

June 28, 2013

To whom it may concern

Company Name: Sumitomo Mitsui Trust Holdings, Inc.
Name of Representative: Kunitaro Kitamura, President
(Securities Code: 8309 TSE, OSE, NSE)

**NOTICE REGARDING RESULTS OF EXERCISE OF VOTING RIGHTS
AT THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
FOR SECOND FISCAL PERIOD AND THE CLASS SHAREHOLDERS MEETING
OF COMMON SHAREHOLDERS**

Sumitomo Mitsui Trust Holdings, Inc. (the “Company”) hereby announces the results of the exercise of voting rights at the ordinary general meeting of shareholders for the second fiscal period and the class shareholders meeting of common shareholders (the “Meeting”) of the Company held on June 27, 2013, as follows.

1. Status of Voting Rights

Number of shareholders holding voting rights 68,189

Number of voting rights held by such shareholders 3,663,052

2. Results of Exercise of Voting Rights

(The ordinary general meeting of shareholders for the second fiscal period)

Agendum	Total number of voting rights exercised	Total numbers of voting rights that were exercised up to the day before the Meeting and voting rights that approval and disapproval for each agendum were confirmed at the Meeting (Note 4)				Approval Requirements	Voting Result
		Number of Approvals (units)	Number of Disapprovals (units)	Number of Abstentions (units)	Approval Rate (%)		
Agendum 1 Distribution of surplus	2,810,435	2,739,254	1,905	8,862	97.46%	Note 1	Approved
Agendum 2 Partial amendments to the Articles of Incorporation	2,810,434	2,729,143	12,271	8,606	97.10%	Note 2	Approved
Agendum 3 Election of ten (10) Directors							
1.Hitoshi Tsunekage	2,810,402	2,681,018	60,364	8,606	95.39%	Note 3	Approved
2. Kunitaro Kitamura	2,810,403	2,675,578	65,805	8,606	95.20%	Note 3	Approved
3.Akio Otsuka	2,810,403	2,690,113	51,270	8,606	95.71%	Note 3	Approved

4. Nobuo Iwasaki	2,810,403	2,639,029	102,354	8,606	93.90%	Note 3	Approved
5. Tetsuo Ohkubo	2,810,407	2,694,469	46,918	8,606	95.87%	Note 3	Approved
6. Masaru Hashimoto	2,810,407	2,694,471	46,916	8,606	95.87%	Note 3	Approved
7. Jun Okuno	2,810,403	2,683,905	57,478	8,606	95.49%	Note 3	Approved
8. Kiyoshi Mukohara	2,810,403	2,690,472	50,911	8,606	95.73%	Note 3	Approved
9. Toshio Hoshino	2,810,408	2,711,605	29,783	8,606	96.48%	Note 3	Approved
10. Soichi Shinohara	2,810,408	2,724,613	16,775	8,606	96.94%	Note 3	Approved
Agendum 4 Election of five (5) Corporate Auditors							
1. Takashi Kamikanda	2,810,322	2,660,147	81,155	8,606	94.65%	Note 3	Approved
2. Hiroyuki Nakanishi	2,810,311	2,540,191	201,100	8,606	90.38%	Note 3	Approved
3. Yasuhiko Takano	2,810,301	1,932,561	808,720	8,606	68.76%	Note 3	Approved
4. Tetsuya Yoshimoto	2,810,324	2,720,294	21,010	8,606	96.79%	Note 3	Approved
5. Shinichi Saito	2,810,324	2,711,202	30,102	8,606	96.47%	Note 3	Approved

(The class shareholders meeting of common shareholders)

Partial amendments to the Articles of Incorporation	2,809,815	2,727,293	13,502	8,606	97.06%	Note 2	Approved
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[Notes]

1. Approval of a majority of the voting rights held by the shareholders present at the Meeting is required.
2. Approval of a two-thirds (2/3) majority of the voting rights held by the shareholders present at the Meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.
3. Approval of a majority of the voting rights held by the shareholders present at the Meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.
4. The requirements for resolution were satisfied by total numbers of voting rights that were exercised up to the day before the Meeting and voting rights of partial shareholders who attended the Meeting, that approval and disapproval for each agendum were confirmed, and all agenda

were resolved under the Companies Act. Due to the above reason, voting rights of shareholders who attended the Meeting, that approval, disapproval and abstentions were not confirmed, have not been counted.

With respect to the agenda item at the class shareholders meeting of shareholders of the First series of Class VII Preferred stock, “Partial amendments to the Articles of Incorporation”, the resolution of the class shareholders meeting to approve it was deemed to have been passed by the written consent of all objective shareholders, pursuant to Article 325 and Article 319, Paragraph 1 of the Companies Act.

For further information, please contact:

IR Department, Sumitomo Mitsui Trust Holdings, Inc.

Telephone: +81-3-3286-8354

Facsimile: +81-3-3286-4654