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Securities code: 5016

FOR THE FISCAL YEAR ENDED MARCH 31, 2026

# CONVOCAATION NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS



Date  
and  
Time:

**Friday, June 26, 2026  
at 10:00 a.m.**  
(Reception will open at 9:00 a.m.)

Place:

**Banquet Room “Orchard”  
2nd Floor,  
The Okura Prestige Tower  
The Okura Tokyo**  
2-10-4 Toranomom, Minato-ku,  
Tokyo

**Deadline for Exercise of Voting Rights via  
the Internet or by mail**

**5:00 p.m., Thursday, June 25, 2026**



**Make your voting rights exercise easy  
with スマート行使® (Smart Voting)!**

Scan the QR Code® of the voting form, and you  
can exercise your voting rights easily.

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- The General Meeting of Shareholders will be streamed live via the Internet, so that shareholders who will not be attending in person are able to view the Meeting online. For details, please see Page 9 of this Convocation Notice.
- Please note that no souvenirs will be distributed at this General Meeting of Shareholders. Thank you for your understanding.



We express our sincere gratitude to our shareholders for their continued support.

It is with great pleasure that we send you this convocation notice for the Ordinary General Meeting of Shareholders for the fiscal year ended March 31, 2026.

In the JX Advanced Metals Group Long-Term Vision 2040, we established our basic policy to realize a highly profitable structure even in the face of intensifying international competition and to contribute to the realization of a sustainable society as a global leader in semiconductor and ICT materials sectors by transitioning itself from a “process industry-type firm” to a “technology-based firm.”

In the fields of semiconductor and ICT materials, it is important to have a management structure capable of executing growth investments in a timely manner, even in a cyclical business environment, along with a stable financial base. As the market expands against the backdrop of growing demand for AI data centers, we aim to enhance our corporate value by accelerating capital investments, R&D, etc. in these fields. As part of this effort, in March of this year, we opened a new factory in Hitachinaka City, Ibaraki Prefecture, which will lead the next generation of the Company. In addition, in the fields of the Mineral Resources Business and the Metals & Recycling Business, we are working to optimize and strengthen these businesses as the foundation supporting semiconductor and ICT materials fields. To that end, we are reviewing our approach to the joint venture business with Pan Pacific Copper Co., Ltd., and the holding ratio of interests in copper mines.

We sincerely request the continued support of our shareholders.

Hayashi Yoichi  
President and Representative Director

## JX Advanced Metals Group's Philosophy

We defined our Purpose and Way under the JX Advanced Metals Group's Philosophy.

Our Purpose represents our social role and reason for existence. This concept conveys our commitment to creating added value for society over the next 100 years, just as we have for the past century, and expresses our forward-looking spirit. Our Way represents the values that guide our actions. These expressions reflect the principles that have been cultivated throughout our long history.

### Our Purpose

## Creating Value for a Brighter Future

Powered by technology, passion, and innovation.

### Our Way

#### **Courageous Spirit**

Our pursuit of excellence challenges convention and welcomes innovative change.

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#### **Purposeful Collaboration**

Our commitment to creating value drives us to address challenges through open and inclusive dialogue.

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#### **Mutual Respect**

The core of our culture is building strong relationships with each other as valued members of a team.

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#### **Flourishing Together**

We embrace sustainable business practices to harmonize with society for mutual prosperity.

## JX Advanced Metals Group Long-Term Vision 2040

The Company formulated the JX Advanced Metals Group Long-Term Vision 2040 in June 2019 (partially revised in May 2023) and established its basic policy of realizing a highly profitable structure even in the face of intensifying international competition and contributing to the realization of a sustainable society as a global leader in semiconductor and ICT materials sectors by transitioning itself from a “process industry-type firm” to a “technology-based firm.”

