

# The 88th Term Interim Report

April 1, 2012 to September 30, 2012

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## NIPPON STEEL & SUMITOMO METAL CORPORATION

Securities Code: 5401

We would like to thank you for your continued understanding and support.

On October 1, 2012, Nippon Steel Corporation (hereinafter referred to as "the former Nippon Steel") and Sumitomo Metal Industries, Ltd. (hereinafter referred to as "the former Sumitomo Metals"), have merged to become Nippon Steel & Sumitomo Metal Corporation (hereinafter referred to as "NSSMC"). The climate of the steel business is changing faster and more drastically than it has ever been. Facing this challenge, we will act speedily and decisively to raise our corporate value and achieve sustainable growth.

### (Overview of Business Operations and Performance for the First Half of Fiscal 2012)



President & COO, Tomono (left) and Chairman & CEO, Muneoka (right)

We would like to present the overview of business operations during the first half of fiscal 2012 (April 1, 2012 to September 30, 2012).

The slowdown of the global economy intensified during the first half of fiscal 2012 due to recessive economic conditions in Europe and slowing growth in China and other emerging economies. The Japanese economy continued to gradually recover as consumer spending and private capital investment remained favorable despite being influenced by the persistently record-high yen and the slowdown in overseas economies. Under such an environment, domestic demand for steel remained relatively constant due to solid demand for construction and automobile manufacturing, despite a large decrease in demand for use in shipbuilding. On the other hand, the business environment for exports, mainly for East Asia, remained difficult for NSSMC due to weakened steel market conditions caused by excess supply in East Asia, such as continued increases in production by Chinese and South Korean steel mills, despite a robust demand for steel.

Under these circumstances, the former Nippon Steel posted an operating loss of ¥2.6 billion and ordinary profit of ¥19.5 billion on a consolidated basis. The former Sumitomo Metals posted an operating profit of ¥15.7 billion and an ordinary profit of ¥10.8 billion on a consolidated basis. Ordinary profit was somewhat bolstered by favorable factors such as falling material prices and the efforts of both companies to reduce costs, but the worsening situation of the steel market and other factors resulted in ordinary profit for both companies falling below those of the second half of last fiscal year. Both companies reported substantial net losses for the first half under review due to impairment losses on some of their steel works as well as a loss on valuation of investment securities caused by the stagnant stock market conditions.

## (Distribution of Dividend at End of First Half of Fiscal 2012)

Regarding the distribution of dividend, both the former Nippon Steels and the former Sumitomo Metals sincerely regret that, in accordance with the previously announced dividend policy, they have decided to forego the execution of first-half (interim) dividend at this time.

#### (Future Outlook)

Amid increasing stagnation of the global economy, the future outlook of the Japanese economy is becoming increasingly uncertain owing to the persistently strong yen and the inability to assess the extent of the impact of the decline in production activities for China-related businesses as well as when conditions will improve. Although it is difficult to forecast the future of the business environment, in the second half of fiscal 2012, NSSMC is seeking to secure consolidated ordinary profit of approximately ¥30.0 billion, the same level as the combined first half total for the two companies (the former Nippon Steel and the former Sumitomo Metals). NSSMC plans to announce its plan for the year-end dividend when announcing its earnings results for the third quarter of the fiscal year under review.

#### (Review Status of the Medium-term Plan and Measures for Financial Condition Improvement)

Regarding the effects of the merger, we stated in September last year "the merged company aims to realize synergies of around ¥150 billion per year in approximately three years after the business integration." In consideration of the present risk of a worsening business environment, NSSMC has determined to capacitate the maximum potential of future investments and other synergies and is now aiming to achieve the synergy effect of ¥200 billion per year. We are actively considering this matter and plan to prepare and issue NSSMC's medium-term plan within fiscal 2012.

