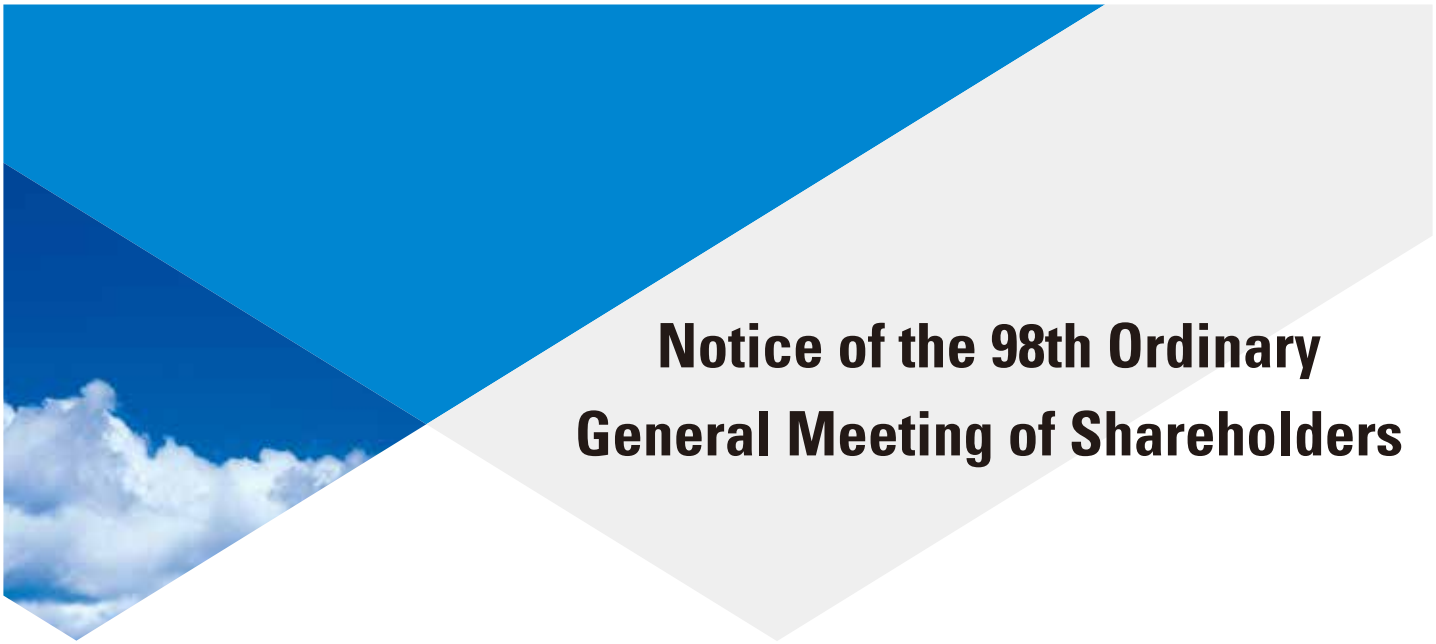


Notice of the 98th Ordinary General Meeting of Shareholders

MITSUI & CO., LTD.

Date and Time:
June 21, 2017 (Wednesday)
at 10:00 am (doors open from 9:00 am)

Place:
13-1, Takanawa 3-chome, Minato-ku, Tokyo
Grand Prince Hotel New Takanawa,
International Convention Center Pamir

Note:
This document has been translated from Japanese original for reference purpose only, without any warranty as to its accuracy or as to the completeness of the information. The Japanese original version is the sole official version.

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MITSUI & CO.

From the President



We have released our new Medium-term Management Plan, "Driving Value Creation," which Mitsui has positioned as a means of driving the Company's growth over a three-year period of transformation, looking toward the Mitsui Group's vision for 2020.

Under the new Medium-term Management Plan we will actively draw on the Mitsui Group's unique comprehensive strengths and global network amid a drastically changing competitive landscape across all industrial realms, in order to take on challenges of creating new forms of social value geared to the expectations of our customers, partner companies and all of our other stakeholders. We will also strive to allocate our business resources in a manner that enables us to proactively manage our operations, while working to maximize value of our existing businesses and further strengthening our financial base built up over the past years

On behalf of the board and our organization as a whole, I look forward to your ongoing support.

May 2017

Tatsuo Yasunaga
Representative Director, President and Chief Executive Officer
Mitsui & Co., Ltd.

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Note: The term "the Group" refers to "corporate organizations" as defined in Article 120, Paragraph 2 of the enforcement regulations of the Companies Act of Japan.

MITSUI & CO., LTD.
1-3, Marunouchi 1-chome, Chiyoda-ku, Tokyo
May 30, 2017

To the shareholders of Mitsui & Co., Ltd.:

Notice of the 98th Ordinary General Meeting of Shareholders

You are cordially invited to attend the 98th Ordinary General Meeting of Shareholders (the "Meeting") of Mitsui & Co., Ltd. (the "Company" or "Mitsui"), to be held as set forth below.

If you are able to attend the Meeting, please present your voting card (enclosed) at the Meeting reception desk on the day of the Meeting.

If you are unable to attend the Meeting, you may vote in writing or electronically (via the Internet or other means). In that case, please review the "Reference Materials for the Exercise of Voting Rights" on pages 4-21 and exercise your voting rights by 5:30pm (Japan standard time) on Tuesday, June 20, 2017. (Please also refer to the enclosed "Execution of Voting Rights in Writing or Electronically (via the Internet or Other Means)" on pages 63-64.)

Yours sincerely,
Tatsuo Yasunaga
Representative Director, President and Chief Executive Officer
Mitsui & Co., Ltd.

1. Date and Time: June 21, 2017 (Wednesday) at 10:00 am (doors open from 9:00 am)

2. Place: 13-1, Takanawa 3-chome, Minato-ku, Tokyo

Grand Prince Hotel New Takanawa, International Convention Center Pamir
Note: In the event that Room 1 becomes full, directions will be given to additional rooms, and we ask for your understanding in this regard.

3. Agenda

MATTERS TO BE REPORTED

1. Reports on the Business Report, Consolidated Financial Statements for the 98th Fiscal Year (from April 1, 2016, to March 31, 2017), and the Results of the Audit thereof by the Independent Auditor and the Audit & Supervisory Board.
2. Reports on the Non-Consolidated Financial Statements for the 98th Fiscal Year (from April 1, 2016, to March 31, 2017).

PROPOSED RESOLUTIONS

Item 1: Dividend of Surplus for the 98th Fiscal Year
Item 2: Election of Fourteen (14) Directors
Item 3: Election of One (1) Audit & Supervisory Board Member
Item 4: Revision of Remuneration Amount for Directors and Audit & Supervisory Board Members

Please refer to the "Reference Materials for the Exercise of Voting Rights" on pages 4-21 for details of the proposed resolutions and related information.

4. Notes regarding the Execution of Votes

(1) Where there is no indication of either "approval" or "disapproval" of the respective proposed resolutions on the voting card, it shall be deemed that each of the Items was approved.

(2) Duplication of votes

1) Where votes have been cast several times electronically, the vote cast last will be taken as the validly exercised vote.

2) Where votes have been cast both electronically and by voting card, the vote that arrives at the Company latest (in terms of days) will be taken as the validly exercised vote. Further, in the event that duplicated votes arrive at the Company on the same day, votes cast electronically over the Internet, etc., will be taken as the validly exercised votes.

* In case of voting by proxy, please have the proxy present the voting card along with written proof of their right of proxy at the Meeting reception desk. As per the Company's Articles of Incorporation, each shareholder owning voting rights in the Company is entitled to appoint one (1) proxy who is also a shareholder of the Company entitled to voting rights at the Meeting.

◎ Where there are changes in either the schedule or venue as well as to the Reference Materials for the Exercise of Voting Rights, the Business Report, the Non-Consolidated Financial Statements, or the Consolidated Financial Statements, these changes will be posted on the Company's website.

◎ Based on relevant laws and the Company's Articles of Incorporation, the following items are posted on the Company's website and are therefore not included in the documents accompanying this Convocation Notice. If you would like to receive these items by mail, please telephone the Company at 81 (3) 3285-1111 to request.

【Business Report】

Subscription rights to shares, etc., Details of independent auditor, Necessary systems to ensure appropriate operations and status of operations of the systems.

【Consolidated Financial Statements】

Consolidated Statements of Changes in Equity, Consolidated Statements of Comprehensive Income [Supplementary Information] (Unaudited), Segment Information [Supplementary Information] (Unaudited), Notes to Consolidated Financial Statements.

【Non-Consolidated Financial Statements】

Statements of Changes in Equity, Notes to Non-Consolidated Financial Statements.

Accordingly, portions of the consolidated and non-consolidated financial statements audited by the Independent Auditor in the preparation of the Independent Auditor's Report, and portions of Business Report audited by the Audit & Supervisory Board Member in the preparation of the Audit & Supervisory Board's Report are available only on the Company's website.

<<Website>>

http://www.mitsui.com/jp/en/ir/information/general/index.html

Reference Materials for the Exercise of Voting Rights

Proposed Resolutions and Related Information

Item 1: Dividend of Surplus for the 98th Fiscal Year

Regarding the distribution of profits, in order to increase corporate value and maximize shareholder value, we seek to maintain an optimal balance between meeting investment demand in our core and growth areas through the reinvestment of our retained earnings, and directly providing returns to shareholders by paying out cash dividends. Based on this profit distribution policy, taking into consideration of core operating cash flow and profit for the year attributable to owners of the parent in the 98th fiscal year as well as stability and continuity of the amount of dividend, we propose to pay an annual dividend of ¥55 per share (including an interim dividend of ¥25) and a year-end dividend of ¥30 per share for the 98th fiscal year as follows.

(1) Type of Dividend Payment

Cash

(2) Items Relating to Dividend Payment and the Total Amount Distributed to Shareholders

Payment of a dividend of ¥30.00 per ordinary share, for a total payment of ¥ 52,921,717,740

An interim dividend of ¥25.00 per ordinary share was paid in December 2016, which would result in an annual dividend for the 98th fiscal year of ¥55.00 per ordinary share.

(3) Date that the Dividend of Surplus Became Effective

June 22, 2017

Item 2: Election of Fourteen (14) Directors

The terms of office for all the current Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes to elect fourteen (14) Directors. The Board of Directors has determined the following candidates for the Director positions. Each candidate has been selected based on the selection criteria formulated by the Nomination Committee, an advisory body to the Board of Directors chaired by an External (Independent) Director, and the Board of Directors has received confirmation from all members of the Nomination Committee that each candidate fulfills the necessary requirements based on the aforementioned selection criteria.

Candidate Number	Name	Age		Current Position in the Company	Board of Directors meeting attendance (FY2016)	Term of office for Director	Governance Committee	Nomination Committee	Remuneration Committee
1	Masami Iijima	66	Reelection	❖Representative Director, Chairman of the Board of Directors	16/16	9 years	◎		
2	Tatsuo Yasunaga	56	Reelection	❖Representative Director, President	16/16	2 years	○	○	○
3	Hiroyuki Kato	61	Reelection	❖Representative Director, Executive Vice President	16/16	3 years			
4	Yoshihiro Hombo	60	Reelection	❖Representative Director, Executive Vice President	16/16	3 years			
5	Makoto Suzuki	59	Reelection	❖Representative Director, Executive Vice President	16/16	2 years		○	○
6	Satoshi Tanaka	59	New	❖Executive Vice President	—	—	○	○	
7	Keigo Matsubara	61	Reelection	❖Representative Director, Senior Executive Managing Officer	16/16	2 years			○
8	Shinsuke Fujii	58	Reelection	❖Representative Director, Senior Executive Managing Officer	13/13	1 year			
9	Nobuaki Kitamori	58	New	❖Executive Managing Officer	—	—			
10	Toshiro Muto	73	Reelection External Independent	Director	14/16	7 years	○		◎
11	Izumi Kobayashi	58	Reelection External Independent	Director	15/16	3 years		◎	○
12	Jenifer Rogers	53	Reelection External Independent	Director	16/16	2 years	○		
13	Hirotaka Takeuchi	70	Reelection External Independent	Director	13/13	1 year		○	
14	Samuel Walsh	67	New External Independent		—	—	○		

Notes:

1. Persons marked with an asterisk (❉) are to be appointed as Representative Directors by the Board of Directors meeting after the conclusion of this Ordinary General Meeting of Shareholders, provided this Item is approved. The above list shows the persons (intended) to compose the respective advisory committees (◎: committee chair. List of committee members from the External Audit & Supervisory Board Members is described on page 18)after this Ordinary General Meeting of Shareholders.
2. As Mr. Fujii and Mr. Takeuchi took their offices as of June 21, 2016 (on the date of the 97th Ordinary General Meeting of Shareholders), the number of attendance at the Board of Directors meetings for the year which they could attend is different from that of the other candidates for the position of Director.
3. The age of each of the candidates is as of this Ordinary General Meeting of Shareholders.
4. There is no special interest between each of the candidates for Director and the Company.
5. The Company has entered into agreements with Mr. Muto, Ms. Kobayashi, Ms. Rogers, and Mr. Takeuchi pursuant to Article 427, Paragraph 1 of the Companies Act of Japan, to limit their liability to the minimum amount of liability as stipulated in Article 425, Paragraph 1 of the Companies Act. Upon approval of this Item, the aforementioned liability limitation agreements shall be continued and the same liability limitation agreement shall be newly executed with Mr. Walsh.

1 Masami Iijima

(Date of Birth: September 23, 1950)
66 years old

Reelection

Term of office for Director:
Nine (9) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
89,388

FY2016
Board of Directors meeting attendance **16/16 (100%)**
Governance Committee meeting attendance **2/2 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1974 Joined Mitsui & Co., Ltd.
Apr. 2006 Managing Officer; COO (Chief Operating Officer), Iron & Steel Raw Materials and Non-Ferrous Metals Business Unit
Apr. 2007 Managing Officer; COO (Chief Operating Officer), Mineral & Metal Resources Business Unit
Apr. 2008 Executive Managing Officer
Jun. 2008 Representative Director; Executive Managing Officer
Oct. 2008 Representative Director; Senior Executive Managing Officer
Apr. 2009 Representative Director; President and CEO (Chief Executive Officer)
Apr. 2015 Representative Director and Chairman of the Board of Directors (current position)

Reasons for Appointment as Director

Mr. Iijima served as COO of Mineral & Metal Resources Business Unit, etc. and then spent six (6) years as President of the Company from April 2009 to March 2015. During this time, he showed excellent managerial skill and made a significant contribution to the Company's growth. Since his appointment as Chairman of the Board of Directors in April 2015, he has focused his efforts on external activities as the Company's representative and on supervision of management, and has contributed to the operation of a highly effective Board of Directors. We have selected Mr. Iijima as a candidate for another term as Director so that he may utilize his wide-ranging management experience and deep knowledge of corporate governance to strengthen the Company's governance.

Important Concurrent Positions Held in Other Organizations

External Director, Ricoh Company, Ltd.

2 Tatsuo Yasunaga

(Date of Birth: December 13, 1960)
56 years old

Reelection

Term of office for Director:
Two (2) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
29,657

FY2016
Board of Directors meeting attendance **16/16 (100%)**
Governance Committee meeting attendance **2/2 (100%)**
Nomination Committee meeting attendance **2/2 (100%)**
Remuneration Committee meeting attendance **3/3 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1983 Joined Mitsui & Co., Ltd.
Apr. 2013 Managing Officer; COO (Chief Operating Officer), Integrated Transportation Systems Business Unit
Apr. 2015 President and CEO (Chief Executive Officer)
Jun. 2015 Representative Director; President and CEO (Chief Executive Officer) (current position)

Reasons for Appointment as Director

Mr. Yasunaga has superior expertise and an excellent track record in the Machinery & Infrastructure area and also possesses a character suitable for a management executive of the Company. Mr. Yasunaga was appointed CEO in April 2015 to exercise his excellent managerial skill accumulated through his experience in roles including secondment to the World Bank, etc., General Manager of Corporate Planning & Strategy Division, and COO of Integrated Transportation Systems Business Unit. In June of the same year, he was appointed Director of the Company, and since then he has adequately fulfilled his roles in both decision-making and supervision of business execution as CEO and Director. With accelerating change expected in the business environment, we consider it optimal for Mr. Yasunaga to continue to demonstrate solid leadership as the Representative Director and CEO in order to steadily promote the new Medium-term Management Plan announced in May 2017, and work through strengthening of the business base and undertaking business reform to ensure a strong resurgence by Mitsui & Co. We have therefore selected him as a candidate for another term as Director.

3 Hiroyuki Kato

(Date of Birth: April 28, 1956)
61 years old

Reelection

Term of office for Director:
Three (3) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
39,664

FY2016
Board of Directors meeting attendance **16/16 (100%)**
Governance Committee meeting attendance **2/2 (100%)**
Nomination Committee meeting attendance **2/2 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1979 Joined Mitsui & Co., Ltd.
Apr. 2010 Managing Officer; COO (Chief Operating Officer), Energy Business Unit I
Apr. 2012 Executive Managing Officer; COO (Chief Operating Officer), Energy Business Unit I
Apr. 2014 Senior Executive Managing Officer
Jun. 2014 Representative Director; Senior Executive Managing Officer
Apr. 2016 Representative Director; Executive Vice President; CIO (Chief Information Officer); CPO (Chief Privacy Officer)
Apr. 2017 Representative Director; Executive Vice President (current position)

Current Responsibilities

Iron & Steel Products Business Unit; Mineral & Metal Resources Business Unit; Energy Business Unit I; Energy Business Unit II

Reasons for Appointment as Director

Mr. Kato has superior expertise and an excellent track record in the Mineral & Metal Resources area and Energy area and also possesses a character suitable for being a part of the Company's management team. Mr. Kato was appointed Director in June 2014 to exercise his accumulated excellent managerial skill through his experience in roles including COO of Energy Business Unit I. He is currently responsible for the above-mentioned Business Units, and engages in management based on his advanced expertise in the Company's businesses. We have selected Mr. Kato as a candidate for another term as Director so that he may utilize this experience and expertise in decision-making and supervision of business execution by the Board of Directors.

Notes:
Mr. Kato's name as it appears in his family registry is written with a different character in Japanese.

4 Yoshihiro Hombo

(Date of Birth: March 19, 1957)
60 years old

Reelection

Term of office for Director:
Three (3) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
30,092

FY2016
Board of Directors meeting attendance **16/16 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1979 Joined Mitsui & Co., Ltd.
Apr. 2010 Managing Officer; COO (Chief Operating Officer), Basic Chemicals Business Unit
Apr. 2012 Executive Managing Officer; General Manager, Investment Administration Division
Apr. 2014 Senior Executive Managing Officer
Jun. 2014 Representative Director; Senior Executive Managing Officer
Apr. 2017 Representative Director; Executive Vice President (current position)

Current Responsibilities

Basic Materials Business Unit; Performance Materials Business Unit; Nutrition & Agriculture Business Unit; Food Business Unit; Food & Retail Management Business Unit

Reasons for Appointment as Director

Mr. Hombo has superior expertise and an excellent track record in the Chemicals area and also possesses a character suitable for being a part of the Company's management team. Mr. Hombo was appointed Director in June 2014 to exercise his accumulated excellent managerial skill through his experience in roles including General Manager of Investment Administration Division. He is currently responsible for the above-mentioned Business Units, and engages in management based on his advanced expertise in the Company's businesses. We have selected Mr. Hombo as a candidate for another term as Director so that he may utilize this experience and expertise in decision-making and supervision of business execution by the Board of Directors.

