

BOARD CHARTER



MANAGEMENT TEAM RESPONSIBILITIES

- Establish open lines of communication sharing internal updates and perspectives
- Develop and Implement company strategy, balancing risk, innovation, and anticipating future needs and opportunities
- Manage day to day decision making and operations
- Listen and seek input, trust and respect one another
- Regularly self-evaluate and use results to improve
- Demonstrate embodiment of TAGIE

BOARD RESPONSIBILITIES

- Bring external perspectives and act in the best interest of REL's stakeholders
- Exercising good corporate governance and provide judgement and assessment of strategic plans, performance targets and results
- Participate in regular discussions, drive efficient decision making and consider the consequences of not taking action. Make sure decisions are made after the completion of an appropriate review of enterprise risks
- Exhibit trust and respect towards colleagues and management
- Regularly self-evaluate and use results to improve
- Demonstrate embodiment of TAGIE

BOARD EXPECTATIONS

- Ask questions to seek understanding of the business, strategy and outcomes
- Utilise the meeting as an open forum for feedback and sharing ideas as a group
- Provide suitable time to prepare and disseminate information prior to the meeting
- Keep in mind that Renesas is headquartered in Japan and consider the influence of constituents including employees, shareholders, customers, government, politicians and the media which heavily influence the general public

RENESAS CULTURE

TRANSPARENT

- Cultivate openness
- Align frequently
- Give feedback
- Escalate issues

AGILE

- Be willing to change ideas
- Adapt quickly
- Work with 'enough' information
- Rapidly iterate
- Reflect frequently

GLOBAL

- Be curious about other cultures
- Use clear language
- Listen
- Harness knowledge of others
- Prepare communications

INNOVATIVE

- Challenge outdated assumptions
- Take measured risks
- Champion new ideas
- Try new ways of working

ENTREPRENEURIAL

- Focus on overall company purpose
- Be accountable
- Be alert to emerging issues
- Evaluate commercial impact
- Acknowledge constraints and problem-solve

BOARD SUCCESSION CYCLE

- Subject to the statutory annual renewal, the standard tenure of outside directors is 3 years; even if renewed, 12 years shall be the maximum service period, unless unanimously resolved by the nomination committee for special needs.