

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Stock Exchange Code 1972)
June 9, 2016

To Shareholders with Voting Rights:

Hiroyuki Migita
Representative Director and President
Sanko Metal Industrial Co., Ltd.
4-13-23 Shibaura, Minato-ku,
Tokyo

**NOTICE OF
THE 67TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 67th Annual General Meeting of Shareholders of Sanko Metal Industrial Co., Ltd. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing.

If exercising your voting rights in writing, please review the attached Reference Documents for the General Meeting of Shareholders (pages 3 through 13), indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. on Tuesday, June 28, 2016, Japan time.

(When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.)

- 1. Date and Time:** Wednesday, June 29, 2016 at 10:00 a.m. Japan time
- 2. Place:** Conference room at the Corporate Headquarters on the 11F of MS Shibaura Building located at 4-13-23 Shibaura, Minato-ku, Tokyo
- 3. Meeting Agenda:**
- Matters to be reported:** The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company's 67th Fiscal Year (April 1, 2015 - March 31, 2016) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Consolidation of Shares
- Proposal 3:** Election of 11 Directors
- Proposal 4:** Election of 3 Corporate Auditors
- Proposal 5:** Election of 1 Substitute Corporate Auditor
- Proposal 6:** Presentation of Retirement Benefits Payable to Retiring Directors and Retiring Corporate Auditors

Should the Reference Documents for the General Meeting of Shareholders, the Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<http://www.sankometal.co.jp>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company's fundamental dividend policy is to distribute profits corresponding to business results, and while considering factors such as maintaining funds required for investment, etc., toward improving corporate value, projections of future business results, and the financial standing, etc., implement distribution of year-end dividends, and as an index for "profit distribution corresponding to business results," target a consolidated dividend payout ratio of about 30%.

With regard to year-end dividends for the fiscal year under review, in line with the above policy, the Company proposes an increase of 7.50 yen per share over the 7.50 yen per share implemented at the end of the previous fiscal year, for a total of 15 yen per share, as follows.

1. Matters concerning the allotment of dividend property to shareholders and the total amount
Per-share common stock of the Company: 15 yen Total amount: 578,451,030 yen
2. Effective date of distribution of surplus:
June 30, 2016

Proposal 2: Consolidation of Shares

1. Reasons for the proposal

With the intent of improving convenience, etc., for market users including investors, all stock exchanges of Japan is promoting the "Trading Unit Consolidation Action Plan" to unify the trading unit (number of shares constituting one unit) for common stock of domestic listed companies to 100 shares. In light of the essence of this initiative, the Company, pursuant to the stipulations of the Companies Act, resolved at the Board of Directors meeting on May 26, 2016 to change the number of shares constituting one unit of the Company from 1,000 shares to 100 shares.

To this end, to maintain a desirable standard for the investment unit of the Company's stock per trading unit (listing regulations), and to ensure that there will be no change to the number of voting rights held by each shareholder, the Company proposes to consolidate 10 shares of the Company's stock to one share, while revising the total number of shares authorized to be issued at the same rate, changing the current 120 million shares to 12 million shares.

Additionally, the above change to the number of shares constituting one unit, contingent upon the approval of this proposal in its original form, shall take effect on October 1, 2016.

2. Ratio of consolidation

Ten shares of the Company's stock will be consolidated to one share.

Additionally, if as a result of the consolidation, there arise shareholders who hold fractional shares of less than one share, pursuant to stipulations of the Companies Act, the Company shall make a one-time sale of these shares and provide the proceeds from these shares in proportion to the number of fractional shares held.

3. Effective date of consolidation of shares (Effective date)

October 1, 2016

4. Total number of shares authorized to be issued as of the Effective date

12,000,000 shares

Furthermore, pursuant to stipulations of Article 182, Paragraph 2 of the Companies Act, the

amendments to the Articles of Incorporation regarding the total number of shares authorized to be issued shall take effect on the Effective date of the consolidation of shares.

[Reference]

If this proposal is approved as originally proposed, as of October 1, 2016, the Articles of Incorporation of the Company shall partially change as follows.

Concerning the amended sections, a comparison between the current Articles of Incorporation and the amended Articles of Incorporation is as follows.

(Underlines indicate amended sections.)

Current	Amended
(Total number of shares authorized to be issued) Article 5 The total number of shares authorized to be issued of the Company shall be <u>120</u> million shares.	(Total number of shares authorized to be issued) Article 5 The total number of shares authorized to be issued of the Company shall be <u>12</u> million shares.
(Number of shares constituting one unit) Article 7 The number of shares constituting one unit of the Company shall be <u>1,000</u> shares.	(Number of shares constituting one unit) Article 7 The number of shares constituting one unit of the Company shall be <u>100</u> shares.