Transition from a process industry-type firm to a technology-based firm, aiming to contribute to the realization of a sustainable society as a global leader in the semiconductor and ICT materials sectors to realize a highly profitable structure, even in the face of intensifying international competition

### Target Business Portfolio

#### Position the Focus Businesses as the core of our growth strategy

- Build appropriate structure for Base Businesses, regardless of business scale, to support growth of Focus Businesses
- Position **copper and minor metals** indispensable to semiconductor and ICT materials as core domains

#### [Growth] Focus Businesses

##### Semiconductor Materials Segment and ICT Materials Segment

- Aim to achieve profit growth exceeding market growth through technological differentiation
- Drastically expand scale of revenue and make the segment a source of profits with diverse line-up of technologies and small-lot, highly profitable products

#### [Business Foundation] Base Businesses

##### Metals & Recycling Segment

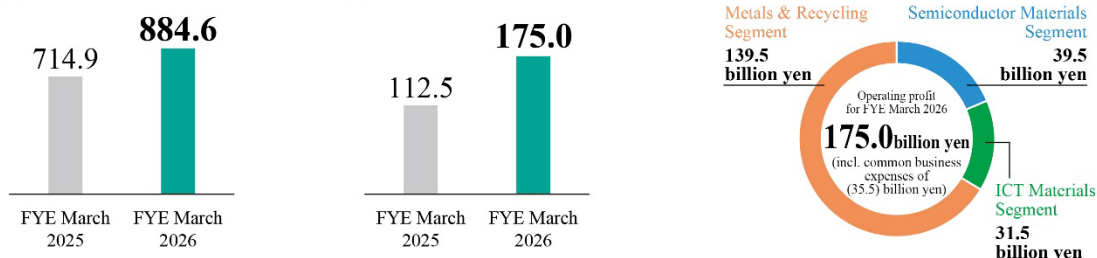
- Secure a stable supply of raw materials (copper and minor metals) for the Focus Businesses
- Supply basic materials required for advanced materials in a sustainable manner, contributing solutions of ESG issues

## Summary of Business Results for the Fiscal Year Ended March 31, 2026

	Net sales (Billions of yen)		Operating profit (Billions of yen)	
	FYE March 31, 2025 (Previous FY)	FYE March 31, 2026 (Current FY)	FYE March 31, 2025 (Previous FY)	FYE March 31, 2026 (Current FY)
Semiconductor Materials Segment	148.0	177.2	26.7	39.5
ICT Materials Segment	265.1	318.7	25.1	31.5
Metals & Recycling Segment	306.5	407.9	74.5	139.5
Other (Inter-segment adjustments / common business expenses, etc.)	(4.7)	(19.2)	(13.9)	(35.5)
Consolidated total	714.9	884.6	112.5	175.0

### Group Consolidated Business Results

#### Trends in net sales (Billions of yen) Trends in operating profit (Billions of yen) Composition of operating profit

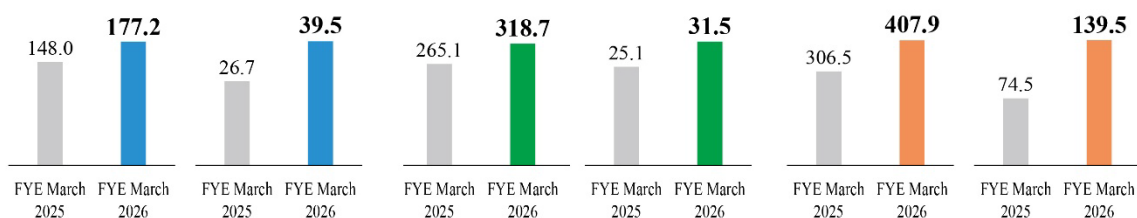


#### Semiconductor Materials Segment

#### ICT Materials Segment

#### Metals & Recycling Segment

#### Trends in net sales (billions of yen) Trends in operating profit (billions of yen) Trends in net sales (billions of yen) Trends in operating profit (billions of yen) Trends in net sales (billions of yen) Trends in operating profit (billions of yen)



June 8, 2026

Dear Shareholders,

Hayashi Yoichi  
President and Representative Director  
JX Advanced Metals Corporation  
2-10-4 Toranomom, Minato-ku, Tokyo

## CONVOCAATION NOTICE OF ORDINARY GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR ENDED MARCH 31, 2026

You are cordially notified of the Ordinary General Meeting of Shareholders of JX Advanced Metals Corporation (the “Company”) for the fiscal year ended March 31, 2026 to be held as described below.

