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Securities Code: 5632
June 11, 2020

To Our Shareholders

16-13, Tsukishima 4-chome, Chuo-ku, Tokyo
Mitsubishi Steel Mfg. Co., Ltd.
Motoyuki Sato, President & CEO

Notice of Convocation of the 96th Ordinary General Meeting of Shareholders

You are cordially informed that the 96th Ordinary General Meeting of Shareholders of the Company will be held as described below.

As there will be no proposal to be resolved at the Ordinary General Meeting of Shareholders, an Attendance Card is enclosed instead of a Voting Right Exercise Form. When you attend the meeting on the day, please bring the card.

[Response to novel coronavirus infections]

- A General Meeting of Shareholders to be attended by many shareholders could potentially bring about a group infection, so, to avoid it, we kindly ask you to look at the option of refraining from coming to the venue on the day.
- Shareholders attending the Ordinary General Meeting of Shareholders are hereby asked to thoroughly check the state of infections and their own health conditions on the day and wear facemasks for infection prevention to come to the venue.
- We will stream the video of this general meeting on our official website at a later date, so shareholders should carefully decide whether or not to attend the session on the day.
- It should be noted beforehand that shareholders could potentially be subjected to temperature checking at the reception desk for the general meeting venue and personnel including Directors of the Company might wear facemasks, among other infection prevention steps.
- To prevent novel coronavirus infections from spreading further, this fiscal year we will refrain from holding a meeting with shareholders, a type of gathering held after the close of a General Meeting of Shareholders each year. Your kind understanding would be appreciated.

1. Date and Time: Friday, June 26, 2020 at 10:00 a.m.

2. Venue: 2F (Heian), Hotel Mariners' Court Tokyo
4-7-28 Harumi, Chuo-ku, Tokyo

3. Agenda of the Meeting:

Matters to be reported:

(1) Business Report and Consolidated Financial Statements for the 96th Fiscal Year (from April 1, 2019 to March 31, 2020), results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
(2) Report of Non-consolidated Financial Statements for the 96th Fiscal Year (from April 1, 2019 to March 31, 2020)

- The following matters are posted on the Company's website pursuant to the provisions of laws, regulations and Article 14 of the Company's Articles of Incorporation.

  (i) Notes to the Consolidated Financial Statements

  (ii) Notes to the Non-consolidated Financial Statements

  The Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor and Corporate Auditors consist of the documents included in the Appendix to this Notice of Convocation of the General Meeting of Shareholders, as well as the Notes to the Consolidated Financial Statements and the Notes to the Non-consolidated Financial Statements posted on the Company's website.

- If any amendments are made to the Business Report, Non-consolidated Financial Statements, and/or Consolidated Financial Statements, such amendments will be posted on the Company's website.
- To prevent novel coronavirus infections from spreading further, this fiscal year we will refrain from holding a meeting with shareholders, a type of gathering held after the close of a General Meeting of Shareholders each year. Your kind understanding would be appreciated.
- Consolidated Financial Statements and Non-consolidated Financial Statements and English translations of these documents are also available for viewing on the Company's website.

[Company's website] http://www.mitsubishisteel.co.jp/

(Appendix)

Business Report

from April 1, 2019 to March 31, 2020

1. Matters concerning Current Status of the Group

(1) Business Progress and Results

Looking at the operating environment for the Group during the fiscal year under review (from April 2019 to March 2020), the automobile industry saw new vehicle sales decline in Japan, affected mainly by the consumption tax hike in October 2019, while overseas new car sales decreased amid protracted U.S.-China trade tensions. In the construction machinery industry, although domestic demand was strong during the first half of the fiscal year, sales declined for the second half due to decreased production by the manufacturers caused by typhoon damage. The industry also experienced an inventory adjustment stemming from sluggish exports in the face of slow-moving demand mainly from South East Asia. Domestic and overseas demand turned significantly lower in the industrial machinery and machine tool sectors.

The future outlook remains uncertain now due to temporary production suspensions by manufacturers as well as lower demand, affected by novel coronavirus infections spreading globally.

Under such circumstances, the Group posted consolidated net sales of ¥117,138 million, a decrease of ¥12,232 million (9.5% year on year). The Group posted consolidated operating income of ¥436 million, a decrease of ¥618 million (58.6% year on year), impacted chiefly by lackluster demand for construction machinery in the Special Steel Bars Business and lower sales at overseas subsidiaries in the Springs Business in spite of reduced amortization burden caused by the recording of an impairment loss.

Loss attributable to owners of the parent was ¥14,070 million (compared to profit attributable to owners of the parent of ¥280 million for the fiscal year ended March 31, 2019) as an extraordinary loss of ¥15,049 million was recorded as impairment losses in overseas subsidiaries for the second quarter of the fiscal year under review.

The Company will highly regrettably refrain from paying dividends for the fiscal year ended March 31, 2020 as it posted ordinary loss and loss attributable to owners of the parent. We deeply apologize to our shareholders for this. We will strive to resume paying dividends at the earliest opportunity, and we sincerely ask for your continued support.

Net sales	117,100 Million yen	year-on-year	down 9.5%	↓
Operating income	400 Million yen	year-on-year	down 58.6%	↓
Loss attributable to owners of the parent	(14,000) Million yen	year-on-year	– %	↓
Per-share annual dividend	0 yen	year-on-year	(60) yen	↓

[Results by Business]

Special Steel Bars Business

Net sales	¥ 55,896 million, a decrease of ¥ 8,864 million (13.7 % year on year) • Greatly affected by falling sales volume in domestic business due to sluggish demand mainly for products for construction machinery • The overseas business saw slugging demand for commercial vehicles in Indonesia.
Operating income	¥ 1,246 million, an increase of ¥ 28 million (2.3 % year on year) • The domestic business posted lower operating income, affected markedly by reduced sales volume despite partial offset by: i) improving sales prices; and ii) cost saving through accumulating inventories in preparation for a blast furnace repair for the fiscal year ending March 31, 2021 and leveraging it to attain an increased efficiency. • In the overseas business, negative operating income reduced significantly as plant utilization improved from the fourth quarter of the fiscal year under review and depreciation-amortization burden eased as a result of recording an impairment loss on non-current assets. This was despite higher costs coming from significant rises in auxiliary materials prices and production troubles from the first quarter to the third quarter of the fiscal year under review.

Description of main business

Special steel bars (carbon steels, low-alloyed steels, spring steels, non-heated steels, bearing steels, free-cutting steels, tool steels, nitride steels)

Main final uses

Construction machinery, automobiles, industrial machinery and machine tools, and others

Springs Business

Net sales	¥ 45,232 million, a decrease of ¥4,421 million (8.9% year on year) • Sales of products for automobile uses declined at overseas subsidiaries such as North American subsidiaries • Demand was sluggish for domestic construction machinery and there were effects from foreign exchange
Operating loss	A loss increased by ¥486 million year on year, resulting in an operating loss of ¥ 1,420 million (compared to an operating loss of ¥933 million yen for the fiscal year ended March 31, 2019) • Affected markedly by lower domestic and overseas sales, despite the eased depreciation-amortization burden as a result of recording an impairment loss on non-current assets and reduced costs such as fixed costs and selling, general and administrative expenses.

	• Costs increased due to production troubles at the time of rolling out new products in North America [Future issue] • To achieve profitability for our North American bases, which is an urgent task, the Company will consolidate stabilizer bars into the Canada Plant following coil springs to rectify the production capacity.

Description of main business

Coil springs, stabilizer bars, leaf springs, torsion bars, coiled wave springs, precision springs, various hinges, precision press products, plastic molded products, press assemblies, rubber track pads for shoe plates, tire protectors, tire chains and other various repair parts and products for automobiles and construction machinery

Main final uses

Automobiles, construction machinery, information-communication devices, and others

Formed & Fabricated Products Business

Net sales	¥ 9,641 million, a decrease of ¥1,746 million (15.3% year on year) • Decline in demand for special alloy powder and precision castings, affected by sluggish performance of the Chinese and Taiwanese markets, as well as lower prices of special alloy powder due to falling prices of alloy raw materials
Operating income	¥ 89 million, a decrease of ¥ 285 million (76.2% year on year) • Higher costs for putting a mother plant into operation in addition to lower sales

Description of main business

Castings, precision castings, precision forgings, general forgings, special alloy materials, special alloy machinery products, special alloy powder and fine special alloy powder

Main final uses

Automobiles, construction machinery, industrial machinery, and others

Machinery Business

Net sales	¥ 10,243 million, an increase of ¥ 990 million (10.7% year on year) • Higher sales from marine equipment products, a new business line, among others, in spite of lower sales of forging machinery
Operating income	¥ 396 million, an increase of ¥ 158 million (66.8% year on year) • Higher sales and a lack of a one-off inventory adjustment cost recorded for the fiscal year ended March 31, 2019 for power generation-related products

Description of main business

Forging machinery, general industrial machinery, steel fabrication, environmental equipment, magnetic separators, conveying equipment, weighing instruments and anti-vibration equipment

Other Business

Other Businesses, including distribution and service businesses, posted net sales of ¥3,570 million, an decrease of ¥600 million (14.4% year-on-year), and operating income of ¥105 million, a decrease of ¥79 million (43.1% year-on-year).

Description of main business

Maritime transport, cargo transportation by trucks, warehouses

(2) Issues to be Addressed

The Group regards it as a significant challenge to build a corporate structure in which we can deal with any operating environment challenge, and our basic management policy is to develop sustainably and globally through fostering our businesses into competitive ones.

Forward-looking statements herein are those judged by the Group as of the end of fiscal 2019.

[Business environment and Issues to be Addressed]

The world economy is feared to decelerate, amid declining global demand and weakening production activity due to the spreading novel coronavirus infections. This has been affecting the levels of activity by automobile industry firms and construction and industrial machinery industry companies, main business partners of the Company. Currently, we are unable to predict what effects will come from the spread of infection and when it will come to an end.

