

## **Cover Sheet**

*Type of Document*

Extraordinary Report

*Filing Authority*

Director of Kanto Local Finance Bureau

*Filing Date*

July 1, 2020

*Company Name*

Sumitomo Metal Mining Co., Ltd.

*Name and Title of Representative*

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## *1 Reason for Filing*

At its 95th Ordinary General Shareholders Meeting conducted on June 26, 2020, 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 26, 2020

### (2) Description of resolutions passed

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

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

39 yen per share of the Company's common stock

Total amount: 10,716,479,670 yen

#### 3. Date on which distribution of surplus took effect

June 29, 2020

#### **Resolution No.2: Election of Eight (8) Directors**

The following eight individuals were elected to serve as directors: Yoshiaki Nakazato, Akira Nozaki, Hiroshi Asahi, Nobuhiro Matsumoto, Toru Higo, Kazuhisa Nakano, Taeko Ishii and Manabu Kinoshita.

#### **Resolution No.3: Election of Three (3) Audit & Supervisory Board members**

The following three individuals were elected to serve as Audit & Supervisory Board members: Kazushi Ino, Yasuyuki Nakayama and Wataru Yoshida.

**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 42 million yen is to be paid to Five (5) Directors, excluding Outside Directors among the Eight (8) Directors who were in office as of the end of the 95th business year (year ended March 31, 2020).

(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)	Requisites for passage	Approval rate (%)	Result
No.1	2,243,701	21,850	0	Notes 1	99.01	Passed
No.2						
Yoshiaki Nakazato	2,206,320	46,261	12,962	Notes 2	97.36	Passed
Akira Nozaki	2,224,055	28,880	12,608		98.15	Passed
Hiroshi Asahi	2,228,124	24,650	12,772		98.32	Passed
Nobuhiro Matsumoto	2,228,655	24,119	12,772		98.35	Passed
Toru Higo	2,219,353	33,417	12,772		97.94	Passed
Kazuhisa Nakano	2,250,104	15,446	0		99.29	Passed
Taeko Ishii	2,260,762	4,789	0		99.76	Passed
Manabu Kinoshita	2,185,038	72,435	8,070		96.42	Passed
No.3						
Kazushi Ino	2,164,926	100,590	0	Notes 2	95.54	Passed
Yasuyuki Nakayama	2,201,157	64,365	0		97.14	Passed
Wataru Yoshida	1,816,220	449,300	0		80.15	Passed
No.4						
Kazuhiro Mishina	2,261,439	4,107	0	Notes 2	99.79	Passed
No.5	2,256,270	9,273	0	Notes 1	99.57	Passed

(Notes)

1. Required a majority vote of approval, in terms of number of voting rights, by the shareholders in attendance.
2. 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 excluding those who were not in the Meeting at the time of voting (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.