

1. Voting Rights Associated with New Shares

Issuance of New Shares by Third-Party Allotment

Shareholder	Number of New Shares Issued (Common Shares)	Voting Rights (Number of Votes)
Innovation Network Corporation of Japan	1,152,917,000	11,529,170
Toyota Motor Corporation	41,666,600	416,666
Nissan Motor Co., Ltd.	25,000,000	250,000
Keihin Corporation	8,333,300	83,333
Denso Corporation	8,333,300	83,333
Canon Inc.	4,166,600	41,666
Nikon Corporation	4,166,600	41,666
Panasonic Corporation	4,166,600	41,666
Yaskawa Electric Corporation	1,250,000	12,500

2. Reason for Grant of Voting Rights

The Company, based on a desire that the intentions of shareholders who obtained shares at the point in time closest to the scheduled date of the upcoming Ordinary General Meeting of Shareholders be reflected at said General Meeting of Shareholders, has decided to grant voting rights to shareholders whose shares were obtained after the Record Date, in accordance with Article 124, paragraph 4 of the Companies Act.

Reference 1

For an overview of the issue of new shares by third-party allotment, please refer to the news release of December 10, 2012, entitled "Renesas Electronics Announces Share Issue through Third-Party Allotment, and Change in Major Shareholders, Largest Shareholder who is a Major Shareholder, Parent Company and Other Related Companies," to the notification of an extraordinary meeting of the Company's Board of Directors on February 22, 2013, and to the notification of the matters decided at said meeting. Note that the scheduled pay-in date for the new share issue by third-party allotment has not yet been determined.

Reference 2

If the parties who obtain new shares by third-party allotment exercise their voting rights at the Ordinary General Meeting of Shareholders scheduled to be held on June 26, 2013, their respective shares of the total voting rights (votes) as of May 28, 2013, will be as follows:

Shareholder	Voting Rights (Number of Votes)	Share of Total Voting Rights
Innovation Network Corporation of Japan	11,529,170	69.16%
Toyota Motor Corporation	416,666	2.50%
Nissan Motor Co., Ltd.	250,000	1.50%
Keihin Corporation	83,333	0.50%
Denso Corporation	83,333	0.50%
Canon Inc.	41,666	0.25%
Nikon Corporation	41,666	0.25%
Panasonic Corporation	41,666	0.25%
Yaskawa Electric Corporation	12,500	0.07%

Note: The total voting rights (votes) as of May 28, 2013, was calculated by adding to the total number of shareholder votes as of March 31, 2013, the 12,500,000 votes accruing to the new shares from the upcoming third-party allotment.