In this situation, the Group will minimize production costs by driving further cost-saving activities while flexibly revising production plans in accordance with the plant utilization of its main business partners. As a business continuity plan (BCP) measure, we will maintain our supply platforms in and outside Japan while considering supply chain risks. To keep jobs, the Group offices and works began to furlough employees from April by maximally using the Employment Adjustment Subsidy Scheme. In terms of financial aspect, the Group is now making efforts in preparation for a potential deterioration in free cash flows.

The Group will seek to secure earnings by steadily conducting measures under the 2020 Mid-term Business Plan, the outline of which was released in 2020.

[2020 Mid-term Business Plan]

Looking at the operating environment for the Company until fiscal 2019, players in the automobile and construction machinery industry, its main business partners, suffered sluggish demand, affected by U.S.–China trade tensions and rising protectionism. Our business performance varied greatly from the Mid-term Business Plan as: i) automobile manufacturers revised their policies, despite our move to expand overseas in conformity to their global sourcing policies; and ii) we were slow to develop technologies and fundamentally resolve issues arising such as for stable sourcing, which was an internal factor of ours. In light of the fact we regret that, we decided to terminate the 2016 Mid-term Business Plan one year ahead of its expiration and formulate and release the 2020 Mid-term Business Plan targeting three years from fiscal 2020 to fiscal 2022.

An outline of the 2020 Mid-term Business Plan is as follows.

The 2020 Mid-term Business Plan is a three-year plan with an eye on 10 years ahead. Under the plan, for the first year we will revitalize our overseas business that is currently in the red and aim to grow in a sustained manner by delivering stronger product appeal and expanding seamless production from materials.

1. Slogan for 2020 Mid-term Business Plan

Provide the customers with added value by manufacturing seamlessly from materials to products

2. What we aim to be

- Achieve higher profitability and stabilize earnings by exercising the comprehensive capabilities of the Group
- Develop products keeping a half-step ahead of customer needs and provide them with the products as new value

3. Three main directions

◆ Restructure our overseas businesses—urgent needs for swift upgrading of the profitability of our overseas bases

- Achieve profitability at our Indonesian subsidiary JATIM and stop loss-posting by our North American subsidiary MSSC and turn it around promptly
- Integrate, shut down or merge overseas businesses and bases

◆ Strengthen our product appeal further —products keeping a half-step ahead of customer needs

- Reinforce our comprehensive ability to obtain customer feedback promptly and reflect it in products
- Expedite development by revising technology development items flexibly

◆ Expand our business model for seamless production from materials

- Exercise the strength of the Company's seamless production from materials by deploying our business model of seamless production of lightweight springs using steel materials from Mitsubishi Steel Muroran Inc. and JATIM material-based leaf springs to construction machinery springs and stabilizer bars
- As a seamless production model, strengthen the Formed & Fabricated Products Business that has to date had a standalone-centric product lineup, including its upstream and downstream segments

4. Key Performance Indicator (KPI)

Fiscal 2020 targets

· Net sales	150,000 million yen
· Operating income	7,000 million yen
· ROE	8.0% or more

* The numerical targets for fiscal 2022 do not factor in effects from a potential further spread of novel coronavirus infections. For this reason, the Company could potentially revise the targets as required.

Issues to be addressed by the businesses are as follows.

Special Steel Bars Business

Our domestic production bases will likely undergo marked production fluctuations while affiliate Hokkai Iron & Coke Corporation plans to bring forward a suspension of operations designed for a blast furnace repair plan in order to respond to sharply reduced demand. As the part of Muroran industrial complex, we will lower costs by quickly adjusting plant utilization befitting the production fluctuations and streamlining the utilization.

Looking at overseas businesses, PT.JATIM TAMAN STEEL MFG., which is a consolidated subsidiary and production base, achieved profitability on an operating income basis for the second half of the fiscal year under review. It improved by an amount equivalent to 500 million yen in comparison to the first half, which showed the subsidiary to be on course to posting positive operating income. To respond to declining demand for fiscal 2020, the Specialty Steel Bars Business will work to lower costs including for personnel and improve quality further.

Springs Business

In Japan, the Group will continue to enhance its product appeal with a focus on weight saving and performance advances and actively support its overseas subsidiaries' manufacturing capabilities as the mother plant.

For its overseas bases, we will achieve profitability for our North American bases, which is an urgent task, by consolidating stabilizer bars into the Canada Plant following coil springs to optimize the production capacity. For other overseas bases, we see increased orders through saving costs and offering weight-saving products and will work on further expanding our operation.

Formed & Fabricated Products Business

The Group as the mother plant will assist its domestic and overseas bases to a greater extent through promotion of delivering improved product appeal, developing new technologies and enhancing manufacturing capabilities by maximally leveraging the Chiba Advanced Materials Center (AMC) that was established and came into operation at the Chiba Works.

Machinery Business

Mitsubishi Nagasaki Machinery Mfg. Co., Ltd. will focus on expanding its main products and on sales promotions targeted at new business fields and new customers by ensuring that core technologies are handed down and actively developing them. At the same time, the company aims to grow in a sustained manner as an integrated engineering firm by continuing capital expenditure programs.

Moreover, the firm will strengthen its collaboration with Mitsubishi Steel Group entities and continue to lower product costs and expand exports.

The Group will work on the aforementioned priority initiatives. The Group will also continue to vigorously enhance its business foundations into the future, while acknowledging that compliance and corporate social responsibility are critical issues.

We look forward to your continued guidance and support as our shareholder.

(3) Trends in Assets and Income Status

Status of the Group

Classification	92nd Fiscal Year (2015/4~2016/3)	93rd Fiscal Year (2016/4~2017/3)	94th Fiscal Year (2017/4~2018/3)	95th Fiscal Year (2018/4~2019/3)	96th Fiscal Year (under review) (2019/4~2020/3)
Net sales (million yen)	106,539	103,742	118,742	129,370	117,138
Operating income (million yen)	4,286	3,861	3,219	1,055	436
Ordinary income (loss) (million yen)	3,286	3,214	2,837	117	(259)
Profit (loss) attributable to owners of parent (million yen)	2,486	3,504	2,904	280	(14,070)
Profit (loss) per share (yen)	161.6	227.8	188.8	18.2	(914.6)
Total assets (million yen)	122,464	135,104	153,357	153,327	141,391

(Notes)

1. The Company consolidated 10 shares of its common shares into 1 share effective October 1, 2017. The figures for profit per share listed above were calculated assuming the consolidation was conducted at the beginning of the 92nd Fiscal Year.
2. Company shares held by Board Incentive Plan (BIP) Trust are recorded as treasury shares in the Consolidated Financial Statements. Consequently, Company shares held by the trust are included in treasury shares subject to exclusion from the average number of shares outstanding during the fiscal period and the total number of shares outstanding at the end of the fiscal period.

(4) Principal Places of Business and Status of Significant Subsidiaries and Business Combinations (as of March 31, 2020)

(a) The Company

Name	Location
Domestic	
1. Head Office	Tokyo Metropolis
2. Chubu Branch Office	Aichi Prefecture
3. Nishi-Nihon Branch Office	Osaka Prefecture
4. Fukuoka Sales Office	Fukuoka Prefecture
5. Hiroshima Sales Office	Hiroshima Prefecture
6. Chiba Works, Research & Development Center	Chiba Prefecture
7. Hirota Works	Fukushima Prefecture
Overseas	
8. Dusseldorf Office	Germany

(b) Significant subsidiaries

Company name	Location	Capital stock	Investment ratio	Description of main business
Domestic				
9. Mitsubishi Steel Muroran Inc.	Hokkaido Prefecture	Million yen 3,000	70.0	Manufacturing and sale of special steel bars and steel ingot
10. Mitsubishi Nagasaki Machinery Mfg. Co., Ltd.	Nagasaki Prefecture	Million yen 900	60.8	Manufacturing and sale of steel fabrication, industrial machinery and application equipment
11. Ryokoh Express Co., Ltd.	Chiba Prefecture	Million yen 99	78.2	Maritime transport, cargo transportation by trucks, warehouses
North and Central America				
1. MSSC CANADA INC.	Canada	Thousands of Canadian dollars 5,000	100.0	Manufacturing and sale of springs for automobiles
2. MSSC US INC.	U.S.A.	US dollars 100	100.0	Manufacturing and sale of springs for automobiles
3. MSSC MFG MEXICANA, S.A. DE C.V.	Mexico	Thousands of Mexican pesos 304,346	100.0	Manufacturing and sale of springs for automobiles
Europe				
4. MSSC Ahle GmbH	Germany	Euro 25,000	100.0	Manufacturing and sale of springs for automobiles
China				
5. MSM NINGBO SPRING CO., LTD.	China	Thousands of US dollars 28,200	100.0	Manufacturing and sale of springs for automobiles and construction machinery
Southeast Asia				
6. PT.JATIM TAMAN STEEL MFG.	Indonesia	Millions of Indonesian rupiahs 1,709,387	66.5 %	Manufacturing and sale of special steel bars
7. MSM SPRING INDIA PVT.LTD.	India	Thousands of Indian rupees 417,000	95.2	Manufacturing and sale of springs for construction machinery and rail vehicles
8. MSM CEBU, INC.	The Philippines	Thousands of Philippine pesos 24,000	100.0	Manufacturing and sale of precision springs and module products
9. MSM (THAILAND) CO., LTD.	Thailand	Thousands of Thai bahts 154,200	100.0	Manufacturing and sale of precision castings and precision forgings Sale of springs for automobiles (leaf spring)

(Notes)

1. As of the end of the period under review, the Company's consolidated subsidiaries and associates accounted for under the equity method totaled 18 and 3, respectively.
2. The Group has no specified wholly-owned subsidiary stipulated by Article 118, Paragraph 4 of the Ordinance for Enforcement of the Companies Act as of the end of the period under review.