On the occasion of the Convocation of this Ordinary General Meeting of Shareholders, the Company has taken measures for electronic provision and posted the materials to be provided electronically on the following websites.

The Company’s website

<https://www.jx-nmm.com/english/ir/meeting.html>



Tokyo Stock Exchange (TSE) Website (Listed Company Search)


<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>



Please access the TSE website above, enter the issue name (JX Advanced Metals) or the securities code (5016), run a search, and select “Basic information,” “Documents for public inspection/PR information” in this order to access the information.

If you are not attending the meeting, **you may exercise your voting rights via the Internet or by mail. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. on Thursday, June 25, 2026.**

1. Date and Time	Friday, June 26, 2026 at 10:00 a.m. (Reception will open at 9:00 a.m.)
2. Place	Banquet Room “Orchard,” 2nd Floor, The Okura Prestige Tower, The Okura Tokyo 2-10-4 Toranomom, Minato-ku, Tokyo
3. Agendas	<p>Matters to be Reported:</p> <ol style="list-style-type: none"> <li>1. The business report, the consolidated financial statements, and the audit reports on the consolidated financial statements by the independent auditor and the Audit and Supervisory Committee for the fiscal year ended March 31, 2026 (from April 1, 2025 to March 31, 2026)</li> <li>2. The non-consolidated financial statements for the fiscal year ended March 31, 2026 (from April 1, 2025 to March 31, 2026)</li> </ol> <p>Matters to be Resolved:</p> <ol style="list-style-type: none"> <li>Proposal No. 1 Appropriation of Surplus</li> <li>Proposal No. 2 Election of Four (4) Directors who are not Audit and Supervisory Committee Members</li> <li>Proposal No. 3 Election of Two (2) Directors who are Audit and Supervisory Committee Members</li> </ol>

 Important information

- ① The Report for the fiscal year ended March 31, 2026 that includes Business Report, Consolidated Financial Statements, Non-consolidated Financial Statements and Audit Reports (the document to be delivered) is sent to the shareholders who have requested for delivery of documents, along with this Notice. The following materials are not included in the Report in accordance with laws and regulations and the provisions of Article 16, Paragraph (2) of the Articles of Incorporation. However, the Audit and Supervisory Committee and the independent auditor have audited the documents, including the following matters, that are subjected to the audit.
  - Business Report: ..... Matters Concerning the Independent Auditor and the System to Ensure Proper Operations and the Outline of the Operational Effectiveness Thereof
  - Consolidated Financial Statements: ..... Consolidated Statements of Changes in Equity and Notes to Consolidated Financial Statements
  - Non-consolidated Financial Statements: .. Non-consolidated Statements of Changes in Equity and Notes to Non-consolidated Financial Statements
- ② If there are any changes to the materials provided electronically, the Company will post the information on the revision on each of the websites that post these materials.
- ③ If you are attending the meeting in person, please bring the voting form with you and present it at the reception desk.

# Guide to Exercising Voting Rights

Voting rights are important rights of shareholders to participate in the management of the Company. You can exercise your voting rights by the following methods. Please review the Reference Documents for the General Meeting of Shareholders later in this document and exercise your voting rights.

## ■ When you are attending the General Meeting of Shareholders:



Please present the enclosed voting form at the reception desk.

**Date and Time of the Meeting: 10:00 a.m., on Friday, June 26, 2026**

## ■ When you are not attending the General Meeting of Shareholders:

### Exercising Voting Rights via the Internet



Please refer to the “Guide to Exercising Voting Rights via the Internet” on the following page to enter your approval or disapproval, and exercise your voting rights by the deadline.

**Deadline: Must be exercised by 5:00 p.m., on Thursday, June 25, 2026**

### Exercising Voting Rights by Mail



Please indicate your approval or disapproval regarding the proposals on the agenda on the enclosed voting form and mail it back to be received by the Company before the deadline. Please note that no indication of approval or disapproval regarding the proposals on the voting form will be treated as an indication of approval.

