

22ND ANNUAL GENERAL MEETING OF SHAREHOLDERS ATTENDANCE MANUAL

MARCH 7, 2024
RENESAS ELECTRONICS CORPORATION

* This guidance material may be revised before the day of shareholders meeting as needed.

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A photograph of a business meeting. Several people are gathered around a table, looking at documents and a laptop. The documents feature various charts and graphs, including bar charts and pie charts. The scene is brightly lit, suggesting an indoor office environment. A dark blue banner is overlaid on the top left of the image, containing the text 'VIRTUAL-ONLY SHAREHOLDERS' MEETING' in white, bold, sans-serif font.

VIRTUAL-ONLY SHAREHOLDERS' MEETING

① WHAT IS A VIRTUAL-ONLY SHAREHOLDERS' MEETING?

- **It is a new style of general meeting of shareholders which was introduced from 2021 in Japan**
 - ✓ It is aimed to vitalize, improve efficiency and facilitate the general meeting of shareholders / shareholders' meeting by introducing virtual-only shareholders' meeting.
 - ✓ Renesas has changed its Articles of Incorporation on 2022 to introduce virtual only shareholders' meeting and actually introduced it from 2023 (i.e. last annual general meeting of shareholders (AGM)).
- **It is held fully online basis via internet**
 - ✓ There is no venue where you can actually visit.
 - ✓ Online attendance shall be treated as "Attendance to the shareholders meeting" under the laws.
 - ✓ You can ask questions and exercise voting rights while watching video live streaming of the shareholders' meeting.



② WHY RENESAS INTRODUCED VIRTUAL-ONLY SHAREHOLDERS' MEETING

We would like to expand the opportunity of our shareholders' attending the shareholders' meeting and promote the dialogues/engagements with our shareholders.

- ✓ We aim to vitalize, improve efficiency of and facilitate the shareholders' meeting by introducing virtual-only shareholders' meeting.
- ✓ We believe these will contribute shareholders' interest and conveniences.

1. Providing opportunities to attend shareholders' meeting

- It will make it easier for shareholders living in remote areas (including outside Japan) or are busy to attend our shareholders' meeting.



2. Release of physical restrictions

- There is no restrictions due to venue capacity.



3. Reduction of shareholder burden

- Shareholders can save travel costs and time.



4. Equality among attendees

- Virtual-only shareholders' meeting can improve the equality among shareholders better than "hybrid-type" which use physical venue.



5. Shareholders' consent

- Most of the feedback we received shareholders' survey after our shareholders' meeting was positive.
- "Amendment of Articles of Incorporation" to introduce virtual-only shareholders' meeting passed with about 88% approval.



6. Special situation

- We expect no matters which we should discuss in face-to-face basis such as agenda given by shareholders.

Hot topic of 22nd AGM!

To improve the opportunities and quality of dialogues/engagement, "voice" communication will be available from this AGM in addition to "text" based communication.

③ HOW TO JOIN THE VIRTUAL-ONLY SHAREHOLDERS MEETING - ACCESS

You can join this AGM by accessing virtual shareholders' meeting system (VSM system) from dedicated URL.

- ✓ No advance registration is required to join this AGM.
- ✓ No installation of certain application into your PC or smartphone is needed to join this AGM.
- ✓ No physical venue (including video/audio room) is prepared.



Access to VSM system

You can access VSM system “Sharely” from any of following approaches.

Enter the following URL in your web browser or click/tap the following URL

<https://web.sharely.app/login/renesas22>

Scan the following QR code with your smartphone or tablet devices with camera.



Note!

Initial login page is Japanese site. By clicking globe mark, you can change displayed language to English.



