

# Capital (Nonconsolidated)

Sumitomo Mitsui Financial Group, Inc.

## Change in Number of Shares Outstanding and Capital Stock

	Millions of yen					
	Number of shares outstanding		Capital stock		Capital reserve	
	Changes	Balances	Changes	Balances	Changes	Balances
December 2, 2002.....	—	6,676,424.39	¥ —	¥1,000,000	¥ —	¥1,496,547
February 3, 2003.....	86,576.53	6,763,000.92	—	1,000,000	3,069	1,499,616
February 8, 2003.....	50,100	6,813,100.92	75,150	1,075,150	75,150	1,574,766
March 12, 2003.....	115,000	6,928,100.92	172,500	1,247,650	172,500	1,747,266
April 1, 2003 — March 31, 2004.....	8.61	6,928,109.53	—	1,247,650	—	1,747,266
August 8, 2003.....	—	6,928,109.53	—	1,247,650	(499,503)	1,247,762

### Remarks:

- February 3, 2003: Increase in the number of common stock as a result of merger with The Japan Research Institute Holdings, Ltd. (merger ratio: 1-to-0.021)
- February 8, 2003: Allotment to third parties:  
Preferred stock (1st to 12th series Type 4)  
Issue price: ¥3,000,000  
Capitalization: ¥1,500,000
- March 12, 2003: Allotment to third parties:  
Preferred stock (13th series Type 4)  
Issue price: ¥3,000,000  
Capitalization: ¥1,500,000
- April 1, 2003 — March 31, 2004: Conversion of a share of preferred stock (13th series Type 4) to 9.61 shares of common stock.
- August 8, 2003: Capital reserve was transferred to other capital surplus pursuant to Article 289-2 of the Commercial Code.

Note: From April 1 to May 31, 2004, 66 shares of preferred stock (13th series Type 4) were converted to common stock at a ratio of 1:9.61, resulting in an increase of 634.6 ordinary shares.

## Total Outstanding Shares

March 31, 2004	Number of shares issued
Common Stock .....	5,796,010.53
Preferred stock (Type 1) .....	67,000
Preferred stock (Type 2) .....	100,000
Preferred stock (Type 3) .....	800,000
Preferred stock (1st series Type 4).....	4,175
Preferred stock (2nd series Type 4) .....	4,175
Preferred stock (3rd series Type 4) .....	4,175
Preferred stock (4th series Type 4) .....	4,175
Preferred stock (5th series Type 4) .....	4,175
Preferred stock (6th series Type 4) .....	4,175
Preferred stock (7th series Type 4) .....	4,175
Preferred stock (8th series Type 4) .....	4,175
Preferred stock (9th series Type 4) .....	4,175
Preferred stock (10th series Type 4) .....	4,175
Preferred stock (11th series Type 4) .....	4,175
Preferred stock (12th series Type 4) .....	4,175
Preferred stock (13th series Type 4) .....	114,999
Total.....	6,928,109.53

## Stock Exchange Listings

- Tokyo Stock Exchange (First Section)
- Osaka Securities Exchange (First Section)
- Nagoya Stock Exchange (First Section)

## Number of Shares, Classified by Type of Shareholders

### a. Common Stock

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Japanese government and local government.....	8	4,939	0.08%
Financial institutions .....	366	1,964,152	34.07
Securities companies .....	72	45,925	0.80
Other institutions.....	7,606	1,753,090	30.41
Foreign institutions .....	849	1,339,093	23.22
Individuals.....	47	206	0.00
Individuals and others.....	146,829	658,399	11.42
Total.....	155,730	5,765,598	100.00%
Fractional shares .....	—	30,412.53	—

Notes: 1. Of 2,069.63 shares in treasury stock, 2,069 shares are included in "Individuals and others" and the remaining 0.63 shares are included in "Fractional shares."

2. "Other institutions" and "Fractional shares" include 940 and 0.80 shares, respectively, held by the Securities Custody Association.

### b. Preferred Stock (Type 1)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Financial institutions .....	1	67,000	100.00%

### c. Preferred Stock (Type 2)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Financial institutions .....	1	100,000	100.00%

### d. Preferred Stock (Type 3)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Financial institutions .....	1	800,000	100.00%

### e. Preferred Stock (1st series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### f. Preferred Stock (2nd series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### g. Preferred Stock (3rd series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### h. Preferred Stock (4th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### i. Preferred Stock (5th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### j. Preferred Stock (6th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### k. Preferred Stock (7th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### l. Preferred Stock (8th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### m. Preferred Stock (9th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### n. Preferred Stock (10th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### o. Preferred Stock (11th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### p. Preferred Stock (12th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	4,175	100.00%

### q. Preferred Stock (13th series Type 4)

March 31, 2004	Number of shareholders	Number of shares	Percentage of total
Foreign institutions.....	1	114,999	100.00%

