Company Name: Sumitomo Metal Mining Co., Ltd.

President: Nobumasa Kemori

Listings: First Section, Tokyo Stock Exchange, Inc. First Section, Osaka Securities Exchange Co., Ltd.

Code Number: 5713

Contact: Masashi Takahashi,

Public Relations & Investor Relations Dept.

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Company Name: Hitachi Cable, Ltd.

President: Hideaki Takahashi

Listings: First Section, Tokyo Stock Exchange, Inc. First Section, Osaka Securities Exchange Co., Ltd.

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# Partial Amendments to the Schedule and Other Elements Specified in the Agreement Concluded by Sumitomo Metal Mining and Hitachi Cable on the Integration of Their Lead Frames and Copper Products Businesses

Sumitomo Metal Mining Co., Ltd. (head office: Minato-ku, Tokyo; President and Representative Director: Nobumasa Kemori; hereafter, "SMM") and Hitachi Cable, Ltd. (head office: Chiyoda-ku, Tokyo; President and Chief Executive Officer: Hideaki Takahashi; hereafter, "Hitachi Cable") hereby announce that partial amendments have been made to the announcement dated October 29, 2012 entitled SMM and Hitachi Cable Sign Agreement Integrating Their Businesses in Lead Frames and Copper Products—Successor Companies to be Established by Company Split (Simplified Absorption-type) and Stock Transfer Methods.

The amendments concern the schedule and other elements pertaining to the integration of SMM's lead frame business and Hitachi Cable's lead frame business through the methods of company split and stock transfer (hereafter, the "integration of the lead frame businesses") and the establishment of a joint venture for Hitachi Cable's copper products business through the methods of company split and stock transfer (hereafter, the "integration of the copper products business").

In addition, we hereby announce that partial amendments have also been made to the announcements dated October 29 and December 27, 2012, concerning the company split of Hitachi Densen Shoji Ltd. (hereafter, "Hitachi Densen Shoji"), with Hitachi Cable as the successor company, for the purpose of transferring Hitachi Densen Shoji's lead frame sales functions to Hitachi Cable in preparation for the integration of the lead frame businesses and of the copper products business (hereafter, the "company split of Hitachi Densen Shoji—lead frame business").

The amendments to the schedule are based on the outlook of the progress of the procedures required by competition laws in Japan and overseas regarding integration of the businesses. We also announce amendments to other elements specified in the agreement.

The effective dates of the integration of the lead frame businesses, the integration of the copper products business, and the company split of Hitachi Densen Shoji—lead frame business—will be separately announced as soon as the prospect for completing the procedures becomes clear.

- I. Amendments Concerning the Integration of the Lead Frame Businesses
  - 1. Outline of the Integration of the Lead Frame Businesses
    - (1) Schedule of the Integration of the Lead Frame Businesses Specific parts affected by the amendments are underlined.

#### [Before amendments]

Effective date of company split: April 1, 2013 (Tentative)

Stock transfer date: April 1, 2013 (Tentative)

#### Notes:

1. Prior to the integration of the lead frame businesses, SMM is planning to establish SH Materials Co., Ltd. (provisional) (hereafter, "SH Materials"), the successor company for the lead frame businesses, as its wholly owned subsidiary. The specific timing of the establishment of the new company will be announced later.

#### [After amendments]

Effective date of company split: To be announced

Stock transfer date: <u>To be announced</u>

## Notes:

- Prior to the integration of the lead frame businesses, SMM <u>established</u> SH Materials Co., Ltd. (hereafter, "SH Materials"), the successor company for the lead frame businesses, as its wholly owned subsidiary <u>on January 7</u>, 2013.
- (2) Methods of Integration of the Lead Frame Businesses Specific parts affected by the amendments are underlined.

#### [Before amendments]

SMM will transfer parts of its shareholdings in SH Materials's common stock to Hitachi Cable as of <u>April 1, 2013 (tentative stock transfer date)</u>. As a result, the shareholding ratio of SMM and Hitachi Cable against the total number of SH Materials's outstanding shares (1,122,400 shares) will be 51% and 49%, respectively.

# [After amendments]

SMM will transfer parts of its shareholdings in SH Materials's common stock to Hitachi Cable as of the effective date of the integration of the lead frame businesses. As a result, the shareholding ratio of SMM and Hitachi Cable against the total number of SH Materials's outstanding shares (1,122,400 shares) will be 51% and 49%, respectively.

2. Outline of the Parties to the Integration of the Lead Frame Businesses Specific parts affected by the amendments are underlined. [Before amendments]

1. Company Name	Sumitomo Metal	Hitachi Cable,	SH Materials Co., Ltd.
	Mining Co., Ltd.	Ltd.	(Provisional)
	(Splitting	(Splitting	(Successor company)
	company)	company)	(As of April 1, 2013;
	(As of March 31,	(As of March 31,	<u>Tentative)</u>
	2012)	2012)	
2. Headquarters Location	11-3, Shimbashi	14-1, Sotokanda	To be announced
	5-chome,	4-chome,	
	Minato-ku,	Chiyoda-ku,	
	Tokyo	Tokyo	
3. Name and Title of	Nobumasa	Hideaki	To be announced
Representative	Kemori,	Takahashi,	
	President and	President and	
	Representative	Chief Executive	
	Director	Officer	
6. Date of Establishment	March 1950	April 1956	To be announced