③ HOW TO JOIN THE VIRTUAL-ONLY SHAREHOLDERS MEETING - LOGIN

1. Enter the following information into VSM system

- Shareholder number (ID): Enter 9 digits specified in your voting form
- Zip postal code: Enter 7 digits without hyphen (-) for address to which the convocation notice is delivered.
- Number of voting rights: Enter the number specified in your voting form

2. Press the “Login” button

議決権行使書
ルネサスエレクトロニクス株式会社 御中

Shareholder number (ID)

Number of voting rights

お願い

1. 株主総会にご出席されない場合は、この議決権行使書用紙に賛否をご表示いただき、2024年3月25日午後5時30分までに到着するようにご返送ください。
2. 第4号議案の賛否をご表示の際、一部の候補者につき異なる意思を表示される場合は、「株主総会参考書類」に記載の当該候補者の番号をご記入ください。
3. 賛否のご表示は、黒色のボールペンにより、はっきりと○印をご記入ください。
4. 議決権をインターネットで行使される場合、下のQRコードをスマートフォンで読み取るか、裏面記載のウェブサイトへアクセスし2024年3月25日午後5時30分までにご行使ください。この場合、議決権行使書を送送される必要はありません。

スマートフォン用議決権行使ウェブサイトログインQRコード

ルネサスエレクトロニクス株式会社

ルネサスエレクトロニクス株式会社 22nd Annual General Meeting of Shareholders

Shareholder Number
012345678

Postal code
150-0044

Number of voting rights
1000

Login

* Initial login page is Japanese site. By clicking globe mark, you can change displayed language to English.

日本語/Japanese

日本語

English

English

③ HOW TO JOIN THE VIRTUAL-ONLY SHAREHOLDERS MEETING - INQUIRIES

■ Want to know how to use Sharely

Learn by yourself 

<https://sharely.zendesk.com/hc/ja>

* Only Japanese is available



Ask Call center 

* Only Japanese is available

Phone number: +81 3 6416 5286

Reception hours:

On or before March 25 10:00a.m.-5:00p.m. weekdays

On March 26 (AGM day) 8:00a.m. to end of
shareholders round table

* Shareholders shall bear call charges.

■ Want to know login information

Ask to AGM admin by e-mail

 agm@lm.renesas.com or



Subject : Login information for Renesas AGM

- We will guide the login information after identification as our shareholder.
 - Please include your name and address for our identification process when you send us an email.
- * Because login information includes the individual/sensitive information of a shareholder, our security transfer agent, your securities companies nor call center in the left can't tell you the login information.

WHAT YOU CAN DO **BEFORE** THE AGM



① VIEW THE MATERIALS

A shareholder can see/review following materials/information before the AGM

- Full-set version of the convocation notice (100 pages in total)
- Corrected version of the convocation notice (if any)
- Supplementary explanations for agenda of the AGM (in case Renesas believes it necessary)
- Information regarding postpone or adjourn of this AGM (communication failure, etc.)

■ Check at Renesas website



<https://www.renesas.com/us/en/about/investor-relations/event/meeting>

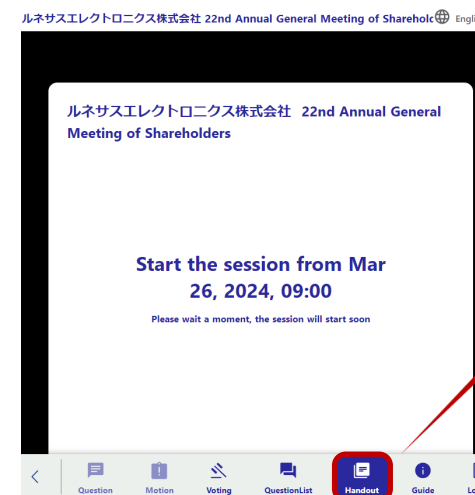
■ Check at VSM system



<https://web.sharely.app/login/renesas22>

After login, you can view the materials from “**Handout**” button in the menu bar at the bottom of the screen

* Please see the form of Power-of-Attorneys



Note! Some materials which should be delivered to only shareholders such as guidance of shareholder roundtable session and a form of Power of Attorneys are posted on VSM system only.

② VOTE IN ADVANCE - VIA INTERNET

- You can exercise voting rights in advance via internet or in written instrument.
- For online exercise, “Smart Exercise” and “Exercise with voting code and password (PW)” are available.



For virtual-only shareholders’ meeting you may not exercise your voting rights during the AGM due to your communication situation, etc. We recommend to vote in advance even if you are planning to join the AGM.

