

Notice of the Results of the Exercise of Voting Rights
at the 181st Ordinary General Meeting of Shareholders

June 25, 2019
NEC Corporation

NEC Corporation announces as below the results of the exercise of voting rights at the 181st Ordinary General Meeting of Shareholders held on June 24, 2019.

1. Date of the General Meeting of Shareholders: June 24, 2019

2. Resolutions

Proposal No. 1:

To establish the provisions of Article 2 (Object), item 5, and amend the provisions of Articles 12 (Convocation) and 15 (Chairman).

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

To elect Messrs. Nobuhiro Endo, Takashi Niino, Takayuki Morita, Norihiko Ishiguro, Hajime Matsukura, Motoo Nishihara, Takeshi Kunibe, Kaoru Seto, Masatoshi Ito and Kuniharu Nakamura and Ms. Noriko Iki as Directors

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

To elect Mr. Nobuo Nakata as Audit & Supervisory Board Member (KANSAYAKU)

Proposal No. 4:

To change the Directors remuneration limit from a monthly limit to an annual limit, and revise the amount of the remuneration limit 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.

To change the amount of remuneration for Audit & Supervisory Board Members (KANSAYAKU) from a monthly limit to an annual limit, and revise the amount of the remuneration limit to be within 144,000,000 yen per annum.

Proposal No.5:

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

Proposal No. 6:

To amend a performance-based stock compensation plan which was introduced subsequent to approval at the 179th Ordinary General Meeting of Shareholders.

3. Results of the Exercise of Voting Rights

Proposal	Number of affirmative votes	Number of negative votes	Number of abstentions	Ratio of affirmative votes (%)	Results
Proposal No. 1	1,946,406	2,974	40	99.525%	Approved
Proposal No. 2:					
Nobuhiro Endo	1,843,506	101,466	4,454	94.263%	Approved
Takashi Niino	1,851,960	93,006	4,454	94.696%	Approved
Takayuki Morita	1,855,692	89,279	4,454	94.886%	Approved
Norihiko Ishiguro	1,879,901	65,072	4,454	96.124%	Approved
Hajime Matsukura	1,880,168	64,805	4,454	96.138%	Approved
Motoo Nishihara	1,925,630	19,343	4,454	98.462%	Approved
Takeshi Kunibe	1,308,409	640,975	40	66.902%	Approved
Kaoru Seto	1,895,743	53,645	40	96.934%	Approved
Noriko Iki	1,898,220	51,169	40	97.060%	Approved
Masatoshi Ito	1,883,485	65,896	40	96.307%	Approved
Kuniharu Nakamura	1,940,607	8,782	40	99.228%	Approved
Proposal No. 3:					
Nobuo Nakata	1,945,451	3,931	40	99.476%	Approved
Proposal No. 4:	1,935,090	14,165	179	98.946%	Approved
Proposal No. 5:	1,896,565	52,834	40	96.975%	Approved
Proposal No. 6:	1,939,576	9,846	40	99.173%	Approved

(Notes)

1. Requirement for approval of Proposal No.1 is as follows:

Not less than two-thirds of the total number of affirmative votes of shareholders present at the General Meeting of Shareholders (the "Meeting"), at which shareholders having not less than one-third of the total number of voting rights of shareholders entitled to exercise their voting rights are present.

2. Requirement for approval of Proposals No.2 and No.3 is as follows:

A majority of affirmative votes of shareholders present at the Meeting, at which shareholders having not less than one-third of the total number of voting rights of shareholders entitled to exercise their voting rights are present.

3. Requirement for approval of Proposals from No.4 to No.6 is as follows:

A majority of affirmative votes of shareholders present at the Meeting.

4. Ratio of affirmative votes for each proposal was calculated as follows:

Proportion of (I) the aggregate number of (i) affirmative voting rights exercised up to the business day before the Meeting and (ii) voting rights of the shareholders who were present at the Meeting and whose voting results were confirmed affirmative, to

(II) the number of voting rights of shareholders who were present at the Meeting (those exercised up to the business day before the Meeting and those of the shareholders who were present at the Meeting).