**Deadline: Must be received by 5:00 p.m., on Thursday, June 25, 2026**

## Guide to Filling the Voting Form

Please indicate your approval or disapproval here.

第 1 号議案  
(Proposal No. 1)

- If you approve.....Please mark the letter “賛” with a circle (○).
- If you disapprove...Please mark the letter “否” with a circle (○).

第 2 号議案  
第 3 号議案  
(Proposal No. 2,  
Proposal No. 3)

- If you approve.....Please mark the letter “賛” with a circle (○).
- If you disapprove...Please mark the letter “否” with a circle (○).
- If you disapprove of some of the candidates ..... Please mark the letter “賛” with a circle (○), and write down the candidate number(s) you disapprove of.

## ● Treatment of voting rights exercised multiple times

If you exercise your voting rights both via the Internet and by mail, your votes cast via the Internet will be treated as valid. If you exercise your voting rights multiple times via the Internet, your last vote will be treated as valid.

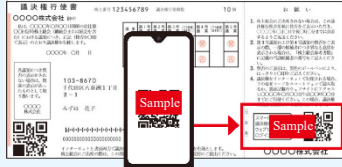
# Guide to Exercising Voting Rights

## Guide to Exercising Voting Rights via the Internet

### Scanning the QR code (“Smart Voting”)

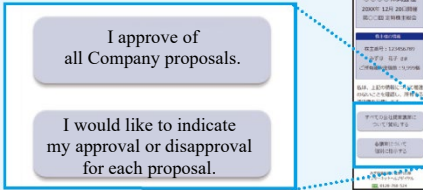
You can log in to the voting website without entering the code or password for exercise of voting rights.

- 1 Scan the QR code on the lower right of the voting form.



\* QR code is a registered trademark of DENSO WAVE INCORPORATED.

- 2 Follow the instructions on the screen and enter your approval or disapproval.



**You can exercise your voting rights only once by Smart Voting.**

If you wish to change your vote after exercising your voting rights via Smart Voting, please access and log in to the voting website for PC using the code for the exercise of voting rights and password printed on the voting form, and exercise your voting rights again.

\* Rescanning the QR code will redirect you to the website for PC.

\* The QR code is the registered trademark of DENSO WAVE INCORPORATED.

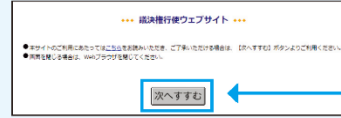
\* “スマート行使” (Smart Voting) is the registered trademark of Japan Stockholders Data Service Company, Limited

### Entering the code and password for the exercise of voting rights

Website for exercising voting rights

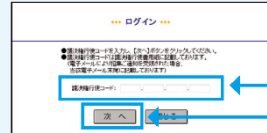
<https://soukai.mizuho-tb.co.jp/>

- 1 Access the website for exercising voting rights.



Click “次へすすむ (Next).”

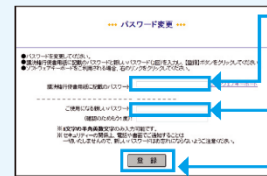
- 2 Enter the code for the exercise of voting rights printed on the voting form.



Enter the code for the exercise of voting rights printed on the voting form.

Click “次へ(Next).”

- 3 Enter password printed on the voting form.



Enter the initial password.

Enter your new password you will use to exercise your voting rights.

Click “登録 (register).”

- 4 Follow the instruction on the screen and enter your approval or disapproval

For inquiries regarding how to operate your computer or smartphone, and any other matters to exercise voting rights via the Internet, please call the help desk on the right.

**Internet Help Dial, Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.**


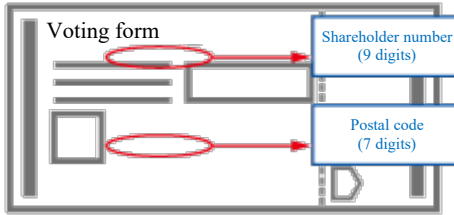
**0120-768-524** (Toll-free in Japan only, 9:00 a.m. to 9:00 p.m.)