3. The corporate name of MSM CEBU, INC. will be changed to MSM Philippines Mfg. Inc.

(c) Status of significant business combinations, etc.

The percentage of the Company's equity interest in PT.JATIM TAMAN STEEL MFG. changed from 56.2% to 66.5% as the firm's paid-in capital grew from 1,209,387 million Indonesian rupiahs to 1,709,387 million Indonesian rupiahs due to a capital increase it conducted on February 28, 2020.

(5) Status of Employees (as of March 31, 2020)

a. Status of the Group's Employees

Segment	Number of employees
Special Steel Bars Business	904 persons
Springs Business	1,477
Formed & Fabricated Products Business	1,149
Machinery Business	458
Other Business	100
Group-wide (common)	200
Total	4,288

(Notes)

1. The number of employees of the Group declined by 173 persons compared to the end of the previous fiscal year.
2. The number of employees shown in "Group-wide (common)" refers to employees who cannot be categorized into any specific segment.

b. Status of the Company's Employees

Number of employees	Increase (decrease) from end of previous period	Average age	Average number of years of service
777 persons	(15) persons	42.0 years old	19.7 years

(6) Financing Status

Equipment funds and operating funds during the period under review were sourced from the Group's own funds and borrowings.

(7) **Major Lenders** (as of March 31, 2020)

Lender	Amount of borrowings (outstanding balance)
MUFG Bank, Ltd.	17,877 million yen
Development Bank of Japan Inc.	9,000
Syndicated Loan	5,000
Meiji Yasuda Life Insurance Company	3,840
The Hachijuni Bank, Ltd.	2,325

(Note)
The lead manager of the syndicate loan is MUFG Bank, Ltd.

(8) Capital Investment Status

Capital investments made during the period under review totaled 7,661 million yen.

Main capital investments

Segment	Venue	Item
Special Steel Bars Business	Mitsubishi Steel Muroran Inc.	Installation and renewal of manufacturing facilities
		Renewal of system
	PT. JATIM TAMAN STEEL MFG.	Installation and renewal of manufacturing facilities
Springs Business	Chiba Works	Installation of manufacturing facilities
	MSSC Ahle GmbH	Installation of manufacturing facilities
	MSM NINGBO SPRING CO., LTD.	Installation of manufacturing facilities
	MSM CEBU, INC.	Installation of manufacturing facilities
	MSSC CANADA INC.	Installation of manufacturing facilities
	MSSC US INC.	Installation of manufacturing facilities
Formed & Fabricated Products Business	Hirota Works	Installation of manufacturing facilities
	MSM (THAILAND) CO., LTD.	Installation and renewal of manufacturing facilities
Machinery Business	Mitsubishi Nagasaki Machinery Mfg. Co., Ltd.	Renewal of manufacturing facilities
Group-wide	Head Office	Renewal of system
	Research & Development Center	Installation and renewal of facilities (testing and evaluation equipment)

2. Matters concerning Shares (as of March 31, 2020)

(1) Total Number of Shares Authorized to be Issued: 36,000,000 shares

(2) Total Number of Shares Outstanding: 15,709,968 shares

(3) Number of Shareholders: 9,102 persons

(4) Major Shareholders:

Name of shareholder	Number of shares held (thousands)	Shareholding ratio
Mitsubishi Heavy Industries, Ltd.	1,000	6.5%
The Master Trust Bank of Japan, Ltd. (trust account)	729	4.7
Meiji Yasuda Life Insurance Company	715	4.6
STATE STREET LONDON CARE OF STATE STREET BANK AND TRUST, BOSTON SSBTC A/C UK LONDON BRANCH CLIENTS-UNITED KINGDOM	571	3.7
NORTHERN TRUST CO. (AVFC) RE NVI01	507	3.3
STATE STREET BANK AND TRUST COMPANY 505227	441	2.9
MUFG Bank, Ltd.	429	2.8
Japan Trustee Services Bank, Ltd.(trust account)	417	2.7
DFA INTL SMALL CAP VALUE PORTFOLIO	402	2.6
Mitsubishi Steel Mfg. Kyoeikai	352	2.3

(Note)
The 271 thousand treasury shares are excluded from the calculation of the shareholding ratio above.
The 53,734 shares of the Company held by the BIP Trust are excluded from treasury shares.

3. Matters concerning Subscription Rights to Shares, etc. (as of March 31, 2020)

There are no subscription rights to shares, etc. issued at this point in time.

4. Matters concerning Officers

(1) Directors and Corporate Auditors (as of March 31, 2020)

Position	Name	Assignment and Significant Concurrent Positions
* President & CEO	Motoyuki Sato	
* Managing Director & CFO	Hiroyuki Nagata	Assistant to President (Overall administration) In charge of Accounting Department and Systems Department
Director	Masayuki Takashima	
Director	Akira Hishikawa	
Director	Hiroshi Sekine	General Manager, Steel Bars Division President & Representative Director, Mitsubishi Steel Muroran Inc. President Director, PT.JATIM TAMAN STEEL MFG.
Director	Hiroshi Amano	In charge of special assignment matters (Springs Business in North America) Chairman of the Board, MSSC CANADA INC. Chairman of the Board, MSSC US INC. Chairman of the Board, MSSC MFG MEXICANA, S.A. DE C.V. Chairman, MSM NINGBO SPRING CO., LTD.
Director	Jun Takayama	In charge of Research & Development Center, General Affairs & Human Resources Department, Public & Investor Relations Department and Quality Assurance
Director	Akira Yamao	General Manager, Sales Division In Charge of Formed & Fabricated Products Business and Parts Sales Division
Director	Jun Yamaguchi	In Charge of Springs Business, Corporate Planning Division and Procurement Department
Standing Corporate Auditor	Hirokuni Sakamoto	
Standing Corporate Auditor	Takashi Nagai	
Corporate Auditor	Shuichiro Sekine	Certified Public Accountant
Corporate Auditor	Tetsuya Nakagawa	Registered Attorney at Law

(Notes)

1. Persons marked with an asterisk (*) are representative directors.
2. On June 21, 2019, Jun Yamaguchi was newly appointed and took office as Director, and Takashi Nagai was newly appointed and took office as Corporate Auditor.
3. On June 21, 2019, Yasuhiko Iizuka and Yoshihiro Hayasaka retired from the positions of Director and Corporate Auditor, respectively, upon expiration of their terms.
4. During the fiscal year ended March 31, 2020 and as of April 1, 2020, there were changes in positions and responsibilities of Directors as follows:

Name	New	Old	Date of change
Hiroyuki Nagata	Assistant to President (Overall administration) In charge of Accounting Department and Systems Department	In charge of Corporate Planning Division and Accounting Department	June 21, 2019

Hiroshi Sekine	General Manager, Steel Bars Division	In charge of Steel Bars Business.	June 21, 2019
Hiroshi Amano	In charge of special assignment matters (Springs Business in North America)	In charge of Springs Business	March 1, 2020
Jun Takayama	In charge of Research & Development Center, General Affairs & Human Resources Department, Public & Investor Relations Department and Quality Assurance	In charge of Formed & Fabricated Products Business, Research & Development Center and Quality Assurance	June 21, 2019
	In charge of Research & Development Center, General Affairs & Human Resources Department, Public & Investor Relations Department, Risk Management Office and Quality Assurance	In charge of Research & Development Center, General Affairs & Human Resources Department, Public & Investor Relations Department and Quality Assurance	April 1, 2020
Akira Yamao	General Manager, Sales Division In Charge of Formed & Fabricated Products Business and Parts Sales Division	General Manager, Sales Division, Steel Bars Division and Parts Sales Division	June 21, 2019
Jun Yamaguchi	In charge of Corporate Planning Division and Procurement Department	–	June 21, 2019
	In Charge of Springs Business, Corporate Planning Division and Procurement Department	In charge of Corporate Planning Division and Procurement Department	March 1, 2020

5. Director Hiroshi Sekine will retire from office as President Director of PT. JATIM TAMAN STEEL MFG. on June 5, 2020.
6. Director Hiroshi Amano will retire from office as Chairman of MSM NINGBO SPRING CO., LTD.
7. Directors Masayuki Takashima and Akira Hishikawa are Outside Directors as defined in Article 2 (xv) of the Companies Act, and are notified by the Company as independent officers to the Tokyo Stock Exchange, Inc.
8. Corporate Auditors Hirokuni Sakamoto, Shuichiro Sekine and Tetsuya Nakagawa are Outside Corporate Auditors as defined in Article 2 (xvi) of the Companies Act, and are notified by the Company as independent officers to Tokyo Stock Exchange, Inc.
9. Corporate Auditor Takashi Nagai has business experience in accounting and finance units of the Company and has considerable financial and accounting expertise.
10. Corporate Auditor Shuichiro Sekine is a qualified Certified Public Accountant, and has considerable financial and accounting expertise.

(2) Overview of Limited Liability Agreement

The Company has concluded an agreement with each Outside Director and Corporate Auditor to limit his liability for damages referred to in Article 423 (1) of the Companies Act pursuant to the provision of Article 427 (1) of said Act. The maximum amount of liability for damages prescribed in such agreement is the sum of the amounts stipulated in the items of Article 425 (1) of said Act.

(3) Total Amount of Compensation, etc. of Directors and Corporate Auditors

Classification	Number of persons paid	Total amount of compensation, etc. (million yen)
Directors	10	193
Corporate Auditors	5	54
Total	15	248
(Outside officers (included above))	(5)	(51)

(Notes)

1. The above amount of compensation includes the amount paid to one Director and one Corporate Auditor who have retired at the close of the 95th Ordinary General Meeting of Shareholders held on June 21, 2019.
2. In addition to the above compensation, the Company paid ¥16 million in employee remuneration paid to two Directors who serve the Company as Directors and employees concurrently.
3. As for provision for directors' share benefits based on the performance share plan for directors that was approved at the 93rd Ordinary General Meeting of Shareholders held on June 23, 2017, no amount was recorded as an expense for the fiscal year under review as known by recalculating expenses in consideration of the recent performance. Accordingly, a reversal of 17 million yen was recorded from the provision accounted for until the fiscal year ended March 31, 2019.