NSSMC's interest-bearing debt on a consolidated basis, when adding in raw material settlement conditions, amounts to ¥2,700 billion, placing the debt/equity ratio at approximately 1.3. NSSMC is seeking to rapidly improve its financial position by reducing inventory assets, enhancing the efficiency of Group finances, selling asset holdings which include overlapping assets of the former companies, and other measures to reduce assets by approximately ¥300 billion.

#### (Management Policy and Initiatives)

In order for NSSMC to survive against the increasingly fierce international competition, it will combine the superior management resources both companies have acquired, integrate fields of specialization, and speedily and steadily implement the following four initiatives:

- Globalize the steel business
- 2 Utilize advanced technologies
- 3 Improve cost competitiveness

#### 4 Reinforce non-steel business segments

We aim to be "the Best Steelmaker with World-Leading Capabilities"—that is, "a steelmaker with an overwhelming presence in the global market"—through a full spectrum of improvements, such as improvements in scale, costs, technologies, customer service, and strengthen the financial infrastructure.

Nippon Steel & Sumitomo Metal Corporation Group will contribute to global economic growth and the creation of a prosperous society by using its world-renowned technological prowess and manufacturing strength. We would like to ask your continued understanding and support.

Representative Director, Chairman and CEO, Shoji Muneoka

Representative Director, President and COO, Hiroshi Tomono

## **Topics**

## **Steelmaking Business**

#### Globalize the Steel Business

#### Accelerating our global strategies in growth markets



#### Brazil's Usiminas celebrates its 50th anniversary

In October of this year, Usiminas, a member of the NSSMC Group, celebrated at its Ipatinga Mill the 50th anniversary of its commencement of operation. Usiminas, which was founded with financial assistance from Japan and technical cooperation from NSSMC and other companies, is a joint venture that owns an inte-

grated steel works with blast furnaces. It is one of the leading steel manufacturers in South America, in terms of both production capacity and technological level.



CEO Muneoka delivers an address at the commemorative ceremony

#### 2 Capturing the demand for automotive steel pipes/tubes in the future growth market of Mexico

In August of this year, we have established a joint-venture company in Mexico to build a manufacturing and sales base for automotive steel pipes/tubes.

#### 20 years of manufacturing automotive forged crankshafts in the United States

In May of this year, NSSMC Group member International Crankshaft Inc. held a commemoration ceremony celebrating its 20th anniversary of operation. The company has a long history of supplying customers in the North American market with high performance, high quality crankshafts.

#### Inhancing U.S. OCTG business

In October of this year, NSSMC Group has entered into a definitive agreement with WSP Houston OCTG Inc. to acquire its production facilities for heat treatment and threading of seamless pipes for oil country tubular goods (OCTG). NSSMC Group will utilize the company's accumulated technology and product capability to expand sales in the U.S. market.

#### **6** Supplying gas transport pipes for Australia's large scale natural gas project

In May of this year, NSSMC Group began manufacturing high strength large diameter welded (UOE) line pipes for the undersea gas transport pipelines used for the lchthys LNG Project, which is under development off the coast of Western Australia by INPEX CORPORATION.

#### 6 Improving response capabilities in growing overseas coated product markets

In August of this year, NSSMC Group has agreed with BlueScope Steel Limited, Australia to establish a joint venture, acquiring 50% of its 14 operating entities in relation to coated products located in Southeast Asia and the U.S.

#### Expanding tinplate joint venture operations in China

WISCO-NIPPON STEEL Tinplate Co., Ltd., a joint venture for the manufacture and sale of tinplate, is now building a tin mill. In August of this year, the company decided to lease the facilities concurrently being built by Wuhan Iron and Steel (Group) Corporation, and to operate them integrally, thus doubling its production capacity.

## Increasing the competitiveness of NSSMC Group's U.S. subsidiary for railway wheels and axles

In September of this year, the Group company Standard Steel, LLC decided to build new facilities for increasing steel cleanliness and manufacturing high-precision wheels. The goal is to enhance the quality and added value of the company's products.