### For institutional investors

Institutional investors are able to use the “Electronic Voting Platform” for institutional investors operated by ICJ, Inc.

## Information on live streaming of the General Meeting of Shareholders and submitting questions in advance

The Ordinary General Meeting of Shareholders will be streamed live via the streaming website below. Questions may also be submitted in advance regarding the agendas of the Ordinary General Meeting of Shareholders.

How to access and log into the streaming website	
<p>① Access the website using the URL or QR code below.</p> <div style="border: 1px solid red; padding: 2px; display: inline-block;"> <a href="https://meetings.lumiconnect.com/700-747-286-877">https://meetings.lumiconnect.com/700-747-286-877</a> </div>  <p>* If a screen appears asking you to enter the meeting ID, enter “700-747-286-877.” If a cookie policy is displayed, please select either “必須クッキーのみ(Essential cookies only)” or “クッキーを受け入れる(Accept cookies).”</p>	
<p>② Read the important notes that are shown on-screen and then enter the ID and password (single-byte characters) on your voting form, as shown below.</p> <p>ID: 9-digit shareholder number Password: 7-digit postal code (Current as of March 31, 2026) Only enter the numerical portion of your postal code (do not enter the hyphen)</p> 	
Live streaming	<p>Time: <b>From 10:00 a.m. until the end of the General Meeting of Shareholders on Friday, June 26, 2026</b> <b>Login start time: 9:30 a.m.</b></p> <p><b>Important Notes:</b></p> <ul style="list-style-type: none"> <li>• You are not entitled to exercise your voting rights or ask questions while watching the live stream. If you do not attend the General Meeting of Shareholders in person, please exercise your voting rights in advance via the Internet or by mail.</li> <li>• Please be aware that you may experience video and audio issues in live streaming on your computer or smartphone due to device issues, the Internet connection environment, etc. The Company assumes no responsibility for any damages incurred by shareholders as a result of such technical difficulties or connectivity issues.</li> <li>• Communication charges shall be borne by shareholders.</li> <li>• Please refrain from filming, recording, audio recording, or saving the live stream, and from posting the live stream on social media.</li> <li>• We will post video of this Ordinary General Meeting of Shareholders on our website at a later date.</li> </ul>
Submitting questions in advance	<p>Reception period: <b>From 9:00 a.m. on Monday, June 8 to 5:00 p.m. on Friday, June 19, 2026</b></p> <p>Access the streaming website indicated above during the question reception period and click on the “事前質問” (Questions Submitted in Advance) tab. Follow on screen instructions and enter your questions (up to 250 characters).</p> <p><b>Important Note:</b></p> <ul style="list-style-type: none"> <li>• We plan to answer questions of high interest to shareholders during the General Meeting of Shareholders, but please be aware that we may not be able to answer all questions.</li> </ul>
Inquiries	<p>Inquiries regarding IDs/passwords Mizuho Trust &amp; Banking Co., Ltd. (shareholder registry administrator): 0120-288-324</p> <p>Inquiries regarding how to view the live streaming ICJ, Inc. Virtual Shareholder Meeting Helpdesk: 0120-245-022</p> <p>Reception period 9:00 a.m. to 5:00 p.m., Monday, June 8 to Friday, June 26, 2026 (weekdays only) (On June 26, the day of the Ordinary General Meeting of Shareholders, inquiries will be accepted from 9:00 a.m. until the end of the Ordinary General Meeting of Shareholders.)</p>

## Reference Documents for the General Meeting of Shareholders

### ■ Proposals and Matters for Reference

#### Proposal No. 1 Appropriation of Surplus

The Company believes that sustained profit growth contributes to the improvement of shareholder value. Its capital allocation policy is to place the highest priority on growth investment focused on the Focus Businesses, which consist of the Semiconductor Materials Segment and the ICT Materials Segment, and, while balancing with the improvement of the Company's financial position, we will provide returns to shareholders. In light of this, our dividend policy generally targets a consolidated dividend payout ratio of approximately 20%, and we also plan to return to our shareholders a portion of the increase in profits from our Base Businesses, which consist of the Metals & Recycling Segment, resulting from a higher-than-expected increase in copper prices. Based on this policy, the Company proposes a year-end dividend of 25 yen per share as indicated below.