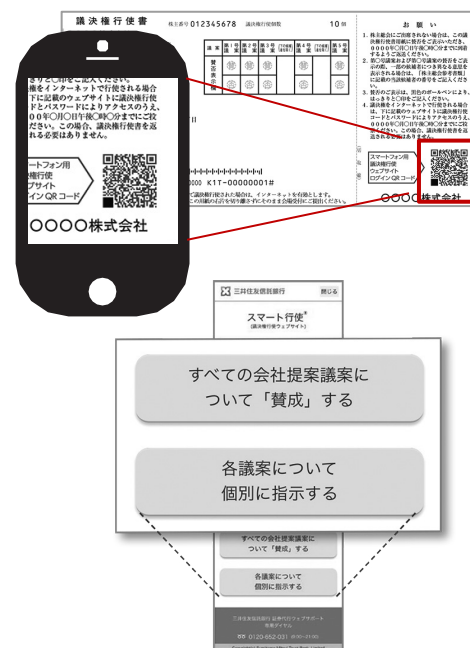
Smart Exercise

- Scan the QR code in the right of voting form

You can easily exercise the voting rights without entering voting code and PW

- Follow the guidance on the screen and enter your approval or disapproval

! If you wish to change your vote after exercising your voting rights, you will need to enter your voting code and PW printed on your voting form

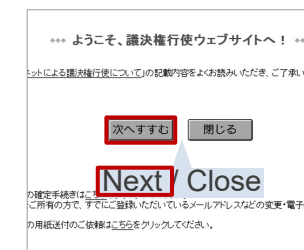


Exercise with voting code and PW

- Access the website:

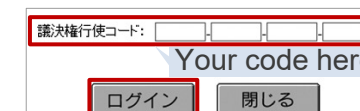
<https://www.web54.net/>

Press the “Next” button



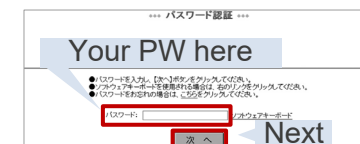
- Login

Enter your “voting code” printed on your voting form and press “Login” button



- Enter the PW

Enter your “PW” printed on your voting form and press the “Next” button. Following steps are the same as the smart exercise.



Note! You can not exercise your voting rights in advance in VSM system (Sharely).

② VOTE IN ADVANCE - WRITTEN INSTRUMENT

- You can exercise voting rights in advance via internet or in written instrument.
- In case of written instrument, please indicate your approval or disapproval for each proposal in your voting form and send it to us so that we receive by the voting deadline.



For virtual-only shareholders' meeting you may not exercise your voting rights during the AGM due to your communication situation, etc. We recommend to vote in advance even if you are planning to join the AGM.

議決権行使書

株主番号: [] 議決権行使個数: []

ルネサスエレクトロニクス株式会社 御中

私は、2024年3月26日開催の貴社第22期定時株主総会（継続会または仮会を含む）における各議案につき、右記（賛否を○印で表示）のとおり議決権を行使します。

各議案につき賛否の表示をされない場合は、賛成の表示があったものとして取り扱います。

ルネサスエレクトロニクス株式会社

議案	第1号議案	第2号議案	第3号議案	第4号議案 (その他)
賛否表示欄	○	○	○	○

インターネットと書面両方で議決権行使された場合は、インターネットを有効とします。

お願い

- 株主総会にご出席されない場合は、この議決権行使書用紙に賛否をご表示いただき、2024年3月25日午後5時30分までに到着するようにご返送ください。
- 第4号議案の賛否をご表示の際、一部の候補者につき異なる意思を表示される場合は、「株主総会参考書類」に記載の当該候補者の番号をご記入ください。
- 賛否のご表示は、黒色のボールペンにより、はっきりと○印をご記入ください。
- 議決権をインターネットで行われる場合、下のQRコードをスマートフォンで読み取るか、裏面記載のウェブサイトへアクセスし、2024年3月25日午後5時30分までご行使ください。この場合、議決権行使書が返送されることはありません。

ルネサスエレクトロニクス株式会社

- Fill in the exercise date.
 - Indicate your approval or disapproval by circling.
 - ✓ Use black ball-pointed pen.
 - ✓ If your indication is not clear, it will be treated as invalid.
 - Cut off the right side of the cut line.
 - Please put a blindfold sticker
 - Send the voting form so that we can receive it by the voting deadline
- ⚠ If you send the voting form with no indication of approval or disapproval, your vote for respective proposals will be regarded as "Approval".

