

Extraordinary Report (Kobe Steel, Ltd.)

(June 23, 2017)

(TRANSLATION)

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. Kobe Steel, Ltd. ("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 21, 2017, 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 164th General Meeting of Shareholders.

## **1. Reason for submitting the Extraordinary Report**

As the matters to be voted upon were resolved at the 164th General Meeting of Shareholders dated June 21, 2017, the Company 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, 2017

### **(2) Contents of Matters to be Voted upon**

**Proposal No.1:** Election of eleven (11) Directors (excluding Directors who are Audit & Supervisory Committee Members)

Hiroya Kawasaki, Yoshinori Onoe, Akira Kaneko, Naoto Umehara, Mitsugu Yamaguchi, Shohei Manabe, Fusaki Koshiishi, Toshiya Miyake, Kazuhide Naraki, Takao Kitabata, Hiroyuki Bamba have been elected as Directors (excluding Directors who are Audit & Supervisory Committee Members).

**Proposal No.2:** Election of one (1) Director who is a substitute Audit & Supervisory Committee Member

Takao Kitabata has been elected as a substitute Audit & Supervisory Committee Member.

**(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	Abstain	Ratio of affirmative votes	Results
Proposal No.1					
Hiroya Kawasaki,	2,162,440	460,876	21	81.15%	Approved
Yoshinori Onoe	2,334,550	286,815	1,977	87.61%	Approved
Akira Kaneko	2,334,875	286,490	1,977	87.62%	Approved
Naoto Umehara	2,334,906	286,459	1,977	87.62%	Approved
Mitsugu Yamaguchi	2,359,360	262,005	1,977	88.54%	Approved
Shohei Manabe	2,361,746	259,618	1,977	88.63%	Approved
Fusaki Koshiishi	2,361,770	259,594	1,977	88.63%	Approved
Toshiya Miyake	2,323,575	297,783	1,977	87.19%	Approved
Kazuhide Naraki	2,336,457	284,907	1,977	87.68%	Approved
Takao Kitabata	2,379,170	242,196	1,977	89.28%	Approved
Hiroyuki Bamba	2,335,510	287,806	21	87.64%	Approved
Proposal No.2	2,396,645	227,802	21	89.94%	Approved

**Note 1**

Conditions necessary for the approval of proposals:

Proposal 1 and 2 require that 1) the number of total voting rights held by shareholders who attended the General Meeting of Shareholders equals or exceeds one-third of the voting rights held by shareholders eligible for exercising their voting rights, and 2) the majority of the voting rights exercised by shareholders who attended the General Meeting of Shareholders are affirmative.

**Note 2**

Number of voting rights held by shareholders who can exercise their voting rights at a general meeting of shareholders:3,609,868

**Note 3**

In calculating the ratio, the number of voting rights includes the voting rights exercised in advance that the manifestation of intention is judged to be invalid.

**(4) Reasons for not including some of the voting rights exercised by shareholders who attended the General Meeting of Shareholders in the number of affirmative votes, negative votes or abstentions**

The resolutions were legally approved pursuant to the Companies Act because the conditions necessary for the approval of each proposal were satisfied when a certain number of votes of the shareholders who attended the General Meeting of Shareholders were confirmed as affirmative, negative or abstentions by the Company, in addition to the voting rights exercised in writing using their voting forms and via electronic media (including the Internet) by the day prior to the date of the General Meeting of Shareholders. Therefore, the number of affirmative votes, negative votes and abstentions does not include the number of voting rights exercised by shareholders who attended the General Meeting of Shareholders but were not confirmed as any one of these three.