

(English Translation of Notice of Resolutions of the 90th Annual Meeting of Shareholders)

June 25, 2014

Dear Shareholders:

Kosei Shindo  
Representative Director and President  
Nippon Steel & Sumitomo Metal Corporation (Code Number 5401) (the “Company”)  
6-1, Marunouchi 2-chome, Chiyoda-ku, Tokyo, Japan

### **Notice of Resolutions of the 90th Annual Meeting of Shareholders**

We greatly appreciate our shareholders’ continued support and also sincerely appreciate everyone who took precious time to attend the 90th Annual Meeting of Shareholders held today, as well as shareholders who exercised their voting rights by postal voting, etc.

We hereby announce that the matters outlined below were reported and resolved at the 90th Annual Meeting of Shareholders.

#### **Matters reported to the shareholders:**

1. Report on operations for the 89th term (from April 1, 2013 to March 31, 2014), consolidated financial statements and non-consolidated financial statements, and reports of accounting auditors and the Audit & Supervisory Board on consolidated financial statements for the 89th term.

The particulars of the report on operations, consolidated financial statements and non-consolidated financial statements were reported based on the “89th Term Report”. In addition, the reports of accounting auditors and the Audit & Supervisory Board on consolidated financial statements were also reported. The 89th Term Report has been sent to shareholders with voting rights as an attachment to the Notice of the 90th Annual Meeting of Shareholders; and to shareholders without voting rights with this notice. Please refer to it.

#### **Matters approved by the shareholders:**

Item 1: Appropriation of surplus for the 89th term (from April 1, 2013 to March 31, 2014)

It was approved that ¥3.00 per share of common stock of the Company (total payment: ¥27,422,908,077) be appropriated as proposed. The effective date of the dividend will be Thursday, June 26, 2014.

Item 2: Amendment to the Articles of Incorporation

The amendment to the Articles of Incorporation was approved and adopted as proposed.

The amended Articles of Incorporation is disclosed on the Company’s website (<http://www.nssmc.com/>).

Item 3: Election of Fourteen (14) Directors

The proposal was approved and adopted as proposed. Fourteen (14) Directors, namely, Shoji Muneoka, Hiroshi Tomono, Kosei Shindo, Shinya Higuchi, Katsuhiko Ota, Akihiro Miyasaka, Kinya Yanagawa, Soichiro Sakuma, Yasumitsu Saeki, Shinji Morinobu, Shinji Fujino, Ritsuya Iwai, Mutsutake Otsuka and Ichiro Fujisaki were elected and assumed office.

Item 4: Election of Two (2) Audit & Supervisory Board Members

The proposal was approved and adopted as proposed. Two (2) Audit & Supervisory Board Members, namely, Hiroshi Obayashi and Jiro Makino were elected and assumed office.

[Reference] Directors and Audit & Supervisory Board Members as of June 25, 2014

The lineup of Directors and Audit & Supervisory Board Members as of the conclusion of the Board of Directors meeting held after the 90th Annual Meeting of Shareholders is as follows:

(Directors)		(Audit & Supervisory Board Members)	
Representative Director and Chairman	Shoji Muneoka	Senior Audit & Supervisory Board Member (Full-time)	Toshihide Tanabe
Representative Director and Vice Chairman	Hiroshi Tomono	Audit & Supervisory Board Member (Full-time)	Hiroto Suetsugu
Representative Director and President	Kosei Shindo	Audit & Supervisory Board Member (Full-time)	Hirohiko Minato
Representative Director and Executive Vice President	Shinya Higuchi	Audit & Supervisory Board Member	Hirotake Abe
		(Outside Audit & Supervisory Board Member)	
Representative Director and Executive Vice President	Katsuhiko Ota	Audit & Supervisory Board Member	Katsunori Nagayasu
		(Outside Audit & Supervisory Board Member)	
Representative Director and Executive Vice President	Akihiro Miyasaka	Audit & Supervisory Board Member	Hiroshi Obayashi
		(Outside Audit & Supervisory Board Member)	
Representative Director and Executive Vice President	Kinya Yanagawa	Audit & Supervisory Board Member	Jiro Makino
		(Outside Audit & Supervisory Board Member)	
Representative Director and Executive Vice President	Soichiro Sakuma		
Managing Director, Member of the Board	Yasumitsu Saeki		
Managing Director, Member of the Board	Shinji Morinobu		
Managing Director, Member of the Board	Shinji Fujino		
Managing Director, Member of the Board	Ritsuya Iwai		
Director, Member of the Board	Mutsutake Otsuka		
(Outside Director)			
Director, Member of the Board	Ichiro Fujisaki		
(Outside Director)			

[Reference] Managing Executive Officers and Executive Officers as of June 25, 2014

The lineup of Managing Executive Officers and Executive Officers is as follows:

Managing Executive Officer	Shinya Okuda	Executive Officer	Yoichi Furuta
Managing Executive Officer	Atsuhiko Yoshie	Executive Officer	Hiroyuki Nitta
Managing Executive Officer	Masato Yamada	Executive Officer	Kazuyuki Orita
Managing Executive Officer	Eiji Hashimoto	Executive Officer	Tomoaki Nakagawa
Managing Executive Officer	Yoshitsugu Sakamoto	Executive Officer	Kazuhiro Egawa
Managing Executive Officer	Tatsuro Shirasu	Executive Officer	Naoki Konno
Managing Executive Officer	Shinji Shibao	Executive Officer	Toru Takegoshi
Managing Executive Officer	Shinji Tanimoto	Executive Officer	Atsushi Iijima
Managing Executive Officer	Kenji Takahashi	Executive Officer	Shinichi Nakamura
Managing Executive Officer	Shinichi Fujiwara	Executive Officer	Masaki Iwasaki
Managing Executive Officer	Machi Nakata	Executive Officer	Toshihiko Kunishi
Managing Executive Officer	Tsuneo Miyamoto	Executive Officer	Yutaka Andoh
Managing Executive Officer	Toshiharu Sakae	Executive Officer	Kazuo Tanimizu
Managing Executive Officer	Yutaka Takeuchi	Executive Officer	Takahiro Mori
Managing Executive Officer	Toru Kaneko	Executive Officer	Yoshiyuki Komuro
Managing Executive Officer	Akihiko Inoue	Executive Officer	Hiromi Ishii
Managing Executive Officer	Hirotsune Satoh	Executive Officer	Kazuhiro Nakashima
Executive Officer	Katsuhiro Miyamoto	Executive Officer	Naoki Satoh
Executive Officer	Masato Matsuno	Executive Officer	Akio Migita
Executive Officer	Shin Nishiura		