(4) Policy for Determining Amount of Compensation, etc. for Officers

[Director]

The policy for determining the amount of compensation, etc. for Directors shall be determined by the Board of Directors.

The amount of remuneration, etc. of Directors excluding Outside Directors consists of base compensation (fixed) and performance-linked bonuses as well as performance-linked stock compensation.

If a Director has achieved a performance target (100%), his/her performance-linked compensation is to be paid as 25% (15% for bonus and 10% for performance-linked stock compensation) of his/her fixed compensation.

As for Outside Directors, the Company asks them to take office to reflect their advice based on their wide variety of insights and experience to the management and accordingly, pays only base compensation (fixed) considering their roles and job descriptions.

The amount of compensation, etc. for Directors shall be determined with advice from the Governance Committee consisting of Outside Directors.

[Corporate Auditor]

The amount of remuneration, etc. for Corporate Auditors shall be determined by discussions among the Corporate Auditors.

The amount of remuneration, etc. for Corporate Auditors shall be only base compensation (fixed) considering their roles and job descriptions.

(5) Matters concerning Outside Officers

a. Relationship between the Company and entity where significant concurrent positions are held

Outside Officers have no significant concurrent position.

b. Status of main activities in the fiscal year under review

Classification	Name of outside officers	Attendance at meetings of Board of Directors	Attendance at meetings of Board of Corporate Auditors
Directors	Masayuki Takashima	16 out of 16 meetings	
	Akira Hishikawa	16 out of 16 meetings	
Corporate Auditors	Hirokuni Sakamoto	16 out of 16 meetings	16 out of 16 meetings
	Shuichiro Sekine	16 out of 16 meetings	16 out of 16 meetings
	Tetsuya Nakagawa	16 out of 16 meetings	16 out of 16 meetings

[Board of Directors]

The outside officers actively asked questions, made suggestions from their respective standpoints and sufficiently fulfilled their management monitoring functions.

[Board of Corporate Auditors]

The Outside Corporate Auditors executed their duties in accordance with the audit policy established by the Board of Corporate Auditors, and made reports to the Board of Corporate Auditors.

[Governance Committee]

For the purpose of information exchange and sharing of recognition among independent Outside Directors, the Governance Committee was held five times during the fiscal year under review. Outside Directors actively asked questions and had a lively discussion about matters concerning the reinforcement of the Company's risk management system and corporate governance as well as the operation of the Governance Committee.

5. Matters concerning Accounting Auditor

(1) Name of Accounting Auditor

Deloitte Touche Tohmatsu LLC (as of March 31, 2020)

(2) Amount of Fees, etc. of Accounting Auditor

Classification	The fiscal year under review
	Fee for audit certification service (in millions of yen)
The Company	65
Total amount of money payable by the Company and its subsidiaries	84

(Notes)

1. The audit agreement between the Company and the Accounting Auditor does not separately show the amounts of the fee for an audit under the Companies Act and the fee for an audit under the Financial Instruments and Exchange Act. Therefore, the amount of the stated fee for audit certification service for the Company is a combined total amount of the fees.
2. The Board of Corporate Auditors comprehensively considered the contents of the audit program of the Accounting Auditor, the status of execution of duties in accounting audit, the adequacy of the basis of calculation of estimated remuneration and the possibility of providing future appropriate audit services to approve the amount of remuneration for the Accounting Auditor.
3. Among the Company's significant subsidiaries, overseas subsidiaries are audited by an audit corporation other than the Company's Accounting Auditor.

(3) Description of non-audit services

Services such as advice on introduction of the International Financial Reporting Standards (IFRS) 16 Leases

(4) Policy for Determination of Dismissal or Non-reappointment of Accounting Auditor

If the Accounting Auditor is deemed to fall under any of the items of Article 340 (1) of the Companies Act, the Board of Corporate Auditors will dismiss the Accounting Auditor based on the consent of all Corporate Auditors. If the Accounting Auditor is deemed to have any difficulties in performing its duties properly, or if it is otherwise deemed necessary, the Board of Corporate Auditors will decide to dismiss or not to reappoint the Accounting Auditor.

6. Basic Policy for Internal Controls and Its Implementation Status

(1) Basic Policy for Internal Controls

The Company's basic policy for internal controls resolved at the meeting of the Board of Directors is as follows.

a. System to ensure execution of duties by Directors of the Company and directors of its subsidiaries in compliance with laws, regulations and the Articles of Incorporation and in an efficient manner

For the purpose of fulfilling its social responsibility in pursuit of becoming an enterprise trusted by society, the Company has prescribed in its "Basic Policy for Corporate Governance" that it shall establish the "Corporate Philosophy", "Mitsubishi Steel Group Code of Conduct" and "Detailed Rules for the Mitsubishi Steel Manufacturing Group Code of Conduct" and commit to pursuing and fulfilling more effective corporate governance. The Company's system places importance on "the functional enhancement of the institutions of the Board of Directors and the Board of Corporate Auditors" as well as "deliberations on the execution of operations by the Management Committee and enhancement of compliance and crisis management."

The meeting of the Board of Directors is where the direction of management strategies for the Group as a whole is determined. While giving consideration to speedy decision-making, the Board of Directors formulates basic management policies, determines matters stipulated in laws, regulations and the Articles of Incorporation and other important management-related matters, and supervises Directors in executing operations.

The Board of Directors shall be the minimum size necessary, and have a system that enables speedy and efficient decision-making. Regarding the policies determined by the Board of Directors, the Director in charge responsibly gives instructions to employees who are given authority to execute the operations, and each authorized person shall execute their operations.

In addition, Outside Directors and Outside Corporate Auditors attend the meetings of the Board of Directors and ensure fairness and transparency in the decisions on the execution of operations. Meanwhile, as a subordinate agency of the Board of Directors, the Governance Committee shall be put into place for the purpose of information exchange and sharing of recognition among independent Outside Directors, which will openly discuss matters concerning the Company's business and governance so as to strengthen supervisory function to execution of operations by the Board of Directors. The Board of Corporate Auditors audits the Group as a whole, including compliance and crisis management in accordance with the audit policy and segregation of operations, and ensures that Directors comply with laws, regulations and the Articles of Incorporation in executing their duties.

Furthermore, meetings of the Management Committee are convened periodically, on a weekly basis as a general rule (and are convened whenever necessary,) where its members including Directors, Corporate Auditors, Fellows, General Managers of Divisions, the respective Heads of Corporate Planning Unit, General Manager of Sales Division, the respective Heads of Control & Administration Unit and the General Manager of Research & Development Center deliberate and deal with the execution of important operations, compliance and crisis management of the Group.

In subsidiaries, the "Management Regulations for Subsidiaries" shall clarify rules for the management of subsidiaries, and through compliance with such regulations the Company shall understand and manage the status of its subsidiaries. In addition, a system to execute duties in a proper and efficient manner is ensured by making the Company's Directors, Corporate Auditors or employees concurrently serve as directors or corporate auditors of subsidiaries as a general rule. In the "Mitsubishi Steel Group Code of Conduct" and "Detailed Rules for the Mitsubishi Steel Manufacturing Group Code of Conduct", the Group declares that it has absolutely no relationship with any antisocial forces, and that it has a system in place to collaborate with outside specialized institutions such as police and lawyers and take a resolute stance when it receives unreasonable demands from antisocial forces.

b. System for the preservation and management of information on execution of duties by Directors

With regard to preserving and managing information on the execution of duties, Directors properly preserve and manage the minutes of the Board of Directors and other such important documents and information in accordance with laws, regulations and internal rules.

In addition, Directors ensure that the Group positions the information security management structure in accordance with the basic policy for information security and the rules thereof.

c. Regulations and other systems to manage risk of loss of the Company and its subsidiaries

A system is established for the Management Committee of the Company to discuss problems that may expose the Company and its subsidiaries to the risk of loss, to have the Risk Management Committee consider the risks for management mainly on governance (subsidiary management) and compliance and to identify and properly manage the risk of loss arising in domestic as well as global business activities.

The Investment and Credit Committee was established, mainly led by the Corporate Planning Division, in order to build a system contributing to management decisions by sufficiently considering risks in the investment plan including advances in new business, expansion of the existing business, increase in capital and loan to subsidiaries and affiliates, and the capital investment plan.

There is also a system in place for the Board of Directors of the Company to deliberate important cases, including items regarding subsidiaries, pursuant to the Rules of the Board of Directors and thereby prevent loss from arising.

d. System to ensure execution of duties by employees of the Company and its subsidiaries in compliance with laws, regulations and the Articles of Incorporation

In the Company, the Internal Audit Department - which reports directly to the President - conducts audits as the internal auditing division to determine whether or not operations are executed by employees in an appropriate and lawful manner, in addition to supervision by Directors and operational audits by the Corporate Auditors.

In subsidiaries, a system to ensure properness and efficiency in employees' duties and to prevent them from violating laws and regulations, etc. is ensured by making the Company's Directors, Corporate Auditors or employees concurrently serve as directors or corporate auditors as a general rule.

In addition, the Group is developing a Group-wide compliance-enhancing structure by having in place compliance officers at the Company and the Group companies in accordance with the basic regulations on compliance. The Group holds a compliance officer meeting mainly for the Group's compliance officers twice a year to exchange information on the state of compliance at these companies. The Group also regularly checks whether the structure is operated appropriately. Furthermore, Efforts are made to instill compliance in each and every employee by enhancing training aimed at making employees become more aware of the importance of compliance and deepening their understanding of "Mitsubishi Steel Group Code of Conduct." Moreover, violations of laws and regulations are prevented by the establishment of a whistle-blowing system in which members of the Internal Audit Department and a law firm can be reached.

e. System to ensure properness of operations in the Group and system to report matters regarding execution of duties by directors of subsidiaries to the Company

The respective directors of subsidiaries execute operations and supervise their employees in accordance with policies decided by the Board of Directors and the Management Committee of the Company. In addition to audits conducted by the respective corporate auditors of subsidiaries, Directors, Corporate Auditors or employees of the Company concurrently serve as directors and corporate auditors of major consolidated subsidiaries and supervise and audit them, and exchange information periodically with directors and corporate auditors of each

subsidiary while collaborating with the Internal Audit Department and the Accounting Auditor, thereby ensuring the properness of operations of the Group as a whole.

