The following is an English translation of the Notice of the Resolutions adopted at the 173rd Ordinary General Meeting of Shareholders of NEC Corporation held on June 22, 2011. NEC Corporation provides this translation for your reference and convenience only and without any warranty as to its accuracy or otherwise.

## **NEC Corporation**

Securities Code 6701

7-1, Shiba 5-chome, Minato-ku, Tokyo

Kaoru Yano Chairman of the Board

June 22, 2011

#### **To Our Shareholders:**

# NOTICE OF RESOLUTIONS ADOPTED AT THE 173RD ORDINARY GENERAL MEETING OF SHAREHOLDERS

This is to inform you that at the 173rd Ordinary General Meeting of Shareholders of NEC Corporation (the "Company") held today, reports were given and resolutions were adopted as described below.

The Company regrettably determined not to pay a year-end dividend for the 173rd Business Period from April 1, 2010 to March 31, 2011.

In order to meet our shareholders' expectation, the Company will endeavor to achieve early recovery of the Company's business by implementing group-wide actions. We would highly appreciate your continuous support and interest in the Company.

### **Reports:**

A report on the Business Report, the Consolidated Financial Statements and Financial Statements with respect to the 173rd Business Period from April 1, 2010 to March 31, 2011, and a report on the results of the audit conducted on the Consolidated Financial Statements by Accounting Auditors and the Board of Corporate Auditors were made.

### **Resolutions:**

### **Proposal No. 1:** <u>Election of Thirteen Directors</u>

It was resolved that Messrs. Kaoru Yano, Nobuhiro Endo, Toshimitsu Iwanami, Yukihiro Fujiyoshi, Junji Yasui, Toshiyuki Mineno, Yoshinari Hara, Kenji Miyahara and Hideaki Takahashi, and Ms. Sawako Nohara be reelected, and Messrs. Takashi Niino, Isamu Kawashima and Takeshi Kunibe be newly elected, as Directors. All of the aforementioned have taken office.

Messrs. Yoshinari Hara, Kenji Miyahara, Hideaki Takahashi and Takeshi Kunibe, and Ms. Sawako Nohara are Outside Directors.

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

It was resolved that Messrs. Takao Ono and Hideo Yamada be newly elected as Corporate Auditors. Both of the aforementioned have taken office.

Mr. Hideo Yamada is an Outside Corporate Auditor.