. The Company provides this translation for your reference and convenience only.

Securities Code: 6723

February 19, 2014

Hisao Sakuta  
Representative Director, Chairman & CEO  
**Renesas Electronics Corporation**  
1753, Shimonumabe, Nakahara-ku  
Kawasaki, Kanagawa

To Shareholders:

**NOTICE OF RESOLUTION ADOPTED AT THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

This is to inform you that at the Extraordinary General Meeting of Shareholders of Renesas Electronics Corporation (the “Company”) held today, and that the following resolution was adopted.

**Matter Voted Upon:**

**Proposal: Election of One Director**

It was resolved, as proposed, that Mr. Tetsuro Toyoda was newly elected as Director.

Upon the closure of the General Meeting, Mr. Shigeo Mizugaki resigned from his office as a Board Director.

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: Yoichiro Yamakawa  
Corporate Auditor: Yoshinobu Shimizu  
Corporate Auditor: Takeshi Sekine