#### Stabilizing material procurement

Wheel being pressed

In September of this year, the Group decided to invest to expand capacity at the iron ore port of Cape Lambert in the Robe River JV, an iron ore business operator jointly conducted in Western Australia with the mineral resource company Rio Tinto group.

## Utilize Advanced Technologies

#### Contributing to reduced automobile weight with high-tensile-strength steel

NSSMC is dedicated to developing all types of high-tensile-strength steel products that can meet customers' needs by offering both high formability and high strength. The side panels in lightweight N BOX of Honda Motor Co., Ltd. use the world's first 590MPa-grade strength high-tensile-strength steel (cold-pressed steel sheets), and its suspension arms use 780MPa-grade high-tensile-strength steel (hot-pressed steel sheets).

#### Electrical steel sheet playing an active role in motor sports

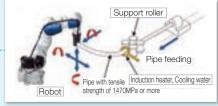
A TOYOTA MOTOR CORPORATION's hybrid vehicle, using NSSMC's electrical steel sheet, won the Round 7 of FIA (Fédération Internationale de l'Automobile) World Endurance Championship held in October of this year. The steel sheet is used in the drive motor, the heart of the drive mechanism of hybrid vehicles.



NSSMC's mark and logo was displayed on the vehicle.

#### Innovative technology contributing to automobile weight reductions

We have completed the development of mass processing technology of threedimensional hot bending and quench (3DQ). 3DQ is an innovative technology developed for manufacturing high-tensile strength steel tubes with complex bended shapes for use in major automobile components, which satisfies the need for both automobile weight reductions and collision safety.



<sup>3</sup>DQ mass processing technology

## Received "Invention Prize" and "Nippon Keidanren Chairman's Innovation Prize" at National Commendation for Invention

In June of this year, we received awards for the "Innovation of corrosion-resistant Zn-AI-Mg-Si alloy coated steel sheet (product name: SuperDyma®)" and for the "Innovation of steel plate that extends fatigue-life of welded steel structures." SuperDyma® is an innovative steel sheet for use in construction, which offers almost four times the corrosion resistance of conventional molten zinc coated steel sheets, and prevents edge rusting on cut faces. FCA-W steel plate, based on technology for steel plates that prolong fatigue resistance of welded steel structures, has been manufactured and used for building bridges and ships and has made both prolonged fatigue-life and weight reduction possible.

## Contribute to improved earthquake safety with our pressed steel for construction

Our "Hyper Beam VE®/NSYP®345B" is high-performance steel for use in construction which makes structural design with an increased earthquake resistance possible. In September of this year, it was decided to be used in the tentatively named "Atsugi Kaneda Logistics Center Construction Project".

## Supporting bridge safety

SBHS400W high-yield-point steel plates for bridges have been used in the Shinmiyagawabashi bridge built over the Miyagawa River in Taki-gun, Mie Prefecture. These strong steel plates are highly resistant to natural conditions such as rain and wind and support the safety of the bridge.



## Moving forward with our customers

We have been selected as the winner of Panasonic Corporation's Best Partner Award. The award was granted to us in recognition of our contributions to strengthen competitiveness of Pa

award was granted to us in recognition of our contributions to strengthen competitiveness of Panasonic products through the unique and superior materials and products we have developed through our long years of partnership and close-knit customer activities.

## Disaster recovery efforts with the community

In October of this year, we began the construction of Kamaishi disaster recovery public housing in conjunction with Kamaishi-shi and NIPPON STEEL KOWA REAL ESTATE CO., LTD. The public housing features steel housing, which can be built rapidly, and is both highly durable and economical, meeting needs of Kamaishi-shi for rapid construction of highly disaster resistant housing.

## **Engineering Business**

In the environmental solutions field, NIPPON STEEL & SUMIKIN ENGINEERING CO., LTD. has received an order from Yokkaichi-shi in Mie Prefecture for the construction and operation of new comprehensive waste processing facilities.