5 Makoto Suzuki

(Date of Birth: April 13, 1958)
59 years old

Reelection

Term of office for Director:
Two (2) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
52,073

FY2016
Board of Directors meeting attendance **16/16 (100%)**
Nomination Committee meeting attendance **2/2 (100%)**
Remuneration Committee meeting attendance **3/3 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1981 Joined Mitsui & Co., Ltd.
Apr. 2011 Managing Officer; Chief Representative of Mitsui & Co., Ltd. in South West Asia
Apr. 2013 Executive Managing Officer; Chief Representative of Mitsui & Co., Ltd. in South West Asia
Apr. 2015 Senior Executive Managing Officer; CCO (Chief Compliance Officer)
Jun. 2015 Representative Director; Senior Executive Managing Officer; CCO (Chief Compliance Officer)
Apr. 2017 Representative Director; Executive Vice President; CCO (Chief Compliance Officer) (current position)

Current Responsibilities

Corporate Staff Unit (Secretariat, Audit & Supervisory Board Member Division, Human Resources & General Affairs Division, Legal Division, Corporate Logistics Division, New Head Office Building Development Department); BCM (Business Continuity Management); New Headquarters Project

Reasons for Appointment as Director

Mr. Suzuki has superior expertise and an excellent track record in the Machinery & Infrastructure area and also possesses a character suitable for being a part of the Company's management team. Mr. Suzuki was appointed Director in June 2015 to exercise his accumulated excellent managerial skill through his experience in roles including Chief Representative of Mitsui & Co., Ltd. in South West Asia. Since his appointment, Mr. Suzuki has been responsible for Corporate Staff Unit related to human resources & general affairs, legal and logistics operations, etc. and has rigorously advanced the Mitsui Group's compliance in his role as CCO. We have selected Mr. Suzuki as a candidate for another term as Director so that he may utilize this experience and expertise in decision-making and supervision of business execution at the Board of Directors.

6 Satoshi Tanaka

(Date of Birth: February 27, 1958)
59 years old

New



Number of Company's Shares Held
38,994

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1981 Joined Mitsui & Co., Ltd.
Apr. 2011 Managing Officer; COO (Chief Operating Officer), Consumer Service Business Unit
Apr. 2013 Executive Managing Officer; COO (Chief Operating Officer), Consumer Service Business Unit
Apr. 2015 Senior Executive Managing Officer; COO (Chief Operating Officer), Asia Pacific Business Unit and President of MITSUI & CO. (ASIA PACIFIC) PTE. LTD.
Apr. 2017 Executive Vice President; CAO (Chief Administrative Officer); CIO (Chief Information Officer); CPO (Chief Privacy Officer) (current position)

Current Responsibilities

Corporate Staff Unit (Corporate Planning & Strategy Division, Investment Administrative Division, Information Technology Promotion Division, Regional Business Promotion Division, Corporate Communications Division, Environmental • Social Contribution Division, Business Supporting Unit (Each Planning & Administrative Division)); Domestic Offices and Branches; HQ Overseen Region; Business Innovation & Incubation; Environmental Matters

Reasons for Appointment as Director

Mr. Tanaka has superior expertise and an excellent track record in the Energy area and Consumer Service area and also possesses a character suitable for being a part of the Company's management team. Mr. Tanaka has been selected as a candidate for Director in view of his accumulated excellent managerial skill through his experience in roles including General Manager of Investor Relations Division, General Manager of Corporate Planning & Strategy Division, COO of Consumer Service Business Unit and COO of Asia Pacific Business Unit.

7 Keigo Matsubara

(Date of Birth: December 10, 1955)
61 years old

Reelection

Term of office for Director:
Two (2) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
15,681

FY2016
Board of Directors meeting attendance **16/16 (100%)**
Remuneration Committee meeting attendance **3/3 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1979 Joined Mitsui & Co., Ltd.
Apr. 2012 Managing Officer; Deputy CFO (Chief Financial Officer); General Manager, Global Controller Division
Apr. 2015 Executive Managing Officer; CFO (Chief Financial Officer)
Jun. 2015 Representative Director; Executive Managing Officer; CFO (Chief Financial Officer)
Apr. 2017 Representative Director; Senior Executive Managing Officer; CFO (Chief Financial Officer) (current position)

Current Responsibilities

Corporate Staff Unit (CFO Planning & Administrative Division, Global Controller Division, Finance Division, Risk Management Division, Investor Relations Division, Business Supporting Unit (Financial Management & Advisory Division I, II, III, IV))

Reasons for Appointment as Director

Mr. Matsubara has excellent specialist knowledge in accounting and financial operations and also possesses a character suitable for being a part of the Company's management team. Mr. Matsubara was appointed Director in June 2015 to exercise his accumulated excellent managerial skill through his experience in roles including Deputy CFO. Since his appointment, Mr. Matsubara has been responsible for Corporate Staff Unit related to accounting and financial operations, etc. and has abundant experience and a strong track record in his role as CFO. We have selected Mr. Matsubara as a candidate for another term as Director so that he may utilize this experience and expertise in decision-making and supervision of business execution at the Board of Directors.

8 Shinsuke Fujii

(Date of Birth: December 8, 1958)
58 years old

Reelection

Term of office for Director:
One (1) year (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
16,010

FY2016
Board of Directors meeting attendance since assuming office as Director in June 2016 **13/13 (100%)**

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1981 Joined Mitsui & Co., Ltd.
Apr. 2013 Managing Officer; President, Mitsui & Co. (Brasil) S.A.
Apr. 2015 Executive Managing Officer; General Manager, Investment Administrative Division
Apr. 2016 Executive Managing Officer
Jun. 2016 Representative Director; Executive Managing Officer
Apr. 2017 Representative Director; Senior Executive Managing Officer (current position)

Current Responsibilities

Healthcare & Service Business Unit; Consumer Business Unit; Corporate Development Business Unit

Reasons for Appointment as Director

Mr. Fujii has superior expertise and an excellent track record in the Mineral & Metal Resources area and also possesses a character suitable for being a part of the Company's management team. Mr. Fujii was appointed Director in June 2016 to exercise his accumulated excellent managerial skill through his experience in roles including General Manager of Investment Administrative Division. He is currently responsible for the above-mentioned Business Units, and engages in management based on his advanced expertise in the Company's businesses. We have selected Mr. Fujii as a candidate for another term as Director so that he may utilize this experience and expertise in decision-making and supervision of business execution by the Board of Directors.

9 Nobuaki Kitamori

(Date of Birth: October 8, 1958)
58 years old

New



Number of Company's Shares Held
20,887

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1983 Joined Mitsui & Co., Ltd.
Apr. 2013 Managing Officer; General Manager, Human Resources & General Affairs Division
Apr. 2015 Managing Officer; COO (Chief Operating Officer), IT & Communication Business Unit
Apr. 2016 Executive Managing Officer; COO (Chief Operating Officer), IT & Communication Business Unit
Apr. 2017 Executive Managing Officer
May 2017 Executive Managing Officer; CDO (Chief Digital Officer) (current position)

Current Responsibilities

Infrastructure Projects Business Unit; Integrated Transportation Systems Business Unit I; Integrated Transportation Systems Business Unit II; IT & Communication Business Unit; Digital Transformation

Reasons for Appointment as Director

Mr. Kitamori has superior expertise and an excellent track record in the Integrated Transportation Systems area and also possesses a character suitable for being a part of the Company's management team. Mr. Kitamori has been selected as a candidate for Director in view of his accumulated excellent managerial skill through his experience in roles including General Manager of Human Resources & General Affairs Division and COO of IT & Communication Business Unit.

10 Toshiro Muto

(Date of Birth: July 2, 1943)
73 years old

Reelection

Term of office for Director:
Seven (7) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
11,625

FY2016
Board of Directors meeting attendance 14/16 (88%)
Remuneration Committee meeting attendance 3/3 (100%)

External Director Candidate

Independent Director Candidate

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1966 Entered Ministry of Finance
Jul. 1999 Director-General of the Budget Bureau, Ministry of Finance
Jun. 2000 Administrative Vice Minister, Ministry of Finance
Jan. 2003 Retired from Ministry of Finance
Special Advisor, Ministry of Finance
Mar. 2003 Deputy Governor, Bank of Japan
Mar. 2008 Retired from Deputy Governor, Bank of Japan
Jul. 2008 Chairman, Daiwa Institute of Research Ltd. (current position)
Jun. 2010 External Director, Mitsui & Co., Ltd. (current position)

Reasons for Appointment as External Director

Mr. Muto has deep insight into fiscal and monetary affairs, as well as in economics in general, gained at the Ministry of Finance and the Bank of Japan. At the Board of Directors meetings, he uses his specialist knowledge to speak out actively, making a significant contribution to deepening the discussion. In the year ended March 31, 2017, he served as the committee chair of the Remuneration Committee, contributing to the study and so forth of the remuneration system for Directors, which helped to further strengthen the Company's corporate governance. Although Mr. Muto has no direct experience participating in corporate management, in view of these points we have selected him as a candidate for another term as External Director so that he may continue to advise and supervise the Company's management.

Important Concurrent Positions Held in Other Organizations

Chairman, Daiwa Institute of Research Ltd.
CEO (Chief Executive Officer) and Director General, the Tokyo Organising Committee of the Olympic and Paralympic Games

Matters, Etc. Related to the Independence

Mr. Muto meets the standards set by the Company for Criteria of Independence for External Officers (on pages 19-20) and the Company has submitted filings with the domestic stock exchanges on which it is listed designating Mr. Muto as Independent Director.

11 Izumi Kobayashi

(Date of Birth: January 18, 1959)
58 years old

Reelection

Term of office for Director:
Three (3) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
2,168

FY2016
Board of Directors meeting attendance 15/16 (94%)
Governance Committee meeting attendance 2/2 (100%)
Remuneration Committee meeting attendance 3/3 (100%)

External Director Candidate

Independent Director Candidate

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1981 Joined Mitsubishi Chemical Industries, Ltd. (currently Mitsubishi Chemical Corporation)
Jun. 1985 Joined Merrill Lynch Futures Japan Inc.
Dec. 2001 President, Merrill Lynch Japan Securities Co., Ltd.
Jul. 2002 External Director, Osaka Securities Exchange Co., Ltd.
Nov. 2008 Executive Vice President, Multilateral Investment Guarantee Agency, World Bank Group
Jun. 2014 External Director, Mitsui & Co., Ltd. (current position)
Apr. 2015 Vice Chairperson, Japan Association of Corporate Executives (current position))

Reasons for Appointment as External Director

Ms. Kobayashi has advanced expertise in organizational management and risk management for generating innovation, which she has accumulated through her experience working as the representative of private sector financial institutions and a multilateral development bank. She speaks out actively from diverse perspectives at the Board of Directors meetings, making a significant contribution to deepening the discussion. In the year ended March 31, 2017, she served as a member of the Governance Committee and the Remuneration Committee, actively stating her opinions on the building of a highly transparent governance system. In view of these points we have selected her as a candidate for another term as External Director so that she may continue to advise and supervise the Company's management.

Important Concurrent Positions Held in Other Organizations

External Director, ANA HOLDINGS INC.
Governor, Japan Broadcasting Corporation

Matters, Etc. Related to the Independence

Ms. Kobayashi meets the standards set by the Company for Criteria of Independence for External Officers (on pages 19-20) and the Company has submitted filings with the domestic stock exchanges on which it is listed designating Ms. Kobayashi as Independent Director.
The Company paid membership fees and made donations to the Japan Association of Corporate Executives, where Ms. Kobayashi has served as Vice Chairperson since April 2015, but the yearly amount paid in each of the last three (3) fiscal years was below the standard amount for donations and aid funds (¥10 million) established by the Company's Criteria of Independence for External Officers.

12 Jenifer Rogers

(Date of Birth: June 22, 1963)
53 years old

Reelection

Term of office for Director:
Two (2) years (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
2,457

FY2016
Board of Directors meeting attendance 16/16 (100%)
Governance Committee meeting attendance 2/2 (100%)

External Director Candidate

Independent Director Candidate

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Sep. 1989	Joined Haight Gardner Poor & Havens (currently Holland & Knight LLP)
Dec. 1990	Registered as Attorney at Law admitted in New York
Feb. 1991	Joined Industrial Bank of Japan Limited, New York Branch (currently Mizuho Bank)
Dec. 1994	Joined Merrill Lynch Japan Securities Co., Ltd.
Nov. 2000	Merrill Lynch Europe Plc
Jul. 2006	Bank of America Merrill Lynch (Hong Kong)
Nov. 2012	General Counsel Asia, NEW Asurion Asia Pacific Japan LLC (currently Asurion Japan Holdings G.K.) (current position)
Jun. 2015	External Director, Mitsui & Co., Ltd. (current position)

Reasons for Appointment as External Director

Ms. Rogers has a global perspective and advanced expertise in risk management cultivated through her experience working for international financial institutions and her experience in legal work as an in-house counsel. She makes many useful comments concerning risk control at the Board of Directors meetings, making a significant contribution to enhancing the supervision function of the Board of Directors. In the year ended March 31, 2017, she served as a member of the Governance Committee, actively stating her opinions on the building of a highly transparent governance system. In view of these points we have selected her as a candidate for another term as External Director so that she may continue to advise and supervise the Company's management.

Important Concurrent Positions Held in Other Organizations

General Counsel Asia, Asurion Japan Holdings G.K.

Matters, Etc. Related to the Independence

Ms. Rogers meets the standards set by the Company for Criteria of Independence for External Officers (on pages 19-20) and the Company has submitted filings with the domestic stock exchanges on which it is listed designating Ms. Rogers as Independent Director.

13 Hirotaka Takeuchi

(Date of Birth: October 16, 1946)
70 years old

Reelection

Term of office for Director:
One (1) year (at the conclusion of this Ordinary General Meeting of Shareholders)



Number of Company's Shares Held
0

FY2016
Board of Directors meeting attendance since assuming office as Director in June 2016 13/13 (100%)
Nomination Committee meeting attendance 2/2 (100%)

External Director Candidate

Independent Director Candidate

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Apr. 1969 Joined McCann-Erickson Hakuhodo Co., Ltd. (currently McCann Erickson Japan Inc.)
Sep. 1976 Lecturer, Harvard Business School
Dec. 1977 Associate Professor, Harvard Business School
Apr. 1983 Associate Professor, Hitotsubashi University - Faculty of Commerce and Management
Apr. 1987 Professor, Hitotsubashi University - Faculty of Commerce and Management
Apr. 1998 Dean of The Graduate School of International Corporate Strategy, Hitotsubashi University
Apr. 2010 Professor Emeritus, Hitotsubashi University (current position)
Jul. 2010 Professor, Harvard Business School (current position)
Jun. 2016 External Director, Mitsui & Co., Ltd. (current position)

Reasons for Appointment as External Director

Mr. Takeuchi has deep insight related to management gained as an expert in international corporate strategy. At the Board of Directors meetings, he makes thought-provoking proposals about the Company's management strategies, making a significant contribution to enhancing the supervision function of the Board of Directors. In the year ended March 31, 2017, he served as a member of the Nomination Committee, helping to ensure the transparency of the Company's officers nominations. Although Mr. Takeuchi has no direct experience participating in corporate management, in view of these points we have selected him as a candidate for another term as External Director so that he may continue to advise and supervise the Company's management.

Important Concurrent Positions Held in Other Organizations

Professor Emeritus, Hitotsubashi University
Professor, Harvard Business School
External Director, Daiwa Securities Group Inc.
External Director, GreenPeptide Co., Ltd.

Matters, Etc. Related to the Independence

Mr. Takeuchi meets the standards set by the Company for Criteria of Independence for External Officers (on pages 19-20) and the Company has submitted filings with the domestic stock exchanges on which it is listed designating Mr. Takeuchi as Independent Director.
The Company paid advisory remuneration and training costs related to human resource development to t-lab Co., Ltd., where Mr. Takeuchi has served as a Director since June 2013, but the yearly amount paid in each of the last three (3) fiscal years was below the standard amount for remuneration (¥10 million) paid to consultants and other individuals providing professional services established by the Company's Criteria of Independence for External Officers.
Moreover, the Company pays donations, outsourcing fees related to human resource development, and academic fees for trainees to the Harvard Business School, where Mr. Takeuchi has been a professor since July 2010; however, the yearly amount of the Company's donations made in each of the last three (3) fiscal years was below the standard amount for donations and aid funds (¥10 million) established by the Company's Criteria of Independence for External Officers, and the yearly amount paid by the Company including donations is less than 1% of the annual revenue of the Harvard Businesss School.
Mr. Takeuchi's nephew is an employee (in a managerial position) of the Company.

14 Samuel Walsh

(Date of Birth: December 27, 1949)
67 years old

New



Number of Company's Shares Held
0

External Director Candidate

Independent Director Candidate

Information regarding the Candidate's Career, Current Position, Current Responsibilities

Feb. 1972 Joined General Motors Holden's Limited
Jun. 1987 Joined Nissan Motor Australia
Sep. 1991 Joined Rio Tinto Limited
Jan. 2013 CEO (Chief Executive Officer), Rio Tinto Limited
Nov. 2016 Global President, The Chartered Institute of Procurement and Supply (current position)
Feb. 2017 Chairman, The Accenture Global Mining Executives Council (current position)
Feb. 2017 Chairman Elect, Royal Flying Doctor Service (WA) (current position)

Reasons for Appointment as External Director

Mr. Walsh has global expertise and excellent management skills cultivated through his long years working in upper management within the automobile industry and as chief executive officer of an international mining and resources company. In addition to corporate management experience, Mr. Walsh has abundant experience in regional activities, art and cultural activities, charity projects, and the activities of international economic discussion groups. We have selected him as a candidate for External Director because he is deemed capable of advising and supervising the Company's management from diverse perspectives.

Important Concurrent Positions Held in Other Organizations

None.

Matters, Etc. Related to the Independence

Mr. Walsh meets the standards set by the Company for Criteria of Independence for External Officers (on pages 19-20) and the Company will submit filings with the domestic stock exchanges on which it is listed designating Mr. Walsh as Independent Director.
The Company's consolidated subsidiary sells iron and steel products to Rio Tinto Limited, at which Mr. Walsh served as CEO until July 2016; however, the yearly amount of sales in each of the last three (3) fiscal years is less than 0.1% of the Company's annual consolidated transaction volume.

Item 3: Election of One (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Hiroyasu Watanabe will expire as of the conclusion of the 98th Ordinary General Meeting of Shareholders. Accordingly, the Company newly proposes to elect one (1) Audit & Supervisory Board Member. The candidate for Audit & Supervisory Board Member follows below. This nomination has been consented to by the Audit & Supervisory Board.

