

## **Cover Sheet**

*Type of Document*

Extraordinary Report

*Filing Authority*

Director of Kanto Local Finance Bureau

*Filing Date*

July 3, 2015

*Company Name*

Sumitomo Metal Mining Co., Ltd.

*Name and Title of Representative*

Yoshiaki Nakazato, President and Representative Director

*Location of Head Office*

11-3, Shimbashi 5-chome, Minato-ku, Tokyo 105-8716, Japan

*Contact Telephone Number*

03-3436-7704

*Name of Contact*

Susumu Endo, Deputy General Manager of

Legal & General Affairs Department

*Closest Place of Contact*

11-3, Shimbashi 5-chome, Minato-ku, Tokyo 105-8716, Japan

*Telephone Number*

03-3436-7704

*Name of Contact*

Susumu Endo, Deputy General Manager of

Legal & General Affairs Department

*Places of Public Inspection*

Tokyo Stock Exchange Group, Inc.

2-1, Nihombashi-Kabutocho, Chuo-ku, Tokyo 103-8224

Sumitomo Metal Mining Co., Ltd., Osaka Branch

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

## *1 Reason for Filing*

At its 90th Ordinary General Shareholders Meeting conducted on June 29, 2015, 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 29, 2015

(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

24 yen per share of the Company's common stock

Total amount: 13,240,305,216yen

(3) Date on which appropriation of surplus took effect

June 30, 2015

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, Naoyuki Tsuchida, Mikinobu Ogata, Akira Nozaki, Masahiro Morimoto, Tsutomu Ushijima and Hitoshi Taimatsu.

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

Hikoyuki Miwa was elected to serve as Audit & Supervisory Board member.

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

Kazuhiro Mishina was elected to serve as a substitute Audit & Supervisory Board member.

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

A total of 110 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	416,370	4,007	860	98.19	Passed
No.2					
Nobumasa Kemori	414,605	5,232	1,430	97.77	Passed
Yoshiaki Nakazato	414,756	5,080	1,430	97.80	Passed
Naoyuki Tsuchida	417,270	2,565	1,430	98.40	Passed
Mikinobu Ogata	417,273	2,562	1,430	98.40	Passed
Akira Nozaki	417,271	2,564	1,430	98.40	Passed
Masahiro Morimoto	417,267	2,568	1,430	98.40	Passed
Tsutomu Ushijima	417,551	2,858	860	98.46	Passed
Hitoshi Taimatsu	419,893	516	860	99.02	Passed
No.3					
Hikoyuki Miwa	324,509	95,866	860	76.53	Passed
No.4					
Kazuhiro Mishina	419,971	444	860	99.03	Passed
No.5	415,985	4,278	1,017	98.09	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 (they must be exercised by a proxy of shareholder who has submitted the power of attorney or confirmed by a notice of acting representative submitted from an institutional shareholder) satisfied the requisite for passage, thereby resulting in passage of said proposals under application of the Company Law of Japan, 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.