Proposal 3: Election of 11 Directors

The terms of office of 12 Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of 11 Directors is proposed.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company and significant concurrent positions	Number of shares of the Company held
1	Hiroyuki Migita (March 12, 1953)	<p>April 1975 Joined Nippon Steel Corporation</p> <p>April 2007 Executive Counselor of Nippon Steel Corporation, Representative Director and President, Nippon Steel Southeast Asia Pte. Ltd.</p> <p>April 2011 Consultant of the Company</p> <p>June 2011 Representative Director and President of the Company</p> <p>To the Present</p>	30,000
2	Yasumi Shiota (March 16, 1952)	<p>April 1975 Joined Nippon Steel Corporation</p> <p>August 2000 General Manager, Carbon Fiber Product Department, New Materials Division of Nippon Steel Corporation</p> <p>July 2003 General Manager, General Administration Department of the Company</p> <p>June 2005 Director, General Manager, General Administration Department of the Company</p> <p>May 2009 Managing Director, General Manager, General Administration Department of the Company</p> <p>April 2012 Managing Director Responsible for matters concerning General Administration Department of the Company</p> <p>April 2016 Senior Managing Director Responsible for matters concerning General Administration Department and Personnel Development Department of the Company</p> <p>To the Present</p>	5,000
3	Susumu Kitazawa (October 15, 1953)	<p>April 1978 Joined Nippon Steel Corporation</p> <p>July 2006 Joined Nippon Steel Engineering Co., Ltd. General Manager, Construction Procurement Department</p> <p>October 2012 Nippon Steel Engineering Co., Ltd. changed the name to Nippon Steel & Sumikin Engineering Co., Ltd. General Manager, HSE Administration Department of Nippon Steel & Sumikin Engineering Co., Ltd.</p> <p>June 2013 Managing Director, General Manager, Technical Administration, Safety & Construction Administration Department Responsible for matters concerning Technical Department, Stainless Sheet Waterproofing Technical Department and Quality Control Department of the Company</p> <p>April 2015 Managing Director Responsible for matters concerning Technical Administration, Technical Planning Administration Department, Technical Department, Safety & Construction Administration Department, Stainless Sheet Waterproofing Technical Department and Quality Control Department of the Company</p> <p>April 2016 Managing Director General Manager, Technology Division and Group Manager, New Construction System Development Arrangement Group of the Company</p> <p>To the Present</p>	5,000

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company and significant concurrent positions	Number of shares of the Company held
4	Ikuo Yoshii (May 20, 1957)	<p>April 1980 Joined Nippon Steel Corporation</p> <p>October 2003 Joined Nippon Steel & Sumikin Stainless Steel Corporation Assistant Manager, Steel Sheet Sales Department, Sales Division</p> <p>February 2011 Executive Officer, Deputy General Manager, Sales Division, General Manager, Steel Sheet Sales Department, Group Manager, Forward Sales Promotion Group of Nippon Steel & Sumikin Stainless Steel Corporation</p> <p>October 2012 Consultant of the Company</p> <p>June 2013 Director, Assistant Manager, Tokyo Office, concurrently General Manager, Sales Department, Tokyo Office of the Company</p> <p>April 2014 Director, General Manager, Tokyo Office, concurrently General Manager, Sales Department, Tokyo Office of the Company</p> <p>April 2015 Managing Director, General Manager, Tokyo Office, concurrently General Manager, Sales Department, Tokyo Office of the Company</p> <p>April 2016 Managing Director, General Manager, Roof Sales Division, concurrently General Manager, Sales Administration Department Responsible for matters concerning Overseas Sales of the Company To the Present</p>	5,000
5	Misao Tonegawa (February 7, 1953)	<p>March 1971 Joined the Company</p> <p>May 2013 Executive Officer, General Manager, Structurals Sales Department, Structurals Division of the Company</p> <p>April 2014 Executive Officer, General Manager, Structurals Division of the Company</p> <p>June 2014 Director, General Manager, Structurals Division of the Company</p> <p>April 2016 Director, General Manager, Structurals Division, Molded Product Sales Arrangement Group Responsible for matters concerning Manufacturing Department of the Company To the Present</p>	4,000
6	Koji Tsutsumi (April 2, 1958)	<p>April 1982 Joined Nippon Steel Corporation</p> <p>October 2012 Nippon Steel Corporation changed the name to Nippon Steel & Sumitomo Metal Corporation General Manager, Materials Procurement Department</p> <p>April 2014 Consultant of the Company</p> <p>June 2014 Director, General Manager, Sales Administration Department of the Company</p> <p>April 2016 Director, General Manager, Tokyo Office of the Company To the Present</p>	5,000
7	Tetsuo Miyazaki (November 9, 1959)	<p>April 1982 Joined Nippon Steel Corporation</p> <p>October 2012 Nippon Steel Corporation changed the name to Nippon Steel & Sumitomo Metal Corporation General Manager, Tohoku Marketing Branch</p> <p>April 2015 Consultant of the Company</p> <p>June 2015 Director, General Manager, General Administration Department of the Company</p> <p>April 2016 Director, General Manager, General Administration Department, Group Manager, 70 Years Corporate History Compilation Project Group Responsible for matters concerning Accounting Department of the Company To the Present</p>	5,000