Note! You can not exercise your voting rights in advance in VSM system (Sharely).

③ PRE-QUESTIONS

- You can raise pre-questions via VSM system (Sharely) before the AGM.
- We will give answer for questions that many shareholders are interested in

1 Access the website for pre-questions

https://web.sharely.app/e/renesas22/pre_question

* By clicking globe mark, you can change the language to English.



2 Press “**show advance question form**” button in the pop-up box


* From the URL or QR code in item 1, you can directly jump to pre-question page.

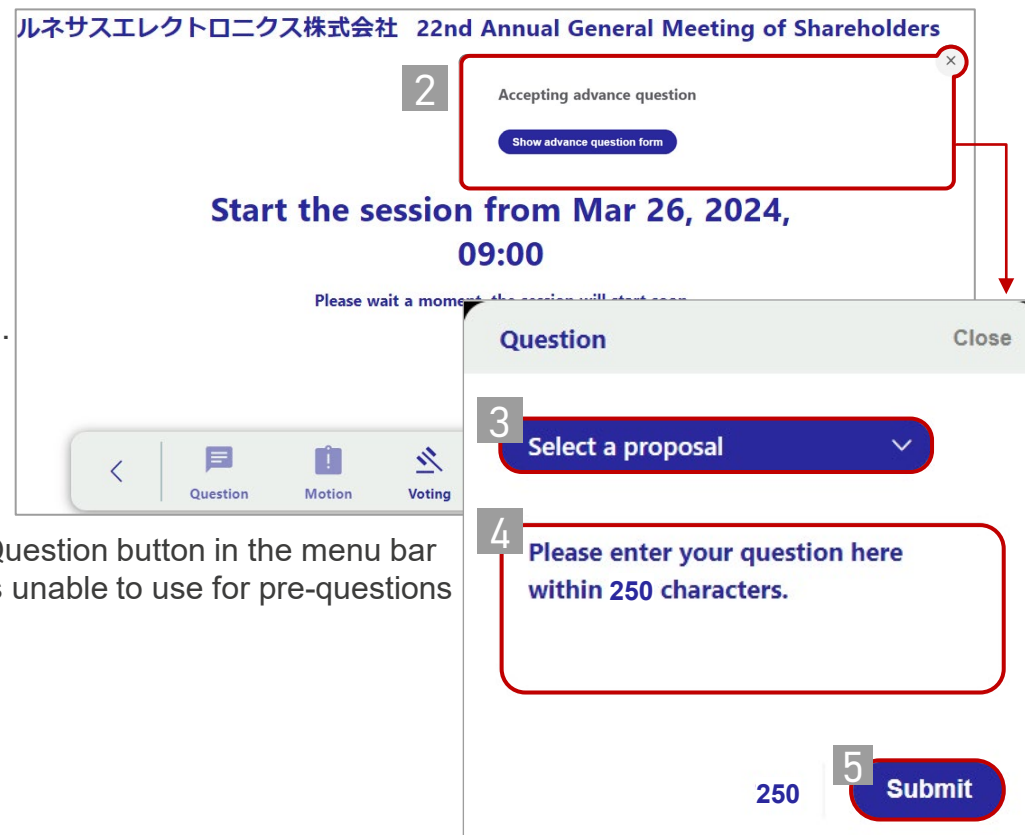
3 Select the category of your question

4 Enter your question

- ✓ Up to 3 questions per shareholder
- ✓ Up to 250 characters per question
- ✓ Japanese or English Only

5 Press the “Submit” button

 You can not withdraw your questions once you submit (send) them.



④ SUBMIT POWER OF ATTORNEYS

- A shareholder who has voting rights can appoint another shareholder as a proxy and let the proxy exercise the voting rights at this AGM.
- Shareholders who hope to attend this AGM by proxy are required to submit a “document stating intention of appointing a proxy” (Power of Attorney) to Renesas prior to this AGM.

