

# 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*1 .....	86,576.53	6,763,000.92	—	1,000,000	3,069	1,499,616
February 8, 2003*2 .....	50,100	6,813,100.92	75,150	1,075,150	75,150	1,574,766
March 12, 2003*3 .....	115,000	6,928,100.92	172,500	1,247,650	172,500	1,747,266
April 1, 2003 — March 31, 2004*4 ...	8.61	6,928,109.53	—	1,247,650	—	1,747,266
August 8, 2003*5 .....	—	6,928,109.53	—	1,247,650	(499,503)	1,247,762
April 1, 2004 — March 31, 2005*6 ...	332,869.96	7,260,979.49	—	1,247,650	—	1,247,762
March 29, 2005*7 .....	70,001	7,330,980.49	105,001	1,352,651	105,001	1,352,764
April 1, 2005 — March 31, 2006*8 ...	922,593.28	8,253,573.77	—	1,352,651	—	1,352,764
January 31, 2006*9 .....	80,000	8,333,573.77	45,220	1,397,871	45,220	1,397,984
February 28, 2006*10 .....	40,700	8,374,273.77	23,005	1,420,877	23,005	1,420,989

### Remarks:

\*1 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)

\*2 Allotment to third parties: Preferred stock (1st to 12th series Type 4)  
Issue price: ¥3,000,000 Capitalization: ¥1,500,000

\*3 Allotment to third parties: Preferred stock (13th series Type 4)  
Issue price: ¥3,000,000 Capitalization: ¥1,500,000

\*4 Conversion of a share of preferred stock (13th series Type 4) to 9.61 shares of common stock.

\*5 Capital reserve was transferred to other capital surplus pursuant to Article 289-2 of the Commercial Code.

\*6 Conversion of 32,000 shares of preferred stock (Type 1), 105,000 shares of preferred stock (Type 3), and 7,912 shares of preferred stock (13th series Type 4) to 477,781.96 shares of common stock.

\*7 Allotment to third parties: Preferred stock (1st series Type 6)  
Issue price: ¥3,000,000 Capitalization: ¥1,500,000

\*8 Conversion of 107,087 shares of preferred stock (13th series Type 4) to 1,029,680.28 shares of common stock.

\*9 Public offering: Common stock  
Issue price: ¥1,130,500 Capitalization: ¥565,250

\*10 Allotment to third parties: Common stock  
Issue price: ¥1,130,500 Capitalization: ¥565,250

Note: On May 17, 2006, SMFG repurchased and cancelled 35,000 shares of preferred stock (Type 1) and 33,000 shares of preferred stock (Type 2).

## Total Outstanding Shares

March 31, 2006	Number of shares issued
Common stock .....	7,424,172.77
Preferred stock (Type 1) .....	35,000
Preferred stock (Type 2) .....	100,000
Preferred stock (Type 3) .....	695,000
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 (1st series Type 6) .....	70,001
Total .....	8,374,273.77

## Stock Exchange Listings

Tokyo Stock Exchange (First Section)

Osaka Securities Exchange (First Section)

Nagoya Stock Exchange (First Section)

## Number of Common Shares, Classified by Type of Shareholders

March 31, 2006	Number of shareholders	Number of shares	Percentage of total
Japanese government and local government.....	7	4,897	0.06%
Financial institutions .....	484	2,215,452	29.95
Securities companies .....	100	72,400	0.98
Other institutions.....	8,147	1,486,787	20.10
Foreign institutions .....	1,012	2,926,447	39.56
Foreign individuals.....	46	203	0.00
Individuals and others.....	177,756	691,709	9.35
Total.....	187,552	7,397,895	100.00%
Fractional shares .....	—	26,277.77	—

Notes: 1. Of 6,307.15 shares in treasury stock, 6,307 shares are included in "Individuals and others" and the remaining 0.15 shares are included in "Fractional shares."

2. "Other institutions" includes 585 shares held by the Securities Custody Association.