#### Matters concerning year-end dividend

1

Type of dividend property:

Cash

2

Matters regarding allocation of dividend property to shareholders and the total amount:

• 25 yen per share of the Company's common stock

• Total amount: ..... 23,211,573,000 yen

3

The date on which surplus distribution takes effect:

June 29, 2026

**Proposal No. 2 Election of Four (4) Directors who are not Audit and Supervisory Committee Members**

Since the terms of all of the six (6) Directors who are not Audit and Supervisory Committee Members will expire as of the conclusion of this Ordinary General Meeting of Shareholders, the Company proposes the election of four (4) Directors who are not Audit and Supervisory Committee Members.

The candidates for Director who is not Audit and Supervisory Committee Member are as follows:

No.	Name	Gender	Current Position at the Company
1	Sugawara Shizuo Reappointment	Male	Director Deputy Chief Executive Officer
2	Hayashi Yoichi Reappointment	Male	President and Representative Director President and Chief Executive Officer
3	Tokoro Chiharu Reappointment Independent Outside Director	Female	Outside Director
4	Ito Motoshige Reappointment Independent Outside Director	Male	Outside Director



No. **1** Sugawara Shizuo

Reappointment  
Male

**Brief biographical outlines, position and assignment, and important concurrent position**

October 1990	Joined Nippon Mining Co., Ltd.
April 2016	Executive Officer (General Manager, Planning and Administration Dept., Technology Group) of the Company
March 2018	Executive Officer (General Manager, Planning and Administration Dept., Technology Group, and General Manager, Integration Promotion Office, Technology Group) of the Company
April 2018	Executive Officer (Deputy General Manager, Technology Group, and General Manager, Integration Promotion Office, Technology Group) of the Company
June 2018	Executive Officer (Deputy General Manager and General Manager, Technology Group, and Tantalum and Niobium Division, Technology Group) of the Company
April 2019	Director, Senior Executive Officer (Deputy General Manager, Technology Group, and General Manager, Tantalum and Niobium Division) of the Company
April 2020	Director, Senior Executive Officer (General Manager, Technology Group) of the Company
April 2021	Director, Deputy Chief Executive Officer (Assistant to the President (Technology), and General Manager, Technology Group) of the Company
April 2022	Director, Deputy Chief Executive Officer (Assistant to the President (Technology), General Manager, Technology Group, and Deputy General Manager, Project Management Office) of the Company
April 2024	Director, Deputy Chief Executive Officer (Assistant to the President (Technology), General Manager, Technology Group, and General Manager, Project Management Office) of the Company
<b>April 2026</b>	<b>Director, Deputy Chief Executive Officer (Assistant to the President (Technology)) of the Company (to present)</b>

**[Important Concurrent Position]**

Not applicable.

**Reasons for the nomination as a candidate for Director and overview of expected roles**

Mr. Sugawara Shizuo has been in charge of production control, factory management, etc. in the thin film materials business for many years. From April 2019, he served as Director and Senior Executive Officer, while serving as General Manager, Technology Group and General Manager, Tantalum and Niobium Division. Currently, he serves as Director and Deputy Chief Executive Officer, overseeing overall technology of the JX Advanced Metals Group (the “Group”). He has a high level of insight and a wealth of experience, as well as a strong track record in areas such as business strategy, business operations, and technology. The Company nominated him as a candidate for Director who is not an Audit and Supervisory Committee Member because he is expected to use his deep insight and extensive experience, among other strengths, to enhance the management function and the supervisory function of business execution of the Company’s Board of Directors.

- Date of birth  
November 17, 1959
- Number of Company Shares Owned  
27,076
- Duration of Office as Director  
7 years and 3 months (as of the conclusion of this Ordinary General Meeting of Shareholders)
- Attendance at Meetings during this Fiscal Year Board of Directors  
100% (17/17)



No.

