

May 31, 2012

To whom it may concern

Sumitomo Mitsui Trust Holdings, Inc.  
(Securities Code: 8309 TSE, OSE, NSE)

**Notice regarding Redemption of Non-dilutive Preferred Securities,  
Dissolution of Subsidiary and Change of Specified Subsidiary**

Sumitomo Mitsui Trust Holdings, Inc. ("SMTH") hereby announces that SMTH held a meeting of Board of Directors today and resolved to redeem the Non-dilutive Preferred Securities issued by its subsidiary, MTH Preferred Capital 1 (Cayman) Limited (the "Special Purpose Subsidiary"), in full, and decided to dissolve the Special Purpose Subsidiary accordingly.

Please be informed that the Special Purpose Subsidiary is no longer a Specified Subsidiary of SMTH due to the redemption of the Non-dilutive Preferred Securities and the dissolution of the Special Purpose Subsidiary.

1. Redemption of Non-dilutive Preferred Securities

(1) Summary of Non-dilutive Preferred Securities to be redeemed

Issuer	MTH Preferred Capital 1 (Cayman) Limited
Type of Security	Japanese Yen dominated non-cumulative perpetual preferred securities
Maturity	Perpetual, but Redeemable for cash on each Dividend Payment Date in and after July 2012 at the option of SMTH
Dividend	Floating Rate
Aggregate Issue Amount	¥27.5 billion
Date of Payment	March 25, 2002
Aggregate Amount to be Redeemed	¥27.5 billion
Redemption Price	¥1 million per preferred security

(2) Scheduled Redemption Date

July 25, 2012

2. Dissolution of Subsidiary

(1) Outline of Subsidiary to be dissolved

Company Name	MTH Preferred Capital 1 (Cayman) Limited
Location	PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
Details of Business	Issuance of Non-dilutive Preferred Securities, etc.
Date of Establishment	March 11, 2002
Number of Managements and Employees	Management: 3 Employee: N/A
Capital Stock	¥29.2 billion
Total Outstanding shares and Preferred securities	170 Common shares (¥10 million per share) 27,500 Preferred securities (¥1 million per preferred security)
Shareholders	Common shares: 100 % owned by SMTH Preferred securities: 100% owned by entities other than SMTH

(2) Scheduled Date of Dissolution

Liquidation is planned to be completed by the end of March 2013

(3) Reason for Dissolution

The Board of Directors of SMTH resolved to redeem the Non-dilutive Preferred Securities issued by the Special Purpose Subsidiary in full in July 2012.

(4) Effects on Profits and Losses

There is no change in the earnings forecast (Non-Consolidated and Consolidated) for the fiscal year ending in March 2013 due to this decision.

3. Change of Specified Subsidiary

(1) Reason for Change

Due to the redemption of the Non-dilutive Preferred Securities as stated above, the amount of capital stock of the Special Purpose Subsidiary falls below 10 percent of that of SMTH. Furthermore, due to the subsequent dissolution stated above, the Special Purpose Subsidiary is no longer a subsidiary of SMTH.

(2) Outline of Subsidiary to be changed

Please see above 2. Dissolution of Subsidiary (1) Outline of Subsidiary to be dissolved

(3) Date of Change

25 July, 2012

Disclaimer:

This document is prepared for the purpose of public disclosure about the notice regarding redemption of Non-dilutive Preferred Securities, dissolution of subsidiary and change of Specified Subsidiary by SMTH and is not for the purpose of soliciting investment or engaging in any other similar activities within or outside of Japan.

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