Furthermore, a system to have a grasp of important matters concerning subsidiaries at all times is ensured through the Operating Unit, Corporate Planning Unit, Sales Unit, Control & Administration Sections and Research & Development, in addition to the receipt of reports by the Directors and Corporate Auditors of the Company at the meetings of the board of directors, etc. of the subsidiaries.

Various countermeasures are also developed and implemented to strengthen the management structures of overseas subsidiaries.

In addition, internal controls are put in place and implemented properly to ensure appropriateness and reliability of the Group's financial reporting.

f. Matters concerning employees who should assist Corporate Auditors' duties

Staff who concurrently serve as assistants to Corporate Auditors are appointed and assist in the Corporate Auditors' work, and Corporate Auditors properly confirm and give guidance on the staff's work, thereby ensuring the effectiveness of instructions.

In addition, to assure the independence of the Corporate Auditor's staff, the Director responsible for General Affairs & Human Resources Department consults on matters concerning the transfer of the Corporate Auditor's staff with the Board of Corporate Auditors in advance.

g. System for Directors and employees of the Company and directors and employees of its subsidiaries to report to the Corporate Auditors of the Company and other systems for reporting to Corporate Auditors, and system to ensure any person who made such report is not treated unfairly on the grounds of making such report

Directors and employees of the Company and directors and employees of its subsidiaries report the status of execution of operations to Corporate Auditors as appropriate (including making reports at important meetings attended by Corporate Auditors), and promptly make a report to the Corporate Auditors on matters with the risk of inflicting serious damage to the Company, acts in violation of laws, regulations or the Articles of Incorporation and other matters on which the Corporate Auditors demand a report.

The content of whistle-blowing by officers and employees of the Company and domestic subsidiaries is reported to Corporate Auditors.

In addition, the Whistle-blowing Rules stipulate that no one will be treated unfairly on the grounds of making such report, and an explanation is provided at in-house workshops to the effect that there will be no unfair treatment.

h. Matters concerning procedures for prepayment or reimbursement of expenses incurred in the execution of duties by Corporate Auditors of the Company and other policies for processing expenses and liabilities incurred in the execution of such duties

Directors properly pay Corporate Auditors as necessary with respect to expenses incurred in audits, etc. with full understanding of the importance of audits conducted by Corporate Auditors.

i. Other systems to ensure effective auditing by Corporate Auditors

Corporate Auditors effectively audit the execution status of operations by such means as periodically exchanging information with Directors including the Representative Director, the Internal Audit Department and the Accounting Auditor, and receiving reports from Operating Unit, each department in Corporate Planning Unit, each department in Sales Unit, each department in Control & Administration Unit and Research & Development after having identified management problems at the meetings of the Board of Directors and the Management Committee in the early stages, and attending important meetings convened monthly at each place of business and subsidiary as appropriate.

(2) Implementation Status of the Basic Policy for Internal Controls

The Company strives to develop and adequately operate internal controls based on the basic policy for internal controls. During the fiscal year under review, it promoted activities to keep the Group companies informed about the "Detailed Rules for the Mitsubishi Steel Manufacturing Group Code of Conduct" which was established in September 2019 to raise compliance awareness by further specifying the "Corporate Philosophy" and "Mitsubishi Steel Group Code of Conduct." Moreover, the Company conducted comprehension surveys with employees about the "Corporate Philosophy", "Mitsubishi Steel Group Code of Conduct", and "Detailed Rules for the Mitsubishi Steel Manufacturing Group Code of Conduct". Considering the results, the Board of Directors of the Company determined to maintain in-house training and comprehension surveys to disseminate them and enhance employee understanding. The following are other major matters on the implementation status of the basic policy for internal controls.

a. Matters concerning compliance

The Company's Board of Directors and Management Committee deliberated on whether its operations were executed in compliance with laws and regulations, and the Board of Corporate Auditors and Internal Audit Department provided internal audit in cooperation with each other to confirm the implementation status of compliance in addition to verification of adequacy and effectiveness of execution of operations.

During the fiscal year under review, the Company conducted compliance training with employees of the Company and its domestic subsidiaries and training related to the legal liabilities of officers to officers of the Company and its domestic subsidiaries with a lawyer as lecturer in order to increase employee awareness of compliance. In addition, in accordance with internally developed basic regulations on compliance, the Company appointed a Chief Compliance Officer responsible for supervising the entire Group and compliance officers at its subsidiaries, and hold a compliance officer meeting twice a year through collaboration with General Affairs & Human Resources Department which serves as the secretariat to exchange compliance-related information. The Company thus has a structure in place for performing activities such as investigating, reporting, and monitoring compliance status. Furthermore, the Company investigated the readiness of all Group companies for compliance risks, and carried out a review of their management to ensure it is appropriate for the structure. The Company plans to continue conducting regular reviews.

The Company has put into place a whistle-blower system with the Internal Audit Department and a law firm as contacts to report the number of whistle-blowing cases and matters of which survey officers and Head of Internal Audit Office, etc. acknowledged the importance especially among all contents communicated to the Board of Directors. During the fiscal year under review, there was no whistle-blowing related to material violations of law.

In addition, we continues an initiative to introduce a whistle-blower system at each of our overseas subsidiaries, and are working to introduce one at our subsidiary in India in addition to one previously introduced at our subsidiaries in Thailand, China and the Philippines.

In order to reject any relation with anti-social forces, the Company continues its approach of including provisions regarding the elimination of anti-social forces in agreements with its business partners.

b. Matters concerning execution of duties by Directors

During the fiscal year under review, the Board of Directors held meetings 16 times, actively exchanged opinions about material matters on the Company and its subsidiaries and provided prompt and effective decision-making. Outside Directors and Outside Corporate Auditors attended these meetings to ensure the fairness and transparency of the execution of operations.

In the Governance Committee as subordinate agency of the Board of Directors, independent Outside Directors understood developments of each business of the Group and deepened their recognition on business issues. The Group receives the advice of independent Outside

Directors about the designation and remuneration of Directors in order to strengthen the supervisory function of the Board of Directors.

In addition, preservation and management of information on the execution of duties by Directors have been performed properly in accordance with laws and regulations and internal rules. During the fiscal year under review, the Group formulated the Group-wide information security management structure based on the basic policy for information security and the rules. Meanwhile, the Group provided education and training on information security for Directors and employees, striving to enhance each individual's awareness of the significance of information security.

In addition, the Company conducts periodic evaluations annually on the effectiveness of the Board of Directors to understand the current status of the Board of Directors and improve the operation and make it more efficient.

For ensuring the adequacy and reliability of financial reporting of the Group, Directors have built and operated internal control based on standards on the evaluation and audit of internal control on financial reporting, and Corporate Auditors, the Internal Audit Department and the Accounting Auditor audited the structure and implementation status of such control.

In addition, the Group disclosed information through investor relations activities including results briefings in order to ensure transparency of management.

c. Matters concerning execution of duties by Corporate Auditors

Corporate Auditors attend meetings of the Board of Corporate Auditors (a total of 16 times), material meetings including meetings of the Board of Directors and Management Committee as well as major monthly meetings held in each business office and subsidiaries to collect information and understand actual situations. For the fiscal year under review, Corporate Auditors visited overseas subsidiaries in Indonesia, U.S.A. and Thailand to conduct a field audit. In addition, they confirmed problems and approaches of the Company and each Operating Section through individual interview with key employees, etc. and exchanged information as necessary and kept cooperation with the Internal Audit Department and the Accounting Auditor to ensure the effectiveness of audit.

Corporate Auditors attend the Governance Committee as much as possible as observer in order to confirm the developments and business issues of each business of the Group, together with Outside Directors.

Staff of Corporate Auditors made presentations in meetings of the Board of Corporate Auditors. As for expenses on execution of duties of Corporate Auditors, the Company paid necessary expenses properly.

d. Matters concerning the risk management system

The Company's Management Committee identifies and considers risks arising from the business activities of the Company and its subsidiaries. For the fiscal year under review, meetings of the Management Committee were held 47 times. Material matters were also deliberated upon in meetings of the Board of Directors in accordance with regulations of the Board of Directors. By doing this, the Company has strengthened the system that enables understanding of, and management of risks arising from, its business activities.

The Investment and Credit Committee was established, which assesses projects from an objective and independent viewpoint as a meeting body independent of the Operating Unit, etc. in order to strengthen the risk management system.

The Company continues initiatives led by the Risk Management Committee established in July 2019, thereby enhancing the Group's risk management system further.

e. Matters concerning the management system for subsidiaries

The regulations on the management of subsidiaries were defined so as to clarify the rules on the management of subsidiaries, and important matters on subsidiaries were deliberated in the Board of Directors and the Management Committee of the Company to understand and

manage information of subsidiaries. As a general rule, the Company's Directors, Corporate Auditors or employees concurrently serve as directors or corporate auditors of subsidiaries to ensure the adequacy and effectiveness of operations of subsidiaries and to prevent any violation of law from occurring.

(Note)

Amounts and the number of shares stated in this Business Report are rounded down to the nearest unit of presentation.

Ratios are rounded off to the second decimal place.

