

Extraordinary Report (Kobe Steel, Ltd.)

(June 25, 2021)

(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 23, 2021, 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 168th General Meeting of Shareholders.

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

As the matters to be voted upon were resolved at the 168th General Meeting of Shareholders dated June 23, 2021, 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 23, 2021

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

**Proposal No.1:** Election of eight (8) Directors (excluding Directors who are Audit & Supervisory Committee Members)

Mitsugu Yamaguchi, Fusaki Koshiishi, Koichiro Shibata, Yoshihiko Katsukawa, Hajime Nagara, Takao Kitabata, Hiroyuki Bamba, Yumiko Ito 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

Hiroumi Shioji has been elected as a substitute Audit & Supervisory Committee Member.

**Proposal No.3:** Determination of details of the stock compensation plan for Directors Regarding the Board Benefit Trust (BBT), a stock compensation plan whose introduction was approved at the 163rd Ordinary General Meeting of Shareholders, in accordance with the enactment of the Act Partially Amending the Companies Act (Act No.70 of 2019) as of March 1, 2021, it has been approved that the amount and other details of stock compensation for Directors will be determined after setting an upper limit on the number of points granted to Directors as the standards for benefits involving Company’s shares.

**(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					
Mitsugu Yamaguchi	2,411,163	222,958	0	91.29%	Approved
Fusaki Koshiishi	2,437,938	196,182	0	92.30%	Approved
Koichiro Shibata	2,439,490	194,630	0	92.36%	Approved
Yoshihiko Katsukawa	2,484,648	149,472	0	94.07%	Approved
Hajime Nagara	2,607,056	27,064	0	98.71%	Approved
Takao Kitabata	2,443,082	191,038	0	92.50%	Approved
Hiroyuki Bamba	2,491,489	142,632	0	94.33%	Approved
Yumiko Ito	2,614,570	19,551	0	98.99%	Approved
Proposal No.2	2,624,501	9,618	0	99.37%	Approved
Proposal No.3	2,599,545	34,694	0	98.42%	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.

Proposal 3 requires 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: 3,611,764

**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.