

Extraordinary Report

(June 25, 2024)

(TRANSLATION)

Nippon Steel Corporation.
Tokyo, Japan

Editor's notes:

1. Please note that the official text of this document has been prepared in Japanese. The information herein stated is provided only for reference purposes. The company is not responsible for the accuracy of the information. To the extent there is any discrepancy between the English translation and original Japanese version, please refer to the Japanese version.
2. On June 25, 2024, the company filed its Extraordinary Report (Rinji Houkokusho) with the Director-General of the Kanto Financial Bureau in Japan in connection with the Company's shareholders' voting results for the proposals voted upon at the 100th General Meeting of Shareholders .

1. Reason for submitting the Extraordinary Report

As the matters to be voted upon were resolved at the 100th General Meeting of Shareholders dated June 21, 2024, we hereby submit this Extraordinary Report in accordance with the 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 Affairs.

2. Contents

(1) Date of the General Meeting of Shareholders (“the Meeting”)

June 21, 2024

(2) Contents of Matters to be Voted upon

< Company Proposals (Items 1 through 5) >

Item 1: Appropriation of Surplus for the 99th Term (from April 1, 2023 to March 31, 2024)

- 1) Kind of Dividend
Cash
- 2) Dividend Payment and Total Payment
85 yen per share Total payment: 78,381,387,620 yen
- 3) Effective Date of Dividend
Monday, June 24, 2024

Item 2: Election of Ten (10) Directors (Excluding Directors who are Audit & Supervisory Committee Members)

To elect the following persons as Directors:

Eiji Hashimoto, Tadashi Imai, Takahiro Mori, Naoki Sato, Takashi Hirose, Kazuhisa Fukuda, Hirofumi Funakoshi, Hiroyuki Minato, Tetsuro Tomita and Kuniko Urano

Item 3: Election of Five (5) Directors who are Audit & Supervisory Committee Members

To elect the following persons as Directors:

Kazumasa Shinkai, Eiji Sogo, Kenji Hiramatsu, Aiko Sekine and Sumiko Takeuchi

Item 4: Revision of the Amount of Compensation for Directors (Excluding Directors who are Audit & Supervisory Committee Members)

The amount of compensation for Directors (excluding Directors who are Audit & Supervisory Committee Members) be set within 290 million yen per month (of which the amount of compensation for Outside Directors has been within 14 million yen per month).

Amendment Motion on Item 4

A motion to amend the proposal above and to reduce the amount of

compensation for Directors (excluding Directors who are Audit & Supervisory Committee Members) be set within 100,000 yen per month and use the difference to compensate forced labor victims, memorial events, or other funds and for other purposes, was made by a shareholder.

Item 5: Revision of the Amount of Compensation for Directors who are Audit & Supervisory Committee Members

The amount of compensation for Directors who are Audit & Supervisory Committee Members be set within 25 million yen per month.

< Shareholder Proposals (Items 6 through 8) >

Item 6: Partial Amendment to the Articles of Incorporation

Item 7: Partial Amendment to the Articles of Incorporation

Item 8: Partial Amendment to the Articles of Incorporation

(3) The number of voting rights concerning the indication of “For”, “Against” or “Abstain” as to matters to be voted upon, requirements for the approval and results.

Matters to be voted upon	For	Against	Abstention	Results (Ratio of affirmative votes)
Item 1:	6,389,551	90,191	290	Approved (98.00%)
Item 2:				
Eiji Hashimoto	5,707,397	767,758	4,946	Approved (87.54%)
Tadashi Imai	5,783,468	671,065	25,569	Approved (88.70%)
Takahiro Mori	6,066,157	409,075	4,883	Approved (93.04%)
Naoki Sato	6,066,748	408,484	4,883	Approved (93.05%)
Takashi Hirose	6,305,707	169,525	4,883	Approved (96.71%)
Kazuhisa Fukuda	6,305,678	169,554	4,883	Approved (96.71%)
Hirofumi Funakoshi	6,305,540	169,692	4,883	Approved (96.71%)
Hiroyuki Minato	6,303,614	171,617	4,883	Approved (96.68%)
Tetsuro Tomita	5,977,027	499,819	3,267	Approved (91.67%)
Kuniko Urano	6,432,930	46,869	325	Approved (98.67%)
Item 3:				
Kazumasa Shinkai	6,203,794	271,324	4,883	Approved (95.15%)
Eiji Sogo	6,203,786	271,332	4,883	Approved (95.15%)
Kenji Hiramatsu	6,445,325	34,371	325	Approved (98.86%)
Aiko Sekine	6,434,446	45,250	325	Approved (98.69%)
Sumiko Takeuchi	6,447,164	32,532	325	Approved (98.89%)
Item 4:	6,426,386	48,245	5,445	Approved (98.57%)
Amendment Motion on Item 4	-	-	-	Rejected
Item 5:	6,432,233	42,566	5,445	Approved (98.65%)

