

## **Cover Sheet**

*Type of Document*

Extraordinary Report

*Filing Authority*

Director of Kanto Local Finance Bureau

*Filing Date*

June 27, 2012

*Company Name*

Sumitomo Metal Mining Co., Ltd.

*Name and Title of Representative*

Nobumasa Kemori, President

*Location of Head Office*

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Koji Imai, Deputy General Manager of Legal & General Affairs Department

*Places of Public Inspection*

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Osaka Securities Exchange Co., Ltd.

8-16, Kitahama 1-chome, Chuo-ku, Osaka 541-0041

Sumitomo Metal Mining Co., Ltd., Osaka Branch

5-33, Kitahama 4-chome, Chuo-ku, Osaka 541-0041

## *1 Reason for Filing*

At its 87th Ordinary General Shareholders Meeting conducted on June 25, 2012, Sumitomo Metal Mining Co., Ltd. passed a number of resolutions. Accordingly, the Company files this Extraordinary Report in compliance with Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Information.

## *2 Report*

(1) Date of General Shareholders Meeting

June 25, 2012

(2) Description of resolutions passed

### **Resolution No.1: Appropriation of surplus**

1. Matters pertaining to year-end dividend

(1) Type of dividend property

Cash

(2) Matters pertaining to allotment of dividend property to shareholders and total amount thereof

12 yen per share of the Company's common stock

Total amount: 6,743,478,108yen

(3) Date on which appropriation of surplus took effect

June 26, 2012

2. Other matters pertaining to appropriation of surplus

(1) Item of surplus showing a decrease, and the amount thereof

Retained earnings brought forward: 30,000,000,000 yen

(2) Item of surplus showing an increase, and the amount thereof

General reserve: 30,000,000,000 yen

**Resolution No.2: Election of eight (8) directors**

The following eight individuals were elected to serve as directors: Nobumasa Kemori, Yoshiaki Nakazato, Takeshi Kubota, Yukio Kawaguchi, Naoyuki Tsuchida, Mikinobu Ogata, Hajime Sato, and Tsutomu Ushijima.

**Resolution No.3: Election of three(3) corporate auditor**

Naoki Tajiri, Kazuo Nakashige, Shigeru Nozaki was elected to serve as corporate auditor.

**Resolution No.4: Election of one (1) substitute corporate auditor**

Hitoshi Taimatsu was elected to serve as a substitute corporate auditor.

**Resolution No.5: Payment of bonuses to directors**

A total of 51 million yen is to be paid to seven (7) of the eight (8) directors in office as of the end of the business year under review, the sole exclusion being outside director Tsutomu Ushijima.

(3) Number of voting rights for declaration of intent to express approval, disapproval or abstention pertaining to proposals at the General Shareholders Meeting; conditions required for passage of proposed matters; and voting results

Proposal	For (votes)	Against (votes)	Abstention (votes)	Approval rate (%)	Result
No.1	379,593	5,891	169	97.64	Passed
No.2					
Nobumasa Kemori	374,837	10,673	127	96.43	Passed
Yoshiaki Nakazato	383,299	1,909	433	98.60	Passed
Takeshi Kubota	381,842	3,366	433	98.23	Passed
Yukio Kawaguchi	381,688	3,520	433	98.19	Passed
Naoyuki Tsuchida	381,869	3,339	433	98.23	Passed
Mikinobu Ogata	381,872	3,336	433	98.23	Passed
Hajime Sato	381,871	3,337	433	98.23	Passed
Tsutomu Ushijima	381,991	3,523	127	98.26	Passed
No.3					
Naoki Tajiri	378,695	6,832	127	97.41	Passed
Kazuo Nakashige	376,657	8,867	127	96.89	Passed
Shigeru Nozaki	319,166	65,705	777	82.10	Passed
No.4					
Hitoshi Taimatsu	384,631	899	127	98.94	Passed
No.5	383,311	2,152	180	98.60	Passed

Notes: Requisites for passage of the cited proposals were as follows:

1. Resolutions No.1, and No.5 required a majority vote of approval, in terms of number of voting rights, by the shareholders in attendance.
2. Resolutions No.2, No.3 and No.4 required attendance by shareholders representing more than one-third of all eligible voting rights and a majority vote of approval by those shareholders in attendance.

(4) Reason for not including part of the number of voting rights of shareholders in attendance at the General Shareholders Meeting into the number of voting rights

Because the total numbers for which approval or disapproval of each proposal by those who exercised their voting rights prior to the Meeting or by part of those in attendance satisfied the requisite for passage, thereby resulting in passage of said proposals under application of the Commercial Code, the figures shown do not include the voting rights of some shareholders in attendance at the General Shareholders Meeting for whom approval, disapproval or abstention could not be confirmed.