Yokkaichi New Comprehensive Waste Processing Facility (rendering of completed appearance)

## **Urban Development Business**

NIPPON STEEL CITY PRODUCE, INC. merged with KOWA REAL ESTATE CO., LTD. on October 1, 2012, to become NIPPON STEEL KOWA REAL ESTATE CO., LTD. This newly merged company is an affiliate accounted for under the equity method.



NIPPON STEEL KOWA REAL ESTATE CO., LTD. company symbol

## **Chemicals Business**

NIPPON STEEL & SUMIKIN CHEMICAL CO., LTD. has decided to establish a subsidiary in China's Pizhou city, Jiangsu province, to manu-

facture and sell needle cokes, used in electric furnace graphite electrodes, and carbon black, used in automobile tires. The new subsidiary is expected to begin operations in June, 2014.



Signing ceremony with Pizhou city and U.S. Koppers Holdings Inc. (held October 24, 2012)

## **New Materials Business**

NIPPON STEEL SUMIKIN MATERIALS CO., LTD. and its subsidiary Nippon Micrometal Corporation have entered an agreement to license patents for new-type copper bonding wire (EX1) to Germany's Heraeus Materials Technology GmbH & Co KG.





Palladium-clad new-type copper bonding wire (EX1), and example of its application

## System Solutions Business

NS Solutions Corporation has completed the construction of its number 5 data center and began operations from May of this year.



Completed number 5 data center

## **Summary of Consolidated Financial Statements**

## **Former Nippon Steel**

Consolidated Balance Sheets (billion yen)		Consolidated Statements of	Operations (billion yen)
Items	September 30, 2012	Items	First half of fiscal 2012
ASSETS		Net sales	1,918.2
Current assets	1,623.9	Cost of sales	1,755.1
Fixed assets	3,052.5	Gross margin	163.1
Total assets	4,676.4	Selling, general and administrative expenses	165.7
LIABILITIES		Operating loss	(2.6)
Current liabilities	1,308.6	Non-operating profit	56.6
Long-term liabilities	1,228.6	Non-operating loss	34.4
Total liabilities	2,537.3		19.5
NET ASSETS		Ordinary profit	
Shareholders' equity	1,641.5	Special loss	257.9
Accumulated other comprehensive income	(9.6)	Loss before income taxes and minority interest	(238.3)
Minority interest in consolidated subsidiaries	507.2	Income taxes - current and deferred	(66.6)
Total net assets	2,139.1	Minority interest in net income of consolidated subsidiaries	4.8
Total liabilities and net assets	4,676.4	Net income (loss)	(176.6)

## **Consolidated Segment Information** (April 1, 2012 to September 30, 2012)

(billion yen)

Reportable segment									
	Steelmaking and steel fabrication		Urban development	Chemicals			Total	Adjustment	Consolidated
Net sales	1,625.6	139.4	33.9	93.3	22.0	81.7	1,996.2	(77.9)	1,918.2
Segment profit (loss)	5.4	7.8	4.9	3.5	0.4	5.7	28.0	(8.4)	19.5

\* Figures less than ¥0.1 billion are rounded down to the nearest ¥0.1 billion.

Consolidated Balance Sh	eets (billion yen)	Consolidated Statements of	Operations (billion yen)
Items	September 30, 2012	Items	First half of fiscal 2012
ASSETS		Net sales	693.6
Current assets	611.8	Cost of sales	614.5
Noncurrent assets	1,607.1	Gross profit	79.0
Total assets	2,218.9	Selling, general and administrative expenses	63.2
LIABILITIES		Operating profit	15.7
Current liabilities	714.7		13.4
Noncurrent liabilities	951.4	Non-operating expenses	18.4
Total liabilities	1,666.2		
NET ASSETS		Ordinary profit	10.8
Shareholders' equity	548.6	Special loss	145.6
Accumulated other comprehensive income	(48.5)	Losses before income taxes	(134.8)
Minority interests	52.6	Income taxes - current and deferred	(1.6)
Total net assets	552.7	Minority interests in income	0.6
Total liabilities and net assets	2,218.9	Net losses	(133.8)

## **Former Sumitomo Metals**

\* Figures less than ¥0.1 billion are rounded down to the nearest ¥0.1 billion.