1 Kimitaka Mori

(Date of Birth: June 30, 1957)
59 years old

New



Number of Company's Shares Held
900

External Audit & Supervisory Board Member Candidate

Independent Audit & Supervisory Board Member Candidate

Information Regarding the Candidate's Career, Current Position

Apr. 1980 Joined Shinwa Accountants (currently KPMG AZSA LLC)
Jun. 2000 Representative Partner
Jun. 2004 Director of financial services
Jun. 2006 Board Member
Jul. 2011 Chairman, KPMG FS Japan
Jul. 2013 Established Mori Certified Public Accountant Office
Jul. 2013 Chairman and President, The Japanese Institute of Certified Public Accountants
Jul. 2016 Senior Advisor, The Japanese Institute of Certified Public Accountants (current position)

Reasons for Appointment as External Audit & Supervisory Board Member

Mr. Mori has been selected as a candidate for External Audit & Supervisory Board Member because we deem him capable of clearly expressing an opinion as External Audit & Supervisory Board Member from a neutral and objective perspective based on his advanced expertise in corporate accounting cultivated through his many years of experience as a certified public accountant. Although Mr. Mori has no direct experience participating in corporate management, we deem him capable of performing his duties as an External Audit & Supervisory Board Member appropriately by giving valuable opinions, advice, and so forth regarding the Company's management from an independent and neutral position

Important Concurrent Positions Held in Other Organizations

Certified Public Accountant
External Director, Japan Exchange Group, Inc.

Matters, Etc. Related to the Independence

Mr. Mori meets the standards set by the Company for Criteria of Independence for External Officers (on pages 19-20) and the Company will submit filings with the domestic stock exchanges on which it is listed designating Mr. Mori as Independent Audit & Supervisory Board Member.
Although the Company paid market research fees and so forth exceeding ¥10 million in the most recent business year to Deloitte Tohmatsu Consulting LLC, at which Mr. Mori's eldest son was an employee until April 2017, the relevant amount of payment was less than 0.1% of Deloitte Tohmatsu Consulting LLC's annual sales; moreover, Mr. Mori's eldest son was in a non-managerial role, and was not involved in duties consigned by the Company; as such, Mr. Mori's eldest son corresponds to a "one who is not important" excluded under the Company's Criteria of Independence. From the above, we have determined that there is nothing that would affect the independence of Mr. Mori for Independent Audit & Supervisory Board Member.

Notes:
1. There is no special interest between Mr. Mori and the Company.
2. Upon approval of this Item, the Company will enter into an agreement with Mr. Mori pursuant to Article 427, Paragraph 1 of the Companies Act of Japan, to limit his liability to the minimum amount of liability as stipulated in Article 425, Paragraph 1 of the Companies Act.

(Reference)
If this Item is approved as submitted, the Audit & Supervisory Board is scheduled to be comprised of the following.

	Name	Age		Position in the Company	Term of office for Audit & Supervisory Board Member	Governance Committee	Nomination Committee	Remuneration Committee
1	Joji Okada	65	Incumbent	Full-time Audit & Supervisory Board Member	2 years			
2	Takashi Yamauchi	66	Incumbent	Full-time Audit & Supervisory Board Member	2 years			
3	Haruka Matsuyama	49	Incumbent External Independent	Audit & Supervisory Board Member	3 years	○		
4	Hiroshi Ozu	67	Incumbent External Independent	Audit & Supervisory Board Member	2 years		○	
5	Kimitaka Mori	59	New External Independent	Audit & Supervisory Board Member	—			○

Note: The above list shows the persons (intended) to compose the respective advisory committees after this Ordinary General Meeting of Shareholders.

【Reference: Appointment Standards for Directors and Audit & Supervisory Board Members and Criteria of Independence for External Officers】

【Appointment of Directors】

1) Mitsui selects candidates for positions of Director giving consideration to the following appointment standard for Directors.
   - Person with excellent overall character who possesses qualities valuable for the management of Mitsui
   - Person possessing both strong leadership skills and high moral caliber and with law-abiding spirit and a strong intention to contribute to public interest
   - Person with no health concerns for the execution of duties
   - Person possessing capability for smooth performance as a director of "decision-making related to the execution of operations of the company" and "oversight of the execution of duties by directors" to be conducted by the board of directors
   - Person excelling in capability, foresight and insight to make best judgment for the company strictly in compliance with duty of care of a good manager and duty of loyalty expected of a director and in accordance with the "business judgment rule"
2) Selection of candidates for positions of Director is conducted after confirmation is obtained from the Nomination Committee that the necessary requirements based on the selection processes and the appointment standard for Directors established by the Nomination Committee are fulfilled.

【Appointment of External Directors】

1) Mitsui has decided that as the appointment standard for External Directors, the prospective person's extensive business experience and knowledge are required to deliberate on such Board of Directors meeting proposals as investments and loans, and knowledge of his or her particular area of business is used.
2) Mitsui has decided that in selecting candidates for the positions of External Director, it puts great value on ensuring their independence from Mitsui in the pursuit of their management oversight functions. Also, with a view to overseeing business operations in a way that reflects the standpoint of our diverse stakeholders, Mitsui takes into consideration the field from which candidates originate, along with their gender.

Given that Mitsui is a general trading company with extensive business dealings, it has been decided to make appropriate efforts by the Board of Directors to handle with likely conflicts of interest involving the prospective External Director in individual transactions with external parties.

【Appointment of Audit & Supervisory Board Members】

1) Mitsui selects candidates for positions of Audit & Supervisory Board Member giving consideration to the following appointment standard for Audit & Supervisory Board Members.
   - Person of excellent personality and considerable insight, possessing outstanding capability and achievements or abundant knowledge in the fields of legal affairs, financial affairs and accounting, business management, and other various fields
   - With respect to Internal Audit & Supervisory Board Members, person well-acquainted with actual conditions of the Company and possessing capability to conduct appropriate audits
2) For the selection of candidates for positions of Audit & Supervisory Board Member, Directors prepare a proposal for election through consultation with Audit & Supervisory Board Members and obtain agreement of the Audit & Supervisory Board in advance. The Audit & Supervisory Board deliberates on the advisability of agreeing with the proposal for election of Audit & Supervisory Board Members to be submitted to the General Meetings of Shareholders by the Board of Directors.

【Role and appointment of External Audit & Supervisory Board Members】

External Audit & Supervisory Board Members are appointed with the objective of further heightening the neutrality and

independence of the auditing system, and it is particularly expected that External Audit & Supervisory Board Members objectively express their auditing opinions from the standpoint of neutrality, building on such factors as that independence. When selecting candidates for positions of External Audit & Supervisory Board Member, the Audit & Supervisory Board confirms that no issues with independence arise by taking into consideration not only the appointment standard provided for in【Appointment of Audit & Supervisory Board Members】above, but also such factors as relations with the Company, the management and important staff.

【Criteria of independence】

External Directors or External Audit & Supervisory Board Members of Mitsui (hereinafter referred to as "External Officers") who do not fall under any of the following items are to be judged to have independence.

1) Person who is currently or was in the past ten years an Executive Director, Executive Officer, Managing Officer, manager, employee, administrative officer, etc. (hereinafter referred to as "executing person") of Mitsui or Mitsui's consolidated subsidiaries
2) Person or the executing person of a corporation holding either directly or indirectly 10% or more of total number of the voting rights of Mitsui
3) Person whose major business partner is Mitsui or Mitsui's consolidated subsidiaries (*1) or the executing person of the same

*1 If the relevant business partner received from Mitsui or Mitsui's consolidated subsidiary the payment equivalent to 5% or more of its annual transaction volume (non-consolidated) in the most recent business year or the relevant business partner obtained from Mitsui or Mitsui's consolidated subsidiary the money loans equivalent to 5% or more of its consolidated total assets in the most recent business year, the relevant business partner is deemed to be the person whose major business partner is Mitsui or Mitsui's consolidated subsidiary.

4) Major business partner of Mitsui or Mitsui's consolidated subsidiary (*2) or the executing person of the same

*2 If Mitsui or Mitsui's consolidated subsidiary received from the relevant business partner the payment equivalent to 2% or more of Mitsui's annual consolidated transaction volume in the most recent business year or the relevant business partner provided Mitsui or Mitsui's consolidated subsidiary with the money loans equivalent to 2% or more of Mitsui's consolidated total assets, the relevant business partner is deemed to be the major business partner of Mitsui or Mitsui's consolidated subsidiary.

5) Independent Auditor of Mitsui or Mitsui's consolidated subsidiary or employee, etc. of the same
6) Person providing professional services such as consultant, lawyer and certified public accountant who received from Mitsui monetary payment or other property benefits exceeding ¥10 million in total other than officer remuneration in the most recent business year (referring to the person belonging to the organization if the one who received the relevant property is an organization such as corporation and association)
7) Person or the executing person of a corporation who received the annual total of ¥10 million or more of donations or aid funds from Mitsui or Mitsui's consolidated subsidiary in the most recent business year
8) Person who has fallen under any of 2) to 7) above in the past three years
9) Spouse or relative within the second degree of kinship (hereinafter referred to as "close relatives") of the person who is currently or has been recently the important executing person of Mitsui or Mitsui's consolidated subsidiary (including Director who is not the executing person in the case of External Audit & Supervisory Board Member)
10) Close relatives of the person who currently falls or has fallen recently under any of 2) to 7) above (excluding the one who is not important)

The full text of the "Mitsui & Co., Ltd. Corporate Governance and Internal Control Principles," in which the above are stipulated, is available on the Company's website.
(https://www.mitsui.com/jp/en/company/outline/governance/system/pdf/corp_gov_151106_e.pdf)

Item 4: Revision of Remuneration Amount for Directors and Audit & Supervisory Board Members

At the 88th Ordinary General Meeting of Shareholders held on June 22, 2007, the respective amounts for the remuneration of Directors and Audit & Supervisory Board Members were approved to be within ¥70 million per month for the fixed remuneration of Directors, within ¥500 million per annum for the results-linked compensation of Directors (excluding External Directors) (stock-based compensation stock options with stock price conditions not included in either one), and within ¥20 million per month for Audit & Supervisory Board Members, and these limits have remained valid up until present. This time, the Company reviewed the remuneration system taking into consideration the flexible response to be taken to changes in the economic environment since that time and to changes in the future operating environment, as well as various factors including performance targets set forth in the new Medium-term Management Plan announced in May 2017. Consequently, the Company proposes that the respective amounts for the remuneration of Directors and Audit & Supervisory Board Members be within ¥1,000 million per annum for the basic fixed remuneration of Directors, within ¥700 million per annum for the results-linked bonuses of Directors (excluding External Directors), and within ¥240 million per annum for the remuneration of Audit & Supervisory Board Members (equivalent to 12 months' worth of the current ¥20 million per month).

The said amount of the basic fixed remuneration of Directors has been determined (i) with regard to Directors other than External Directors in view of competitive level of remuneration necessary to maintain outstanding management members, etc. and (ii) with regard to External Directors in view of level of remuneration at peer companies and growing responsibilities of External Directors from a standpoint of enhancing corporate governance such as activities as members of advisory committees, etc.

The Company has received a report from the Remuneration Committee, an advisory body of the Company's Board of Directors chaired by an External (Independent) Director, that the aforementioned revision to the remuneration amount of Directors is appropriate.

Furthermore, if Agenda Items 2 and 3 are approved as originally proposed, the number of Directors will be fourteen (14) (including five(5) External Directors), and the number of Audit & Supervisory Board Members will be five (5) (including three (3) External Audit & Supervisory Board Members).

<Reference>

The total payment amount of bonus is calculated based on the following formula. The formula has been determined by the Board of Directors based on a report from the Remuneration Committee that it is appropriate.

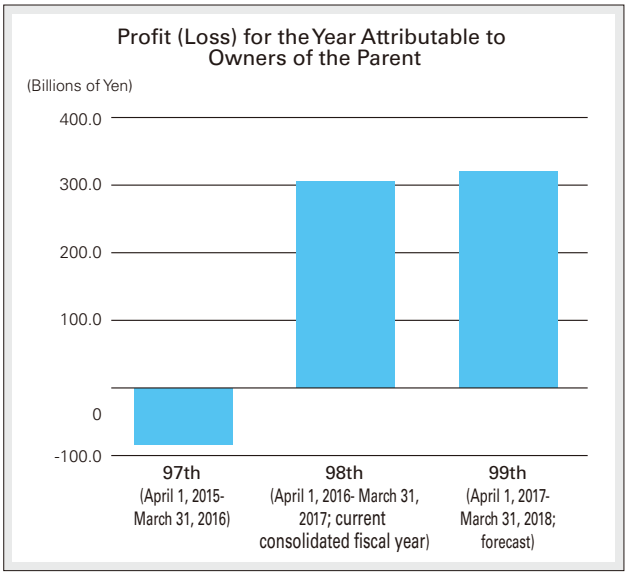
Total payment amount = (Consolidated profit for the year (attributable to owners of the parent) x 50% x 0.1%) +
(Core operating cash flow x 50% x 0.1%)

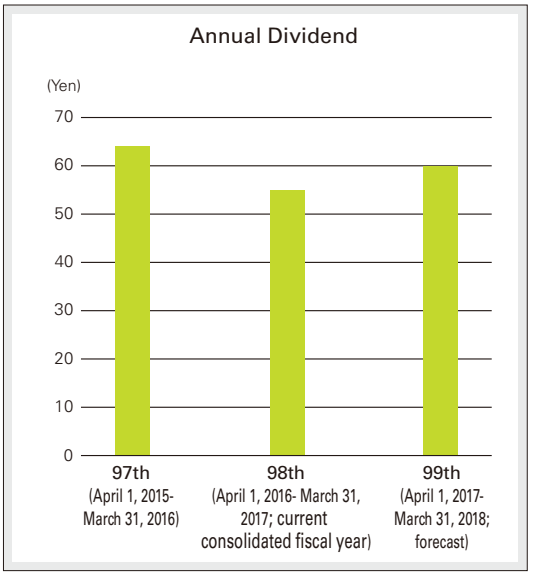
Note that the upper limit for the total payment amount is set at ¥700 million and if the consolidated profit for the year (attributable to owners of the parent) is negative, i.e., loss, or if the core operating cash flow is negative, i.e., net cash outflow, this negative item will be calculated as 0.

Business Report (April 1, 2016, to March 31, 2017)

	97th (April 1, 2015 – March 31, 2016)	98th (April 1, 2016 – March 31, 2017; current consolidated fiscal year)	99th (April 1, 2017 – March 31, 2018; forecast)
Profit (Loss) for the Year Attributable to Owners of the Parent	¥(83.4) billion	¥306.1 billion	¥320.0 billion
Annual Dividend	¥64.00	¥55.00(*) (Interim dividend: ¥25.00)	¥60.00

(*) For the 98th fiscal year from April 1, 2016, to March 31, 2017, the Company intends to propose a year-end dividend of ¥30.00 per share at the Ordinary General Meeting of Shareholders scheduled to be held on June 21, 2017.
Please refer to page 4 of the "Reference Materials for the Exercise of Voting Rights."





I. BUSINESS REVIEW

1. Operating environment

In the global economy during the fiscal year under review, business sentiment has improved due to the bottoming out of the international commodity prices, and the recovery is also being seen mainly in production and trade, leading to a moderate recovery overall centered on the United States.

In the United States economy, although the current recovery cycle has lasted a long time and has begun to mature in some areas, the economy continued to improve with a rise in private consumption attributed to an improvement in the employment and income situation. Given these conditions, the Federal Reserve Board raised interest rates again.

Similarly in the European economy, while there is uncertainty over the United Kingdom's decision to withdraw from the EU, private consumption and business investment held firm and the economy recovered.

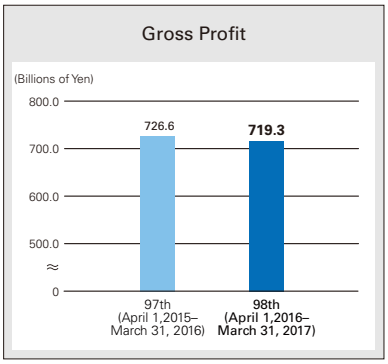
Growth continued to slow down in the Chinese economy, hampered by excess production capacity and debt adjustments, but the slowdown was only gradual due to the large infrastructure investment and the global increase in IT-related demand.

Additionally, among resource exporting countries, there are signs of economic improvement due to a bottoming out in resource and energy prices.
The Japanese economy recovered moderately with exports of electronic parts and automobiles being boosted by strengthening demand from overseas countries, despite private consumption remaining flat because of a rise in prices of fresh food caused by unfavorable weather conditions.
There were large fluctuations in the yen against the U.S. dollar, as the yen appreciated further in the first half of the fiscal year with the United Kingdom's vote to withdraw from the EU, but then shifted to a downward trend in the second half of the fiscal year over expectations for the Trump administration's economic policies.

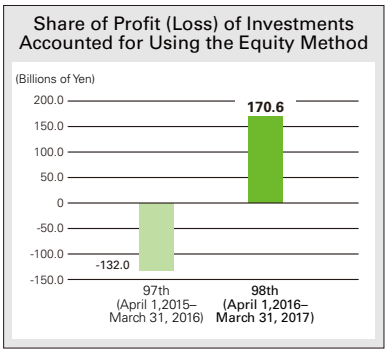
2. Operating results, financial condition, etc.

1. Results of Operations

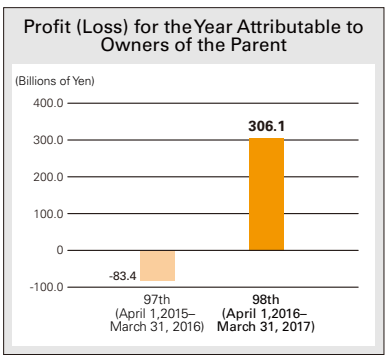
Gross Profit for the year ended March 31, 2017 totaled **¥719.3 billion**, a decline of ¥7.3 billion from the corresponding previous year. The Energy Segment reported a decline mainly due to lower crude oil and gas prices. The Americas Segment reported a decline due to lower methionine prices. Meanwhile, the Mineral & Metal Resources Segment reported an increase due to higher iron ore prices and coal prices.



Share of Profit (Loss) of Investments Accounted for Using the Equity Method for the year ended March 31, 2017 was **¥170.6 billion**, an improvement of ¥302.6 billion from the corresponding previous year. The Mineral & Metal Resources Segment reported an increase due to reversal effect of impairment losses at the copper businesses in Chile and the resource business in Brazil. The Machinery & Infrastructure Segment reported an increase due to the reversal effect of impairment losses in the independent power producer (IPP) businesses and increased interests in the gas distribution business in Brazil. The Energy Segment reported an increase due to reversal effect of impairment losses at an Australian LNG project.



Profit (Loss) for the Year Attributable to Owners of the Parent for the year ended March 31, 2017 totaled **¥306.1 billion**, an improvement of ¥389.5 billion from the corresponding previous year. In addition to the above, the main reasons for the improvement were:



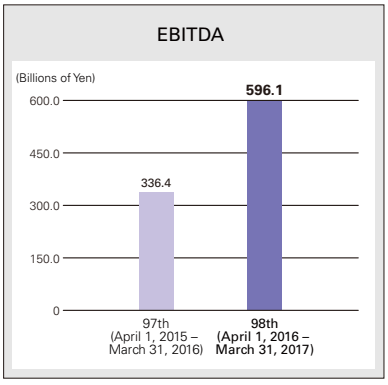
- **Gain on Securities and Other Investments** declined by ¥28.2 billion from the corresponding previous year to **¥65.0 billion**, reflecting a reversal effect of profit in relation to the liquidation of the UK holding company, which managed LNG projects in the Middle East and Africa in an integrated manner, in the previous fiscal year.
- **Impairment Loss of Fixed Assets** was **¥5.7 billion**, an improvement of ¥83.3 billion due to a reversal effect of impairment losses at coal mining operations in Australia, shale oil and gas businesses in the United States, and oil and gas fields in the North Sea in the previous fiscal year.
- **Gain on Disposal or Sales of Fixed Assets** was **¥11.0 billion**, an improvement of ¥22.7 billion reflecting a reversal

effect of retirement loss for oil field interests in the Middle East in the previous fiscal year.

