

## **Cover Sheet**

### *Type of Document*

Extraordinary Report

### *Filing Authority*

Director of Kanto Local Finance Bureau

### *Filing Date*

June 25, 2014

### *Company Name*

Sumitomo Metal Mining Co., Ltd.

### *Name and Title of Representative*

Yoshiaki Nakazato, President

### *Location of Head Office*

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Sumitomo Metal Mining Co., Ltd., Osaka Branch

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## *1 Reason for Filing*

At its 89th Ordinary General Shareholders Meeting conducted on June 23, 2014, 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 23, 2014

(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

20 yen per share of the Company's common stock

Total amount: 11,043,104,860yen

(3) Date on which appropriation of surplus took effect

June 24, 2014

2. Other matters pertaining to appropriation of surplus

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

Retained earnings brought forward: 40,000,000,000 yen

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

General reserve: 40,000,000,000 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, Naoyuki Tsuchida, Mikinobu Ogata, Norifumi Ushirone, Akira Nozaki, and Tsutomu Ushijima.

**Resolution No.3: Election of One (1) Audit & Supervisory Board member**

Hajime Sato was elected to serve as Audit & Supervisory Board member.

**Resolution No.4: Election of One (1) substitute Audit & Supervisory Board member**

Hitoshi Taimatsu was elected to serve as a substitute Audit & Supervisory Board member.

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

A total of 76 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	384,324	1,586	383	98.17	Passed
No.2					
Nobumasa Kemori	361,357	24,544	387	92.30	Passed
Yoshiaki Nakazato	382,048	3,859	387	97.59	Passed
Takeshi Kubota	384,014	1,652	628	98.09	Passed
Naoyuki Tsuchida	384,010	1,656	628	98.09	Passed
Mikinobu Ogata	384,007	1,659	628	98.09	Passed
Norifumi Ushirone	384,002	1,664	628	98.09	Passed
Akira Nozaki	383,696	1,970	628	98.01	Passed
Tsutomu Ushijima	383,471	2,436	387	97.95	Passed
No.3					
Hajime Sato	361,994	23,915	383	92.47	Passed
No.4					
Hitoshi Taimatsu	385,268	647	383	98.41	Passed
No.5	382,654	3,117	527	97.74	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. In calculating approval percentages, the number of voting rights of shareholders who were in attendance at the General Shareholders Meetings but whose approval, disapproval or abstention could not be confirmed was included in the denominator.