Consolidated Financial Statements

Consolidated Balance Sheet

(as of March 31, 2020)

(Million yen)

Account	Amount		Account	Amount	
	96th Fiscal Year (as of March 31, 2020)	(Reference) 95th Fiscal Year (as of March 31, 2019)		96th Fiscal Year (as of March 31, 2020)	(Reference) 95th Fiscal Year (as of March 31, 2019)
Assets			**Liabilities**		
Current assets	**89,121**	**88,396**	**Current liabilities**	**46,765**	**46,136**
Cash and deposits	20,303	17,112	Notes and accounts payable - trade	11,125	13,358
Notes and accounts receivable - trade	24,847	30,945	Electronically recorded obligations - operating	4,458	6,146
Electronically recorded monetary claims - operating	3,484	6,626	Short-term loans payable	24,358	17,821
Securities	9,000	9,000	Lease obligations	611	619
Merchandise and finished goods	15,796	8,755	Income taxes payable	257	1,817
Work in process	6,273	5,537	Accrued consumption taxes	211	430
Raw materials and supplies	7,152	6,677	Other	5,742	5,942
Other	2,265	3,746	**Non-current liabilities**	**46,310**	**39,837**
Allowance for doubtful accounts	(1)	(4)	Long-term loans payable	30,776	24,421
			Lease obligations	2,874	2,834
Non-current assets	**52,270**	**64,930**	Deferred tax liabilities	2,945	2,632
Property, plant and equipment	**39,051**	**39,460**	Net defined benefit liability	9,235	9,503
Buildings and structures	8,174	9,432	Provision for directors' retirement benefits	105	177
Machinery, equipment and vehicles	8,683	14,297	Provision for directors' share benefits	11	29
Land	14,021	6,514	Other	361	238
Leased assets	624	3,667			
Construction in progress	7,069	4,480	**Total liabilities**	**93,075**	**85,973**
Other	477	1,067	**Net assets**		
Intangible assets	**1,414**	**11,905**	**Shareholders' equity**	**45,512**	**61,128**
Software	1,318	1,343	Capital stock	10,003	10,003
Goodwill	-	3,092	Capital surplus	2,583	3,691
Land use rights	-	6,961	Retained earnings	34,197	48,706
Other	96	508	Treasury shares	(1,271)	(1,272)
Investments and other assets	**11,803**	**13,564**	**Accumulated other comprehensive income**	**(2,905)**	**(2,088)**
Investment securities	9,400	10,244	Valuation difference on available-for-sale securities	2,024	2,456
Long-term loans receivable	94	97	Foreign currency translation adjustment	(3,112)	(2,929)
Net defined benefit asset	752	1,544	Remeasurements of defined benefit plans	(1,817)	(1,615)
Deferred tax assets	456	446	**Non-controlling interests**	**5,708**	**8,313**
Other	1,100	1,232			
Allowance for doubtful accounts					
Other	(0)	(1)	**Total net assets**	**48,315**	**67,353**
Total assets	**141,391**	**153,327**	**Total liabilities and net assets**	**141,391**	**153,327**

(Notes)

Amounts shown are rounded down to the nearest million yen.

Consolidated Statement of Income

from April 1, 2019 to March 31, 2020

(Million yen)

Account	Amount	
	96th Fiscal Year (From April 1,2019 to March 31, 2020)	(Reference) 95th Fiscal Year (From April 1,2018 to March 31, 2019)
Net sales	**117,138**	**129,370**
Cost of sales	102,133	112,433
Gross profit	**15,005**	**16,937**
Selling, general and administrative expenses	14,568	15,881
Operating income	**436**	**1,055**
Non-operating income	633	690
Interest and dividend income	250	329
Dividend income of life insurance	84	104
Other	298	257
Non-operating expenses	1,329	1,628
Interest expenses	1,083	971
Foreign exchange losses	108	398
Share of loss of entities accounted for using the equity method	0	20
Other	136	238
Ordinary income (loss)	**(259)**	**117**
Extraordinary income	19	2,187
Gain on disposal of non-current assets	6	150
Gain on sales of investment securities	-	2,037
Insurance claim income	12	-
Extraordinary losses	15,670	878
Loss on valuation of investment securities	174	848
Loss on disposal of non-current assets	305	-
Extraordinary losses	15,049	-
Loss on disaster	106	30
Loss on withdrawal from business	34	-
Income (loss) before income tax	**(15,910)**	**1,426**
Income taxes - current	1,155	2,050
Income taxes - deferred	857	(99)
(Loss)	**(17,923)**	**(525)**
Profit (loss) attributable to non-controlling interests	(3,852)	(805)
Profit (loss) attributable to owners of parent	**(14,070)**	**280**

(Note)
Amounts shown are rounded down to the nearest million yen.

Consolidated Statement of Changes in Equity

from April 1, 2019 to March 31, 2020

(Million yen)

	Shareholders' equity				
	Capital stock	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of period	10,003	3,691	48,706	(1,272)	61,128
Cumulative effects of changes in accounting policies			101		101
Restated balance	10,003	3,691	48,807	(1,272)	61,229
Changes of items during period					
Capital increase of consolidated subsidiaries		(1,107)			(1,107)
Dividends of surplus			(540)		(540)
Loss attributable to owners of parent			(14,070)		(14,070)
Purchase of treasury shares				(0)	(0)
Disposal of treasury shares				1	1
Net changes of items other than shareholders' equity					
Total changes of items during period	-	(1,107)	(14,610)	1	(15,717)
Balance at end of period	10,003	2,583	34,197	(1,271)	45,512

	Accumulated other comprehensive income				Non-controlling interests	Total net assets
	Valuation difference on available-for-sale securities	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Total accumulated other comprehensive income		
Balance at beginning of period	2,456	(2,929)	(1,615)	(2,088)	8,313	67,353
Cumulative effects of changes in accounting policies						101
Restated balance	2,456	(2,929)	(1,615)	(2,088)	8,313	67,454
Changes of items during period						
Capital increase of consolidated subsidiaries						(1,107)
Dividends of surplus						(540)
Loss attributable to owners of parent						(14,070)
Purchase of treasury shares						(0)
Disposal of treasury shares						1
Net changes of items other than shareholders' equity	(431)	(183)	(202)	(816)	(2,605)	(3,421)
Total changes of items during period	(431)	(183)	(202)	(816)	(2,605)	(19,138)
Balance at end of period	2,024	(3,112)	(1,817)	(2,905)	5,708	48,315

(Note)
Amounts shown are rounded down to the nearest million yen.

Non-consolidated Financial Statements

Balance Sheet

(as of March 31, 2020)

(Million yen)

Account	Amount		Account	Amount	
	96th Fiscal Year (as of March 31, 2020)	(Reference) 95th Fiscal Year (as of March 31, 2019)		96th Fiscal Year (as of March 31, 2020)	(Reference) 95th Fiscal Year (as of March 31, 2019)
Assets			**Liabilities**		
Current assets	**58,160**	**51,522**	**Current liabilities**	**23,114**	**21,235**
Cash and deposits	9,300	5,704	Notes payable - trade	-	9
Notes receivable - trade	297	623	Electronically recorded obligations - operating	1,283	1,968
Electronically recorded monetary claims - operating	2,882	5,511	Accounts payable - trade	3,065	6,571
Accounts receivable - trade	12,925	20,845	Short-term loans payable	15,759	7,989
Securities	9,000	7,200	Accounts payable - other	1,247	977
Merchandise and finished goods	4,510	4,037	Income taxes payable	94	1,674
Work in process	871	873	Accrued expenses	1,423	1,601
Raw materials and supplies	308	359	Other	240	443
Prepaid expenses	158	117	**Non-current liabilities**	**32,212**	**25,703**
Short-term loans receivable	17,086	4,262	Long-term loans payable	28,400	22,100
Accounts receivable - other	774	1,942	Deferred tax liabilities	378	824
Other	44	44	Provision for retirement benefits	1,477	1,388
Non-current assets	**32,131**	**45,065**	Provision for directors' share benefits	11	29
Property, plant and equipment	**9,798**	**9,168**	Provision for loss on business of subsidiaries and associates	1,897	1,314
Buildings	3,387	3,640	Other	47	47
Structures	167	185	**Total liabilities**	**55,327**	**46,938**
Machinery and equipment	1,702	1,844	**Net assets**		
Vehicles	5	14	**Shareholders' equity**	**32,942**	**47,199**
Tools, furniture and fixtures	154	243	**Capital stock**	**10,003**	**10,003**
Land	1,349	1,375	**Capital surplus**	**3,684**	**3,684**
Construction in progress	3,031	1,864	Legal capital surplus	3,684	3,684
Intangible assets	**540**	**325**	**Retained earnings**	**20,525**	**34,784**
Software	471	255	Legal retained earnings	809	809
Other	68	69	Other retained earnings	19,715	33,974
Investments and other assets	**21,793**	**35,572**	Reserve for advanced depreciation of non-current	997	1,090
Investment securities	5,293	6,115	General reserve	18,855	18,855
Shares of subsidiaries and associates	12,050	18,067	Retained earnings brought forward	(136)	14,028
Investments in capital	186	186	**Treasury shares**	**(1,271)**	**(1,272)**
Investments in capital of subsidiaries and associates	3,006	5,267	**Valuation and translation adjustments**	**2,022**	**2,448**
Long-term loans receivable	4,884	6,517	**Valuation difference on available-for-sale securities**	**2,022**	**2,448**
Prepaid pension cost	490	416			
Other	189	195			
Allowance for doubtful accounts	(4,309)	(1,194)	**Total net assets**	**34,965**	**49,648**
Total assets	**90,292**	**96,587**	**Total liabilities and net assets**	**90,292**	**96,587**

(Notes)

Amounts shown are rounded down to the nearest million yen.