## NSSMC Outlook for the Second Half of Fiscal 2012

The future outlook of the Japanese economy is becoming increasingly uncertain owing to the inability to assess the extent of the impact of the economic slowdown in the overseas markets and the decline in production activities for China-related businesses as well as when conditions will improve. In the second half of fiscal 2012, NSSMC is seeking to secure consolidated ordinary profit of approximately ¥30.0 billion, the same level as the combined first half total for the two former companies.

## **Dividend Policy**

Our basic dividend policy is to pay dividends from distributable funds at the end of the first half (interim) and second half (yearend) of the fiscal year in consideration of the consolidated operating results and such factors as capital requirements for investment and other activities aimed at raising corporate value and performance prospects while also considering the financial structure of the Company on a consolidated and nonconsolidated basis.

We have set a consolidated dividend payout ratio target of approximately 20% for use as an indicator for the distribution of profits based on due consideration of consolidated operating results. The level of the first-half (interim) dividend is set based on consideration of the interim performance figures and the forecast for the full fiscal year performance.

## **Shareholder Benefits**

NSSMC conduct various programs for shareholders such as plant tours and business briefings to allow for deeper understanding and support of our shareholders.

The Company will send to applicable shareholders about the details of such events.

## **>** Plant Tours and Business Briefings

Event	Summary of program	Period	Applicable shareholders	
Invitation to plant tours (by random ballot)	We invite shareholders to a tour of our steel works and manufacturing sites (*). * Four to five locations will be selected from among the Muroran, Kashima, Kimitsu, Nagoya, Osaka Steel Works, Wakayama, Amagasaki, Hirohata (Himeji), Yawata, Kokura and Oita.	Semi-annually (March to April and October to November)	Shareholders who own 10,000 or more shares	
Invitation to business briefings (by random ballot)	We are planning to conduct business briefings at Tokyo, Osaka and other locations.	Semi-annually (July to September and February to March	as of the end of September and March. (We may expand the scope of shareholders eligible to receive invitation notices.)	

## **Other Events**

Event	Summary of program	Period	Applicable shareholders	
Invitation to football games of the Kashima Antlers soccer team (by random ballot)	We will invite our shareholders to J1-League football games (home and away).	Semi-annually ( April to August and (August to December)	Shareholders who own <b>5,000 or more shares</b> as of the end of September and March.	
Sending the Company calendar	We will send to shareholders our Company calendar.	Late November to early December	Shareholders who own <b>7,000 or more shares</b> as of the end of September.	
Invitation to concerts at Kioi Hall (by random ballot)	We will invite our shareholders to concerts such as the peri- odic "Kioi Sinfonietta Tokyo" concerts.	Semi-annually April to July and September to March)	Shareholders who own <b>50,000 or more shares</b> as of the end of September and March	

(Notes) 1. We start sending notices for plant tours to the applicable shareholders from the ones to be conducted in autumn 2013 (in October to November).

2. With regards to invitation given based on the shareholders listed as of the end of September 2012, number of shares for the former Sumitomo Metals shareholders is calculated based on the number of shares after allotment of NSSMC shares.