【Required Document】

① Power of Attorney (PoA)

- * A submitting shareholder is required to sign or affix a seal to complete the PoA.
- * You can reference a format/sample of PoA at “Handout” button in the menu bar at the bottom of the screen of VSM system.

② A copy of Submitter’s voting form

③ A copy of Proxy’s voting form

【Address for Submission】

E-mail: agm@lm.renesas.com



Mail: 3-2-24, Toyosu, Koto-ku, Tokyo 135-0061, Japan
The Administration Office of the General Meeting of Shareholders
Renesas Electronics Corporation



* Postage shall be born by a shareholder



【Submission deadline】

5:00 P.M. March 19, 2024 (Japan standard time) (time of receipt)

- * If the required document have not been received by the submission deadline, attendance by a proxy will not be permitted.
- * If the required document are incomplete, attendance by a proxy may not be permitted.



* Your screen may show different document view depending on the situation.

A close-up photograph of a person's hands using a tablet computer. The person is wearing a blue long-sleeved sweater. The tablet screen shows some text and icons, but they are out of focus. The background is blurred, showing other people in a meeting setting.

WHAT YOU CAN DO **DURING** THE AGM

① ATTEND THE AGM

1 Login VSM system (Sharely)

<https://web.sharely.app/login/renesas22>


* Refer to [Page 6](#) for “how to login”



2 Press the “**Start Watching**” button.

* Depending on your access timing, this button may not be displayed. In this case, please wait for a while.

3 Click/tap headphone mark  to hear live sound.

4 Wait the AGM starts (scheduled at 9:00 A.M.)
If you want to watch this AGM with bigger view window, please click  mark and drag it to enlarge the window as you like.

Note!

If you wish to ask question orally, please check following items while waiting:

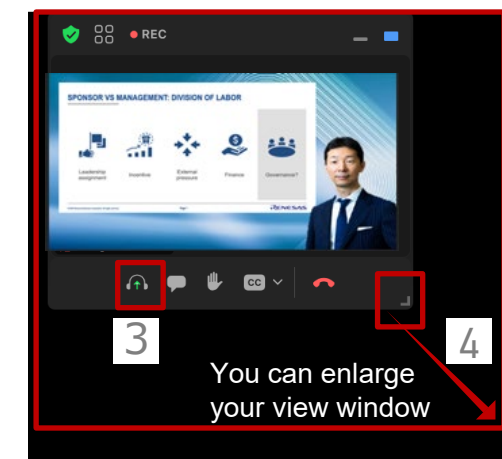
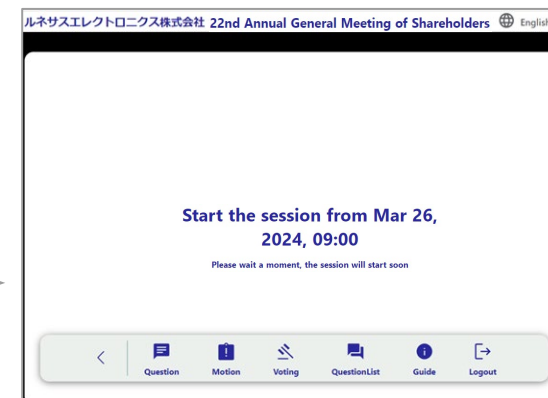
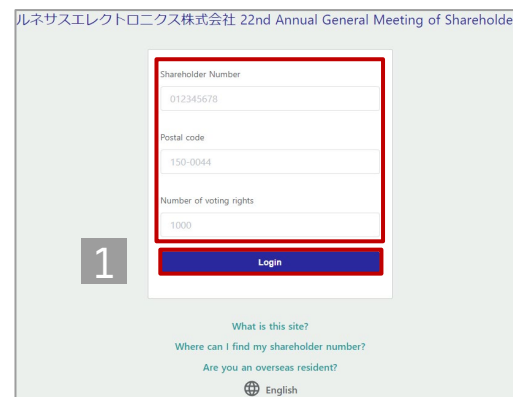
- Your microphone is connected appropriately
- You are in the silent space (to avoid noise)

Login Start

8:30 A.M.