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company and significant concurrent positions	Number of shares of the Company held
8	Toshinori Onishi (February 25, 1963)	<p>April 1986 Joined Nippon Steel Corporation</p> <p>July 1996 Chief, Corporate Secretariat Office, Corporate Secretariat Division of Nippon Steel Corporation</p> <p>July 2000 Group Leader, Flat Products Manufacturing Process Group, Process Division, Nagoya Works of Nippon Steel Corporation</p> <p>April 2006 Group Leader, Building Flat Products Group, Flat Products Sales Department, Flat Products Division of Nippon Steel Corporation</p> <p>April 2007 Group Leader, Flat Products Planning Group, Flat Products Sales Department, Flat Products Division of Nippon Steel Corporation</p> <p>April 2009 Group Leader, Flat Products Second Group, Flat Products Sales Department, Flat Products Division of Nippon Steel Corporation</p> <p>April 2011 General Manager, Flat Products Division of Nippon Steel Corporation</p> <p>October 2012 Nippon Steel Corporation changed the name to Nippon Steel & Sumitomo Metal Corporation General Manager, Flat Products Planning Department, Flat Products Division</p> <p>April 2015 General Manager, Flat Products Sales Department, Flat Products Division of Nippon Steel & Sumitomo Metal Corporation</p> <p>June 2015 Director, the Company</p> <p>To the Present</p>	-
9	Katsuhisa Miyakusu (September 3, 1955)	<p>April 1980 Joined Nisshin Steel Co., Ltd.</p> <p>June 2001 General Manager, Cold Rolling & Finishing Department, Shunan Works, Stainless Steel Division of Nisshin Steel Co., Ltd.</p> <p>October 2002 General Manager, Products Administration Department, Shunan Works, Stainless Steel Division of Nisshin Steel Co., Ltd.</p> <p>June 2003 General Manager, Products Administration Department, Shunan Works of Nisshin Steel Co., Ltd.</p> <p>April 2005 Executive Officer, General Manager, Shunan Works of Nisshin Steel Co., Ltd.</p> <p>April 2007 Executive Officer, General Manager, Technology Administration Department of Nisshin Steel Co., Ltd.</p> <p>April 2008 Executive Officer, General Manager, Marketing & Products Development Department of Nisshin Steel Co., Ltd.</p> <p>April 2010 Managing Executive Officer, General Manager, Nagoya Branch of Nisshin Steel Co., Ltd.</p> <p>April 2013 Managing Executive Officer of Nisshin Steel Co., Ltd.</p> <p>June 2014 Director, Managing Executive Officer of Nisshin Steel Co., Ltd.</p> <p>April 2015 Representative Director and Executive Vice President, Executive Officer of Nisshin Steel Co., Ltd.</p> <p>June 2015 Director, the Company</p> <p>To the Present</p>	-