## **Administration of Shares**

Items	Descriptions		
Business year	April 1 to March 31 each year		
Annual general shareholders' meeting	June each year		
Record date for annual general shareholders' meeting	March 31 each year		
Record dates for distribution of dividends	March 31 and September 30 of each year, and other dates designated by the Board of Directors		
Securities code	5401		
Share trading unit	1,000 shares		
Website address of electronic public notices	Company's website (for Japanese): http://www.nssmc.com		
Articles of incorporation & shares handling rules	Posted in "Investor Relations" section of our website (http://www.nssmc.com/en).		
Administrator of the register of shareholders	Sumitomo Mitsui Trust Bank 1-4-1 Marunouchi, Chiyoda-ku, Tokyo		
Administrator of the register of shareholders (Mailing address and phone inquiries)	Stock Transfer Agency Business Planning Department, Sumitomo Mitsui Trust Bank (Mailing address) 2-8-4 Izumi, Suginami-ku, Tokyo 168-0063 (Phone inquiries) Toll-free number* for NSSMC's shareholders: 0120-785-401 Toll-free number* (main switchboard): 0120-782-031 *For domestic phone calls only.		

#### Buy-back/additional purchase systems for shares constituting less than one trading unit

In principle, trading of shares in NSSMC is carried out in units of 1,000 shares. Therefore, shareholders with less than 1,000 shares cannot buy and sell such shares on the securities exchange.

For shareholders who wish to buy and sell shares constituting less than one trading unit, please use NSSMC's "Buy-back program for shares constituting less than one trading unit" or "Additional purchase program for shares constituting less than on trading unit".

"Buy-back program for shares constituting less than one trading unit" is a program whereby a holder of shares constituting less than 1,000 shares can sell such shares to NSSMC.

"Additional purchase program for shares constituting less than one trading unit" is a program whereby a holder of shares constituting less than one trading unit can purchase additional shares from NSSMC to make up one trading unit (1,000 shares).

For any shareholder who wishes to use these programs, please contact the securities company where you have an account. (If your shares are not managed in the account of securities companies, please contact the Sumitomo Mitsui Trust Bank.)

#### Notice

No fee is needed to be paid to NSSMC for requests of the above buy-back and additional purchase during the period from October 1, 2012 to March 31, 2013. Please feel free to take advantage of this and consider the use of the buy-back and additional purchase programs.

- (Notes) 1. Fees which are free of charge this time are the fees payable to NSSMC. Please confirm with your securities companies as some securities companies may separately charge brokerage fees, etc.,.
  - Pursuant to the rules of Japan Securities Depository Center, Incorporated, suspension periods are set for the acceptance of the requests to NSSMC concerning buy-back and additional purchase, and such requests shall not be accepted during the following periods.

Descriptions	Periods of suspension of requests (*)		
Requests for buy-back of shares constituting less than one trading unit	From Tuesday, March 26, 2013 to Sunday, March 31, 2013		
Requests for additional purchase of shares constituting less than one trading unit	From Thursday, March 14, 2013 to Sunday, March 31, 2013		
(*) The listed periods are the standard schedule set forth by Japan Securities Depository Center, Incorporated, however, please contact your securities broker for the schedule as the suspension periods may begin earlier than those listed in the above table depending on securities companies.			

# NSSMC Group's Corporate Philosophy

## **Our Values**

Nippon Steel & Sumitomo Metal Corporation Group will pursue world-leading technologies and manufacturing capabilities, and contribute to society by providing excellent products and services.

## **Management Principles**

- 1. We continue to emphasize the importance of integrity and reliability in our actions.
- 2. We provide products and services that benefit society, and grow in partnership with our customers.
- 3. We pursue world-leading technologies and manufacturing capabilities.
- 4. We continually anticipate and address future changes, innovate from within, and pursue unending progress.
- 5. We develop and bring out the best in our people to make our Group rich with energy and enthusiasm.

#### NIPPON STEEL & SUMITOMO METAL CORPORATION

2-6-1 Marunouchi, Chiyoda-ku, Tokyo 100-8071 Tel. +81-3-6867-4111 (Rep.) Website: http://www.nssmc.com/en This document is a translated version of "The 88th Term Interim Report" issued on December 7, 2012, originally in Japanese. This English summary translation is being provided for your convenience. To the extent there is any discrepancy between this English translation and the original Japanese version, please refer to the Japanese version.