## Principal Shareholders

### a. Common Stock

March 31, 2006 Shareholders	Number of shares	Percentage of shares outstanding
Japan Trustee Services Bank, Ltd. (Trust Account).....	462,242.00	6.22%
The Master Trust Bank of Japan, Ltd. (Trust account).....	457,238.00	6.15
Nippon Life Insurance Company .....	154,388.42	2.07
The Chase Manhattan Bank N.A. London* .....	154,035.00	2.07
State Street Bank and Trust Company 505103* .....	145,702.00	1.96
State Street Bank and Trust Company* .....	98,904.00	1.33
Sumitomo Life Insurance Company .....	97,400.00	1.31
Trust & Custody Services Bank, Ltd. (Trust Account B) .....	90,431.00	1.21
The Chase Manhattan Bank N.A. London SL Omnibus Account* .....	79,992.00	1.07
JPMCB USA Residents Pension Jasdec Lend 385051* .....	73,866.00	0.99
Total .....	1,814,198.42	24.43

\*Standing agent: Mizuho Corporate Bank, Ltd.'s Kabutocho Custody & Proxy Department within the Settlement & Clearing Services Division

### b. Preferred Stock (Type 1)

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Resolution and Collection Corporation .....	35,000	100.00%

### c. Preferred Stock (Type 2)

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Resolution and Collection Corporation .....	100,000	100.00%

### d. Preferred Stock (Type 3)

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Resolution and Collection Corporation .....	695,000	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

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

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs (Japan) Ltd.) .....	4,175	100.00%

**q. Preferred Stock (1st series Type 6)**

March 31, 2006 Shareholder	Number of shares	Percentage of shares outstanding
Sumitomo Life Insurance Company....	23,334	33.33%
Nippon Life Insurance Company .....	20,000	28.57
MITSUI LIFE INSURANCE COMPANY LIMITED .....	16,667	23.81
Mitsui Sumitomo Insurance Company, Limited.....	10,000	14.29
<b>Total.....</b>	<b>70,001</b>	<b>100.00%</b>

Notes: 1. The following reports on shareholdings (including their amendment reports) were submitted to the authorities. However, as we could not confirm how many shares are in beneficial possession of the submitters as of March 31, 2006, we did not include them in the list of principal shareholders shown above. The contents of the reports are summarized as follows:

Submitters	Filing date	Number of shares*	Percentage of shares outstanding
Nomura Securities Co., Ltd. ....	May 13, 2005	163,908	2.61%
Goldman Sachs (Japan) Ltd. ....	May 13, 2005	363,743	4.96
Fidelity Investments Japan Limited.....	July 15, 2005	270,202	3.32
Capital Research and Management Company.....	Nov. 14, 2005	354,360	4.85
Resona Holdings, Inc. ....	Mar. 31, 2006	71,857	0.86

\* Includes shares held by co-shareholders.

2. The shareholders of preferred stocks (1st to 4th series Type 4, and 5th to 12th series Type 4) are the Goldman Sachs Group, Inc. and GSSM Holding II Corp., respectively, through stock transactions with the GSSM Holding Corporation as of the end of fiscal 2005.

## Stock Options

March 31	2006
Number of shares granted .....	1,215 shares
Type of stock .....	Common stock
Issue price .....	¥669,775 per share
Amount capitalized when shares are issued .....	¥334,888 per share
Exercise period of stock options .....	From June 28, 2004 to June 27, 2012

Note: Former SMBC issued and granted stock options to certain directors and employees pursuant to the resolution of the ordinary general meeting of shareholders held on June 27, 2002. SMFG succeeded the obligations related to the stock options at the time of its establishment pursuant to the resolution of the preferred shareholders' meetings held on September 26, 2002 and the extraordinary shareholders' meeting held on September 27, 2002.

## Common Stock Price Range

### Stock Price Performance

Year ended March 31	Yen			
	2006	2005	2004	2003
High .....	<b>¥1,370,000</b>	¥854,000	¥780,000	¥452,000
Low .....	<b>659,000</b>	599,000	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 (1st series Type 6) are not listed on exchanges.

### Six-Month Performance

	Yen					
	October 2005	November 2005	December 2005	January 2006	February 2006	March 2006
High .....	¥1,100,000	¥1,230,000	¥1,300,000	¥1,370,000	¥1,370,000	¥1,310,000
Low .....	954,000	1,080,000	1,120,000	1,120,000	1,220,000	1,200,000

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 (1st series Type 6) are not listed on exchanges.