Note 1 The number of voting rights concerning the indication of “for”, “against” or “abstain” is calculated by adding the number of the voting rights exercised by mail or via the internet prior to the Meeting (“votes exercised prior to the Meeting”) to the number of the voting rights which were exercised by shareholders who attended the Meeting and whose indication “for,” “against” or “abstain” of the respective proposals could be confirmed (i.e., 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).

Note 2 Requirements for the approval

The approval of the Item 1, 4 and 5 require a majority of the voting rights held by the shareholders present (including the votes exercised prior to the Meeting) voting “for” the proposal.

The approval of the Item 2 and 3 require (i) attendance of shareholders holding in aggregate one-third (1/3) or more of the total number of voting rights and (ii) a majority of the voting rights held by the shareholders present voting “for” the proposal.

Note 3 The ratio of affirmative votes was calculated by aggregating the number of votes exercised prior to the Meeting and the number of voting rights held by all shareholders present at the Meeting as the denominator. In addition, the number of the voting rights concerning the indication of “for”, “against” or “abstain” as to matters to be voted upon is different by proposals due to the different number of the invalid ballot etc.

Note 4 The number of voting rights for or against the Amendment Motion on Item 4 has not been

tallied because the original Item 4 was lawfully approved and the Amendment Motion on Item 4 was deemed to have undoubtedly failed to be effected and have been voted down.

< Shareholder Proposals (Items 6 through 8) >

Matters to be voted upon	For	Against	Abstention	Results (Ratio of negative votes)
Item 6:	1,360,462	5,114,790	2,766	Rejected (78.52%)
Item 7:	1,460,292	5,016,515	1,291	Rejected (76.99%)
Item 8:	1,784,339	4,692,990	2,617	Rejected (72.02%)

Note 1 The number of voting rights concerning the indication of “for”, “against” or “abstain” is calculated by adding the number of the votes exercised prior to the Meeting to the number of the voting rights which were exercised by shareholders who attended the Meeting and whose indication “for,” “against” or “abstain” of the respective proposals could be confirmed (i.e., 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).

Note 2 Requirements for the approval

The approval of the Item 6, 7 and 8 require (i) attendance of shareholders holding in aggregate one-third (1/3) or more of the total number of voting rights and (ii) two-third (2/3) or more of the voting rights held by the shareholders present voting “for” the proposal.

Note 3 The ratio of negative votes was calculated by aggregating the number of votes exercised prior to the Meeting and the number of voting rights held by all shareholders present at the Meeting as the denominator. In addition, the number of the voting rights concerning the indication of “for”, “against” or “abstain” as to matters to be voted upon is different by proposals due to the different number of the invalid ballot etc.

(4) Reason for not adding a portion of the voting rights held by the shareholders present at the Meeting to the number of voting rights concerning the above (3)

The requirements for the approval of the proposals proved to be met for some proposals, but failed to be met for others, as a result of aggregating the number of votes exercised prior to the Meeting, as well as the results of the exercise of voting rights of shareholders who attended the meeting and whose indication of “for”, “against” or “abstain” were confirmed at the time of voting. Therefore, the results of the exercise of voting rights except those indicated in Note 1 of < Company Proposals (Items 1 through 5) > and < Shareholder Proposals (Items 6 through 8) >, respectively, are not added to the number of the voting rights concerning the above (3).