- **Other Income** was **¥9.9 billion**, an improvement of ¥42.0 billion. The Innovation & Corporate Development Segment recorded an improvement of foreign exchange gains (losses) in the commodity derivatives trading business, and exploration expenses decreased, including those recorded at oil and gas producing businesses.
- **Dividend Income** declined by ¥2.8 billion to **¥51.9 billion**. Dividends from LNG projects declined.
- **Income Taxes** increased by ¥43.4 billion to **¥134.6 billion**. Income taxes increased due to an increase in profit before income taxes.

EBITDA(*) increased by ¥259.7 billion to **¥596.1 billion**.

(*) EBITDA is the total of "Gross profit," "Selling, general and administrative expenses," "Dividend income" and "Share of profit (loss) of investments accounted for using the equity method" from the consolidated statements of income and "Depreciation and amortization" from the consolidated statements of cash flows.



Return on Equity (**"ROE"**) for the year ended March 31, 2017 was 8.6%, 10.8 points up from the minus 2.2% recorded in the corresponding previous year.

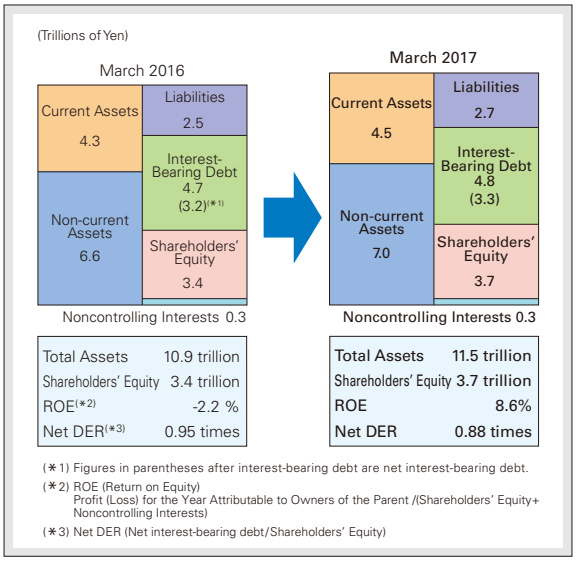
2. Financial Condition and Cash Flows

Financial Condition

Total assets as of March 31, 2017 were **¥11,501.0 billion**, an increase of ¥590.5 billion from the previous fiscal year-end. Of these, non-current assets increased by ¥402.5 billion, due mainly to an increase in investments accounted for using the equity method through new investments and an increase in fair value.

Net interest-bearing debt (interest-bearing debt less cash and cash equivalents and time deposits) increased by ¥67.1 billion to **¥3,282.1 billion. Shareholders' equity**(*) increased by ¥352.5 billion to **¥3,732.2 billion**, due mainly to increases in retained earnings and fair value. As a result, the net debt-to-equity ratio ("Net DER") was 0.88 times, 0.07 points lower than the previous fiscal year-end.

(*) The term "Shareholders' equity" refers to "Total equity attributable to owners of the parent" as shown in the "Consolidated Statements of Financial Position" on page 52.

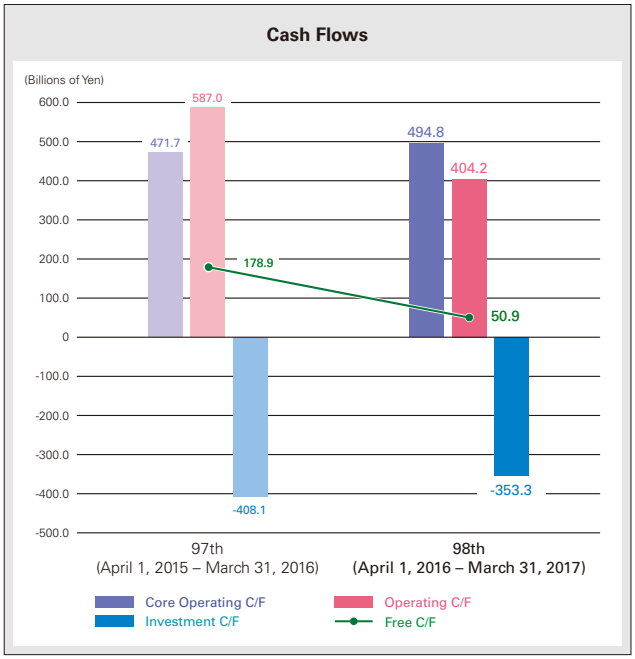


Cash Flows

Net cash provided by operating activities for the year ended March 31, 2017 was **¥404.2 billion**, a decline of ¥182.8 billion from the corresponding previous year. **Core operating cash flow**, excluding the net cash flow from an increase or a decrease in working capital provided by operating activities, was **¥494.8 billion**, an increase of ¥23.1 billion.

Net cash used in investing activities was **¥353.3 billion**, a decline of ¥54.8 billion, owing mainly to new investments. As a result, **free cash flow** – the sum of net cash provided by operating activities and net cash used in investing activities – was a **net inflow of ¥50.9 billion**.

Net cash used in financing activities was **¥50.3 billion**, a decline of ¥0.2 billion from the corresponding previous year.



3. Overview of Operating Segments

The Company develops business activities by structuring its business organization along two axes: products and regions. The product axis comprises headquarters business units, which operate independently under their respective product strategies. Headquarters business units also cooperate horizontally across business units to better deploy the Company's comprehensive strength. The regional axis consists of regional business units, which are staffed by experts in the respective local markets who build close relationships with leading companies in those markets, and are the cornerstone of the Company's global strategy.

These business units are organized into seven product segments, based on the properties and characteristics of the products they handle, and three regional segments. Furthermore, we plan to aggregate the regional segments into the product segments in our disclosures beginning in the next fiscal year.

(1) Results by Operating Segment

Profit (loss) for the year attributable to owners of the parent by operating segments is as follows:

(Billions of Yen)

	Operating Segments	Year ended March 31, 2017	Year ended March 31, 2016	Increase / (Decrease)
Product Segments	Iron & Steel Products	**6.9**	6.3	0.6
	Mineral & Metal Resources	**138.0**	(162.5)	300.5
	Machinery & Infrastructure	**62.1**	18.3	43.8
	Chemicals	**15.5**	18.6	(3.1)
	Energy	**32.6**	(3.9)	36.5
	Lifestyle	**21.8**	(14.9)	36.7
	Innovation & Corporate Development	**13.5**	16.1	(2.6)
Regional Segments	Americas	**25.1**	28.3	(3.2)
	Europe, the Middle East and Africa	**1.9**	3.5	(1.6)
	Asia Pacific	**38.1**	11.6	26.5
	Total	**355.5**	(78.6)	434.1
	All Other	**2.4**	7.4	(5.0)
	Adjustments and Eliminations	**(51.8)**	(12.2)	(39.6)
	Consolidated Total	**306.1**	(83.4)	389.5

Notes :

1. "All Other" principally consisted of the Corporate Staff Unit which provides financing services and operations services to external customers and/or to the companies and affiliated companies.
2. "Adjustments and Eliminations" includes income and expense items that are not allocated to specific operating segments and eliminations of intersegment transactions.
3. During the year ended March 31, 2017, part of the food business and food & retail management business included in the "Lifestyle" segment was transferred to the "Chemicals" segment, and part of the "Americas" segment was transferred to the "Lifestyle" segment. In accordance with this change, the operating segment information for the year ended March 31, 2016 has been restated to conform to the current period presentation.

(2) Overview of Operating Segments

The business activities and results of each operating segment are provided separately below.

(*) "Profit" in this section (2) Overview of Operating Segments means "Profit (Loss) for the Year Attributable to Owners of the Parent."

1) Product Segments

Iron & Steel Products

●Business activities

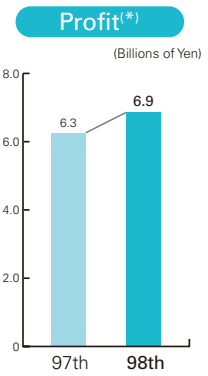
To respond to diverse industrial needs, the segment procures, supplies, sells, and invests in processing and functional logistics businesses of, iron and steel products, both in Japan and in various overseas regions.

●Main factors behind results

In spite of the reversal effect of a one-time positive impact related to sales of equity accounted investees for the previous fiscal year, profit remained mainly unchanged due a one-time positive impact related to sales of equity accounted investees in the current fiscal year.



Automotive stamping component business with Gestamp Automoción S.A.



Mineral & Metal Resources

●Business activities

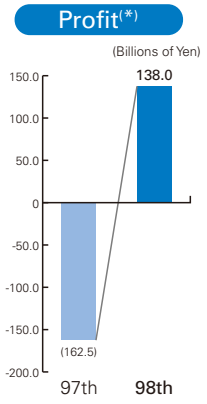
Through business investment, development and trading of ferrous and nonferrous metals and resources, etc., the segment secures and provides a stable supply of resources and materials that are essential to industrial society. The segment is also working toward industrial solutions to environmental problems through resource recycling.

●Main factors behind results

Profit increased due to the reversal effect of impairment losses in the Australian coal businesses and Chile copper businesses in the previous fiscal year and an increase in coal prices and iron ore prices in the Australian coal businesses and Australian iron ore businesses.



West Angelas iron ore mine in Australia



Machinery & Infrastructure

●Business activities

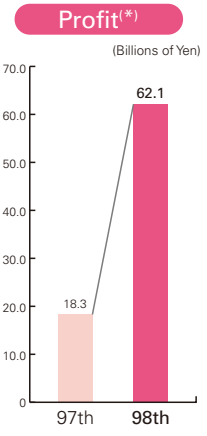
The segment enriches people's daily lives by ensuring a long-term, stable supply of indispensable social infrastructure, including electricity, gas, water, railways, and other logistics infrastructure. The segment invests in businesses engaged in the sale, financing, and leasing, and transport and distribution, of a wide range of machineries used in fields including large-scale plants, marine resource development, shipping, aircraft, automobiles, construction machinery, mining machinery, and industrial machinery.

●Main factors behind results

Profit increased due to the reversal effect of impairment losses in the IPP businesses in the previous fiscal year and increased interests in the gas distribution business in Brazil.



Passenger railway transportation business / Next-generation streetcar system (Brazil)



Chemicals

Business activities

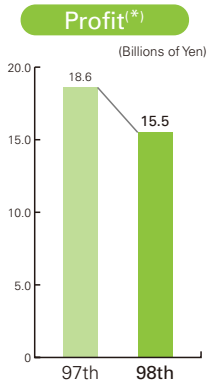
The segment is engaged in a broad range of transactions and investments that contribute to a variety of industries, including new areas like green chemicals, from upstream areas like basic chemicals and fertilizer resources, to downstream areas including functional materials, electronics materials, fertilizers and agrochemicals, and specialty chemicals.

Main factors behind results

While there was an increase in profit in the U.S. methanol business due to full-year plant operations, profit declined due to the reversal effect of gain on the sales of stakes in relation to the basic chemicals business in the previous fiscal year.



Methanol manufacturing business (U.S.)



Energy

Business activities

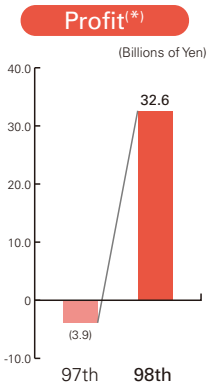
The segment secures and provides a stable supply of energy that is indispensable to industrial society, through investments in businesses involving, and trading of, energy resources such as oil, natural gas/LNG, coal, and nuclear fuel, and in logistics transactions. The segment is also working toward the realization of a low-carbon society through environmental and next-generation energy businesses.

Main factors behind results

While there was a decline in profit due to lower crude oil and gas prices, profit increased due to the reversal effect of impairment losses in oil and gas producing operations in the previous fiscal year.



LNG business/Sakhalin II LNG project (Russia)



Lifestyle

Business activities

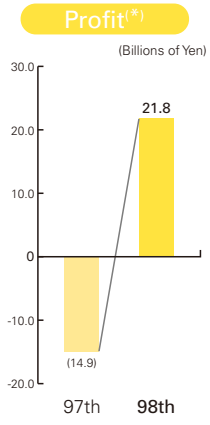
In order to meet a variety of lifestyle needs in response to changes in retail structures and lifestyles, the segment provides value-added products and services, develops businesses and makes investments, in areas including foods and foodstuffs, retail support, medical and health care, fashion, paper resources, and real estate.

Main factors behind results

Profit increased due to the reversal effect of an impairment loss in an origination and merchandising business of agricultural products in Brazil in the previous fiscal year and a gain on the partial sale of shares in IHH Healthcare Berhad, the overseas hospital business company in Malaysia.



EATALY Asia Pacific business (Japan)



Innovation & Corporate Development

●Business activities

While pursuing a range of initiatives aimed at creating next-generation businesses and expanding business fields through the ICT, finance, and logistics businesses, the segment is pioneering strategic projects and new business fields that connect to the evolution of Mitsui's business operations and providing specialized functions across organizations to the Group, thereby promoting initiatives to enhance and expand the company-wide base earnings .

●Main factors behind results

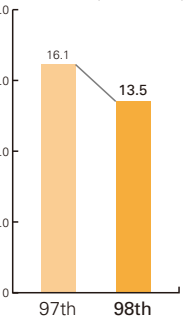
Profit declined due to a decrease in gain on valuation of fair value on shares of the Chinese pharmaceutical development company Hutchison China MediTech.



Farmers Edge's precision agriculture IT solutions business (Canada)

Profit(*)

(Billions of Yen)



2) Regional Segments

Americas

●Business activities

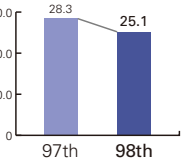
The chief operating officer of the Americas Business Unit oversees a range of activities, mainly at locally incorporated entities in North, Central, and South America.

●Main factors behind results

Profit declined due to a decline of methionine prices at the U.S. feed additive manufacturing and sales company.

Profit(*)

(Billions of Yen)



Europe, the Middle East and Africa

●Business activities

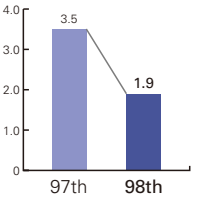
The chief operating officer of the EMEA (Europe, the Middle East, and Africa) Business Unit oversees a range of activities, mainly at locally incorporated entities in Europe, the Middle East, and Africa.

●Main factors behind results

Profits declined due to the effect of exchange rate fluctuations.

Profit(*)

(Billions of Yen)



Asia Pacific

●Business activities

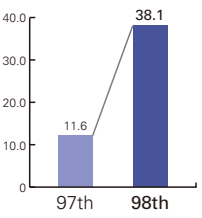
The chief operating officer of the Asia Pacific Business Unit oversees a range of activities, mainly at locally incorporated entities in the Asia Pacific region.

●Main factors behind results

Profit increased due to the reversal effect of impairment losses in the Australian coal businesses in the previous fiscal year and an increase in coal prices and iron ore prices in the Australian coal businesses and Australian iron ore businesses.

Profit(*)

(Billions of Yen)



3. Review of the previous Medium-term Management Plan

Review of the previous Medium-term Management Plan "Challenge & Innovation for 2020 -Demonstrating Mitsui Premium-" announced in May 2014, is outlined below.

(1) Attainment of Quantitative targets

The Company recorded a consolidated net loss for the first time ever due mainly to substantial impairment losses in the fiscal year ended March 31, 2016, amid a much greater than anticipated downturn in the commodities market beginning in the latter half of 2014. With commodity prices having bottomed out in the first half of 2016, financial results in the mineral resources and energy areas recovered, but did not reach initially anticipated levels. On the other hand, the Company also managed to achieve financial results at specified levels with respect to our stable earning business for which we have been enhancing earnings bases, yet those results were insufficient with respect to enabling us to reach our targets for EBITDA (¥1 trillion level) and ROE (10% to 12%) for the fiscal year ended March 31, 2017. In light of these results, we will work to establish an earnings base that can sufficiently weather major changes in the operating environment, under our new Medium-term Management Plan.

(Billions of Yen, Except ROE and Net DER)

	Year ended March 31, 2014 (IFRS)	Year ended March 31, 2017 (IFRS)
EBITDA	819.6	596.1
Profit for the Year Attributable to Owners of the Parent	350.1	306.1
Core Operating Cash Flow	608.9	3 years cumulative 1,600
Net Interest-bearing debt	3,178.8	3,282.1
Shareholders equity	3,815.8	3,732.2
ROE	9.7%	8.6%
Net DER (times)	0.83	0.88

(2) Pursue both "New Investments" and "Shareholder Return" backed by strong cash generation capabilities

Cash flows generated over the entire three years of the previous Medium-term Management Plan are presented in the table shown on the next page.

Core operating cash flow amounted to a net inflow of ¥1.6 trillion, which was below the target of ¥1.8 trillion to ¥2.0 trillion due to the substantial downturn in the commodities market. On the other hand, the total net inflow amounted to ¥2.4 trillion, with asset recycling having generated cash flow of ¥0.8 trillion which was in line with our target of ¥0.7 trillion to ¥0.9 trillion. Investment in existing businesses and projects in the pipeline(*) produced a cash outflow of ¥1.1 trillion, which was below the target of ¥1.5 trillion, due to stringent investment discipline in terms of ongoing efforts geared to reducing investment amounts, modifying timing of investment, and streamlining investment projects. Recurring free cash flow amounted to a net cash inflow of ¥1.3 trillion, which was in line with the target range of ¥1.0 trillion to ¥1.4 trillion due to the reduction in the amount of investment outflow relative to the decrease in core operating cash flow. Meanwhile, we generated positive free cash flow of ¥0.5 trillion, in line with the target, as a result of having allocated ¥0.8 trillion of the aforementioned amount to new investment. We also struck a favorable balance between new investment and shareholder returns with total shareholder returns amounting to ¥375.0 billion, consisting of dividends amounting to ¥327.5 billion and share buyback amounting to ¥47.5 billion.

(*) Projects in which our participation has been decided and announced as of May 2014.

(Trillions of Yen)

	Target in the previous Medium-term Management Plan	3 years cumulative result in the previous Medium-term Management Plan
Core Operating Cash Flow…(1)	+1.8 ~ 2.0	+1.6
Asset Recycling…(2)	+0.7 ~ 0.9	+0.8
Investment in Existing Business and Projects in the pipeline…(3)	-1.5	-1.1
Recurring FCF…(4) = (1)+(2)+(3)	+1.0 ~ +1.4	+1.3
New Investment…(5)	Compatible with Shareholder Return	-0.8
Free Cash Flow…(6) = (4)+(5)	Achieve positive FCF	+0.5
Shareholder Return	Compatible with New Investments	-0.4

(3) Establishing "Key Strategic Domains" in line with our core strengths, Enhance earnings base of "Existing Business" and fully execute "Projects in the pipeline"

In its seven Key Strategic Domains, the Company has been steadily engaging in initiatives to deploy its comprehensive strengths by horizontally linking areas of expertise in its respective operating segments. Moreover, we have been making steady progress in enhancing our existing businesses and carrying out projects in the pipeline, and accordingly anticipate that those efforts will enable us to boost the Company's profitability during the term of the new Medium-term Management Plan, as we draw on these business assets which deliver the quality and competitive strengths necessary to shore up the corporate value of the Company.

