



June 25, 2026

Listed Company Name: Sumitomo Metal Mining Co., Ltd.
Code: 5713
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Notice regarding the Disposal of Treasury Share for Restricted Stock Compensation

Sumitomo Metal Mining Co., Ltd. (the "Company") (TSE: 5713) hereby announces that the Company has resolved at the meeting of the Board of Directors of the Company held today, to dispose of treasury share (the "Disposal") as the restricted stock compensation as follows.

1. Overview of the Disposal

(1) Disposal date	July 24, 2026
(2) Class and number of shares to be disposed of	Common shares 4,751 shares
(3) Disposal price	JPY 7,955 per share
(4) Total value of disposal	JPY 37,794,205
(5) Persons scheduled to be allotted	5 Directors 2,481 shares (*1) (*2) 17 executive officers and persons equivalent thereto 2,270 shares (*2) *1 Excluding the Chairman of the Board without representative authority and outside directors. *2 Including a total of 3 persons who retire as of the date of the Company's 101st Ordinary General Meeting of Shareholders (the "Retiring Persons").

2. Purpose and Reason of the Disposal

The Company resolved at the meeting of the Board of Directors of the Company held on May 22, 2025, to introduce the Restricted Stock Compensation Plan (the "Plan") to the Directors of the Company (excluding the Chairman of the Board without representative authority and outside directors; the same shall apply hereinafter) for the purpose of providing the Directors of the Company with incentives to continuously increase the Company's corporate value and further promoting value sharing with shareholders, as a new compensation plan.

In addition, at the 100th Annual General Meeting of Shareholders held on June 26, 2025, shareholders approved matters including the following: (i) under the Plan, the Company may grant restricted stock to the Directors as compensation, etc., or provide compensation for the purpose of granting restricted stock, and the transfer restriction period shall be the period from the delivery date of such shares until the date on which the relevant Director resigns or retires from the position of Director of the Company or any other position determined by the Company's Board of Directors; (ii) restricted stock may be granted either by issuing or disposing of the Company's common stock without requiring any payment in cash or other contribution as compensation, etc. for the Directors, or by issuing or disposing of the Company's common stock in exchange for contribution in kind of all monetary compensation claims paid to the Directors; and (iii) the total number of shares of the Company's common stock to be issued or disposed of under the Plan shall be no more than 15,000 shares per year, and the total amount shall be no more than 30 million yen per year, separately from the existing monetary compensation limit.

The Company has also decided to grant restricted stock to its executive officers and persons equivalent thereto for the purpose of providing them with incentives to continuously increase the Company's corporate value and further promoting value sharing with shareholders.

The Company has resolved at the meeting of the Board of Directors of the Company held today to grant monetary compensation claims in a total amount of JPY 37,794,205 and dispose of 4,751 shares (the "Allotted Shares") to 5 directors and 17 executive officers and persons equivalent thereto of the Company (including the Retiring Persons, and together hereinafter referred to as the "Eligible Officers"), taking the purpose of the Plan, the scope of the work responsibility of each Eligible Officers and other circumstances into consideration.

<Summary of Allotment Agreement>

The Company and the Eligible Officer (excluding Retiring Persons) will execute the allotment agreement accompanied by the Disposal, and the overview of the allotment agreement (the "Allotment Agreement") is as follows.

(1) Restriction Period

The Eligible Officer shall not transfer, create any security interest on, or otherwise dispose of the common shares of the Company allotted under the Allotment Agreement (the "Allotted Shares") during the period from July 24, 2026 (the Day of Allotment) until the date on which the Eligible Officer resigns or retires from all positions as a director or Qualified Executive of the Company.

(2) Acquisition by the Company without Compensation

If the Eligible Officer violates any laws or regulations or the Allotment Agreement, or falls under any other circumstances prescribed by the Company's Board of Directors as circumstances where it is appropriate for the Company to acquire the Allotted Shares without any compensation, the Company will acquire the Allotted Shares as a matter of course, without any compensation. In addition, the Company will acquire the Allotted Shares, for which the transfer restriction has not been lifted as of the expiration of the restriction period, as a matter of course, without any compensation.

(3) Management of Shares

During the restriction period, the Allotted Shares will be managed in a dedicated account of the restricted stock opened by the Eligible Officers in Daiwa Securities Co. Ltd. so that the Eligible Officers cannot transfer, create security interest on, or otherwise dispose of the Allotted Shares during the restriction period.

(4) Treatment in Organizational Restructuring, etc.

In the event a merger agreement in which the Company will become the disappearing company, a stock exchange agreement or a stock transfer plan in which the Company will become the wholly-owned subsidiary, or any other matter related to organizational restructuring, etc., is approved at the General Meeting of Shareholders of the Company (or by the Board of Directors of the Company if approval at the General Meeting of Shareholders of the Company is not required in relation to such organizational restructuring, etc.) during the restriction period, the Company will, by resolution of its Board of Directors, lift the transfer restrictions on all of the Allotted Shares immediately before the business day preceding the effective date of such organizational restructuring, etc.

3. Basis and Details of Calculating the Amount to be Paid in

The Disposal shall be conducted using the monetary compensation claims to be paid to the persons scheduled to be allotted as the contributed assets in kind pursuant to the Plan, and the amount paid per share is JPY 7,955, which is the closing price of the Company's common shares on the Tokyo Stock Exchange on June 24, 2026 (business day prior to the resolution date of the Board of Directors), to adopt a price that excludes arbitrariness. This price is the market value immediately prior to the resolution date of the Board of Directors, and is a reasonable price that properly reflects the Company's corporate value in a state where there are no special circumstances under which the foregoing price is not relied upon the most recent share price, and does not fall within a price that is particularly favorable to the Eligible Officers.