

# Capital (Nonconsolidated)

Sumitomo Mitsui Financial Group, Inc.

## Change in Number of Shares Issued and Capital Stock

	Millions of yen					
	Number of shares issued		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* <sup>1</sup> .....	86,576.53	6,763,000.92	—	1,000,000	3,069	1,499,616
February 8, 2003* <sup>2</sup> .....	50,100	6,813,100.92	75,150	1,075,150	75,150	1,574,766
March 12, 2003* <sup>3</sup> .....	115,000	6,928,100.92	172,500	1,247,650	172,500	1,747,266
April 1, 2003 — March 31, 2004* <sup>4</sup> ...	8.61	6,928,109.53	—	1,247,650	—	1,747,266
August 8, 2003* <sup>5</sup> .....	—	6,928,109.53	—	1,247,650	(499,503)	1,247,762
April 1, 2004 — March 31, 2005* <sup>6</sup> ...	332,869.96	7,260,979.49	—	1,247,650	—	1,247,762
March 29, 2005* <sup>7</sup> .....	70,001	7,330,980.49	105,001	1,352,651	105,001	1,352,764
April 1, 2005 — March 31, 2006* <sup>8</sup> ...	922,593.28	8,253,573.77	—	1,352,651	—	1,352,764
January 31, 2006* <sup>9</sup> .....	80,000	8,333,573.77	45,220	1,397,871	45,220	1,397,984
February 28, 2006* <sup>10</sup> .....	40,700	8,374,273.77	23,005	1,420,877	23,005	1,420,989
May 17, 2006* <sup>11</sup> .....	(68,000)	8,306,273.77	—	1,420,877	—	1,420,989
August 11, 2006* <sup>12</sup> .....	—	8,306,273.77	—	1,420,877	(1,000,000)	420,989
September 1, 2006* <sup>13</sup> .....	249,015	8,555,288.77	—	1,420,877	221,365	642,355
September 6, 2006* <sup>14</sup> .....	(67,000)	8,488,288.77	—	1,420,877	—	642,355
September 29, 2006* <sup>15</sup> .....	(439,534)	8,048,754.77	—	1,420,877	—	642,355
October 11, 2006* <sup>16</sup> .....	(195,000)	7,853,754.77	—	1,420,877	—	642,355

### Remarks:

\*<sup>1</sup> 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)

\*<sup>2</sup> Allotment to third parties: Preferred stock (1st to 12th series Type 4): 50,100 shares  
Issue price: ¥3,000,000 Capitalization: ¥1,500,000

\*<sup>3</sup> Allotment to third parties: Preferred stock (13th series Type 4): 115,000 shares  
Issue price: ¥3,000,000 Capitalization: ¥1,500,000

\*<sup>4</sup> Conversion of 1 share of preferred stock (13th series Type 4) to 9.61 shares of common stock

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

\*<sup>6</sup> 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

\*<sup>7</sup> Allotment to third parties: Preferred stock (1st series Type 6): 70,001 shares  
Issue price: ¥3,000,000 Capitalization: ¥1,500,000

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

\*<sup>9</sup> Public offering: Common stock: 80,000 shares  
Issue price: ¥1,130,500 Capitalization: ¥565,250

\*<sup>10</sup> Allotment to third parties: Common stock: 40,700 shares  
Issue price: ¥1,130,500 Capitalization: ¥565,250

\*<sup>11</sup> Repurchase and cancellation of 35,000 shares of preferred stock (Type 1) and 33,000 shares of preferred stock (Type 2)

\*<sup>12</sup> Capital reserve was transferred to other capital surplus pursuant to Article 448-1 of the Company Law.