Major examples of bolstering profitability

Key Strategic Domains	Examples of bolstering profitability
Hydrocarbon Chain	• Cameron LNG project in US: final investment decision and construction on-going
	• Methanol production business in US: commenced production
	• Expansion of US tank terminal business: Phase-I completed, Phase-II on-going
	• Kipper Gas field in Australia: acquisition of interest
	• Greater Enfield Project (development of Australian oil fields): final investment decision
Mineral resources (urban & underground) and materials	• West Angelas iron ore mine in Australia and Cape Lambert port in Australia: completed expansion
	• Coal mine and rail & port infrastructure project in Mozambique: acquisition of interest
	• Carbon fiber production business in Norway: invested
	• CFRP Intermediate material manufacturing business in South Korea: invested
Food and agriculture	• Novus (feed additive manufacturing and sales) in US: acquisition of newly issued shares and expansion policy decision
	• Monsanto's Latitude® wheat seed treatment fungicide in US: acquired
Infrastructure	• Expansion of natural gas distribution business in Brazil: invested
	• Tanjung Priok Port new container terminal in Indonesia: commenced operations
	• FPSO (Floating production, storage and offloading system for offshore oil and gas): invested and completed
	• IPP business: invested and completed
Mobility	• VLI integrated freight transportation business in Brazil: invested
	• Passenger railway transportation business in UK: invested
	• Truck leasing business in US: invested
	• Gestamp Automoción (Spain) (automotive components business): invested

Medical / Healthcare	• NovaQuest (US pharmaceutical fund): expanded
	• MIMS (Asia Pacific pharmaceutical information service): joint acquisition
	• DaVita (dialysis business) in Asia: invested
	• Columbia Asia group (hospital operations): invested
	• Panasonic Healthcare Holdings (healthcare devices): invested
Lifestyle products and value-added services	• IoT data analysis in US: invested
	• NOCM (Bermuda) reinsurance asset management business: invested
	• CIM real estate asset management business in US: invested

4. Outline of financing and capital expenditure

1. Financing

The basic funding policy of the Company is to secure appropriate liquidity required for our business activities and to maintain financial strength and stability. We procure long-term funds, mostly with maturities of around 10 years, primarily through long-term borrowings from domestic financial institutions, including insurance companies and banks, and the issuance of corporate bonds. In cases where projects require large amounts of financing, we utilize loans from government financing agencies and/or project finance. In addition, overseas and domestic financing subsidiaries and overseas offices procure long-term and short-term borrowings as well as issue commercial papers (short-term corporate bonds) and medium-term notes (medium-term corporate bonds in the euro market) in accordance with their funding needs.

In principle, wholly owned subsidiaries procure funds not from financial institutions outside the Group, but by utilizing our Cash Management Service, in which wholly owned subsidiaries can procure financing from overseas and domestic financing subsidiaries and overseas offices of the Company. Through this service, we are promoting centralization of fund raising and the efficient use of funds.

Interest-bearing debt outstanding as of March 31, 2017, totaled ¥4,801.6 billion, marking an ¥91.1 billion increase from the previous fiscal year-end. Net interest-bearing debt (after subtracting cash and cash equivalents) totaled ¥3,282.1 billion, a ¥67.1 billion increase.

During the year ended March 31, 2017, the Company procured subordinated syndicated loans totaling ¥555.0 billion.

2. Capital Expenditure

Please refer to the "Review of the previous Medium-term Management Plan" on pages 30-32 for information regarding the Group's capital expenditures during the fiscal year under review.

5. Trends in value of group assets and operating results

1. Trends in Value of Assets and Operating Results (Consolidated)

(Millions of Yen, Except Basic Earnings per Share Attributable to Owners of the Parent)

	US GAAP	IFRS			
	Year ended March 31, 2014	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2016	Year ended March 31, 2017
Revenue	5,740,650	5,731,918	5,404,930	4,759,694	4,363,969
Gross Profit	859,932	880,106	845,840	726,622	719,295
Profit (Loss) for the Year Attributable to Owners of the Parent	422,161	350,093	306,490	(83,410)	306,136
Basic Earnings per Share Attributable to Owners of the Parent (Yen)	231.79	192.22	170.98	(46.53)	171.20
Total Equity Attributable to Owners of the Parent	3,586,414	3,815,767	4,099,795	3,379,725	3,732,179
Total Assets	11,001,264	11,491,319	12,202,921	10,910,511	11,501,013

Notes :

1. From the year ended March 31, 2015, consolidated financial statements have been prepared on the basis of International Financial Reporting Standards ("IFRS") pursuant to the provisions of Article 120, Paragraph 1 of the Ordinance on Company Accounting. Also, figures from the year ended March 31, 2014 on the basis of IFRS have been provided for reference purposes.
2. The value of group assets and operating results is shown based on terms used in IFRS. In terms used in accounting principles generally accepted in the United States of America ("US GAAP"), "Net Income (Loss) Attributable to Mitsui & Co., Ltd." is equivalent to "Profit (Loss) for the Year Attributable to Owners of the Parent," "Net Income (Loss) Attributable to Mitsui & Co., Ltd. per Share" is equivalent to "Basic Earnings per Share Attributable to Owners of the Parent," and "Total Mitsui & Co., Ltd. Shareholders' Equity" is equivalent to "Total Equity Attributable to Owners of the Parent."
3. Basic Earnings per Share Attributable to Owners of the Parent was computed based on the average number of shares outstanding during the fiscal year.
4. Figures less than ¥1.0 million and figures less than ¥1/100 (in the case of Basic Earnings per Share Attributable to Owners of the Parent) are rounded.

2. Trends in Value of Assets and Operating Results (Non-Consolidated)

(Millions of Yen, Except Net Income (Loss) per Share)

	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2016	Year ended March 31, 2017
Sales	4,597,257	4,413,063	3,949,904	3,742,174
Net Income (Loss)	220,470	349,085	(54,100)	153,173
Net Income (Loss) per Share (Yen)	121.02	194.71	(30.18)	85.65
Net Assets	1,433,627	1,655,842	1,556,111	1,631,739
Total Assets	5,167,617	5,581,899	5,439,153	5,850,180

Notes :

1. Net Income (Loss) per Share was computed based on the average number of shares outstanding during the fiscal year.
2. Figures less than ¥1.0 million are rounded down and figures less than ¥1/100 (in the case of Net Income (Loss) per Share) are rounded.

6. Key issues to address

1. New Medium-term Management Plan "Driving Value Creation"

(1) Company Vision

We established a new medium-term management plan entitled "Driving Value Creation." As a "group that incubates and develops new businesses," Mitsui creates new value enlisting a diverse pool of talented professionals equipped with varied and abundant qualities and capabilities across the entire Group in efforts that take the initiative to create new business and actively leverage Mitsui Group's comprehensive strengths and global network with outstanding business partners and customers. The notion of "Driving Value Creation" involves hastening the Company's growth through ongoing efforts to create such value.

Conceptual image:



(2) Quantitative Targets for the Year Ending March 31, 2020

In the final year of the new Medium-term Management Plan, the fiscal year ending March 31, 2020, we aim to achieve profit for the year of ¥440.0 billion and core operating cash flow of ¥630.0 billion, thereby increasing ROE to 10%.

Profit for the year	Core operating cash flow	ROE
¥440bn (Year to March 2020)	**¥630bn** (Year to March 2020)	**10%** (Year to March 2020)
¥306.1bn (Year to March 2017)	¥494.8bn (Year to March 2017)	8.6% (Year to March 2017)

(3) Four Key Initiatives

We will establish a profit base capable of weathering changes and risks in the business environment, taking results of the previous Medium-term Management Plan into account. To that end, we must dynamically allocate our limited business resources in a manner geared to growth areas where the strengths of the Company lie. We also need to steadily carry out business activities amid drastic changes, and must accordingly further strengthen the business foundations which help support such efforts. As such, we have established four key initiatives to address these challenges, as follows.

i. Strengthen existing businesses, build robust profit base

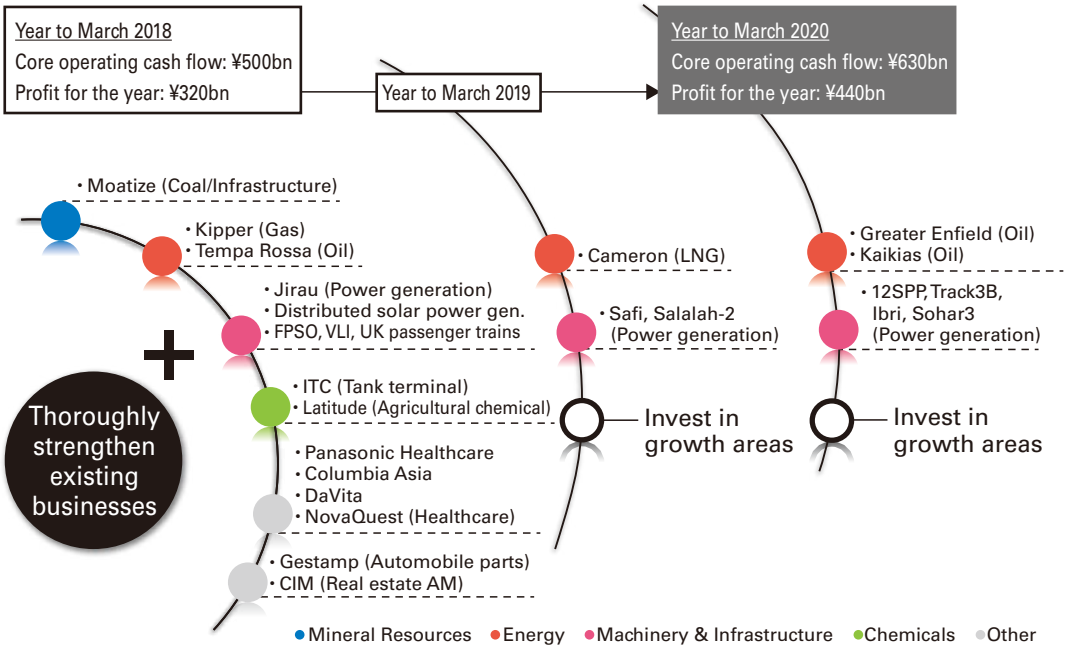
The new Medium-term Management Plan sets forth three core areas — Resources and Energy, Machinery & Infrastructure, and Chemicals. Those overwhelmingly constitute key areas of the Company's business, and as such are expected to generate some 90% of its overall core operating cash flow over the three-year plan period. In Resources and Energy, we are engaging in projects that have strong capacity for generating cash even amid a scenario of low commodity prices as a result of undertaking combined reinforcement of the three key strengths: reserves, output, and cost reduction. In Machinery & Infrastructure as well as in Chemicals, we are achieving growth with respect to our profit pillars drawing on the successes of various initiatives running up to the end of the previous Medium-term Management Plan. Going forward, we will further add assets through bolt on acquisitions in our areas of strength, thereby enhancing our sound business projects.

[Core areas]

	Resources & Energy	Machinery & Infrastructure	Chemicals
Main businesses	Iron Ore, Oil & Gas	Power generation, Marine energy, Gas distribution, Automobiles, Shipping, Railroads	Feed additives/Agricultural chemicals, Functional materials, Tank terminals, Chemical products manufacture and trading

We are also moving forward with efforts to fully realize value from projects with potential value yet to be demonstrated. In addition, we will hasten portfolio replacements of projects on the basis of having performed accurate assessment of project cycles taking changes in the external business environment into account. We will also persist with efforts to strengthen our trading business. With respect to our 'selling power' under trading business, long one of the Company's key capabilities, we will further enhance our networks with our partners and customers through our high added-value trading capabilities and seek more extensive opportunities for value creation.

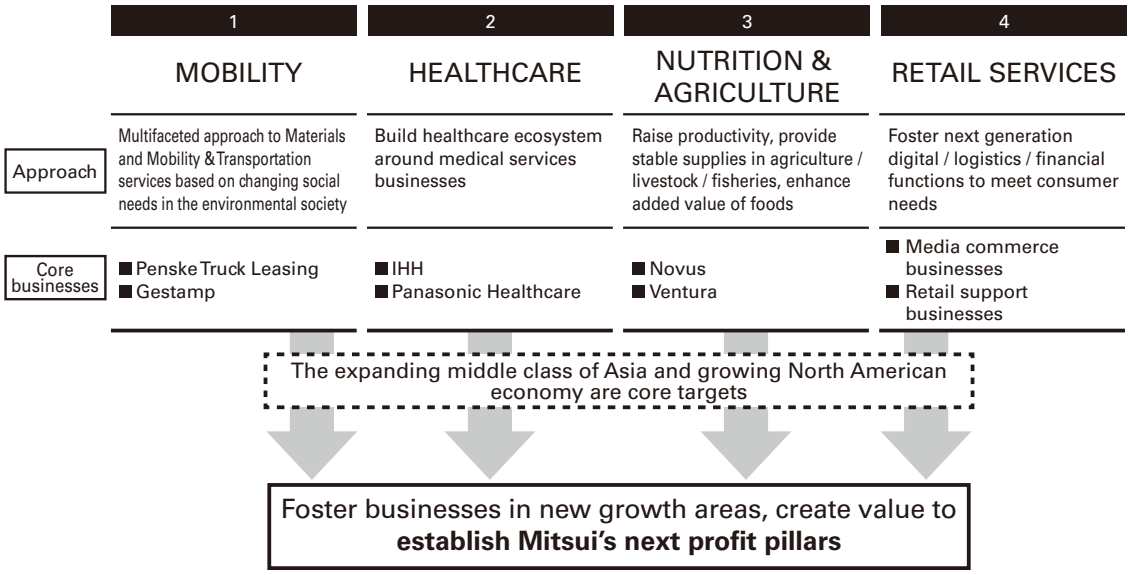
We will work to achieve our quantitative targets by steadily launching business with respect to the premium-quality projects amassed during the term of the previous Medium-term Management Plan shown in the illustration below.



ii. Establish selected new growth areas

We will dynamically allocate our business resources in four growth areas with potential to leverage strengths of the Company based on the medium-term outlook for the business environment. In the Mobility area, we are engaging in multifaceted approach to materials and mobility & transportation services based on changing social needs in the environmental society. In the Healthcare area, we aim to create a healthcare ecosystem that is tailored to handling growing social needs particularly in Asia with respect to diabetes and other lifestyle diseases. In the Nutrition & Agriculture area we are engaging in efforts that involve raising productivity and providing stable supplies in agriculture, livestock and fisheries, and enhancing added value of foods, with the aim of addressing mounting interest in food and agriculture amid demographic and lifestyle changes. In the Retail Services area, we are fostering businesses for the next generation leveraging the latest digital, logistical and financial functions, partially with the aim of addressing consumer needs amid an environment of growing influence of diverse consumers worldwide and increasing consumer-specific preferences. In these growth areas, we will create new forms of value drawing on already existing Company strengths, to accordingly establish the Mitsui's next profit pillars.

[Growth areas]



iii. Stronger focus on cash flow management; Strengthen financial base

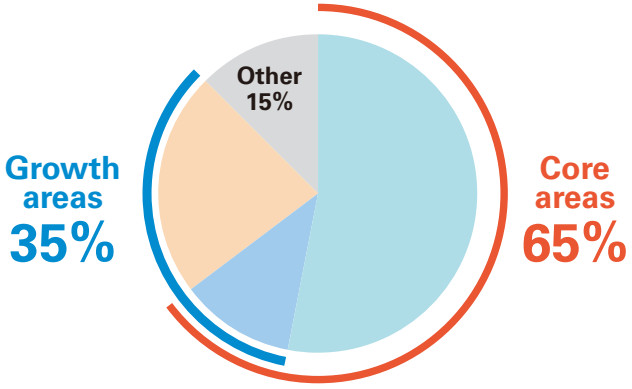
We will focus more on cash flow management under the new Medium-term Management Plan, following on our key initiatives in that regard under the previous Medium-term Management Plan. First off, we will establish a minimum total dividend amount, calculated on the basis of a core operating cash flow amount such that is possible to generate in a stable manner. We will also attempt to strengthen our financial foundations, thereby managing levels of interest-bearing debt through efforts geared to bringing about positive free cash flow after furnishing shareholder returns, over the three-year period on a cumulative basis. Depending on business circumstances at any given time, free cash flow that remains after deducting the minimum dividend payment will be allocated to providing additional shareholder returns, repaying interest-bearing debt, and undertaking additional investments. In carrying out such cash flow management practices, we will take steps geared to maintaining our current A-grade rating from credit rating agencies and achieving sustainable improvement in that regard.

On the basis of the aforementioned policies, outlook for cash flow allocations is as follows.

		3 years cumulative (FY2018- FY2020)
Cash-In	Core operating CF・・・①	¥1,700bn
	Asset recycling・・・②	¥700bn
Cash-Out	Investment・・・③	-¥1,700bn to -¥1,900bn
	Minimum dividend・・・④	-¥300bn
FCF after minimum dividend・・・①+②+③+④		¥200bn to ¥400bn

Additional shareholder returns | Debt repayment | Additional investment

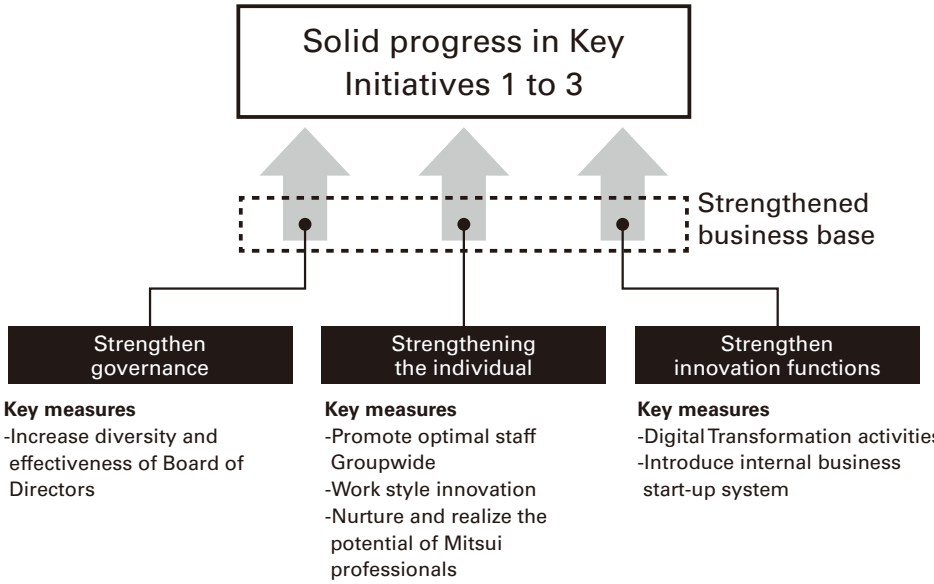
When it comes to investment, we will stringently select and conduct projects in accord with the first two key initiatives (i. and ii.), in a manner that continues to ensure strict investment discipline. As for allocating investment, around 65% of investment funds are to be allocated to core areas with the aim of maintaining and strengthening our ability to generate strong core operating cash flow, and around 35% of investment funds are to be allocated to growth areas with the aim of building Mitsui's next profit pillars.



