

For Immediate Release

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To whom it may concern:

Sumitomo Corporation  
Kuniharu Nakamura, President and CEO  
Code No: 8053 Tokyo Stock Exchange (TSE), 1st Section  
Contact: Kenji Shinmori,  
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### **Notice Regarding Partial Amendments to Articles of Incorporation**

Sumitomo Corporation (“the Company”) hereby announces that it has resolved at its meeting of the Board of Directors held today to submit a proposition for partial amendment of its Articles of Incorporation to the 149th Ordinary General Meeting of Shareholders to be held in June 2017, as detailed below.

#### **1. Purpose of Amendments to Articles of Incorporation**

The Company introduced an executive officer system in 2003 with the aim of clarifying responsibilities and authority for business execution and strengthening the supervisory function of the Board of Directors. The Company has now decided to improve the soundness and efficiency of its management by separating decision-making and business execution so that the Board of Directors makes decisions on important management matters and supervises business execution, while the Executive Officers are given responsibility for conducting business execution.

The proposition relates to amendment of provisions in the current Articles of Incorporation concerning Directors or Executive Officers, as well as other related provisions, so that the Articles of Incorporation clearly stipulate the fact that the President and CEO is an Executive Officer.

## 2. Details of Amendments to Articles of Incorporation

Details of the amendments are as shown in the attachment.

## 3. Schedule

Date of relevant general meeting of shareholders:

Date of 149th Ordinary General Meeting of Shareholders to be held in June 2017

Date on which amendments go into effect:

Date of 149th Ordinary General Meeting of Shareholders to be held in June 2017

Attachment  
(Changes are underlined)

Current Articles of Incorporation	Proposed Amendments
<p>ARTICLE 14. CHAIRMAN</p> <p>A General Meeting of Shareholders shall be convened by the President and CEO*, and he/she shall preside as chairman at the meeting. Should the President and CEO* be unable to preside as chairman, another Representative Director shall preside at the meeting in his/her place, in accordance with the order determined in advance by the Board of Directors.</p> <p>ARTICLE 20. REPRESENTATIVE DIRECTORS AND EXECUTIVE DIRECTORS</p> <p>(1) The Board of Directors shall elect one or more Representative Directors by its resolution.</p> <p>(2) The Board of Directors may appoint the Chairman of the Board of Directors, the Vice Chairman of the Board of Directors, and the President and CEO* by its resolution.</p>	<p>ARTICLE 14. CHAIRMAN</p> <p><u>At</u> a General Meeting of Shareholders, <u>the President and Chief Executive Officer</u> shall preside as chairman. Should <u>the President and Chief Executive Officer</u> be unable to preside as chairman, a <u>representative</u> shall preside at the meeting in his/her place, in accordance with the order determined in advance by the Board of Directors.</p> <p>ARTICLE 20. REPRESENTATIVE DIRECTORS AND EXECUTIVE DIRECTORS</p> <p>(1) (Unchanged)</p> <p>(2) The Board of Directors may appoint the Chairman of the Board of Directors by its resolution.</p>

Current Articles of Incorporation	Proposed Amendments
<p data-bbox="225 324 783 405">ARTICLE 21. MEETINGS OF THE BOARD OF DIRECTORS</p> <p data-bbox="225 421 783 1218">(1) A meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors, and he/she shall preside as chairman at the meeting. Should no Chairman of the Board of Directors have been appointed, or should the Chairman of the Board of Directors be unable to act, <u>the President and CEO* shall act in his/her place, and should the President and CEO* be unable to act,</u> another Director shall act in his/her place, in accordance with the order determined in advance by the Board of Directors.</p> <p data-bbox="225 1234 783 1599">(2) Notice of a meeting of the Board of Directors shall be given to each Director and Corporate Auditor three (3) days before the date of the meeting, provided that this period may be shortened in case of urgent necessity.</p> <p data-bbox="225 1615 783 1890">(3) When the requirements of Article 370 of the Companies Act have been met, the Corporation shall deem that a resolution by the Board of Directors has been adopted.</p>	<p data-bbox="805 324 1364 405">ARTICLE 21. MEETINGS OF THE BOARD OF DIRECTORS</p> <p data-bbox="805 421 1364 1077">(1) A meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors, and he/she shall preside as chairman at the meeting. Should no Chairman of the Board of Directors have been appointed, or should the Chairman of the Board of Directors be unable to act, another Director shall act in his/her place, in accordance with the order determined in advance by the Board of Directors.</p> <p data-bbox="805 1234 1061 1267">(2) (Unchanged)</p> <p data-bbox="805 1615 1061 1648">(3) (Unchanged)</p>

Current Articles of Incorporation	Proposed Amendments
<p>ARTICLE 24. EXECUTIVE OFFICERS</p> <p>(1) The Board of Directors <u>may</u> appoint Executive Officers and assign the execution of a portion of the Corporation's operations to them by its resolution.</p> <p>(2) The Board of Directors may appoint a <u>President and CEO*</u>, Executive Vice Presidents, Senior Managing Executive Officers, Managing Executive Officers and other titled Executive Officers.</p>	<p>ARTICLE 24. EXECUTIVE OFFICERS</p> <p>(1) The Board of Directors <u>shall</u> appoint Executive Officers and assign the execution of a portion of the Corporation's operations to them by its resolution.</p> <p>(2) The Board of Directors may appoint a <u>President and Chief Executive Officer</u>, Executive Vice Presidents, Senior Managing Executive Officers, Managing Executive Officers and other titled Executive Officers.</p>

*\* A member of the Board of Directors.*