

## NEC Corporation

Securities Code 6701

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

Takashi Niino  
President

June 24, 2019

**To Our Shareholders:**

### **NOTICE OF RESOLUTIONS ADOPTED AT THE 181ST ORDINARY GENERAL MEETING OF SHAREHOLDERS**

This is to inform you that at the 181st Ordinary General Meeting of Shareholders of NEC Corporation (the “Company”) held today, reports were given and resolutions were adopted as described below.

#### **Reports:**

A report on the Business Report, the Consolidated Financial Statements and the Financial Statements with respect to the 181st business period from April 1, 2018 to March 31, 2019, and a report on the results of the audit conducted on the Consolidated Financial Statements by Accounting Auditors and the Audit & Supervisory Board (KANSAYAKU-KAI) were made.

#### **Resolutions:**

**Proposal No. 1:** Partial Amendment to the Articles of Incorporation

This item was approved and resolved as originally proposed.

The provisions of Article 2 (Object), item 5 was newly established, and the provisions of Articles 12 (Convocation) and 15 (Chairman) were amended.

**Proposal No. 2:** Election of Eleven (11) Directors

This item was approved and resolved as originally proposed.

Messrs. Nobuhiro Endo, Takashi Niino, Takayuki Morita, Norihiko Ishiguro, Hajime Matsukura, Takeshi Kunibe and Kaoru Seto and Ms. Noriko Iki were reelected, and Messrs. Motoo Nishihara, Masatoshi Ito and Kuniharu Nakamura were newly elected, as Directors. All of the aforementioned have taken office.

Messrs. Takeshi Kunibe, Kaoru Seto, Masatoshi Ito and Kuniharu Nakamura and Ms. Noriko Iki are Outside Directors.

**Proposal No. 3:** Election of One (1) Audit & Supervisory Board Member (KANSAYAKU)

This item was approved and resolved as originally proposed.

Mr. Nobuo Nakata was newly elected as Audit & Supervisory Board Member (KANSAYAKU). The aforementioned has taken office.

Mr. Nobuo Nakata is an Outside Audit & Supervisory Board Member (KANSAYAKU).

**Proposal No. 4:** Amendment to Amount of Remuneration for Directors and Audit & Supervisory Board Members (KANSAYAKU)

This item was approved and resolved as originally proposed.

The Directors remuneration limit was changed from a monthly limit to an annual limit, and the amount of the remuneration limit was revised to be within 1,380,000,000 yen (of which 580,000,000 yen for Basic Remuneration and 800,000,000 yen for bonuses) per annum.

The amount of remuneration for Audit & Supervisory Board Members (KANSAYAKU) was also changed from a monthly limit to an annual limit, and the amount of the remuneration limit was revised to be within 144,000,000 yen per annum.

**Proposal No. 5:** Introduction of Stock Compensation Plan for Directors

This item was approved and resolved as originally proposed.

A new stock compensation plan under which the Company grants the number of shares equivalent to a fixed amount every year was introduced as remuneration for Directors (excluding Outside Directors).

**Proposal No. 6:** Amendment to Performance-based Stock Compensation Plan for Directors

This item was approved and resolved as originally proposed.

A performance-based stock compensation plan which had introduced subsequent to approval at the 179th Ordinary General Meeting of Shareholders was amended.