There is some overlap between the core areas of Machinery & Infrastructure and Chemicals, and the growth areas of Mobility and Nutrition/Agriculture

iv. Enhance Governance, Personnel and Innovation functions

We are taking steps to enhance our governance, personnel and innovation functions given the need to establish business foundations that provide solid support in order for the Company to engage in sound business activities and steadily take on key initiatives of management. As for governance, we will continue working to increase the diversity of the Board of Directors and enhance its effectiveness. Regarding personnel, we will move forward with initiatives to place individual employees from among the diverse pool of talented professionals of the Mitsui Group who we deem as best suited to a job in correspondingly appropriate employment positions. With respect to innovation functions, we will enhance our competitive strengths, heighten productivity and accelerate business model reforms by actively promoting a digital transformation with our sights set on major opportunities involving rapid advances in technology.



(4) Profit Distribution Policy

Our profit distribution policy has been resolved as follows at the Board of Directors through discussion in which external directors were also involved:

- In order to increase corporate value and maximize shareholder value, we seek to maintain an optimal balance between (a) meeting investment demand in our core and growth areas through re-investments of our retained earnings, and (b) directly providing returns to shareholders by paying out cash dividends.
- In addition to the above, in relation to share buyback toward improving capital efficiency, we judge that the decision by the Board of Directors in a prompt and flexible manner as needed concerning its timing and amount by taking into consideration of the business environment such as, future investment activity trends, free cash flow and interest-bearing debt levels, and return on equity, continues to contribute to enhancement of corporate value.

For the period of the new Medium-term Management Plan, we have established a target minimum annual dividend amount of ¥100 billion, based on our assessment of achievable stable core operating cash flow, with the aim of ensuring a certain level of return to shareholders regardless of changes in the external environment. While our principal intention is to steadily increase dividends through improvements in corporate performance, we will also consider flexible ways to address shareholder compensation, provided that sufficient retained earnings is secured for future business development.

For the year ending March 31, 2018, we currently envisage an annual dividend of ¥60 per share (a ¥5 increase from the year ended March 31, 2017) taking into consideration core operating cash flow and profit for the year attributable to owners of the parent as well as stability and continuity of the amount of dividend.

2. Forecasts for the Year Ending March 31, 2018

Our forecasts for the year ending March 31, 2018 are as follows:

(Billions of Yen)

	Year ending March 31, 2018 (Forecast)	Year ended March 31, 2017 (Result)	Change
Gross Profit	770.0	719.3	50.7
Share of Profit (loss) of Investments Accounted for Using the Equity Method	220.0	170.6	49.4
Profit for the Year Attributable to Owners of the Parent	320.0	306.1	13.9
Core Operating Cash Flow	500.0	494.8	5.2

Note : The above forecast is based on an exchange rate assumption of ¥110/US$ (¥108.89/US$ for the year ended March 31, 2017) and a crude oil price assumption of US$53/barrel (US$44/barrel for the year ended March 31, 2017).

Gross profit for the year ending March 31, 2018 is expected to be ¥770.0 billion, reflecting higher crude oil, gas and iron ore prices. Selling, general and administrative expenses is expected to be ¥570.0 billion, mainly reflecting an increase in personnel and other expenses. Gain on investments, fixed assets and other is expected to be ¥30.0 billion and interest expenses is expected to be ¥30.0 billion, and dividend income is expected to be ¥60.0 billion. Share of profit (loss) of investments accounted for using the equity method is expected to be a profit of ¥220.0 billion primarily due to asset recycling and higher crude oil and gas prices. Income taxes are forecasted to be ¥140.0 billion due to an increase in profit before income taxes.

As a result, profit for the year attributable to owners of the parent is expected to be ¥320.0 billion, and core operating cash flow is forecasted to be ¥500.0 billion.

II. Corporate Outline

1. Principal group business (As of March 31, 2017)

The Group is engaged in its business through product segments of Business Units as well as regional segments of overseas offices and local subsidiaries, both of which form the operating segments. Along with its domestic and overseas affiliated companies, the Group is engaged in the sale, import, export, and international trading of various products from the Iron & Steel Products, Mineral & Metal Resources, Machinery & Infrastructure, Chemicals, Energy, Lifestyle, and Innovation & Corporate Development Business areas. The Group also provides a diversified range of services, including manufacturing, transport, and financial services as well as the development of natural resources and investment in operations.

2. Principal group offices (As of March 31, 2017)

The Company has 11 domestic offices and branches in Japan in addition to its head office and 126 branches and trading subsidiaries overseas. The principal entities are as follows :

■ **Head Office**	Chiyoda-ku, Tokyo
■ **Domestic Offices and Branches**	Hokkaido Office (Sapporo), Tohoku Office (Sendai), Chubu Office (Nagoya), Osaka Office, Chugoku Office (Hiroshima), Kyushu Office (Fukuoka), Niigata Branch, Hokuriku Branch (Toyama), Shikoku Branch (Takamatsu)
■ **Overseas: Trading Subsidiaries**	MITSUI & CO. (U.S.A.), INC. MITSUI & CO. EUROPE PLC (United Kingdom) MITSUI & CO. (ASIA PACIFIC) PTE. LTD. (Singapore)

Note : For information regarding the status of important subsidiaries and equity accounted investees, as well as the number of consolidated subsidiaries, including overseas offices, and equity accounted investees, see "Principal subsidiaries" on page 43.

3. Shares of Mitsui & Co., Ltd. (As of March 31, 2017)

- **Number of shares authorized:** 2,500,000,000 shares
- **Number of shares outstanding:** 1,796,514,127 shares (including 32,456,869 shares of treasury stock)
- **Number of shareholders:** 329,308 shareholders

Note : During this fiscal year under review, the Company purchased its own shares as follows:
- Repurchase: 28,000,000 of its own shares at a total amount of ¥47,460,000,000 through brokerages on the Tokyo Stock Exchange Trading Network Off-Auction Own Share Repurchase Trading System.
- Purchase: 692,422 shares held by untraceable shareholders as treasury stock at a total amount of ¥1,173,655,290.

4. Principal shareholders (As of March 31, 2017)

Name of Shareholder	Investment in the Company	
	Number of shares (thousands)	Investment ratio (%)
The Master Trust Bank of Japan, Ltd. (trust account)	134,968	7.65
Japan Trustee Services Bank, Ltd. (trust account)	96,733	5.48
Nippon Life Insurance Company	35,070	1.98
Japan Trustee Services Bank, Ltd. (trust account 9)	33,198	1.88
Japan Trustee Services Bank, Ltd. (trust account 5)	32,787	1.85
Sumitomo Mitsui Banking Corporation	25,667	1.45
Japan Trustee Services Bank, Ltd. (trust account 7)	24,424	1.38
Japan Trustee Services Bank, Ltd. (trust account 1)	24,236	1.37
Japan Trustee Services Bank, Ltd. (trust account 2)	24,025	1.36
STATE STREET BANK WEST CLIENT – TREATY 505234	23,739	1.34

Notes :

1. The number of shares is rounded down to the nearest thousand.
2. Although the Company holds 32,456,869 shares of treasury stock, it is excluded from the above list of principal shareholders. The investment ratios are calculated excluding treasury stock.

5. Group employees

(Persons)

Operating Segment	Total Number of Company and Subsidiary Employees		Total Number of Company Employees	
	As of March 31, 2016	As of March 31, 2017	As of March 31, 2016	As of March 31, 2017
Iron & Steel Products	1,519	1,374	327	321
Mineral & Metal Resources	429	440	245	245
Machinery & Infrastructure	16,172	15,497	788	791
Chemicals	2,274	2,658	569	598
Energy	764	724	420	378
Lifestyle	9,778	10,466	808	824
Innovation & Corporate Development	3,571	3,398	406	398
(Other)	3,121	3,067	1,819	1,809
Americas	3,829	2,457	230	217
Europe, the Middle East and Africa	874	964	158	164
Asia Pacific	1,280	1,271	236	226
Total (Compared with Year Ended March 31, 2016)	43,611	42,316 (-1,295)	6,006	5,971 (-35)

Notes :

1. The above employee figures do not include temporary staff, seconded staff, or part-time staff, but the total numbers of Company employees include reemployed contract employees.
2. Employees at locally incorporated companies and their consolidated subsidiaries in China, Taiwan, South Korea, and the CIS region, which report directly to headquarter business units, and headquarter employees working in these regions, are included in "Other."

6. Principal sources of borrowings (As of March 31, 2017)

(Millions of Yen)

Source of Borrowings	Amount Borrowed by the Company
Meiji Yasuda Life Insurance Company	251,000
Sumitomo Mitsui Banking Corporation	246,247
Nippon Life Insurance Company	239,000
The Bank of Tokyo-Mitsubishi UFJ, Ltd.	234,038
Japan Bank for International Cooperation	192,485
Sumitomo Mitsui Trust Bank, Limited	189,115
The Dai-Ichi Life Insurance Company, Limited	183,000
Mitsui Life Insurance Company Limited	157,000

Note : Amounts are rounded down to the nearest ¥1 million.

7. Principal subsidiaries

1. Principal Subsidiaries and Equity Accounted Investees (As of March 31, 2017)

Subsidiary (S)/ Equity Accounted Investees (E)	Operating Segment	Capital	Percentage owned by Mitsui & Co.,Ltd.	Main Business
Mitsui & Co. Steel Ltd. (Japan) (S)	Iron & Steel Products	¥10,299 million	100	Sales of architectural, lumber and building materials
Mitsui Iron Ore Development Pty. Ltd. (Australia) (S)	Mineral & Metal Resources	A$20,000 thousand	100 (100)	Production and sales of Australian iron ore
Valepar S.A. (Brazil) (E)	Mineral & Metal Resources	R$14,132,725 thousand	18.2	Investment in Brazilian natural resources company Vale
Oriente Copper Netherlands B.V. (Netherlands) (S)	Mineral & Metal Resources	US$528,000 thousand	100	Investment and loan in copper business in Chile through Inversiones Mineras Acrux SpA
PT. Bussan Auto Finance (Indonesia) (S)	Machinery & Infrastructure	IDR353,571,000 thousand	70 (11.7)	Retail finance for Yamaha motorcycles in Indonesia
P.T. Paiton Energy (Indonesia) (E)	Machinery & Infrastructure	US$424,740 thousand	45.5 (45.5)	Power generation in Indonesia
MMTX Inc. (United States) (S)	Chemicals	US$254,100 thousand	100 (100)	Investments in, and business management of methanol producing businesses
Mitsui & Co. Plastics Ltd. (Japan) (S)	Chemicals	¥626 million	100	General wholesaler mainly handling synthetic resins
Mitsui Sakhalin Holdings B.V. (Netherlands) (S)	Energy	US$227,445 thousand	100	Investment in Sakhalin Energy Investment
Mitsui Oil Exploration Co., Ltd. (Japan) (S)	Energy	¥33,133 million	74.3	Exploration, development and sales of oil and natural gas resources
Japan Australia LNG (MIMI) Pty. Ltd. (Australia) (E)	Energy	US$2,604,286 thousand	50 (50)	Exploration, development and sales of oil and natural gas resources
MITSUI FOODS CO., LTD. (Japan) (S)	Lifestyle	¥12,031 million	100	Wholesale of food products
MBK Healthcare Partners Limited (United Kingdom) (S)	Lifestyle	S$1,238,685 thousand	100	Investment in IHH Healthcare Bhd.
JA MITSUI LEASING, LTD. (Japan) (E)	Innovation & Corporate Development	¥32,000 million	31.4	Leasing business
Novus International, Inc. (United States) (S)	Americas	US$175,000 thousand	80 (80)	Manufacture and sales of feed additives

Notes :
1. The companies listed above are the major subsidiaries and equity accounted investees of the main operating segments.
2. The figures in brackets represent indirect ownership through other subsidiaries.
3. The figures for capital have been rounded.

2. Number of Subsidiaries and Equity Accounted Investees

The number of subsidiaries and equity accounted investees as of March 31, 2017, and for the previous three years, is as follows:

(Number of Companies)

	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2016	Year ended March 31, 2017
Subsidiaries	272	279	275	268
Equity accounted investees	154	166	187	201

Note: The numbers in the table above do not include the companies, which are sub-consolidated or accounted for under the equity method by subsidiaries other than trading subsidiaries.

8. Senior company officers and audit & supervisory board members

1. Directors and Audit & Supervisory Board Members (As of March 31, 2017)

Title	Name	Principal Position(s)	Significant Concurrent Position(s) Held in Other Organizations
Representative Director, Chairman of the Board of Directors	Masami Iijima		External Director, Ricoh Company, Ltd.
Representative Director, President and Chief Executive Officer	Tatsuo Yasunaga	Chief Executive Officer	
Representative Director	Shintaro Ambe	Infrastructure Projects Business Unit; Integrated Transportation Systems Business Unit; Energy Business Unit I; Energy Business Unit II	
Representative Director	Motomu Takahashi	Iron & Steel Products Business Unit; Mineral & Metal Resources Business Unit; Healthcare & Service Business Unit; Consumer Business Unit	
Representative Director	Hiroyuki Kato	Chief Information Officer; Chief Privacy Officer; Corporate Staff Unit (Corporate Planning & Strategy Division, Investment Administrative Division, Information Technology Promotion Division, Regional Business Promotion Division, Corporate Communications Division, Environmental • Social Contribution Division, Business Supporting Unit (Each Planning & Administrative Division)); Domestic Offices and Branches; Business Innovation & Incubation; Environmental Matters	
Representative Director	Yoshihiro Hombo	Basic Materials Business Unit; Performance Materials Business Unit; Nutrition & Agriculture Business Unit; Food Business Unit; Food & Retail Management Business Unit	
Representative Director	Makoto Suzuki	Chief Compliance Officer; Corporate Staff Unit (Secretariat, Audit & Supervisory Board Member Division, Human Resources & General Affairs Division, Legal Division, Trade & Logistics Control Division, Corporate Logistics Development Division, New Head Office Building Development Department); BCM (Business Continuity Management); New Headquarter Project	
Representative Director	Keigo Matsubara	Chief Financial Officer; Corporate Staff Unit (CFO Planning & Administrative Division, Global Controller Division, Finance Division, Risk Management Division, Investor Relations Division, Business Supporting Unit (Financial Management & Advisory Division I, II, III, IV))	
Representative Director	Shinsuke Fujii	IT & Communication Business Unit; Corporate Development Business Unit	
Director	Ikujiro Nonaka		Hitotsubashi University Professor Emeritus Trend Micro Incorporated External Director

Title	Name	Principal Position(s)	Significant Concurrent Position(s) Held in Other Organizations
Director	Toshiro Muto		Daiwa Institute of Research Ltd. Chairman The Tokyo Organising Committee of the Olympic and Paralympic Games CEO (Chief Executive Officer) and Director General
Director	Izumi Kobayashi		ANA HOLDINGS INC. External Director Suntory Holdings Limited External Director (retired on March 27, 2017) Japan Broadcasting Corporation Governor
Director	Jenifer Rogers		NEW Asurion Asia Pacific Japan LLC General Counsel Asia
Director	Hirotaka Takeuchi		Hitotsubashi University Professor Emeritus Harvard Business School Professor Daiwa Securities Group Inc. External Director GreenPeptide Co., Ltd. External Director
Audit & Supervisory Board Member	Joji Okada		
Audit & Supervisory Board Member	Takashi Yamauchi		
Audit & Supervisory Board Member	Hiroyasu Watanabe		NOMURA Co., Ltd. External Audit & Supervisory Board Member Japan Petroleum Exploration Co., Ltd. External Audit & Supervisory Board Member
Audit & Supervisory Board Member	Haruka Matsuyama		Attorney at Law T&D Holdings, Inc. External Director Mitsubishi UFJ Financial Group, Inc. External Director VITEC HOLDINGS CO.,LTD. External Director
Audit & Supervisory Board Member	Hiroshi Ozu		Attorney at Law TOYOTA MOTOR CORPORATION External Audit & Supervisory Board Member Shiseido Company, Limited External Audit & Supervisory Board Member

Notes :

1. Directors Ikujiro Nonaka, Toshiro Muto, Izumi Kobayashi, Jenifer Rogers, and Hirotaka Takeuchi are External Directors, and the Company has submitted filings with the domestic financial instruments exchanges on which it is listed designating all five individuals as independent Directors. Audit & Supervisory Board Members Hiroyasu Watanabe, Haruka Matsuyama, and Hiroshi Ozu are External Audit & Supervisory Board Members, and the Company has submitted filings with the domestic financial instruments exchanges on which it is listed designating all three individuals as independent Audit & Supervisory Board Members. For information regarding the criteria of independence for External Directors or External Audit & Supervisory Board Members ("External Officers") set by the Company, please refer to page 19-20.
2. The Company has entered into agreements with the respective External Directors and respective Audit & Supervisory Board Members pursuant to Article 427, Paragraph 1 of the Companies Act of Japan, to limit their liability under Article 423, Paragraph 1 of the Companies Act of Japan, to the minimum amount of liability as stipulated in Article 425, Paragraph 1 of the Companies Act of Japan.
3. Full-time Audit & Supervisory Board Member Joji Okada as formerly General Manager of the Global Controller Division, Deputy CFO (Chief Financial Officer), and CFO of the Company, has considerable expertise in finance and accounting. Audit & Supervisory Board Member Hiroyasu Watanabe as formerly a Commissioner of the National Tax Agency of the Ministry of Finance Japan, and as a professor at the Graduate School of Finance, Accounting & Law of Waseda University, has considerable expertise in finance and accounting.
4. There is no special interest between the organizations at which the External Directors and External Audit & Supervisory Board Members are concurrently posted and the Company that would interfere with or raise problems with regard to their performance of their duties as External Directors or External Audit & Supervisory Board Members. Although there are certain businesses between the Company and the organizations the External Officers belong to as shown below, the Company has determined that there is nothing that would affect the independence of these External Officers.
   ① The Company paid training costs related to human resource development to Nonaka Institute of Knowledge, where Director Ikujiro Nonaka has served as a representative director since May 2009, but the yearly amount paid in each of the last three (3) fiscal years was below the standard amount for remuneration provided to consultants and other individuals providing professional services established by the Company's criteria of independence for External Officers (¥10 million).
   ② The Company paid membership fees and made donations to the Japan Association of Corporate Executives, where Director Izumi Kobayashi has served as Vice Chairperson since April 2015, but the yearly amount paid in each of the last three (3) fiscal years was below the standard amount for donations and aid funds established by the Company's criteria of independence for External Officers (¥10 million).
   ③ The Company paid advisory remuneration and training costs related to human resource development to t-lab Co., Ltd., where Director Hirotaka Takeuchi has served as a Director since June 2013, but the yearly amount paid in each of the last three (3) fiscal years was below the standard amount for remuneration provided to consultants and other individuals providing professional services established by the Company's criteria of independence for External Officers (¥10 million). Furthermore, the Company made donations and paid contracting fees for human resource development and academic fees for researchers to Harvard Business School, where Director Hirotaka Takeuchi has served as a professor since July 2010, but the yearly amount of the Company's donations made in each of the last three fiscal years was below the standard amount for donations and aid funds established by the Company's criteria of independence for External Officers (¥10 million), and the yearly amount paid including donations was less than 1% of Harvard Business School's annual revenue.
5. A nephew of Director Hirotaka Takeuchi is an employee of the Company (managerial post).