## Principal Shareholders

### a. Common Stock

March 31, 2004 Shareholders	Number of shares	Percentage of shares outstanding
Japan Trustee Services Bank, Ltd. (Trust Account) .....	435,553	7.51%
The Master Trust Bank of Japan, Ltd. (Trust account) .....	354,653	6.11
Nippon Life Insurance Company.....	156,063	2.69
Sumitomo Life Insurance Company.....	130,656	2.25
Matsushita Electric Industrial Co., Ltd. ....	103,570	1.78
State Street Bank and Trust Company (Standing agent: Mizuho Corporate Bank, Ltd.'s Kabutocho Custody & Proxy Department within the Settlement & Clearing Services Division) .....	99,607	1.71
The Chase Manhattan Bank N.A. London (Standing agent: Mizuho Corporate Bank, Ltd.'s Kabutocho Custody & Proxy Department within the Settlement & Clearing Services Division) .....	86,961	1.50
Hero & Company (Standing agent: SMBC Global Investor Services Dept., International Banking Unit) .....	59,941	1.03
Japan Trustee Services Bank, Ltd. (The Sumitomo Trust and Banking Company Retruster Portion, Sumitomo Life Insurance Company Pension Trust) .....	58,000	1.00
The Chase Manhattan Bank 385036 (Standing agent: Mizuho Corporate Bank, Ltd.'s Kabutocho Custody & Proxy Department within the Settlement & Clearing Services Division) .....	54,335	0.93
TOYOTA MOTOR CORPORATION .....	53,753	0.92
The Sumitomo Trust and Banking Company, Limited (Trust Account B) .....	45,628	0.78
KUBOTA CORPORATION .....	39,499	0.68
The Bank of New York, Treaty JASDEC Account.....	39,166	0.67
Takeda Chemical Industries, Ltd. ....	39,074	0.67
The Mitsubishi Trust and Banking Corporation (Trust Account) .....	38,710	0.66
Mitsui Sumitomo Insurance Company, Limited .....	37,407	0.64
The SMFG Employee Stockholders' Association .....	36,942	0.63
Trust & Custody Services Bank, Ltd. (Trust Account B) .....	36,895	0.63
The Chase Manhattan Bank N.A. London SL Omnibus Account .....	34,527	0.59
The Nomura Trust and Banking Co., Ltd. (Investment Trust Account) .....	33,766	0.58
UFJ Trust Bank Limited (Trust Account A) .....	33,465	0.57
SANYO ELECTRIC CO., LTD. ....	32,063	0.55
Japan Trustee Services Bank, Ltd. (Mitsui Asset Trust and Banking Company Retruster Portion, Toshiba Corporation Employee Pension Trust) .....	31,463	0.54
Deutsche Bank AG Frankfurt .....	31,324	0.54
Trust & Custody Services Bank, Ltd. (Trust Account A) .....	30,846	0.53
Mitsui Asset Trust and Banking Company, Limited (Individually Operated Designated Money Trusts).....	30,575	0.52
Kondo Cotton Spinning Co., Ltd. ....	29,556	0.50
The Tokyo Electric Power Company, Incorporated .....	28,313	0.48
The Kansai Electric Power Company, Incorporated .....	28,026	0.48

### b. Preferred Stock (Type 1)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The Resolution and Collection Corporation .....	67,000	100.00%

### c. Preferred Stock (Type 2)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The Resolution and Collection Corporation .....	100,000	100.00%

### d. Preferred Stock (Type 3)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The Resolution and Collection Corporation .....	800,000	100.00%

### e. Preferred Stock (1st series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

### f. Preferred Stock (2nd series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

### g. Preferred Stock (3rd series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### h. Preferred Stock (4th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### i. Preferred Stock (5th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### j. Preferred Stock (6th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### k. Preferred Stock (7th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### l. Preferred Stock (8th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### m. Preferred Stock (9th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### n. Preferred Stock (10th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### o. Preferred Stock (11th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### p. Preferred Stock (12th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
The GSSM Holding Corporation (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

#### q. Preferred Stock (13th series Type 4)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
JPMorgan Chase Bank, London (Agent of SMFG Finance (Cayman) Limited) (Standing agent: Operations & Administration Dept., SMBC) .....	114,999	100.00%

Notes: 1. As of October 14, 2003, Fidelity Investments Japan submitted a report on shareholdings to the authorities. In the report, Fidelity Investments reported that it possessed 298,948 shares of common stock, 5.16% of shares outstanding as of September 30, 2003. However, as we could not confirm how many shares it possessed on its own account as of the end of fiscal 2003, we did not include Fidelity Investments Japan in the list of principal shareholders shown above.

2. The Goldman Sachs Group, Inc., which held all shares of Preferred Stock (1st to 12th series Type 4) as of the end of the previous fiscal year, had sold all these shares to its wholly owned subsidiary the GSSM Holding Corporation by September 11, 2003.

## Common Stock Price Range

### Stock Price Performance

Year ended March 31	Yen	
	2004	2003
High .....	¥780,000	¥452,000
Low .....	162,000	206,000

Notes: 1. Stock prices of common shares as quoted on the Tokyo Stock Exchange (First Section).

2. Preferred stock (Type 1), Preferred stock (Type 2), Preferred stock (Type 3), Preferred stock (1st to 12th series Type 4) and Preferred stock (13th series Type 4) are neither listed on exchanges nor registered with the Securities Dealers Association of Japan as trading securities on the over-the-counter market.

### Six-Month Performance

	Yen					
	October 2003	November 2003	December 2003	January 2004	February 2004	March 2004
High .....	¥676,000	¥576,000	¥573,000	¥592,000	¥608,000	¥780,000
Low .....	453,000	439,000	473,000	533,000	516,000	616,000

Notes: 1. Stock prices of common shares as quoted on the Tokyo Stock Exchange (First Section).

2. Preferred stock (Type 1), Preferred stock (Type 2), Preferred stock (Type 3), Preferred stock (1st to 12th series Type 4) and Preferred stock (13th series Type 4) are neither listed on exchanges nor registered with the Securities Dealers Association of Japan as trading securities on the over-the-counter market.