

June 20, 2014

**Mitsui & Co., Ltd.**

**Report on Resolutions Adopted at the 95th Ordinary General Meeting of Shareholders**

The following Reports and Resolutions were made at the 95th Ordinary General Meeting of Shareholders on June 20, 2014.

**MATTERS TO BE REPORTED:**

1. Reports on the Business Report, Consolidated Financial Statements for the 95th Fiscal Year (from April 1, 2013 to March 31, 2014), and the Results of the Audit thereof by the Independent Auditor and the Board of Corporate Auditors.
2. Reports on the Financial Statements for the 95th Fiscal Year (from April 1, 2013 to March 31, 2014).

**RESOLUTIONS:**

【Items proposed by the Company (Item 1 through 5)】

Item 1: Dividend of Surplus for the 95th Fiscal Year:

The above proposal was approved and passed as originally proposed. It was resolved that the year-end dividend for the 95th Fiscal Year is 34 Japanese yen per ordinary share. Since an interim dividend of 25 Japanese yen per share was paid to shareholders in December 2013, the annual dividend for the 95th Fiscal Year is 59 Japanese yen per share.

Item 2: Partial Amendments to the Articles of Incorporation:

The above proposal was approved and passed as originally proposed. Further detail can be found via the following link on Mitsui's webpage.

(<http://www.mitsui.com/jp/en/ir/information/general/index.html>)

Item 3: Election of Thirteen Directors:

The following thirteen persons were elected and assumed their offices as Directors:  
Shoei Utsuda, Masami Iijima, Daisuke Saiga, Joji Okada, Masayuki Kinoshita,  
Shintaro Ambe, Koichi Tanaka, Hiroyuki Kato, Yoshihiro Hombo, Ikujiro Nonaka,  
Hiroshi Hirabayashi, Toshiro Muto and Izumi Kobayashi.

Item 4: Election of One Corporate Auditor:

Haruka Matsuyama was elected and assumed her office as Corporate Auditor.

The Representative Directors, Directors, and the Corporate Auditors after the 95th Ordinary General Meeting of Shareholders are as follows:

Name	Title
Shoei Utsuda	Chairman of the Board
Masami Iijima*	President and Chief Executive Officer
Daisuke Saiga *	Director
Joji Okada *	Director
Masayuki Kinoshita *	Director
Shintaro Ambe *	Director
Koichi Tanaka *	Director
Hiroyuki Kato*	Director
Yoshihiro Hombo*	Director
Ikujiro Nonaka	Director
Hiroshi Hirabayashi	Director
Toshiro Muto	Director
Izumi Kobayashi	Director
Satoru Miura	Corporate Auditor (Full-time)
Motonori Murakami	Corporate Auditor (Full-time)
Kunihiro Matsuo	Corporate Auditor
Hiroyasu Watanabe	Corporate Auditor
Haruka Matsuyama	Corporate Auditor

Notes:

1. Ikujiro Nonaka, Hiroshi Hirabayashi, Toshiro Muto and Izumi Kobayashi are external Directors. Kunihiro Matsuo, Hiroyasu Watanabe and Haruka Matsuyama are external Corporate Auditors.
2. Representative Directors are represented with an asterisk.

**Item 5: Revision to Directors Compensation (Grant of Stock Options):**

The above proposal was approved and passed as originally proposed that the Company would issue subscription rights to shares of up to 500 million Japanese Yen to the Company's Directors (excluding external Directors) for a stock option scheme as stock-based compensation. The maximum number of subscription rights to shares for each fiscal year shall be 5,000 (the number of shares to be granted by the exercise of 1 subscription right to shares shall be 100 shares).

**【Items proposed by a shareholder (Item 6 through 13)】**

**Item 6: Partial Amendments to the Articles of Incorporation (Addition to the Object of the Company in the Articles of Incorporation):**

The above proposal was rejected.

**Item 7: Partial Amendments to the Articles of Incorporation (Deletion from the Object of the Company in the Articles of Incorporation):**

The above proposal was rejected.

**Item 8: Partial Amendment to the Articles of Incorporation (Deletion and Addition to the Object of the Company in the Articles of Incorporation):**

The above proposal was rejected.

Item 9: Partial Amendment to the Articles of Incorporation (Deletion from the Object of the Company in the Articles of Incorporation):

The above proposal was rejected.

Item 10: Partial Amendment to the Articles of Incorporation (Deletion of Provisions from the Articles of Incorporation):

The above proposal was rejected.

Item 11: Partial Amendment to the Articles of Incorporation (Deletion of Provisions from the Articles of Incorporation):

The above proposal was rejected.

Item 12: Dismissal of One Director:

The above proposal was rejected.

Item 13: Share buyback:

The above proposal was rejected.