2. Executive Officers (As of April 1, 2017)

* Serves concurrently as Director

	Title	Name	Principal Position(s) / Areas Overseen
*	President and Chief Executive Officer	Tatsuo Yasunaga	CEO (Chief Executive Officer)
*	Executive Vice President	Hiroyuki Kato	Iron & Steel Products Business Unit; Mineral & Metal Resources Business Unit; Energy Business Unit I; Energy Business Unit II
*	Executive Vice President	Yoshihiro Hombo	Basic Materials Business Unit; Performance Materials Business Unit; Nutrition & Agriculture Business Unit; Food Business Unit; Food & Retail Management Business Unit
*	Executive Vice President	Makoto Suzuki	CCO (Chief Compliance Officer); Corporate Staff Unit (Secretariat, Audit & Supervisory Board Member Division, Human Resources & General Affairs Division, Legal Division, Corporate Logistics Division, New Head Office Building Development Department); BCM (Business Continuity Management); New Headquarter Project
	Executive Vice President	Satoshi Tanaka	CAO (Chief Administrative Officer); CIO (Chief Information Officer); CPO (Chief Privacy Officer); Corporate Staff Unit (Corporate Planning & Strategy Division, Investment Administrative Division, Information Technology Promotion Division, Regional Business Promotion Division, Corporate Communications Division, Environmental • Social Contribution Division, Business Supporting Unit (Each Planning & Administrative Division)); Domestic Offices and Branches; HQ Overseen Region; Business Innovation & Incubation; Environmental Matters
	Senior Executive Managing Officer	Atsushi Kume	COO (Chief Operating Officer) of EMEA (Europe, the Middle East and Africa) Business Unit
	Senior Executive Managing Officer	Takeshi Kanamori	Chief Representative of Mitsui & Co.,Ltd., in China
	Senior Executive Managing Officer	Yasushi Takahashi	COO (Chief Operating Officer) of Americas Business Unit
*	Senior Executive Managing Officer	Keigo Matsubara	CFO (Chief Financial Officer); Corporate Staff Unit (CFO Planning & Administrative Division, Global Controller Division, Finance Division, Risk Management Division, Investor Relations Division, Business Supporting Unit (Financial Management & Advisory Division I, II, III, IV))
*	Senior Executive Managing Officer	Shinsuke Fujii	Healthcare & Service Business Unit; Consumer Business Unit; Corporate Development Business Unit
	Senior Executive Managing Officer	Taku Morimoto	COO (Chief Operating Officer) of Asia Pacific Business Unit
	Executive Managing Officer	Yasuyuki Fujitani	COO (Chief Operating Officer) of Corporate Development Business Unit
	Executive Managing Officer	Nobuaki Kitamori	Infrastructure Projects Business Unit; Integrated Transportation Systems Business Unit I; Integrated Transportation Systems Business Unit II; IT & Communication Business Unit; Digital Transformation
	Executive Managing Officer	Motoo Ono	General Manager of Human Resources & General Affairs Division
	Executive Managing Officer	Yukio Takebe	Chairman & CEO (Chief Executive Officer) of Mitsui & Co.(Australia) Ltd.
	Executive Managing Officer	Shinsuke Kitagawa	General Manager of Osaka Office
	Executive Managing Officer	Noboru Katsu	COO (Chief Operating Officer) of Iron & Steel Products Business Unit
	Executive Managing Officer	Takakazu Uchida	General Manager of Finance Division

Title		Name	Principal Position(s) / Areas Overseen
	Executive Managing Officer	Hiromichi Yagi	Chief Representative of Mitsui & Co., Ltd. in South West Asia
	Executive Managing Officer	Shinichiro Omachi	COO (Chief Operating Officer) of Mineral & Metal Resources Business Unit
	Executive Managing Officer	Hiroyuki Tsurugi	COO (Chief Operating Officer) of Energy Business Unit I
	Executive Managing Officer	Hirotatsu Fujiwara	COO (Chief Operating Officer) of Energy Business Unit II
	Executive Managing Officer	Kenichi Hori	COO (Chief Operating Officer) of Nutrition & Agriculture Business Unit
	Managing Officer	Shingo Sato	COO (Chief Operating Officer) of Integrated Transportation Systems Business Unit I
	Managing Officer	Katsurao Yoshimori	COO (Chief Operating Officer) of Basic Materials Business Unit
	Managing Officer	Osamu Toriumi	General Manager of Internal Auditing Division
	Managing Officer	Shin Hatori	General Manager of Nagoya Office
	Managing Officer	Shinji Tsuchiya	President of Mitsui & Co. (Brasil) S.A.
	Managing Officer	Hiroshi Meguro	Deputy CAO (Chief Administrative Officer) (HQ Overseen Region)
	Managing Officer	Kimiro Shiotani	General Manager of Global Controller Division
	Managing Officer	Miki Yoshikawa	COO (Chief Operating Officer) of Food Business Unit
	Managing Officer	Yoshio Kometani	COO (Chief Operating Officer) of Infrastructure Projects Business Unit
	Managing Officer	Toshiaki Maruoka	Chief Representative of Mitsui & Co., Ltd. in CIS
	Managing Officer	Motoaki Uno	President & CEO (Chief Executive Officer) of P.T. Mitsui Indonesia
	Managing Officer	Koji Nagatomi	COO (Chief Operating Officer) of Healthcare & Service Business Unit
	Managing Officer	Kohei Takata	General Manager of Planning & Administrative Division (Food & Services)
	Managing Officer	Sayu Ueno	General Manager of Corporate Planning & Strategy Division
	Managing Officer	Yumi Yamaguchi	President & CEO (Chief Executive Officer) of Mitsui Global Strategic Studies Institute
	Managing Officer	Masaki Saito	COO (Chief Operating Officer) of IT & Communication Business Unit
	Managing Officer	Takeshi Setozaki	COO (Chief Operating Officer) of Integrated Transportation Systems Business Unit II
	Managing Officer	Reiji Fujita	COO (Chief Operating Officer) of Consumer Business Unit
	Managing Officer	Takeo Kato	COO (Chief Operating Officer) of Performance Materials Business Unit
	Managing Officer	Yuki Kodera	General Manager of Planning & Administrative Division (Metals)
	Managing Officer	Hirohiko Miyata	General Manager of Investment Administrative Division
	Managing Officer	Yoshiki Hirabayashi	COO (Chief Operating Officer) of Food & Retail Management Business Unit

3. Remuneration of Directors and Audit & Supervisory Board Members

The remuneration system for Directors has an emphasis on transparency by examining compensation and bonuses for Directors and Managing Officers by the Remuneration Committee, which is chaired by an External Director.
This system comprises a basic fixed remuneration for Directors of no more than ¥70 million per month in total, results-linked bonuses in the total amount of 0.1% of profit for the year attributable to owners of the parent (with an upper limit of ¥500 million), and stock-based compensation stock options with stock price conditions as medium- to long-term incentive compensation of no more than ¥500 million per year.
Given the difficulty of correlating results-linked compensation for External Directors and Audit & Supervisory Board Members, who carry out their duties independently from management, External Directors and Audit & Supervisory Board Members are paid fixed remuneration only. The fixed remuneration paid to Audit & Supervisory Board Members has an upper limit of ¥20 million per month in total.

The remuneration of the Company's Directors and Audit & Supervisory Board Members regarding the year ended March 31, 2017, was as follows :

	Number of Recipients	Basic Remuneration	Bonus	Stock Option	Total Remuneration Paid Relating to the Year Ended March 31, 2017
Directors (Excluding External Directors)	11	¥714 million	¥306 million	¥82 million	¥1,103 million
Audit & Supervisory Board Members (Excluding External Audit & Supervisory Board Members)	2	¥132 million	–	–	¥132 million
External Directors and External Audit & Supervisory Board Members	9	¥110 million	–	–	¥110 million
Total	22	¥957 million	¥306 million	¥82 million	¥ 1,345 million

Notes :

1. The above includes Directors who retired from office in the fiscal year under review.
2. The stock options above show the amount recognized as expenses during the fiscal year under review, of the expenses related to stock options (The 2016 First Subscription Rights to Shares of the Company) to be allotted to nine Directors (excluding External Directors).
3. In addition to the above amounts, a total of ¥556 million was paid to 122 retired Directors, and ¥61 million to 18 retired Audit & Supervisory Board Members, as pensions (representing payments determined prior to the abolition of those systems).
4. Neither Directors nor Audit & Supervisory Board Members receive payment of special retirement compensation.
5. Each Director (excluding External Director) is required to purchase Mitsui's shares in an amount equivalent to at least 10% of his or her monthly remuneration but less than ¥1 million through the Mitsui Executive's Shareholding Association.
6. Amounts are rounded to the nearest ¥1 million.

4. External Directors and External Audit & Supervisory Board Members

(1) External Directors

Major activities of External Directors

Ikujiro Nonaka (Director since June 2007)	Mr. Nonaka participated in all 16 Board of Directors meetings held during the year ended March 31, 2017, and offered advice mainly from the perspective of his deep insight related to management gained as an expert in international corporate strategy. Also, as chair of the Nomination Committee, he contributed to guaranteeing the transparency of the Company's nomination of officers, and provided opinions that contributed to enhancing governance at the Governance Committee as well.
Toshiro Muto (Director since June 2010)	Mr. Muto participated in 14 of the 16 Board of Directors meetings held during the year ended March 31, 2017, and offered advice mainly from the perspective of his deep insight into fiscal and monetary affairs, as well as in economics in general, gained at the Ministry of Finance and the Bank of Japan. Also, as chair of the Remuneration Committee, he contributed to the discussions related to a remuneration system for officers that would lead to further enhancement of governance, etc.
Izumi Kobayashi (Director since June 2014)	Ms. Kobayashi participated in 15 of the 16 Board of Directors meetings held during the year ended March 31, 2017, and offered advice from the perspective of her deep insight related to organization management that produces innovation, and risk management, gained from her experience serving as a representative of private sector financial institutions and a multilateral development bank. Also, at the Governance Committee and Remuneration Committee, she actively provided her opinion with the aim of creating a highly transparent governance system.
Jenifer Rogers (Director since June 2015)	Ms. Rogers participated in all 16 Board of Directors meetings held during the year ended March 31, 2017, and offered advice from her global perspective and based on her deep insight related to risk management gained from her work experience at international financial institutions and experience in legal operations as a corporate attorney. Also, at the Governance Committee, she actively provided her opinion with the aim of creating a highly transparent governance system.
Hirotaka Takeuchi (Director since June 2016)	Mr. Takeuchi has participated in all 13 Board of Directors meetings held since he became a Director in June 2016, and offered advice from the perspective of his deep insight related to management gained as an expert in international corporate strategy. Also, as a member of the Nomination Committee, he contributed to guaranteeing the transparency of the Company's nomination of officers.

(2) External Audit & Supervisory Board Members

Major activities of External Audit & Supervisory Board Members

Hiroyasu Watanabe (Audit & Supervisory Board Member since June 2009)	Mr. Watanabe participated in 15 of the 16 Board of Directors meetings, and 21 of the 22 Audit & Supervisory Board meetings, held during the year ended March 31, 2017. He offered advice and expressed opinions from the perspective of his knowledge and experience gained at the Ministry of Finance and the National Tax Agency, and as a graduate school professor.
Haruka Matsuyama (Audit & Supervisory Board Member since June 2014)	Ms. Matsuyama participated in all 16 Board of Directors meetings, and all 22 Audit & Supervisory Board meetings, held during the year ended March 31, 2017. She offered advice and expressed opinions from the perspective of her knowledge and experience gained as an attorney at law. Also, at the Governance Committee, she actively provided her opinion with the aim of creating a highly transparent governance system.
Hiroshi Ozu (Audit & Supervisory Board Member since June 2015)	Mr. Ozu participated in all 16 Board of Directors meetings, and all 22 Audit & Supervisory Board meetings, held during the year ended March 31, 2017. He offered advice and expressed opinions from the perspective of his knowledge and experience gained as a public prosecutor and an attorney at law.

9. Corporate governance

The Company adopts the structure of a company with the Audit & Supervisory Board. To achieve effective corporate governance for shareholders and other stakeholders, the Company has established and maintains the following structures:

(1) The Board of Directors is the highest authority for business execution and supervision. To ensure those functions, the Company has set the number of Directors to the maximum number to enable effective deliberations. The Company has also established the Governance Committee, Nomination Committee, and Remuneration Committee as advisory bodies to the Board of Directors, with External Directors and External Audit & Supervisory Board Members serving as members of these committees.

The purpose of each committee as well as its membership, as of March 31, 2017, are as follows:

	Role	Committee chair and Members
Governance Committee	This committee is tasked with studying the state and future vision of the Company's corporate governance while taking into consideration the viewpoint of External Officers.	Committee chair: Chairman of the Board of Directors (Iijima, Director) Members : President (Yasunaga, Director), three External Directors (Nonaka, Director; Kobayashi, Director; Rogers, Director), one Internal Director (Kato, Director), one External Audit & Supervisory Board Member (Matsuyama, Audit & Supervisory Board Member)
Nomination Committee	This committee is tasked with establishing the selection standards and processes to be applied in nominating Directors and Managing Officers and evaluating proposal of Director nomination.	Committee chair : External Director (Nonaka, Director) Members : President (Yasunaga, Director), one External Director (Takeuchi, Director), two Internal Directors (Kato, Director; Suzuki, Director)
Remuneration Committee	This committee is tasked with studying the system and decision-making process related to remuneration and bonuses for Directors and Managing Officers as well as evaluating the remuneration proposals for Directors.	Committee chair : External Director (Muto, Director) Members : President (Yasunaga, Director), one External Director (Kobayashi, Director), two Internal Directors (Suzuki, Director; Matsubara, Director)

(2) The Audit & Supervisory Board Members audit the execution of duties by the Directors as an independent body which has a mandate from the shareholders. In pursuit of this objective, the Audit & Supervisory Board Members carry out multifaceted, effective auditing activities, such as attending important internal meetings and auditing various types of reports, investigating corporate business operations, and take necessary measures in a timely manner.

Please refer to the Company's website (https://www.mitsui.com/jp/en/company/outline/governance/index.html) for more information regarding the corporate governance structure.

Consolidated Financial Statements

Consolidated Statements of Financial Position

(Millions of Yen)

ASSETS			LIABILITIES AND EQUITY		
	March 31, 2017	March 31, 2016(*)		March 31, 2017	March 31, 2016(*)
Current Assets:			**Current Liabilities:**		
Cash and cash equivalents	¥1,503,820	¥1,490,775	Short-term debt	¥ 304,563	¥ 353,203
Trade and other receivables	1,739,402	1,607,885	Current portion of long-term debt	388,347	519,161
Other financial assets	267,680	295,064	Trade and other payables	1,203,707	1,107,238
Inventories	589,539	533,697	Other financial liabilities	315,986	298,329
Advance payments to suppliers	225,442	220,711	Income tax payables	52,177	22,309
Other current assets	148,865	138,563	Advances from customers	212,142	207,419
			Provisions	13,873	14,959
			Other current liabilities	33,172	40,161
Total current assets	**4,474,748**	**4,286,695**	**Total current liabilities**	**2,523,967**	**2,562,779**
Non-current Assets:			**Non-current Liabilities:**		
Investments accounted for using the equity method	2,741,741	2,515,340	Long-term debt, less current portion	4,108,674	3,838,156
			Other financial liabilities	111,289	109,520
Other investments	1,337,164	1,179,696	Retirement benefit liabilities	60,358	78,176
			Provisions	196,718	219,330
Trade and other receivables	477,103	382,176	Deferred tax liabilities	481,358	409,695
			Other non-current liabilities	28,487	26,319
Other financial assets	145,319	159,384	**Total non-current liabilities**	**4,986,884**	**4,681,196**
			Total liabilities	**7,510,851**	**7,243,975**
Property, plant and equipment	1,823,492	1,938,448			
			Equity:		
Investment property	179,789	147,756	Common stock	341,482	341,482
			Capital surplus	409,528	412,064
Intangible assets	168,677	157,450	Retained earnings	2,550,124	2,314,185
			Other components of equity	485,447	317,955
Deferred tax assets	92,593	92,231	Treasury stock	(54,402)	(5,961)
			Total equity attributable to owners of the parent	3,732,179	3,379,725
Other non-current assets	60,387	51,335	Non-controlling interests	257,983	286,811
Total non-current assets	**7,026,265**	**6,623,816**	**Total equity**	**3,990,162**	**3,666,536**
Total	**¥11,501,013**	**¥10,910,511**	**Total**	**¥11,501,013**	**¥10,910,511**

(*) Supplementary Information

Consolidated Statements of Income

(Millions of Yen)

	Year ended March 31, 2017	Year ended March 31, 2016(*)
Revenue:		
Sale of products	¥3,833,564	¥4,202,593
Rendering of services	405,893	399,937
Other revenue	124,512	157,164
Total revenue	**4,363,969**	**4,759,694**
Cost:		
Cost of products sold	(3,418,437)	(3,807,456)
Cost of services rendered	(171,741)	(161,910)
Cost of other revenue	(54,496)	(63,706)
Total cost	**(3,644,674)**	**(4,033,072)**
Gross Profit	**719,295**	**726,622**
Other Income (Expenses):		
Selling, general and administrative expenses	(538,975)	(566,014)
Gain (loss) on securities and other investments–net	64,962	93,168
Impairment reversal (loss) of fixed assets–net	(5,732)	(88,964)
Gain (loss) on disposal or sales of fixed assets–net	11,013	(11,684)
Other income (expense)–net	9,877	(32,092)
Total other income (expenses)	**(458,855)**	**(605,586)**
Finance Income (Costs):		
Interest income	34,905	31,612
Dividend income	51,874	54,675
Interest expense	(56,997)	(50,961)
Total finance income (costs)	**29,782**	**35,326**
Share of Profit (Loss) of Investments Accounted for Using the Equity Method	**170,569**	**(132,033)**
Profit before Income Taxes	**460,791**	**24,329**
Income Taxes	**(134,641)**	**(91,243)**
Profit (Loss) for the Year	**¥ 326,150**	**¥ (66,914)**
Profit (Loss) for the Year Attributable to:		
Owners of the parent	¥ 306,136	¥ (83,410)
Non-controlling interests	20,014	16,496

(*) Supplementary Information

Consolidated Statements of Cash Flows [Supplementary Information] (Unaudited)

(Millions of Yen)