\*<sup>13</sup> Increase in the number of common stock as a result of share exchange for making SMBC Friend Securities Co., Ltd. as our wholly-owned subsidiary (share exchange ratio: 1-to-0.0008)

\*<sup>14</sup> Repurchase and cancellation of 67,000 shares of preferred stock (Type 2)

\*<sup>15</sup> Repurchase and cancellation of 500,000 shares of preferred stock (Type 3) and increase in shares of common stock of 60,466

\*<sup>16</sup> Repurchase and cancellation of 195,000 shares of preferred stock (Type 3)

## Number of Shares Issued

March 31, 2007	Number of shares issued
Common stock.....	7,733,653.77
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.....	7,853,754.77

## 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, 2007	Number of shareholders	Number of shares	Percentage of total
Japanese government and local government.....	6	4,751	0.06%
Financial institutions .....	470	2,345,415	30.43
Securities companies .....	114	110,908	1.44
Other institutions.....	7,490	1,425,270	18.49
Foreign institutions .....	1,033	3,130,016	40.60
Foreign individuals.....	35	114	0.00
Individuals and others.....	163,012	692,309	8.98
Total.....	172,160	7,708,783	100.00%
Fractional shares .....	—	24,870.77	—

Notes: 1. Of 67,855.95 shares in treasury stock, 67,855 shares are included in "Individuals and others" and the remaining 0.95 shares are included in "Fractional shares."

2. "Other institutions" includes 532 shares held by the Securities Custody Association.

## Principal Shareholders

### a. Common Stock

March 31, 2007	Number of shares	Percentage of shares outstanding
Japan Trustee Services Bank, Ltd. (Trust Account).....	442,347.00	5.71%
The Master Trust Bank of Japan, Ltd. (Trust account).....	397,852.00	5.14
The Chase Manhattan Bank N.A. London* .....	193,039.00	2.49
State Street Bank and Trust Company 505103* .....	164,808.00	2.13
Nippon Life Insurance Company .....	154,667.42	1.99
Japan Trustee Services Bank, Ltd. (Trust Account 4).....	133,979.00	1.73
State Street Bank and Trust Company* .....	114,571.00	1.48
Sumitomo Mitsui Banking Corporation.....	100,481.00	1.29
JPMCB USA Residents Pension Jasdec Lend 385051* .....	91,511.00	1.18
Mellon Bank, N.A. as Agent for its Client Mellon Omnibus US Pension** .....	83,621.00	1.08
Total .....	1,876,876.42	24.26%

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

\*\* Standing agent: The Hongkong and Shanghai Banking Corporation Limited's Tokyo Branch Custody Department

**b. Preferred Stock (1st series Type 4)**

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

**c. Preferred Stock (2nd series Type 4)**

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

**d. Preferred Stock (3rd series Type 4)**

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
The Goldman Sachs Group, Inc. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 Shareholder	Number of shares	Percentage of shares outstanding
GSSM Holding II Corp. (Standing agent: Goldman Sachs Japan Co., Ltd.) .....	4,175	100.00%

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

March 31, 2007 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. Pursuant to Article 67 of the Enforcement Ordinance of the Company Law, the exercise of voting rights of common shares held by our subsidiary SMBC is not entitled.

2. 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, 2007, 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
Capital Research and Management Company.....	May 15, 2006	387,480	5.22%
Goldman Sachs Japan Co., Ltd. ....	Jan. 22, 2007	117,680**	1.50

\* Includes shares held by co-shareholders.

\*\* Includes 15,520 residual shares.

## Stock Options

March 31	2007
Number of shares granted .....	1,116 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' meeting 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	2007	2006	2005	2004	2003
High .....	¥1,390,000	¥1,370,000	¥854,000	¥780,000	¥452,000
Low .....	1,010,000	659,000	599,000	162,000	206,000

Notes: 1. Stock prices of common shares as quoted on the Tokyo Stock Exchange (First Section).  
2. Preferred stocks are not listed on exchanges.

### Six-Month Performance

	October 2006	November 2006	December 2006	January 2007	February 2007	March 2007
High .....	¥1,340,000	¥1,320,000	¥1,250,000	¥1,290,000	¥1,220,000	¥1,160,000
Low .....	1,220,000	1,120,000	1,190,000	1,200,000	1,100,000	1,010,000

Notes: 1. Stock prices of common shares as quoted on the Tokyo Stock Exchange (First Section).  
2. Preferred stocks are not listed on exchanges.