## [After amendments]

1. Company Name	Sumitomo Metal	Hitachi Cable,	SH Materials Co., Ltd.
	Mining Co., Ltd.	Ltd.	(Successor company)
	(Splitting	(Splitting	(To be announced)
	company)	company)	
	(As of March 31,	(As of March 31,	
	2012)	2012)	
2. Headquarters Location	11-3, Shimbashi	14-1, Sotokanda	11-3, Shimbashi
	5-chome,	4-chome,	5-chome, Minato-ku,
	Minato-ku,	Chiyoda-ku,	<u>Tokyo</u>
	Tokyo	Tokyo	
3. Name and Title of	Nobumasa	Hideaki	Shuji Noguchi,
Representative	Kemori,	Takahashi,	President and
	President and	President and	<u>Representative</u>
	Representative	Chief Executive	<u>Director</u>
	Director	Officer	
6. Date of Establishment	March 1950	April 1956	<u>January 2013</u>

- 3. Status After the Integration of the Lead Frame Business
- (1) Status of Successor Company upon the Divestiture Specific parts affected by the amendments are underlined.

#### [Before amendments]

1. Company Name	SH Materials Co., Ltd. (Provisional)
2. Headquarters Location	To be announced

## [After amendments]

1. Company Name	SH Materials Co., Ltd.
2. Headquarters Location	11-3, Shimbashi 5-chome, Minato-ku, Tokyo

- II. Amendments Concerning the Integration of the Copper Products Business
  - 1. Outline of the Integration of the Copper Products Business
  - (1) Schedule of the Integration of the Copper Products Business Specific parts affected by the amendments are underlined.

#### [Before amendments]

Effective date of company split: March 1, 2013 (Tentative)

Stock transfer date: April 1, 2013 (Tentative)

Notes: 1. Prior to the integration of the copper products business, Hitachi Cable <u>is planning to establish</u> SH Copper Products Co., Ltd. (hereinafter, "SH Copper Products"), the successor company for the copper products business as its wholly-owned subsidiary. The establishment of the new company is scheduled on January 7, 2013.

#### [After amendments]

Effective date of company split: March 1, 2013 (Tentative)

Stock transfer date: To be announced

- Notes: 1. Prior to the integration of the copper products business, Hitachi Cable <u>established</u> SH Copper Products Co., Ltd. (hereinafter, "SH Copper Products"), the successor company for the copper products business as its wholly-owned subsidiary <u>on January 4, 2013</u>.
- (2) Methods of Integration of the Copper Products Business

#### [Before amendments]

Hitachi Cable will transfer parts of its shareholdings in SH Copper Products's common stock to SMM as of <u>April 1, 2013</u> (tentative stock transfer date). As a result, the shareholding ratio of Hitachi Cable and SMM against the total number of SH Copper Products's outstanding shares (100 shares) will be 50% each.

#### [After amendments]

Hitachi Cable will transfer parts of its shareholdings in SH Copper Products's common stock to SMM as of the effective date of the integration of the copper products business. As a result, the shareholding ratio of Hitachi Cable and SMM against the total number of SH Copper Products's outstanding shares (100 shares) will be 50% each.

2. Outline of the Parties to the Divestiture in the Copper Products Business

[Before amendments]

1. Company Name	SH Copper Products Co., Ltd. (Tentative)
	(Successor company)
	(As of March 1, 2013; Tentative)
2. Headquarters Location	Tsuchiura City, Ibaraki Prefecture
3. Name and Title of Representative	To be announced
6. Date of Establishment	To be announced

[After amendments]

1. Company Name	SH Copper Products Co., Ltd.
	(Successor company)
	(As of March 1, 2013; Tentative)
2. Headquarters Location	3550 Kidamari, Tsuchiura City, Ibaraki
	<u>Prefecture</u>
3. Name and Title of Representative	Shinichiro Suzumura, President and
	Representative Director
6. Date of Establishment	January 2013

- 3. Status After the Divestiture in the Copper Products Business
- (1) Status of Successor Company upon the Divestiture

[Before amendments]

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1. Company Name	SH Copper Products, Co., Ltd. (Tentative)
2. Headquarters Location	Tsuchiura City, Ibaraki Prefecture
	(Tentative)
3. Name and Title of Representative	To be announced

[After amendments]

1. Company Name	SH Copper Products, Co., Ltd.
2. Headquarters Location	3550 Kidamari, Tsuchiura City, Ibaraki Prefecture
3. Name and Title of Representative	Masahiko Abe, President and Representative Director (Tentative)

Note: The appointment will be officially resolved at the Board of Directors' Meeting to be held following the shareholders meeting of SH Copper Products Co., Ltd., subject to Mr. Abe's appointment as director at said shareholders meeting scheduled to be held on March 1, 2013.

III. Amendments Concerning the Company Split of Hitachi Densen Shoji—Lead Frame Business

1. Schedule of the Company Split of Hitachi Densen Shoji—Lead Frame Business Specific parts affected by the amendments are underlined.

## [Before amendments]

Effective date of company split: April 1, 2013 (Tentative)

#### [After amendments]

Effective date of company split: To be announced