Non-consolidated Statement of Income

from April 1, 2019 to March 31, 2020

(Million yen)

Account	Amount	
	96th Fiscal Year (as of March 31, 2020)	(Reference) 95th Fiscal Year (as of March 31, 2019)
Net sales	**58,804**	**76,944**
Cost of sales	46,624	62,960
Gross profit	**12,179**	**13,983**
Selling, general and administrative expenses	8,955	10,028
Operating income	**3,224**	**3,955**
Non-operating income	616	634
Interest and dividend income	542	528
Insurance policy benefits	63	79
Other	10	25
Non-operating expenses	4,290	1,433
Interest expenses	292	289
Foreign exchange losses	172	-
Provision of allowance for doubtful accounts for subsidiaries and associates	3,115	999
Provision for loss on business of subsidiaries and associates	582	-
Other	127	144
Ordinary loss	**(450)**	**3,156**
Extraordinary income	6	2,304
Gain on sales of investment securities	-	2,037
148Gain on sales of non-current assets	6	148
Reversal of provision for loss on business of subsidiaries and associates	-	118
Extraordinary losses	12,521	848
Loss on valuation of investment securities	174	848
Loss on valuation of shares of subsidiaries	9,987	-
Loss on valuation of investments in capital of subsidiaries	2,260	-
Loss on disaster	98	-
Income (loss) before income tax	**(12,965)**	**4,611**
Income taxes - current	967	1,807
Income taxes - deferred	(213)	(61)
Profit (loss)	**(13,718)**	**2,865**

(Note)
Amounts shown are rounded down to the nearest million yen.

Non-consolidated Statement of Changes in Equity

from April 1, 2019 to March 31, 2020

(Million yen)

	Shareholders' equity							
	Capital stock	Capital surplus		Retained earnings				
		Legal capital surplus	Total capital surplus	Legal retained earnings	Other retained earnings			Total retained earnings
					Reserve for advanced depreciation of non-current assets	General reserve	Retained earnings brought forward	
Balance at beginning of period	10,003	3,684	3,684	809	1,090	18,855	14,028	34,784
Changes of items during period								
Reversal of reserve for advanced depreciation of non-current assets					(93)		93	
Dividends of surplus							(540)	(540)
Loss							(13,718)	(13,718)
Purchase of treasury shares								
Disposal of treasury shares								
Net changes of items other than shareholders' equity								
Total changes of items during period	-	-	-	-	(93)	-	(14,165)	(14,258)
Balance at end of period	10,003	3,684	3,684	809	997	18,855	(136)	20,525

	Shareholders' equity		Valuation and translation adjustments		Total net assets
	Treasury shares	Total shareholders' equity	Valuation difference on available-for-sale securities	Total valuation and translation adjustments	
Balance at beginning of period	(1,272)	47,199	2,448	2,448	49,648
Changes of items during period					
Reversal of reserve for advanced depreciation of non-current assets					
Dividends of surplus		(540)			(540)
Loss		(13,718)			(13,718)
Purchase of treasury shares	(0)	(0)			(0)
Disposal of treasury shares	1	1			1
Net changes of items other than shareholders' equity			(425)	(425)	(425)
Total changes of items during period	1	(14,257)	(425)	(425)	(14,683)
Balance at end of period	(1,272)	32,942	2,022	2,022	34,965

(Note)
Amounts shown are rounded down to the nearest million yen.

Certified Copy of Accounting Auditors' Audit Report

on Consolidated Financial Statements

INDEPENDENT AUDITORS' AUDIT REPORT

May 21, 2020

Mitsubishi Steel Mfg. Co., Ltd.

To the Board of Directors of Mitsubishi Steel Mfg. Co., Ltd.

Deloitte Touche Tohmatsu LLC

Designated Limited Liability Partner, Engagement Partner	Certified Public Accountant Yukitaka Maruchi
Designated Limited Liability Partner, Engagement Partner	Certified Public Accountant Ayato Hirano

Audit Opinion

Pursuant to Article 444(4) of the Companies Act, we have audited the Consolidated Financial Statements—i.e., Consolidated Balance Sheet, Consolidated Statement of Income, Consolidated Statement of Changes in Equity and Notes to the Consolidated Financial Statements—of Mitsubishi Steel Mfg. Co., Ltd. for the consolidated fiscal year from April 1, 2019 to March 31, 2020.

In our opinion, the Consolidated Financial Statements referred to above present fairly, in all material respects, the status of assets and income of the enterprise group consisting of Mitsubishi Steel Mfg. Co., Ltd. and its consolidated subsidiaries for the period subject to the Consolidated Financial Statements in accordance with accounting standards generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under audit principles is stated in the section titled "Auditors' responsibility in an audit of consolidated financial statements." We are independent from the Company and its consolidated subsidiaries pursuant to regulations on professional ethics in Japan, and fulfill other types of ethical responsibility as auditors. We believe we have obtained audit evidence that is sufficient and appropriate as the basis for expressing our opinion.

Responsibilities of Management, Corporate Auditors and Board of Corporate Auditors for the Consolidated Financial Statements

The management is responsible for the preparation and fair presentation of the Consolidated Financial Statements in accordance with accounting standards generally accepted in Japan, including developing and implementing internal control deemed necessary by the management for the preparation and fair presentation of Consolidated Financial Statements that are free from material misstatement due to fraud or error.

When preparing the Consolidated Financial Statements, the management shall assess whether it is appropriate to prepare them under a going concern assumption and, if it is necessary to disclose going concern-related matters under accounting principles generally accepted in Japan, the management is responsible for disclosing them.

The responsibility of Corporate Auditors and the Board of Corporate Auditors is to monitor the execution of duties by Directors for development and operation of financial reporting processes.

Auditors' Responsibility in an Audit of Consolidated Financial Statements

The auditors' responsibility is to obtain, based on the audit they have conducted, reasonable assurance about whether the Consolidated Financial Statements are free from material misstatement due to fraud or error and to express an opinion on the Consolidated Financial Statements from an independent standpoint in an audit report. A misstatement could potentially occur due to fraud or error, and is deemed to be material if it is reasonably expected to affect decision-making by the user of the consolidated financial statements, individually or when being totaled.

The auditors make judgements as professional experts and conduct the following with a sense of professional skepticism pursuant to audit principles that are generally accepted in Japan and through an audit process:

- The auditors distinguish and assess the risk of material misstatement due to fraud or error, plan and conduct audit procedures addressing the risk of material misstatement. Audit procedures are selected and applied as judged by the auditors, who obtain sufficient and appropriate audit evidence representing the basis for expressing an opinion.
- While the audit is not conducted for the purpose of expressing an opinion on the effectiveness of internal control, we consider, upon conducting risk assessment, internal control relevant to the audit in order to formulate audit procedures that are appropriate to the circumstances.
- The auditors assess the appropriateness of accounting policies and their application methods used by the management, the rationality of accounting estimates made by the management and the reasonableness of the Supplementary Schedules.
- The auditors conclude whether: i) it is appropriate for the management to prepare the Consolidated Financial Statements under an assumption of a going concern; and ii) any important uncertainty is deemed to exist with regard

to any event or situation causing material doubt about the assumption of a going concern, based on the audit evidence obtained. If any important uncertainty for the assumption of a going concern is deemed to exist, the auditors are required to express caution in the audit report concerning the Notes to the Consolidated Financial Statements. If the Notes to the Consolidated Financial Statements with regard to material uncertainty are not appropriate, the auditors are required to express an opinion with qualification on the statements. The auditors' conclusion is based on audit evidence obtained by the audit report date, but the company could potentially be unable to survive as a going concern depending on future events or situations.

・The auditors assess whether: i) the presentation of the Consolidated Financial Statements and the notes to them conform to accounting principles that are generally accepted in Japan; and ii) the presentation, composition and content of the Consolidated Financial Statements, including notes to them, and the Consolidated Financial Statements fairly display underlying transactions and accounting events.

・In order to express an opinion on the Consolidated Financial Statements, the auditors obtain sufficient and appropriate audit evidence on the financial information of the Company and its consolidated subsidiaries. The auditors are responsible for instruction, supervision and implementation of an audit of the Consolidated Financial Statements. The auditors solely assume responsibility for the audit opinion.

The auditors report to Corporate Auditors and the Board of Corporate Auditors on: i) the scope of a planned audit and its implementation period; ii) important audit findings including material internal control inadequacies as identified during the audit period; and iii) other matters stipulated in audit principles.

The auditors report to Corporate Auditors and the Board of Corporate Auditors on: i) the fact that the auditors have observed regulations on professional ethics in Japan concerning independence; ii) matters reasonably thought to affect the independence of the auditors; and iii) the description of any safeguard measure taken to eliminate or mitigate impediments.

Interests

Neither our firm nor any of the Designated Limited Liability Partners has any interest in the Company that needs to be stated under the provisions of the Certified Public Accountants Act.

Certified Copy of Accounting Auditors' Audit Report

on Non-consolidated Financial Statements

INDEPENDENT AUDITORS' AUDIT REPORT

May 21, 2020

Mitsubishi Steel Mfg. Co., Ltd.

To the Board of Directors of Mitsubishi Steel Mfg. Co., Ltd.

Deloitte Touche Tohmatsu LLC

Designated Limited Liability Partner, Engagement Partner	Certified Public Accountant Yukitaka Maruchi
Designated Limited Liability Partner, Engagement Partner	Certified Public Accountant Ayato Hirano

Audit Opinion

Pursuant to Article 436(2)(i) of the Companies Act, we have audited the Non-consolidated Financial Statements—i.e., Non-consolidated Balance Sheet, Non-consolidated Statement of Income, Non-consolidated Statement of Changes in Equity, Notes to the Non-consolidated Financial Statements and their supplementary schedules ("Non-consolidated Financial Statements")—of Mitsubishi Steel Mfg. Co., Ltd. for the 96th Fiscal Year from April 1, 2019 to March 31, 2020.

In our opinion, Non-consolidated Financial Statements referred to above present fairly, in all material respects, the status of assets and income for the period subject to Non-consolidated Financial Statements in accordance with accounting standards generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under audit principles is stated in the section titled "Auditors' responsibility in an audit of Non-consolidated Financial Statements" We are independent from the Company and its consolidated subsidiaries pursuant to regulations on professional ethics in Japan, and fulfill other types of ethical responsibility as auditors. We believe we have obtained audit evidence that is sufficient and appropriate as the basis for expressing our opinion.

