Ms. Elizabeth M. Murphy
Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090
U.S.A.

November 1, 2011

Subject: File S7-40-10 Section 1502 Dodd-Frank Wall Street Reform & Consumer Protection Act Conflict Minerals

Dear Ms Murphy,

KEMET Corporation (NYSE: KEM) hereby respectfully submits its comments on the proposed rules to implement Section 1502 of the Dodd-Frank Wall Street Reform and Protection Act.

KEMET is a leading global manufacturer of a wide variety of capacitors. Our product offerings include tantalum, multilayer ceramic, solid and electrolytic aluminum, and film and paper capacitors. Capacitors are fundamental components of most electronic circuits and are found in communication systems, data processing equipment, personal computers, cellular phones, automotive electronic systems, defense and aerospace systems, consumer electronics, power management systems and many other electronic devices and systems. Capacitors are typically used to filter out interference, smooth the output of power supplies, block the flow of direct current while allowing alternating current to pass and for many other purposes. We manufacture a broad line of capacitors in many different sizes and configurations using a variety of raw materials. Based on net sales, we believe that we are the largest manufacturer of tantalum capacitors in the world.

KEMET supports the Commission's efforts to create and enforce reasonable disclosure requirements concerning the sourcing of Conflict Minerals. We believe that with fair and consistently-applied disclosure requirements for all issuers, manufacturers that are responsible corporate citizens will be rewarded, while less scrupulous companies will lose the support of customers and investors. However, the requirements must be tailored to meet the goal of full and fair disclosure without unduly burdening issuers in a manner that either provides competitive advantages to non-issuers or otherwise does not lead to meaningful information in the market.

We will restrict our comments to areas of particular concern to KEMET. Regarding many of the other issues for which the Commission has requested feedback, we support the comments of the Tantalum-Niobium International Study Center set forth in its January 27, 2010 response to the Commission.

Due Diligence Disclosure Standards

We believe that, consistent with the Commission's mandate, the emphasis of the new rules should be on the enforcement of the required *disclosure* of the due diligence processes undertaken, rather than the *process* of the due diligence itself. One necessary element must be a requirement that due diligence disclosures include a statement as to whether the issuer is relying on upstream certifications from its suppliers that they are DRC Conflict Free based upon audits by industry certified independent third party auditors. Disclosure documentation by the smelters/processors, or those further upstream in the supply chain, should be the foundation for disclosure for the entire industry's downstream supply chain. These disclosure documents should be based on SEC/government approved standards and conducted by an industry certified independent third party such as the EICC or EICC-approved third party auditors, providing proof that their processes are free of DRC Conflict Minerals. If the smelter/processor is DRC Conflict Free, then all downstream customers/processors/manufacturers

KEMET Corporation
2835 Kemet Way, Simpsonville, South Carolina 29681
P.O. Box 5928, Greenville, South Carolina 29606 U.S.A.
Tel: 864.963.6300 Fax: 864.963-6306

will have access to these documents, as they flow through the supply chain, supporting their position that their processes are also DRC Conflict Free. This process will serve to limit the overall negative impact to commerce based on added cost and effort throughout the supply chain.

By using the process noted above, as the test of DRC Conflict Free, one eliminates the issues related to "de minimis" which are controversial, where it is extremely hard to define the appropriate metric and subsequent level of measure. Therefore there should be no exemptions on a "de minimis" basis.

This process will also eliminate the potential burden on smaller reporting companies where resources are limited (resources are limited in all companies today) and the concern of undue burden has been raised. All issuers using Conflict Minerals in their process should be required to report, regardless of size.

Regulation of Non-Issuers

Provided that the disclosure requirements are equally applicable to all issuers regardless of existing reporting exemptions, regulated issuers will form a "critical mass" which will, in private commercial transactions with non-issuers, require equivalent disclosures. Noncompliant private companies will be unable to retain business and compete against compliant companies. Accordingly, there is no need for the Commission to expand its jurisdictional reach or otherwise regulate the substantive due diligence procedures, rather than the disclosures of such procedures, by attempting to regulate non-issuers.

Necessary to the Functionality or Production of a Product

"Necessary to the functionality" is not the issue at hand nor should the SEC open this discussion. Incorporating this as a threshold requirement adds a subjective element which will be difficult, if not impossible, to administer, and is unnecessary. The pertinent issue is the *use* of Conflict Minerals, regardless of the subjective importance of such use by the manufacturer. If a company/individual uses Conflict Minerals, it should be required to report.

Reviewable Business Records

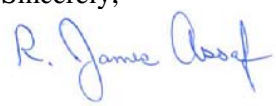
Regarding "reviewable business records," the term "reviewable" is of no consequence. An issuer either has or doesn't have records. We believe three to five years is a reasonable retention period.

Existing Supplies of Conflict Minerals

We believe that issuers should not be penalized for past sourcing of Conflict Minerals, since, until now, the ability to complete thorough due diligence of all upstream suppliers was hampered by the lack of accepted due diligence standards and industry-sanctioned third party auditors. In addition, past focus of both governmental and NGO organizations had been on the DRC itself, so most users did not include all other "adjoining countries" in their due diligence / compliance efforts. Because of the changing scope of DRC Conflict Free requirements, in many cases the records simply do not exist to allow for DRC Conflict Free certification of past purchases. Despite their best efforts, many issuers would therefore be unable to provide such DRC Conflict Free certifications concerning existing supplies. No useful information could reasonably be inferred from the absence of such certifications; accordingly, any such requirement would create yet an additional burden on issuers without any corresponding benefit to manufacturers, consumers or investors. We believe, therefore, that the disclosure requirements should not be applied retroactively, but rather proactively, to encourage and document the due diligence efforts concerning the purchases of Conflict Minerals made during the year covered by the annual report.

We appreciate the opportunity to provide comments to the proposed rules, and appreciate the Commission's consideration of our comments.

Sincerely,



R. James Assaf
Vice President, General Counsel & Secretary
KEMET Corporation