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Securities Code: 3436

March 25, 2015

Dear Shareholders,

1-2-1 Shibaura, Minato-ku, Tokyo

**SUMCO CORPORATION**

Mayuki Hashimoto,  
Director and President

## **Notice of Resolutions of the 16th Ordinary General Meeting of Shareholders**

We hereby inform you of the matters reported and resolutions approved at the 16th Ordinary General Meeting of Shareholders held today as follows:

### **Details**

#### **Matters reported:**

We reported:

1. Business Report and Consolidated Financial Statements for the 16th Fiscal Year (from January 1, 2014 to December 31, 2014), as well as the Audit Reports of the Accounting Auditor and the Audit & Supervisory Board for Consolidated Financial Statements
2. Non-consolidated Financial Statements for the 16th Fiscal Year (from January 1, 2014 to December 31, 2014)

#### **Resolutions:**

##### **Proposal 1:**

Dividends from Surplus

The matter was approved and adopted as proposed. It was resolved that the year-end dividend for the relevant business year shall be 4 yen per common share and 2,500,000 yen per Class A share.

##### **Proposal 2:**

Reduction in Amount of Capital Reserve

The matter was approved and adopted as proposed. Details of the matter are as follows:

- (1) Amount of capital reserve to be reduced  
Capital reserve 9,000,000,000 yen out of 10,500,000,000 yen
- (2) Effective date of reduction in amount of capital reserve  
April 14, 2015

**Proposal 3:**

## Acquisition of Own Shares (Class B Shares)

The matter was approved and adopted as proposed. Details of the matter are as follows:

- (1) Class of shares to be acquired:  
Class B shares
- (2) Number of shares to be acquired:  
Maximum of 450 shares
- (3) Content and total amount of cash, etc. to be delivered in exchange for acquisition of shares:  
Maximum of 9,000,000,000 yen
- (4) Period during which the Company can acquire shares:  
From the conclusion of this Ordinary General Meeting of Shareholders to March 10, 2016
- (5) Condition of the acquisition:  
The number of Class B shares issued and outstanding at the time of acquisition must equal or exceed the number of shares to be acquired in the acquisition.

**Proposal 4:**

## Election of Two (2) Directors

As proposed, Fumio Inoue and Shiro Mokudai were elected and have taken office as Directors.

**Proposal 5:**

## Election of Two (2) Audit &amp; Supervisory Board Members

As proposed, Hisashi Katahama and Manabu Uehara were elected and have taken office as Audit & Supervisory Board Members.

Payment of the Year-end Dividend for the 16th Business Year

The year-end dividend for the 16th business year will be paid by the enclosed “Year-end Dividend Warrant of the 16th Business Year.” Please receive the payment at the head office, branch or sub-branch of Japan Post Bank, or Post Office (Japan Post Bank agent) nearest to you during the payment period from March 26, 2015 to April 24, 2015.

If you have selected payment by transfer to a bank account designated by you, please refer to the enclosed “Statement of Dividend Calculation” and “Account Information for Dividend Transfer.” If you have selected payment by the system of dividend allotment to securities company accounts in proportion to the number of shares held, please refer to the enclosed “Statement of Dividend Calculation” and “How to Receive the Payment of Dividend.”

(In the case that you have selected payment by the system of dividend allotment to securities company accounts in proportion to the number of shares held, the payment will be received at the securities companies at which you have accounts. Please contact each relevant securities company if you have any inquiries about details of payments or if there is a change or correction to be made to the options you have selected at the securities companies.)

Payment Notice of Dividends on Listed Shares

Pursuant to the 2008 amendments of the Act on Special Measures Concerning Taxation (Act No. 23 of April 30, 2008), we are required to send our shareholders a “Payment Notice” regarding dividends we pay, describing the amount paid and the amount of withholding taxes on such payment. The enclosed “Statement of Dividend Calculation” shall double as the “Payment Notice.”

The “Statement of Dividend Calculation” may be used as supporting material when you file an income tax return.

(In the case that you have selected payment by the system of dividend allotment to securities company accounts in proportion to the number of shares held, please direct any inquiries about this matter to the securities companies at which you have accounts.)