Responsibilities of Management, Corporate Auditors and Board of Corporate Auditors for Non-consolidated Financial Statements

The management is responsible for the preparation and fair presentation of the Non-consolidated Financial Statements in accordance with accounting standards generally accepted in Japan, including developing and implementing internal control deemed necessary by the management for the preparation and fair presentation of the Non-consolidated Financial Statements that are free from material misstatement due to fraud or error.

When preparing Non-consolidated Financial Statements, the management shall assess whether it is appropriate to prepare them under a going concern assumption and, if it is necessary to disclose going concern-related matters under accounting principles generally accepted in Japan, the management is responsible for disclosing them.

The responsibility of Corporate Auditors and the Board of Corporate Auditors is to monitor the execution of duties by Directors for development and operation of financial reporting processes.

Auditors' Responsibility in an Audit of Non-consolidated Financial Statements

The auditors' responsibility is to obtain, based on the audit they have conducted, reasonable assurance about whether the Non-consolidated Financial Statements are free from material misstatement due to fraud or error and to express an opinion on the Non-consolidated Financial Statements from an independent standpoint in an audit report. A misstatement could potentially occur due to fraud or error, and is deemed to be material if it is reasonably expected to affect decision-making by the user of the Non-consolidated Financial Statements, individually or when being totaled.

The auditors make judgements as professional experts and conduct the following with a sense of professional skepticism pursuant to audit principles that are generally accepted in Japan and through an audit process:

- The auditors distinguish and assess the risk of material misstatement due to fraud or error, plan and conduct audit procedures addressing the risk of material misstatement. Audit procedures are selected and applied as judged by the auditors, who obtain sufficient and appropriate audit evidence representing the basis for expressing an opinion.
- While the audit is not conducted for the purpose of expressing an opinion on the effectiveness of internal control, we consider, upon conducting risk assessment, internal control relevant to the audit in order to formulate audit procedures that are appropriate to the circumstances.
- The auditors assess the appropriateness of accounting policies and their application methods used by the management, the rationality of accounting estimates made by the management and the reasonableness of the Supplementary Schedules.
- The auditors conclude whether: i) it is appropriate for the management to prepare the Non-consolidated Financial Statements under an assumption of a going concern; and ii) any important uncertainty is deemed to exist with regard

to any event or situation causing material doubt about the assumption of a going concern, based on the audit evidence obtained. If any important uncertainty for the assumption of a going concern is deemed to exist, the auditors are required to express caution in the audit report concerning the Notes to the Non-consolidated financial statements. If the Notes to the Non-consolidated financial statements with regard to material uncertainty are not appropriate, the auditors are required to express an opinion with qualification on the statements. The auditors' conclusion is based on audit evidence obtained by the audit report date, but the company could potentially be unable to survive as a going concern depending on future events or situations.

・The auditors assess whether: i) the presentation of the Non-consolidated financial statements and the notes to them conform to accounting principles that are generally accepted in Japan; and ii) the presentation, composition and content of the Non-consolidated financial statements, including notes to them, and the Non-consolidated financial statements fairly display underlying transactions and accounting events.

The auditors report to Corporate Auditors and the Board of Corporate Auditors on: i) the scope of a planned audit and its implementation period; ii) important audit findings including material internal control inadequacies as identified during the audit period; and iii) other matters stipulated in audit principles.

The auditors report to Corporate Auditors and the Board of Corporate Auditors on: i) the fact that the auditors have observed regulations on professional ethics in Japan concerning independence; ii) matters reasonably thought to affect the independence of the auditors; and iii) the description of any safeguard measure taken to eliminate or mitigate impediments.

Interests

Neither our firm nor any of the Designated Limited Liability Partners has any interest in the Company that needs to be stated under the provisions of the Certified Public Accountants Act.

Certified Copy of Board of Corporate Auditors' Audit Report

Audit Report

The Board of Corporate Auditors has prepared this Audit Report following deliberations based on the respective audit reports prepared by Corporate Auditors in relation to the execution of duties by Directors for the 96th Fiscal Year from April 1, 2019 to March 31, 2020. The report is as follows.

1. Method and Description of Audit by Corporate Auditors and the Board of Corporate Auditors
   (1) The Board of Corporate Auditors determined the audit policy, audit plans, etc., received reports from each Corporate Auditor on the progress and results of his/her audit, in addition to receiving reports from Directors, etc. and the Accounting Auditor on the execution status of their duties, and sought explanations as necessary.
   (2) Corporate Auditors complied with the audit standards for Corporate Auditors established by the Board of Corporate Auditors; followed the audit policy and audit plan, etc.; communicated with Directors, the internal auditing division and other employees; endeavoured to collect information and develop an environment for the audit; and provided audits by the following methods.
      a. We attended the meetings of the Board of Directors and other important meetings; received reports from Directors, employees, etc. on the execution status of their duties; sought explanations as necessary; reviewed important approval documents; and investigated the status of operations and assets at the head office and principal places of business. Also, with respect to subsidiaries, we communicated and exchanged information with the directors, corporate auditors, etc. of the subsidiaries and received reports from subsidiaries on their businesses as necessary.
      b. We received reports from Directors and employees, etc. on the establishment and implementation status of the content of the resolution passed by the Board of Directors regarding the development of a system to ensure that the execution of duties by Directors referred to in the Business Report is in compliance with laws, regulations and the Articles of Incorporation and other systems stipulated in Paragraphs 1 and 3 of Article 100 of the Ordinance for Enforcement of the Companies Act that are required to ensure properness of operations of an enterprise group consisting of a stock company and its subsidiaries, as well as the status of the system developed pursuant to such resolution (i.e., internal control system), sought explanations as necessary, and expressed our opinion.
      c. We monitored and verified whether or not the Accounting Auditor had maintained its independence and whether or not it had conducted its audit properly, received reports from the Accounting Auditor on the execution status of its duties, and sought explanations as necessary. In addition, we were notified by the Accounting Auditor that it is equipped with a system for ensuring that duties are performed properly (matters listed in the items of Article 131 of the Company Accounting Ordinance) in accordance with the Quality Control Standards for Audits (issued by the Business Accounting Council on October 28, 2005), etc., and sought explanations as necessary.

   Based on the above methods, we examined the Business Report and the supplementary schedules, the Non-consolidated Financial Statements (i.e., Non-consolidated Balance Sheet, Non-consolidated Statement of Income, Non-consolidated Statement of Changes in Equity and Notes to the Non-Consolidated Financial Statements) and their supplementary schedules as well as the Consolidated Financial Statements (i.e., Consolidated Balance Sheet, Consolidated Statement of Income, Consolidated Statement of Changes in Equity and Notes to the Consolidated Financial Statements) for the fiscal year under review.
2. Audit Results
   (1) Results of audit of Business Report, etc.
      a. In our opinion, the Business Report and the supplementary schedules are in compliance with laws, regulations and the Articles of Incorporation, and fairly represent the Company's position.
      b. In connection with the execution of duties by Directors, no misconduct or material facts in violation of laws, regulations or the Articles of Incorporation were identified.
      c. In our opinion, the Board of Directors' resolution on the internal control system is adequate in content. We found no matters that need to be pointed out with regard to the content of the Business Report or the execution of duties by Directors in relation to said internal control system.
   (2) Results of audit of Non-consolidated Financial Statements and their supplementary schedules
      In our opinion, the methods and results of the audit conducted by Accounting Auditor Deloitte Touche Tohmatsu LLC are reasonable.
   (3) Results of audit of Consolidated Financial Statements
      In our opinion, the methods and results of the audit conducted by Accounting Auditor Deloitte Touche Tohmatsu LLC are reasonable.

May 22, 2020

Board of Corporate Auditors, Mitsubishi Steel Mfg. Co., Ltd.

Standing Corporate Auditor (Outside)	Hirokuni Sakamoto
Standing Corporate Auditor	Takashi Nagai
Corporate Auditor (Outside)	Shuichiro Sekine
Corporate Auditor (Outside)	Tetsuya Nakagawa

(Note) Corporate Auditors Hirokuni Sakamoto, Shuichiro Sekine and Tetsuya Nakagawa are Outside Corporate Auditors as defined in Article 2 (xvi) of the Companies Act.

Venue Map

2F (Heian), Hotel Mariners' Court Tokyo
4-7-28 Harumi, Chuo-ku, Tokyo　Tel: +81-3-5560-2525



Due to the spread of novel coronavirus infections, this fiscal year we will refrain from holding a meeting with shareholders, a type of gathering held after the close of a General Meeting of Shareholders each year. Your kind understanding would be appreciated.

How to access the venue
*15 minutes' walk from Exit A3b of Kachidoki Station (Oedo Line)
The situation could potentially differ on the day due to entrance-exit construction work now in progress at Kachidoki Station.

Traveling by bus
It should be noted that the Toei 05-2 bus for Tokyo Big Sight does not stop at Hotel Mariners Court Tokyo.

	1	2	3	4	5
Railway and line to use	Toei Oedo Line	JR Line or Marunouchi Line	JR Line or Yurakucho Line	Hibiya Line or Ginza Line	Marunouchi Line
Get off the train at:	Kachidoki Station*	Tokyo Station	Yurakucho Station	Ginza Station	
Catch a bus at:	Kachidoki-ekimae bus stop	Tokyo-eki-Marunouchi-Minamiguchi bus stop	Yurakucho-ekimae bus stop	Ginza-Yonchome bus stop	Sukiya-bashi bus stop
Toei Bus number:	Toei-03 or Toei-05-1	Toei-05-1	Toei-05-1	Toei-03 or Toei-05-1	
Bound for:	Harumi-futo				
Get off bus at:	Hotel Mariners' Court Tokyo-mae bus stop				

* If you travel by bus from Kachidoki Station, please go to Exit A2b.
Request: You are asked to refrain from coming to the venue by car.