	Year ended March 31, 2017	Year ended March 31, 2016
Operating Activities:		
Profit (loss) for the year	¥326,150	¥(66,914)
Adjustments to reconcile profit for the year to cash flows from operating activities:		
Depreciation and amortization	193,329	253,168
Change in retirement benefit liabilities	(637)	336
Provision for doubtful receivables	9,172	9,916
(Gain) loss on securities and other investments–net	(64,962)	(93,168)
Impairment (reversal) loss of fixed assets–net	5,732	88,964
(Gain) loss on disposal or sales of fixed assets–net	(11,013)	11,684
Finance (income) costs	(22,967)	(26,571)
Income taxes	134,641	91,243
Share of (profit) loss of investments accounted for using equity method	(170,569)	132,033
Changes in operating assets and liabilities:		
Change in trade and other receivables	(121,022)	338,168
Change in inventories	(60,272)	107,124
Change in trade and other payables	111,917	(228,258)
Other - net	(21,298)	(101,746)
Interest received	30,085	34,395
Interest paid	(65,352)	(51,232)
Dividends received	194,698	220,160
Income taxes paid	(63,461)	(132,311)
Cash flows from operating activities	404,171	586,991
Investing Activities:		
Net change in time deposits	(8,936)	369
Net change in investments in and advances to equity accounted investees	(226,787)	(126,378)
Net change in other investments	72,167	(23,424)
Net change in long-term loan receivables	(37,705)	14,097
Net change in property, plant, equipment and investment property	(152,038)	(272,723)
Cash flows from investing activities	(353,299)	(408,059)
Financing Activities:		
Net change in short-term debt	(48,983)	79,839
Net change in long-term debt	196,801	(15,211)
Purchases and sales of treasury stock	(48,647)	(14)
Dividends paid	(102,187)	(114,737)
Transactions with non-controlling interest shareholders	(47,249)	(425)
Cash flows from financing activities	(50,265)	(50,548)
Effect of Exchange Rate Changes on Cash and Cash Equivalents	12,438	(38,379)
Change in Cash and Cash Equivalents	13,045	90,005
Cash and Cash Equivalents at Beginning of Year	1,490,775	1,400,770
Cash and Cash Equivalents at End of Year	**¥1,503,820**	**¥1,490,775**

Balance Sheets

(Millions of Yen)

	March 31, 2017	March 31, 2016(*)
ASSETS		
Current Assets:		
Cash and time deposits	¥ 906,051	¥ 863,180
Notes receivable, trade	17,514	19,310
Accounts receivable, trade	657,393	603,928
Securities	841	334
Inventories	144,516	122,886
Prepaid expenses	3,503	3,174
Short-term loans receivable	255,027	262,221
Income tax receivable	15,620	13,681
Other	199,356	209,353
Allowance for doubtful receivables	(168)	(423)
Total current assets	**2,199,657**	**2,097,650**
Non-Current Assets:		
Tangible assets (net):		
Leased-out property	52,840	44,863
Buildings and structures	8,996	10,510
Land	31,922	24,032
Construction in progress	10,597	2,181
Other	11,144	12,126
Total tangible assets (net)	115,501	93,714
Intangible assets:		
Software	6,815	9,498
Other	19,215	1,581
Total intangible assets	26,030	11,079
Investments and other assets:		
Investments in securities	663,697	629,691
Investments and ownership in subsidiaries and associated companies	2,590,845	2,375,563
Long-term loans receivable	160,094	160,209
Long-term accounts receivable	103,804	123,910
Other	55,008	50,110
Allowance for doubtful receivables	(64,458)	(102,777)
Total investments and other assets	3,508,991	3,236,709
Total non-current assets	**3,650,523**	**3,341,503**
Total Assets	**¥5,850,180**	**¥5,439,153**

	March 31, 2017	March 31, 2016(*)
LIABILITIES		
Current Liabilities:		
Notes payable, trade	¥ 2,410	¥ 1,997
Accounts payable, trade	482,917	441,164
Short-term borrowings	244,156	294,681
Current portion of bonds	15,000	118,692
Accounts payable, other	158,470	115,301
Accrued expenses	41,297	29,175
Advances from customers	7,584	9,627
Deposits received	205,481	2,389
Deferred income	6,098	7,692
Other	15,235	12,892
Total current liabilities	**1,178,652**	**1,033,613**
Long-Term Liabilities:		
Bonds	186,816	201,887
Long-term borrowings	2,687,125	2,366,999
Deferred tax liabilities - non-current	81,250	62,483
Liability for retirement benefits	15,779	16,068
Allowances for the obligation for guarantees and commitments	34,713	177,886
Other	34,103	24,103
Total long-term liabilities	**3,039,788**	**2,849,428**
Total liabilities	**4,218,441**	**3,883,042**
EQUITY		
Shareholders' Equity:		
Common stock	341,481	341,481
Capital surplus:		
Capital reserve	367,758	367,758
Total capital surplus	367,758	367,758
Retained earnings:		
Legal reserve	27,745	27,745
Other retained earnings:		
General reserve	176,851	176,851
Special reserve	1,619	1,619
Retained earnings - carry forward	669,036	618,050
Total retained earnings	875,253	824,267
Treasury stock	(54,401)	(5,754)
Total shareholders' equity	**1,530,091**	**1,527,752**
Valuation and Translation Adjustments:		
Net unrealized gains on available-for-sale securities	221,230	174,007
Deferred losses on derivatives under hedge accounting	(120,141)	(146,044)
Total valuation and translation adjustments	**101,088**	**27,962**
Share Subscription Rights:		
Share subscription rights	559	396
Total share subscription rights	**559**	**396**
Total equity	**1,631,739**	**1,556,111**
Total Liabilities and Equity	**¥5,850,180**	**¥5,439,153**

(*) Supplementary Information

Statements of Income

(Millions of Yen)

	Year ended March 31, 2017	Year ended March 31, 2016(*)
I Sales	**¥3,742,174**	**¥3,949,904**
II Cost of sales	**3,655,566**	**3,858,846**
Gross Profit	**86,607**	**91,058**
III Selling, general and administrative expenses	**223,760**	**225,152**
Operating Loss	**(137,153)**	**(134,093)**
IV Non-Operating Income		
Interest income	10,135	9,247
Dividend income	311,067	336,349
Foreign exchange income	6,228	—
Gain on sales of tangible assets	274	654
Gain on sales of investments in securities and subsidiaries and associated companies	51,677	54,015
Other	42,461	37,530
Total non-operating income	**421,844**	**437,797**
V Non-Operating Expenses		
Interest expense	27,885	23,459
Foreign exchange loss	—	2,687
Loss on sales of tangible assets	2,304	4,471
Loss on sales of investments in securities and subsidiaries and associated companies	7,670	1,091
Loss on write-down of investments in securities and subsidiaries and associated companies	51,500	141,018
Provision for doubtful receivables from subsidiaries and associated companies	11,782	30,085
Provision for the obligation for guarantees and commitments	17,361	155,269
Other	20,546	6,527
Total non-operating expenses	**139,052**	**364,610**
Ordinary Profit (Loss)	**145,638**	**(60,906)**
Income (Loss) before Income Taxes	**145,638**	**(60,906)**
Income taxes -current	(7,534)	(6,818)
Income taxes -deferred	0	13
Net Income (Loss)	**¥ 153,173**	**¥(54,100)**

(*) Supplementary Information

(TRANSLATION)

INDEPENDENT AUDITOR'S REPORT

May 11, 2017

To the Board of Directors of Mitsui & Co., Ltd.:

Deloitte Touche Tohmatsu LLC

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Yoshio Sato

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Takashi Kitamura

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Michiyuki Yamamoto

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Takenao Ohashi

Pursuant to the fourth paragraph of Article 444 of the Companies Act, we have audited the consolidated financial statements, namely, the consolidated statement of financial position as of March 31, 2017 of Mitsui & Co., Ltd. (the "Company") and its consolidated subsidiaries, and the consolidated statements of income, and changes in equity for the fiscal year from April 1, 2016 to March 31, 2017, and the related notes.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements pursuant to the provisions of the second sentence of the first paragraph of Article 120 of the Ordinance on Company Accounting which allows companies to prepare consolidated financial statements with the omission of a part of the disclosures required under International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion
In our opinion, the consolidated financial statements referred to above, prepared with the omission of a part of the disclosures required under International Financial Reporting Standards pursuant to the provisions of the second sentence of the first paragraph of Article 120 of the Ordinance on Company Accounting, present fairly, in all material respects, the financial position of the Company and its consolidated subsidiaries as of March 31, 2017, and the results of their operations for the year then ended.

Interest
Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

The above represents a translation, for convenience only, of the original report issued in the Japanese language.

(TRANSLATION)

INDEPENDENT AUDITOR'S REPORT

May 11, 2017

To the Board of Directors of Mitsui & Co., Ltd.:

Deloitte Touche Tohmatsu LLC

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Yoshio Sato

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Takashi Kitamura

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Michiyuki Yamamoto

Designated Unlimited Liability Partner,
Engagement Partner,
Certified Public Accountant: Takenao Ohashi

Pursuant to the first item, second paragraph of Article 436 of the Companies Act, we have audited the financial statements, namely, the balance sheet as of March 31, 2017 of Mitsui & Co., Ltd. (the "Company"), and the related statements of income and changes in net assets for the 98th fiscal year from April 1, 2016 to March 31, 2017, and the related notes and the accompanying supplemental schedules.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements and the accompanying supplemental schedules in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements and the accompanying supplemental schedules that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements and the accompanying supplemental schedules based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and the accompanying supplemental schedules are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the accompanying supplemental schedules. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements and the accompanying supplemental schedules, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the preparation and fair presentation of the financial statements and the accompanying supplemental schedules in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the accompanying supplemental schedules.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion
In our opinion, the financial statements and the accompanying supplemental schedules referred to above present fairly, in all material respects, the financial position of the Company as of March 31, 2017, and the results of its operations for the year then ended in accordance with accounting principles generally accepted in Japan.

Interest
Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

The above represents a translation, for convenience only, of the original report issued in the Japanese language and "the accompanying supplemental schedules" referred to in this report are not included in the attached financial documents.

Audit & Supervisory Board's Audit Report

Having examined the Directors' performance of their duties during the 98th fiscal year from April 1, 2016 to March 31, 2017, we, the Audit & Supervisory Board, make this report as follows, based upon discussion on the basis of the auditors' reports submitted by the respective Audit & Supervisory Board Members:

1. METHODS AND SUBSTANCE OF AUDIT BY AUDIT & SUPERVISORY BOARD MEMBERS AND AUDIT & SUPERVISORY BOARD

The Audit & Supervisory Board decided upon auditing policies, allocation of work duties, etc., received a report on the auditing work performed and its results from each Audit & Supervisory Board Member, and received a report on their status of work executed from the Directors and the Independent Auditor and requested their explanations as necessary.
While conforming to the auditing standards as decided by the Audit & Supervisory Board, the auditing policies, the allocation of duties, etc., each Audit & Supervisory Board Member endeavored to facilitate mutual understanding with the Directors, the internal auditing division, other employees and the Independent Auditor endeavored to collect information and to improve the auditing environment, attended the meetings of the Board of Directors and other important meetings, received reports on their status of work executed from the Directors and the employees and requested their explanations as necessary, inspected material internal decision-making documents, etc., and investigated the status of operations and assets of the headquarters and major business sites. In addition, regular reports were received and explanations given by directors and employees, and audits were conducted, including expressing opinions, covering the substance of decisions made by the Board of Directors (pursuant to Article 362, Paragraph 4, Item 6 of the Companies Act of Japan) with regard to necessary systems to ensure appropriate operations of the company group comprised of the company and its subsidiaries described in the Business Report and of the status of construction and operation of the systems actually developed on the basis of those decisions (the internal control systems). With respect to subsidiaries, we designated some of the affiliated companies both in Japan and overseas as "Important Affiliated Companies Designated by the Audit & Supervisory Board," and make visits to these designated affiliated companies, and endeavored to facilitate mutual understanding and exchanging of information with their directors, audit & supervisory board members, etc., and collected reports on their business as necessary. Based on the above methods, the business report and its supplementary schedules for the relevant fiscal year were examined.
In addition, we examined whether the independence of the Independent Auditor was maintained and whether appropriate audit was being undertaken, received reports from the Independent Auditor on the status of operations, and requested explanations as necessary. We also received reports from the Independent Auditor that "Necessary systems to ensure appropriate execution of operations" (pursuant to Article 131 of the Corporate Accounting Regulations of Japan) was duly developed in line with "Quality control standards for auditing" (issued by the Japan Corporate Accounting Council on October 28, 2005), and requested explanations as necessary. Based on the above methods, we examined the financial statements for the relevant fiscal year (the balance sheets, the statements of income, the statement of changes in equity and the notes to non-consolidated financial statements) and their supplementary schedules and then the consolidated financial statements for the relevant fiscal year (the consolidated statements of financial position, the consolidated statement of income, consolidated statements of changes in equity and the notes to consolidated financial statements).
Regarding internal control of financial reporting, the Directors and Deloitte Touche Tohmatsu LLC provided us with reports assessing the internal control procedures and audit status, as well as explanations where necessary.

2. RESULTS OF AUDIT

(1) Results of examination of the business report, etc.

a) In our opinion, the business report and its supplementary schedules are in conformity with the applicable laws and regulations of Japan and the Articles of Incorporation of the Company and fairly present the state of the Company's affairs;

b) We have found no misconduct or material fact constituting a violation of any applicable laws and regulations of Japan or the Articles of Incorporation in connection with the Directors' performance of their duties; and

c) In our opinion, the substance of the decisions made by the Board of Directors with regard to the internal control systems is appropriate. Furthermore, we find no matters that require noting with regard to the description in the Business Report and the Directors' performance of their duties in connection with the relevant internal control systems.

(2) Results of examination of the financial statements and their supplementary schedules

In our opinion, the auditing methods used and the conclusions reached by the Independent Auditor, Deloitte Touche Tohmatsu LLC, are appropriate.

(3) Results of examination of the consolidated financial statements

In our opinion, the auditing methods used and the conclusions reached by the Independent Auditor, Deloitte Touche Tohmatsu LLC, are appropriate.

May 16, 2017

Audit & Supervisory Board
Mitsui & Co., Ltd.
Audit & Supervisory Board Member (full time) Joji Okada
Audit & Supervisory Board Member (full time) Takashi Yamauchi
Audit & Supervisory Board Member Hiroyasu Watanabe
Audit & Supervisory Board Member Haruka Matsuyama
Audit & Supervisory Board Member Hiroshi Ozu

Note : Hiroyasu Watanabe, Haruka Matsuyama and Hiroshi Ozu are External Audit & Supervisory Board Member.

Execution of Voting Rights in Writing or Electronically (via the Internet or Other Means)

■ If voting in writing, please mail your completed voting card (enclosed) to arrive by 5:30 pm (Japan time) on Tuesday, June 20, 2017.

■ If voting via the Internet, please review the following and complete the voting procedure by 5:30 pm (Japan time) on Tuesday, June 20, 2017.

1. Voting rights may only be exercised via the Company's designated website for the exercise of voting rights (http://www.web54.net).
   1) Access the website, and following the directions on the screen, enter the voting rights code printed on the right-hand side of the voting card.
   2) Enter the password printed on the right-hand side of the voting card, and to prevent unauthorized third-party access or alterations of votes cast, enter a new password.
   If you have received this convocation notice by e-mail, the password printed on the right-hand side of the voting card will be shown as "********". Therefore please enter the password you designated when you registered your e-mail address.

2. Where votes have been cast several times over the Internet, the vote cast last will be taken as the validly exercised vote.

3. Where votes have been cast in duplicate on both the Internet and by voting card, the vote that arrives at the Company latest (in time) will be taken as the validly exercised vote. Further, in the event that duplicate votes arrive at the Company on the same day, votes cast on the Internet will be taken as the validly exercised votes.

4. In order to use the Internet voting website, it may be necessary to incur Internet service provider connection fees and data transmission fees (phone charges), the cost of which shall be borne by the shareholder.

5. Where shareholders access the Internet from their workplace, there are cases where communications over the Internet are restricted by the employer setting up firewalls, etc. Please check with the relevant person.

■ Safekeeping of passwords

1. Passwords provided at this time will only be valid for this Ordinary General Meeting of Shareholders. A new password will be provided for next year's Ordinary General Meeting of Shareholders.

2. Passwords are the means by which people exercising voting rights are confirmed as shareholders. Please keep these passwords safe until the close of the Meeting. Further, the Company cannot respond to password enquiries by phone.

3. Please note that if an incorrect password is entered an excessive multiple times, the shareholder will be unable to access the main screen.

■ The following system specifications necessary in order to utilize the voting website

1. Access using a PC

(1)The PC must be able to access the Internet.

(2)The PC's monitor resolution must be at least 800 x 600 pixels (wide by long – SVGA).

(3)Web browser and PDF viewer are installed on the PC (system operations are confirmed under the following combinations) :

OS	Web browser	PDF viewer
Windows Vista®	Internet Explorer® Ver. 7~9	Adobe® Reader® Ver. 9
Windows® Ver. 7	Internet Explorer® Ver. 8~11	Adobe® Reader® Ver. 11
Windows® Ver. 8.1	Internet Explorer® Ver. 11	Adobe® Reader® Ver. 11

* Windows, Windows Vista, and Internet Explorer are registered trademarks and trademarks of Microsoft Corporation in the United States and other countries.

* Adobe and Adobe Reader are registered trademarks, trademarks of Adobe Systems Incorporated in the United States and other countries.

2. Access using a mobile phone terminal

The model of the mobile phone must be installed with 128 bit SSL (Secure Socket Layer) capable of encrypted communication as well as be able to receive the following services :

- i-mode
- EZweb
- Yahoo! Mobile

(i-mode, EZweb, Yahoo!, and Yahoo! Mobile are registered trademarks, trademarks, or service names of NTT DOCOMO INC., KDDI Corporation, Yahoo! Inc., of the United States, and SOFTBANKCorp., respectively.)

(Regardless of whether the mobile phone fulfill the above conditions, when shareholders access the voting website via a full browser application by mobile phone, or by using a phone system as only for data communication terminal to access through PC, or by using smartphone, such access means will be taken as equivalent to voting using a PC.)

■ Use of the platform for the electronic exercise of votes for institutional investors

When institutional investors have made prior application for use of the platform for the electronic exercise of votes operated by ICJ, Inc. they may, as an alternative to exercising voting rights over the Internet as detailed above, use such a platform as another way of electronically exercising voting rights at the Company's Ordinary General Meeting of Shareholders

■ Inquires

(1) If you are unclear as to the operation of your PC and other devices regarding the exercise of voting rights, please contact the following number.

Sumitomo Mitsui Trust Bank, Limited, Stock Transfer Agency Business Planning Department, Web Support
Tel: 0120-652-031 (free dial), Service hours: 9:00 a.m. to 9:00 p.m. (Japan time)

(2) In case of other inquiries, please contact the following number.

Sumitomo Mitsui Trust Bank, Limited, Stock Transfer Agency Business Planning Department,
Tel: 0120-782-031 (free dial), Service hours: 9:00 a.m. to 5:00 p.m. (Japan time)

Corporate Mission, Vision and Values

Mission
Strive to contribute to the creation of a future where the aspirations of the people can be fulfilled.

Vision
Aim to become a global business enabler that can meet the needs of our customers throughout the world.

Values
- Build trust with fairness and humility.
- Aspire to set high standards and to contribute to society.
- Embrace the challenge of continuous innovation.
- Foster a culture of open-mindedness.
- Strive to develop others and oneself to achieve full potential.

【Information for shareholders】

Fiscal year-end	March 31
Record date	March 31
Interim dividend record date	September 30
General shareholders'meeting	June
Administrator of the register of shareholders	Sumitomo Mitsui Trust Bank, Limited 1-4-1, Marunouchi, Chiyoda-ku, Tokyo
Contact information for above	Sumitomo Mitsui Trust Bank, Limited Stock Transfer Agency Business Planning Department
Mailing address Phone	Sumitomo Mitsui Trust Bank, Limited Stock Transfer Agency Business Planning Department 8-4, Izumi 2-chome, Suginami-ku, Tokyo 168-0063 Tel : 0120-782-031 (free dial)
Stock exchange listings	Tokyo, Nagoya, Sapporo, Fukuoka
Securities identification code	8031