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company and significant concurrent positions	Number of shares of the Company held
10	Hideyuki Moriya (June 1, 1952)	<p>July 1977 Joined Nisshin Steel Co., Ltd.</p> <p>June 2001 General Manager, Kyushu Office of Nisshin Steel Co., Ltd.</p> <p>April 2005 Executive Officer, General Manager, Steel Sheet Sales Department, General Manager, Automotive Materials Sales Department of Nisshin Steel Co., Ltd.</p> <p>April 2007 Executive Officer, General Manager, Building Materials Sales Department of Nisshin Steel Co., Ltd.</p> <p>April 2009 Executive Officer In charge of Sheet Products Sales, Building Materials Sales, Electrical Appliance Materials & Steel Sheet Export and ZAM Development Promotion of Nisshin Steel Co., Ltd.</p> <p>April 2012 Managing Executive Officer In charge of Sales Administration, Building Materials & Sheet Products Sales, Electrical Appliance Materials & Steel Sheet Export and each office of Nisshin Steel Co., Ltd.</p> <p>June 2013 Managing Director, Nihon Teppan Co., Ltd.</p> <p>June 2014 Representative Director and President of Nihon Teppan Co., Ltd. To the Present</p> <p>June 2014 Director of the Company To the Present</p>	-
11	Takayuki Nakanori (January 27, 1954)	<p>April 1978 Joined Nisshin Steel Co., Ltd.</p> <p>June 2001 General Manager, Products Administration Department, Shunan Works, Stainless Steel Division of Nisshin Steel Co., Ltd.</p> <p>October 2002 General Manager, Manufacturing Department, Shunan Works, Flat Products and Surface Finishing Division, Stainless Steel Division of Nisshin Steel Co., Ltd.</p> <p>April 2005 General Manager, Product Development Department</p> <p>April 2009 Executive Officer, General Manager, Ichikawa Works</p> <p>July 2013 Director and Executive Vice President, Nisshin Building Materials Co., Ltd.</p> <p>April 2016 Consultant, the Company To the Present</p>	-

(Notes)

1. Each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya is a candidate for Outside Director.
 - (1) Mr. Toshinori Onishi, a candidate for Director, concurrently serves as an Executive Officer at Nippon Steel & Sumitomo Metal Corporation. The Company has material trading relationships with Nippon Steel & Sumitomo Metal Corporation. He also serves as an Outside Director at Nihon Teppan Co., Ltd.
 - (2) Mr. Katsuhisa Miyakusu, a candidate for Director, concurrently serves as the representative Director, Executive Vice President and Executive Officer at Nisshin Steel Co., Ltd. The Company has material trading relationships with Nisshin Steel Co., Ltd.
 - (3) Mr. Hideyuki Moriya, a candidate for Director, concurrently serves as the Representative Director and President at Nihon Teppan Co., Ltd. The Company has material trading relationships with Nihon Teppan Co., Ltd.
2. The reasons for election of these nominees as Outside Director are as follows.
 - (1) Although candidate for Director Mr. Toshinori Onishi has not been directly involved in corporate management, he has advanced knowledge regarding management to allow for appropriate execution of duties, and to reflect his wealth of experience and wide insights from Nippon Steel & Sumitomo Metal Corporation in the Company's overall management, the Company requests his election as Outside Director. Additionally, his term of office as Director of the Company will be one year at the conclusion of this Annual General Meeting of Shareholders. Furthermore, he has been designated as an Independent Director/Auditor as defined by the Tokyo Stock Exchange, Inc., and has been submitted as such to said Exchange.
 - (2) To reflect candidate for Director Mr. Katsuhisa Miyakusu's wealth of knowledge and experience, etc., as Director of Nisshin Steel Co., Ltd. in the Company's overall management, the Company requests his election as Outside Director. Additionally, his term of office as Director of the Company will be one year at the conclusion of this Annual General Meeting of Shareholders.

Furthermore, he has been designated as an Independent Director/Auditor as defined by the Tokyo Stock Exchange, Inc., and has been submitted as such to said Exchange.

- (3) To reflect candidate for Director Mr. Hideyuki Moriya's wealth of knowledge and experience, etc., as Director of Nihon Teppan Co., Ltd. in the Company's overall management, the Company requests his election as Outside Director. Additionally, his term of office as Director of the Company will be two years at the conclusion of this Annual General Meeting of Shareholders.

Furthermore, he has been designated as an Independent Director/Auditor as defined by the Tokyo Stock Exchange, Inc., and has been submitted as such to said Exchange.

3. Concerning the liability stipulated in Article 423, Paragraph 1 of the Companies Act, for compensation of damages, the Company has entered into a liability limitation agreement with each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya to limit their liability to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, provided that they performed their duties in good faith and without gross negligence. If each candidate reelected as Outside Directors, the Company plans to continue the agreement with each candidate.
4. Each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya are not business executors nor officers of the Company or a Company subsidiary.
5. Each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya are not the parent company, etc., of the Company, and were not the parent company, etc., of the Company within the past five years.
6. Each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya are not business executors nor officers of a designated affiliated business entity of the Company, and were not business executors nor officers of a designated affiliated business entity of the Company within the past five years.
7. Each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya are not scheduled to receive a significant amount of cash or other property from the Company or a designated affiliated business entity of the Company, and have not received such cash or other property within the past two years.
8. Each of Messrs. Toshinori Onishi, Katsuhisa Miyakusu and Hideyuki Moriya are not a spouse, relative within the third degree, or equivalent persons of a business executor or officer of the parent company, etc., of the Company, the Company or a designated affiliated business entity of the Company.