March 26, 2024 (Tue)

* Japan Standard Time

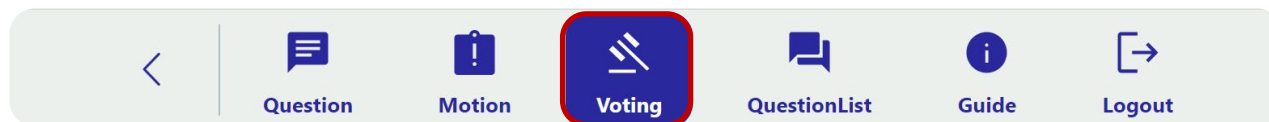


② VOTING

- You can exercise your voting rights from the start of this AGM.
- You can change your votes even if you once exercised during reception time.

■ Exercise at your time

1 Press the “**Voting**” button in the menu bar at the bottom of screen



2 Select “In favor” (approve) or “Against” (disapprove) for each proposal

3 Press the “Submit” button.

■ Exercise in accordance with the Chair’s direction

1 A pop-up window which require you to vote will be displayed.

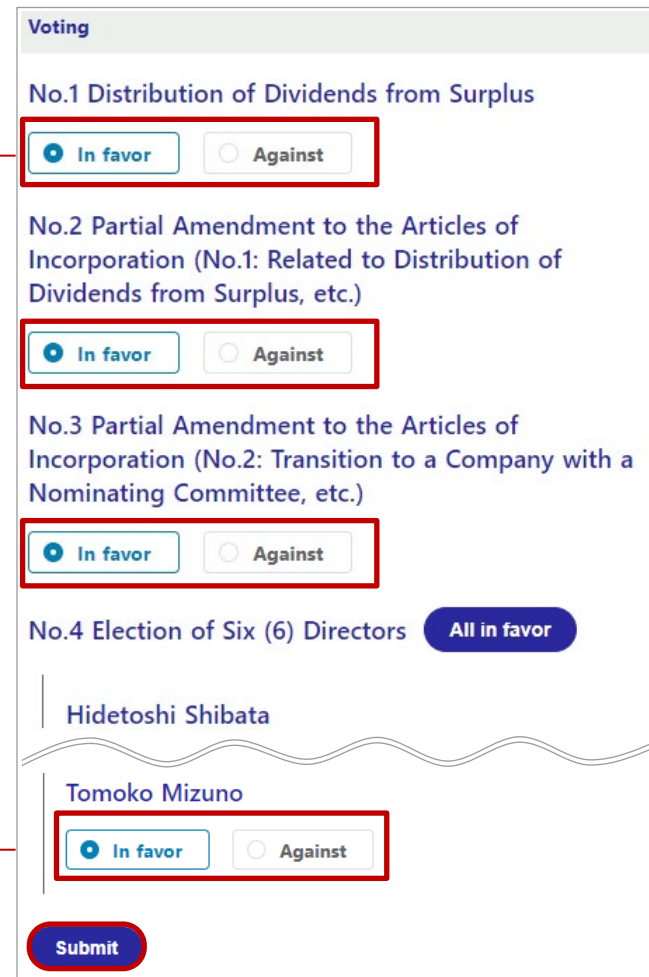
2 Select “In favor” (approve) or “Against” (disapprove) for each proposal

3 Press the “Submit” button.

Note! Your vote will be valid only if you press the “Submit” button.

Reception
time

Start of the AGM
~ End of Voting



③ RAISE QUESTIONS - TEXT

- You can ask questions in “**text format**” or “**voice communication.**”
- You can submit text format question from the start of the AGM.
- While viewing live streaming, take your time to consider your question.

