

Cover Sheet

Type of Document

Extraordinary Report

Filing Authority

Director of Kanto Local Finance Bureau

Filing Date

June 30, 2021

Company Name

Sumitomo Metal Mining Co., Ltd.

Name and Title of Representative

Akira Nozaki, 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

Hirohiko Matsushita, General Manager of Legal Dept.

Closest Place of Contact

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

Telephone Number

03-3436-7704

Name of Contact

Hirohiko Matsushita, General Manager of Legal Dept.

Places of Public Inspection

Tokyo Stock Exchange Group, Inc.

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

Sumitomo Metal Mining Co., Ltd., Osaka Branch

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

Japan

1 Reason for Filing

At its 96th Ordinary General Shareholders Meeting conducted on June 25, 2021, 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, 2021

(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

99 yen per share of the Company's common stock

Total amount: 27,202,754,304 yen

3. Date on which distribution of surplus took effect

June 28, 2021

Resolution No.2: Amendment of the Articles of Incorporation

From the view point of maintaining and strengthening the monitoring functions of the Board of Directors, Article 25 of the Articles of Incorporation which stipulated a mechanism that the President and Director, who is the officer having the ultimate responsibility for business execution, will automatically assume the chairmanship of the Board in the event that the Chairman of the Board is unable to act or no Chairman of the Board is appointed, was revised in order to secure flexibility in dealing with such situation.

To abolish the Adviser system from the perspective of strengthening corporate governance, Article 46 of the Articles of Incorporation was deleted.

Resolution No.3: Election of Eight (8) Directors

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

Resolution No.4: Election of Two (2) Audit & Supervisory Board members

The following three individuals were elected to serve as Audit & Supervisory Board members: Koji Imai and Shoji Wakamatsu .

Resolution No.5: Election of One (1) substitute Audit & Supervisory Board member

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

Resolution No.6: Payment of bonuses to Directors

A total of 105 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 96th business year (year ended March 31, 2021).

(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	2,308,473	41,940	149	Notes 1	98.19	Passed
No.2	2,347,931	2,482	149	Notes 2	99.87	Passed
No.3						
Yoshiaki Nakazato	2,184,248	144,887	21,419	Notes 3	92.91	Passed
Akira Nozaki	2,219,325	110,535	20,697		94.40	Passed
Nobuhiro Matsumoto	2,227,387	109,056	14,116		94.74	Passed
Toru Higo	2,227,161	109,282	14,116		94.73	Passed
Takahiro Kanayama	2,227,230	109,213	14,116		94.73	Passed
Kazuhisa Nakano	2,340,573	9,839	149		99.56	Passed
Taeko Ishii	2,341,507	8,905	149		99.60	Passed
Manabu Kinoshita	2,129,310	207,129	14,116		90.57	Passed
No.4						
Koji Imai	2,209,234	129,111	12,206	Notes 3	93.97	Passed
Shoji Wakamatsu	2,347,543	2,867	149		99.85	Passed
No.5						
Kazuhiro Mishina	2,347,627	2,783	149	Notes 3	99.86	Passed
No.6	2,336,036	10,472	4,054	Notes 1	99.36	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 more than two-thirds vote of approval by those shareholders in attendance.
3. 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.