

The following is an English translation of the Notice of Resolutions adopted at the 22nd Annual General Meeting of Shareholders of Renesas Electronics Corporation held on March 26, 2024, and it is provided for your reference and convenience only.

Securities Code: 6723

March 26, 2024

Renesas Electronics Corporation  
3-2-24, Toyosu, Koto-ku, Tokyo

Hidetoshi Shibata  
Director,  
Representative Executive Officer, President  
and CEO

To Our Shareholders:

## **NOTICE OF RESOLUTIONS ADOPTED AT THE 22ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

At the 22nd Annual 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:**

Reports were made on the Business Report, Consolidated Financial Statements and Non-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 22nd Business Period from January 1, 2023 to December 31, 2023.

### **Matters for Resolution:**

#### **Proposal 1: Distribution of Dividends from Surplus**

Resolved as proposed. The Company has decided to pay a year-end dividend of 28 yen per share of common stock with an effective date of March 29, 2024.

#### **Proposal 2: Partial Amendments to the Articles of Incorporation (No.1: Related to Distribution of Dividends from Surplus, etc.)**

Resolved as proposed. The Company has made the necessary changes to the record date for the distribution of surplus funds four times a year (March 31, June 30, September 30, and December 31 of each year) and to allow the Board of Directors to make such decisions in addition to the existing resolution of the general meeting of shareholders.

#### **Proposal 3: Partial Amendments to the Articles of Incorporation (No.2: Transition to a Company with Nomination Committee, etc.)**

Resolved as proposed. In connection with the transition to a Company with Nomination Committee, etc., necessary changes were made, including the establishment of new provisions concerning the Nomination Committee, Compensation Committee, Audit Committee and Executive Officers, and the deletion of existing provisions concerning Corporate Auditors and the Board of Corporate Auditors.

#### **Proposal 4: Election of Six (6) Directors**

Resolved as proposed. Mr. Hidetoshi Shibata, Mr. Jiro Iwasaki, Ms. Selena Loh Lacroix, Mr. Noboru Yamamoto, and Mr. Takuya Hirano were re-elected as Directors, and Ms. Tomoko Mizuno was newly elected as Director, and all have taken office. Mr. Jiro Iwasaki, Ms. Selena Loh Lacroix, Mr. Noboru Yamamoto, Mr. Takuya Hirano and Ms. Tomoko Mizuno are Outside Directors as stipulated in Item 15, Article 2 of the Companies Act.

At the Board of Directors meeting held after this Annual General Meeting of Shareholders, members of each committee and Executive officer were resolved. As a result, the management structure is as follows:

(1) Board of Directors

Director:	Hidetoshi Shibata
Outside Director:	Jiro Iwasaki
Outside Director:	Selena Loh LaCroix
Outside Director:	Noboru Yamamoto
Outside Director:	Takuya Hirano
Outside Director:	Tomoko Mizuno

(2) Committee Members

Nomination Committee: Jiro Iwasaki (Chair), Selena Loh Lacroix, Takuya Hirano

Compensation Committee: Selena Loh Lacroix (Chair), Hidetoshi Shibata, Noboru Yamamoto, Tomoko Mizuno

Audit Committee: Tomoko Mizuno (Chair), Jiro Iwasaki, Noboru Yamamoto

(3) Executive Officer

Representative Executive Officer, President and CEO: Hidetoshi Shibata

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#### Payment of Year-End Dividends for the 22nd Fiscal Year

The year-end dividend for the current fiscal year has been set at 28 yen per share by resolution of this General Meeting of Shareholders. Please receive the dividend within the payment period (from March 29, 2024 to April 30, 2024) using the "Dividend Receipt" which will be mailed separately.

For those who have designated to receive the dividend using direct deposit, we will mail the "Dividend Calculation Certificate" and the "Payment Address"; for those who have designated the method of allocation based on the number of shares, we will mail the "Dividend Calculation Certificate" and the "Method of Receiving Dividends". (Please contact your account management institution (securities company) for information on where to transfer dividends if you have chosen the allocation based on the number of shares method.)