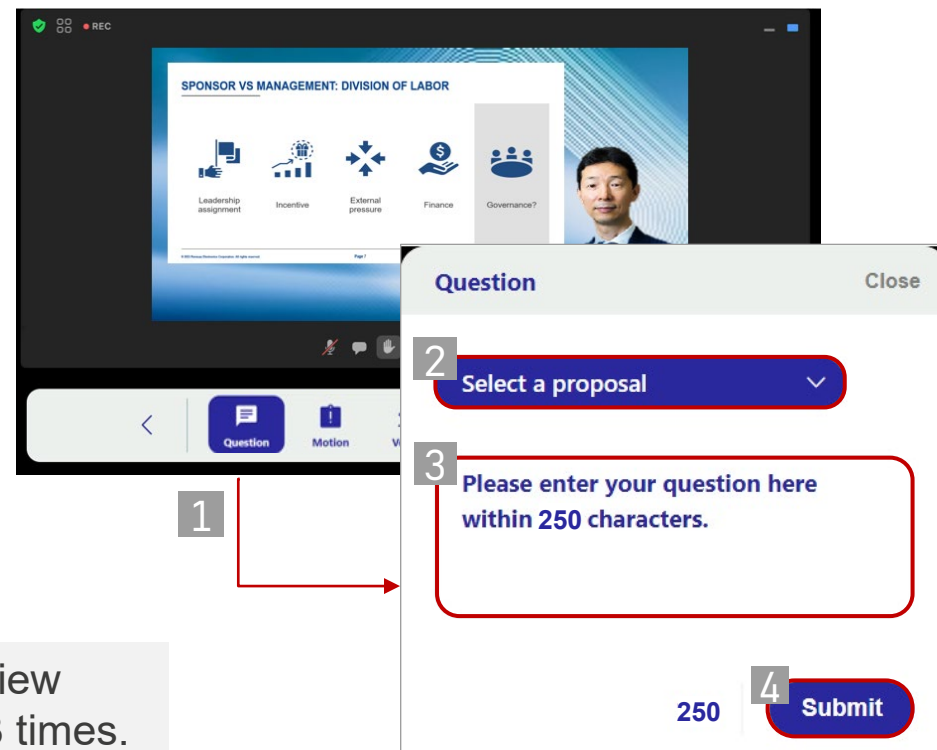
1 Press “**Question**” button in the menu bar at the bottom of screen.

2 Select the category of your question.

3 Enter your question

- ✓ Up to 3 questions per shareholder
- ✓ Up to 250 characters per question
- ✓ Japanese or English Only

4 Review your response and press “Submit” button.



Note! You can't withdraw/revoke your questions after submit. Please review your response carefully because you can submit questions up to 3 times.

③ RAISE QUESTIONS - VOICE

- You can ask questions in “**text format**” or “**voice communication.**”
- Microphone is needed if you wish to ask questions orally. Also, please join from silent area to avoid noise.
- In case you cannot speak in a timely manner or terrible noise occurs, we may stop your question.

1 Press “Raise hand” button in the middle of screen.


2 When your turn comes, you will see a pop-up window as shown in the right. Press “unmute” button in accordance with our direction.

3 Press “allow” button for the use of microphone.

4 Start your question

- ✓ Up to 3 questions per shareholder (1 question per time)
- ✓ Summarize your question briefly
- ✓ Japanese or English Only

5 Upon the completion of the answer to your question, AGM admin will revoke your right to speak.

 Please **NOT** to refer individual or sensitive information because we on-demand (post) distribution service will be available for this AGM. Your voice (sound) will be distributed as a part of on demand distribution while your face (video) will not be distributed.



④ RAISE MOTIONS - TEXT

- You can raise motions in “**text format**” or “**voice communication.**”
- You can submit text format motions from the start of the AGM.

