

(Translation)

**Sumitomo Heavy Industries, Ltd.**

1-1, Osaki 2-chome, Shinagawa-ku  
Tokyo, Japan

June 29, 2016

**Notice of Resolutions Passed at the 120th Ordinary General Meeting of Shareholders**

Dear Shareholders:

We wish to announce that at the Company's 120th Ordinary General Meeting of Shareholders held today, the following matters were respectively reported and resolved:

**Matters Reported**

1. The contents of the Company's Business Report and Consolidated Financial Statements for its 120th fiscal year (from April 1, 2015 to March 31, 2016), and the results of the audit by the Independent Auditors and Board of Corporate Auditors of the Consolidated Financial Statements were reported.
2. The contents of the Company's accounting documents for the 120th fiscal year (from April 1, 2015 to March 31, 2016) were reported.

**Matters Resolved**

**Agenda Item 1:** Disposition of Retained Earnings

This matter was approved as proposed, and the term-end dividend was resolved to be 9 yen per share.

**Agenda Item 2:** Election of Ten Directors

This matter was approved as proposed, and Messrs. Yoshinobu Nakamura, Shunsuke Betsukawa, Shinji Nishimura, Yoshiyuki Tomita, Toshiharu Tanaka, Kazuto Kaneshige, Mikio Ide, Susumu Takahashi and Hideo Kojima were reappointed and Mr. Shinji Shimomura was newly appointed. They assumed their respective offices accordingly.

Messrs. Susumu Takahashi and Hideo Kojima are outside directors.

**Agenda Item 3:** Election of Three Corporate Auditors

This matter was approved as proposed, and Mr. Takeo Wakae was reappointed and Messrs. Yuji Takaishi, Tomoyuki Kato were newly appointed. They assumed their respective offices accordingly.

Messrs. Takeo Wakae and Tomoyuki Kato are outside corporate auditors.

**Agenda Item 4:** Election of One Alternative Corporate Auditor

This matter was approved as proposed, and Mr. Yoshio Kohra was appointed as alternative outside corporate auditor.

Sincerely yours,  
Shunsuke Betsukawa  
President & CEO

As of June 29, 2016, the Company has the following directors, corporate auditors and executive officers:

**Directors and Corporate Auditors**

Representative Director and Chairman of the Board	Yoshinobu Nakamura
Representative Director and President & CEO	Shunsuke Betsukawa
Representative Director	Shinji Nishimura
Director	Yoshiyuki Tomita
Director	Toshiharu Tanaka
Director	Kazuto Kaneshige
Director	Mikio Ide
Director	Shinji Shimomura
Director	Susumu Takahashi
Director	Hideo Kojima
Standing Corporate Auditor	Yuji Takaishi
Standing Corporate Auditor	Kazumi Fujita
Corporate Auditor	Takeo Wakae
Corporate Auditor	Tomoyuki Kato

**Executive Officers**

President & CEO	Shunsuke Betsukawa
Senior Executive Vice President	Shinji Nishimura
Executive Vice President	Katsuhiko Taniguchi
Executive Vice President	Katsuhide Yokota
Executive Vice President	Chuck Martz
Executive Vice President	Toshiharu Tanaka
Executive Vice President	Yoshiyuki Tomita
Senior Vice President	Kazuto Kaneshige
Senior Vice President	Tetsuya Okamura
Senior Vice President	Akio Yoshikawa
Senior Vice President	Nobutaka Miyawaki
Senior Vice President	Hideo Suzuki
Senior Vice President	Shinji Shimomura
Senior Vice President	Hiroo Morita
Senior Vice President	Kazuo Hiraoka
Senior Vice President	Tatsuya Endo
Senior Vice President	Taiji Tsuchiya
Senior Vice President	Eiji Kojima
Vice President	Yukio Kumata
Vice President	Isao Kono