Proposal 4: Election of 3 Corporate Auditors

The terms of office of Corporate Auditors, namely Messrs. Kinya Omura and Hiroshi Noguchi, will expire and Mr. Shuji Kurita will retire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of 3 Corporate Auditors is proposed.

As candidate for Corporate Auditor Mr. Masaki Yoshihara will be elected as a substitute for Corporate Auditor Mr. Shuji Kurita, in line with Article 34 of the Articles of Incorporation, his term of office shall be until the expiration of the retiring Corporate Auditor.

The Board of Corporate Auditors has previously given its approval to this proposal.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company and significant concurrent positions	Number of shares of the Company held
1	Kinya Omura (September 13, 1952)	<p>April 1975 Joined Nisshin Steel Co., Ltd.</p> <p>June 2000 General Manager, Shanghai Office, concurrently General Manager, Beijing Office of Nisshin Steel Co., Ltd.</p> <p>December 2006 Worked at Human Resources Department of Nisshin Steel Co., Ltd., and then took a leave of absence</p> <p> Transferred temporarily to Nisshin Steel Shanghai Co., Ltd.</p> <p>June 2008 Corporate Auditor of the Company (full-time)</p> <p>June 2010 Standing Corporate Auditor of the Company (full-time)</p> <p>To the Present</p>	-
2	Hiroshi Noguchi (May 26, 1962)	<p>April 1985 Joined Nippon Steel Corporation</p> <p>June 1993 Chief, Steel Materials Office, Tohoku Marketing Branch of Nippon Steel Corporation</p> <p>April 2000 Group Manager, Flat Products First Group, Flat Products Sales Department, Flat Products Division of Nippon Steel Corporation</p> <p>March 2002 Group Manager, Operational Reforms Group, Operational Process Reforms Promotion Department of Nippon Steel Corporation</p> <p>April 2004 Manager, Flat Products Division, concurrently Group Manager, Flat Products Planning Group, Flat Products Sales Department, Flat Products Division of Nippon Steel Corporation</p> <p>June 2010 Corporate Auditor of the Company</p> <p>October 2012 Nippon Steel Corporation changed the name to Nippon Steel & Sumitomo Metal Corporation</p> <p> Chief (Assistant General Manager), Flat Products Planning Department, concurrently Chief (Assistant General Manager), Flat Products Sales Department</p> <p>To the Present</p>	-
3	Masaki Yoshihara (January 31, 1950)	<p>April 1973 Joined the Company</p> <p>June 2011 Director, General Manager, Structurals Division of the Company</p> <p>January 2012 Director, General Manager, Structurals Division</p> <p> Responsible for matters concerning Manufacturing Department of the Company</p> <p>April 2014 Managing Director</p> <p> Responsible for matters concerning Structurals Division and Manufacturing Department of the Company</p> <p>April 2016 Director of the Company</p> <p>To the Present</p>	8,000

(Notes)

- Both Messrs. Kinya Omura and Hiroshi Noguchi are candidates for Outside Corporate Auditors.
 - Candidate for Corporate Auditor Mr. Hiroshi Noguchi concurrently serves as a business executor of Nippon Steel & Sumitomo Metal Corporation, and the Company has raw materials transactions, etc., with said company.
 - Although Mr. Kinya Omura has not been directly involved in corporate management, he has wide insights regarding management, and to reflect his wealth of experience and knowledge, etc., from Nisshin Steel Co., Ltd. in the Company's overall management, the Company requests his election.
- Additionally, his term of office as Corporate Auditor of the Company will be eight years at the conclusion of this Annual General Meeting of Shareholders.
- Furthermore, he has been designated as an Independent Director/Auditor as defined by the Tokyo Stock Exchange, Inc.,

and has been submitted as such to said Exchange.

4. Although Mr. Hiroshi Noguchi has not been directly involved in corporate management, he has wide insights regarding management and to reflect his wealth of experience and knowledge, etc., including business management of group companies of Nippon Steel & Sumitomo Metal Corporation in the Company's overall management, his election is requested.

Additionally, his term of office as Corporate Auditor of the Company will be six years at the conclusion of this Annual General Meeting of Shareholders.