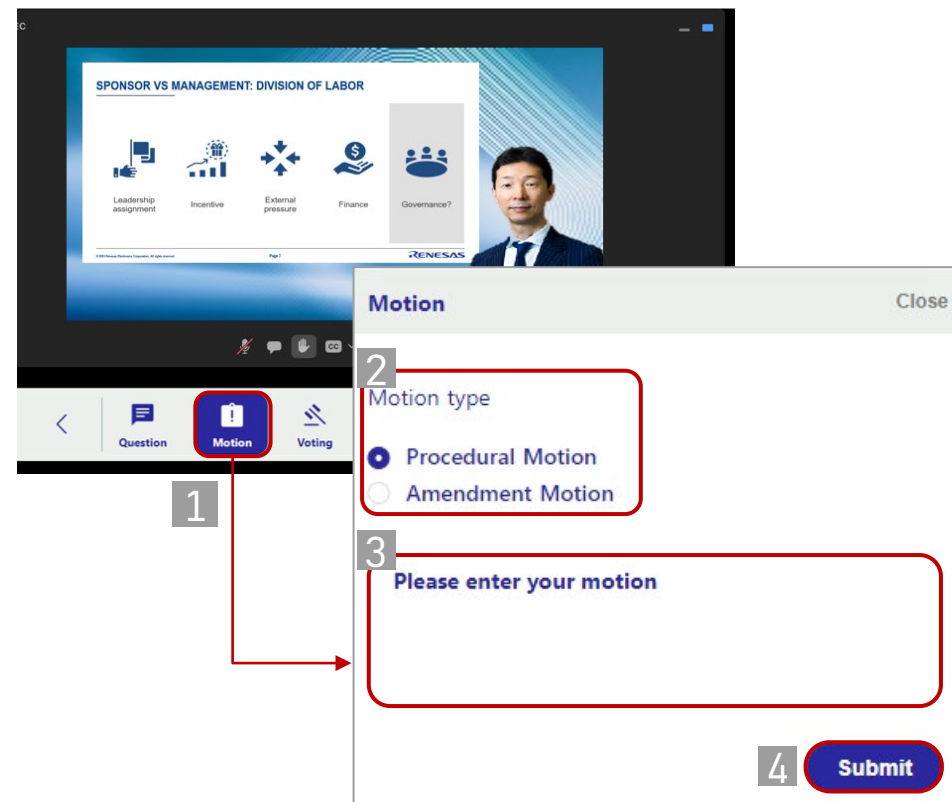
1 Press the “**Motion**” button in the menu bar at the bottom of screen.

2 Select motion type.

3 Enter your motion.

- ✓ Up to 250 characters per motion as a guide.
- ✓ Japanese or English Only.

4 Review your response and press “Submit” button.




④ RAISE MOTIONS - VOICE

- You can raise motions questions in “**text format**” or “**voice communication.**”
- Microphone is needed if you wish to raise motions orally. Also, please join from silent area to avoid noise.
- In case you cannot speak in a timely manner or terrible noise occurs, we may stop your motion.

- 1 Press “Raise hand” button in the middle of screen.
- 3 When your turn comes, you will see a pop window as shown in the right. Press “unmute” button in accordance with our direction.
- 4 Press “allow” button regarding the use of microphone.
- 5 Start your question
 - ✓ Please state your purpose it to raise a motion
 - ✓ Summarize your motion briefly
 - ✓ Japanese or English Only
- 6 Upon the completion of your explanation of motion and our confirmation(if needed), AGM admin will revoke your right to speak.



 Please **NOT** to refer individual or sensitive information because we on-demand (post) distribution service will be available for this AGM. Your voice (sound) will be distributed as a part of on demand distribution while your face (video) will not be distributed.

REMARKABLE MATTERS

① COMMUNICATION FAILURES, ETC.

- A resolution will be adopted at the beginning of this AGM to grant the chairperson the authority to decide to postpone or adjourn this AGM in the event the proceedings of this AGM are significantly impeded due to communication problems or other reason.
- If the chairperson decides to postpone or adjourn the General Meeting in accordance with such resolution, we will post announcement on our website and VSM system immediately.

【Scheduled postponed or adjourned of this AGM】

9:00 A.M. March 28, 2024 (Thu)

* Japan Standard Time

* Not the next day but 2 days after the original date.

【Website for our announcement】

Renesas Website: <https://www.renesas.com/us/en/about/investor-relations>



② TREATMENT OF THE VOTES

Votes of a shareholder who attends a virtual-only shareholders’ meeting shall be treated as follows.

Vote in advance	Vote at the meeting	Treatment of your votes
Exercised	Confirmed “Exercised”	Votes at the meeting is valid
	Not confirmed	Votes in advance is valid
Not Exercised	Confirmed “Exercised”	Votes at the meeting is valid
	Not confirmed	Subject shareholder is treated as absent

If a shareholder exercised their voting rights multiple times, the latest votes as of the start of aggregation is treated as valid votes.



RENESAS

THANK YOU