Furthermore, he has been designated as an Independent Director/Auditor as defined by the Tokyo Stock Exchange, Inc., and has been submitted as such to said Exchange.

5. The Company has entered into a liability limitation agreement with both Messrs. Kinya Omura and Hiroshi Noguchi to limit their liability to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, concerning the liability stipulated in Article 423, Paragraph 1 of the Companies Act, for compensation of damages provided that they had performed their duties in good faith and without gross negligence.

If they are reelected as Outside Corporate Auditors, the Company plans to continue the agreement with them.

6. Both Messrs. Kinya Omura and Hiroshi Noguchi are not business executors nor officers of the Company or a Company subsidiary.
7. Both Messrs. Kinya Omura and Hiroshi Noguchi are not the parent company, etc., of the Company, and were not the parent company, etc., of the Company within the past five years.
8. Both Messrs. Kinya Omura and Hiroshi Noguchi are not business executors nor officers of a designated affiliated business entity of the Company, and were not business executors nor officers of a designated affiliated business entity of the Company within the past five years.
9. Both Messrs. Kinya Omura and Hiroshi Noguchi are not scheduled to receive a significant amount of cash or other property from the Company or a designated affiliated business entity of the Company, and have not received such cash or other property within the past two years.
10. Both Messrs. Kinya Omura and Hiroshi Noguchi are not a spouse, relative within the third degree, or equivalent persons of a business executor or officer of the parent company, etc., of the Company, the Company or a designated affiliated business entity of the Company.

Proposal 5: Election of 1 Substitute Corporate Auditor

To prepare for a contingency in which the Company does not have the number of Corporate Auditors required by laws and regulations, the Company proposes the election of 1 Substitute Corporate Auditor in advance.

The Board of Corporate Auditors has previously given its approval to this proposal.

The candidate is as follows:

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company and significant concurrent positions	Number of shares of the Company held
1	Yasunori Takahashi (December 11, 1968)	April 1992 Joined Nippon Steel Corporation April 2007 Group Leader, Accounting and Procurement Group, Technology Development Division, Nippon Steel Corporation February 2011 Accounting Group Leader, Accounting Department, Kimitsu Works, Nippon Steel Corporation October 2012 Nippon Steel Corporation changed the name to Nippon Steel & Sumitomo Metal Corporation July 2014 Chief, Affiliated Companies Department, Nippon Steel & Sumitomo Metal Corporation July 2015 Senior Chief, Affiliated Companies Department, Nippon Steel & Sumitomo Metal Corporation To the Present	-

(Notes)

1. Mr. Yasunori Takahashi is a candidate for Outside Corporate Auditor.
2. Although Mr. Yasunori Takahashi has not been directly involved in corporate management, he has advanced knowledge regarding management to allow for appropriate execution of duties, based on his wealth of experience and wide insights from Nippon Steel & Sumitomo Metal Corporation, the Company has judged that he will appropriately execute the duties of Outside Corporate Auditor from the standpoint of a management administrator of group companies, and requests his election.
3. The Company defines in its Articles of Incorporation the ability to conclude liability limitation agreements with Outside Corporate Auditors to limit their liability to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, concerning the liability stipulated in Article 423, Paragraph 1 of the Companies Act, for compensation of damages provided that they had performed their duties in good faith and without gross negligence. If Mr. Yasunori Takahashi is appointed as Corporate Auditor, the Company plans to conclude the agreement with him.

Proposal 6: Presentation of Retirement Benefits Payable to Retiring Directors and Retiring Corporate Auditors

The terms of office of both Directors Shigetomi Yoshioka and Masaki Yoshihara will expire, and Corporate Auditor Shuji Kurita will resign at the conclusion of this Annual General Meeting of Shareholders. In order to reward them for their services during their terms of office, the Company proposes to present retirement benefits within a certain amount in accordance with standards stipulated in the Company's regulations.

The Company requests that specific amounts, timing and methods, etc., be decided by the Board of Directors for the retiring Directors and by deliberation of Corporate Auditors for the retiring Corporate Auditor.

Past experiences of the retiring Directors and the retiring Corporate Auditor are as follows:

Name	Past experience	
Shigetomi Yoshioka	June 2004	Director
	May 2007	Managing Director
	May 2013	Senior Managing Director
	April 2016	Director of the Company to the Present
Masaki Yoshihara	June 2011	Director
	April 2014	Managing Director
	April 2016	Director to the Present
Shuji Kurita	June 2015	Corporate Auditor (full-time) to the Present