2

Hayashi Yoichi

Reappointment

Male

**Brief biographical outlines, position and assignment, and important concurrent position**

April 1988	Joined Nippon Mining Co., Ltd.
April 2019	Executive Officer (in charge of Planning and Coordination Dept. and Research Dept., and General Manager, Planning and Coordination Dept.) of the Company
April 2020	Executive Officer (in charge of Planning and Coordination Dept., Research Dept., Logistics Dept., and General Manager, Planning and Coordination Dept.) of the Company
October 2020	Executive Officer (in charge of Planning and Coordination Dept., ESG Promotion Dept., Research Dept., Logistics Dept., and General Manager, Planning and Coordination Dept.) of the Company
April 2021	Director, Senior Executive Officer (in charge of Planning and Coordination Dept., ESG Promotion Dept., Accounting Dept., Logistics Dept.) of the Company
April 2022	Director, Senior Executive Officer (in charge of Planning and Coordination Dept., ESG Promotion Dept., Accounting Dept., Logistics Dept., and Senior Executive Engineer, Project Management Office) of the Company
<b>April 2023</b>	<b>President and Representative Director, and President and Chief Executive Officer of the Company (to present)</b>

**[Important Concurrent Position]**

Not applicable.

**Reasons for the nomination as a candidate for Director and overview of expected roles**

Mr. Hayashi Yoichi has been in charge of corporate planning, accounting, etc. for many years. From April 2021, he was in charge of corporate planning, ESG, etc. as Director and Senior Executive Officer. Currently, he serves as President and Representative Director, and President and Chief Executive Officer, overseeing overall management of the Group. He has a high level of insight and a wealth of experience, as well as a strong track record in areas such as business strategy, business operations, and finance and accounting. In addition, he established the foundation for the Company as a listed company by leading the Company's post-listing IR activities, development of the corporate philosophy, and various structural reforms. The Company nominated him as a candidate for Director who is not an Audit and Supervisory Committee Member because he is expected to use his deep insight and extensive experience, among other strengths, to enhance the management function and the supervisory function of business execution of the Company's Board of Directors.

- **Date of birth**  
February 5, 1965
- **Number of Company Shares Owned**  
24,739
- **Duration of Office as Director**  
5 years and 3 months (as of the conclusion of this Ordinary General Meeting of Shareholders)
- **Attendance at Meetings during this Fiscal Year Board of Directors**  
100% (17/17)
- **Nomination and Compensation Advisory Committee**  
100% (4/4)



No.	3	Tokoro Chiharu	Independent	Outside Director	Reappointment Female
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**Brief biographical outlines, position and assignment, and important concurrent position**

April 2009	Associate Professor, Faculty of Science and Engineering of Waseda University
April 2015	Professor, Faculty of Science and Engineering of Waseda University (to present)
November 2016	Project Professor, Institute of Industrial Science of The University of Tokyo (to present)
November 2018	Director, Office for Promotion of Equality and Diversity of Waseda University
<b>April 2021</b>	<b>Outside Director of the Company (to present)</b>
	Professor, Graduate School of Engineering of The University of Tokyo (to present)
September 2022	Associate Director, Waseda Institute for Advanced Study
	Associate Director, Waseda Center for a Carbon Neutral Society
November 2023	Outside Director of Toppan Photomask Co., Ltd. (currently Tekscend Photomask Corp.) (to present)
September 2024	Dean, School/Graduate School of Creative Science and Engineering, Faculty of Science and Engineering of Waseda University (to present)

**[Important Concurrent Position]**

Professor, Department of Resources and Environmental Engineering, Dean, School/Graduate School of Creative Science and Engineering, Faculty of Science and Engineering of Waseda University  
 Professor, Graduate School of Engineering of The University of Tokyo  
 Outside Director of Tekscend Photomask Corp.

**Reasons for the nomination as a candidate for Outside Director and overview of expected roles**

Ms. Tokoro Chiharu has been a university professor for many years, researching resource recycling technology in the field of non-ferrous metals. She has served on various committees of government agencies. She is a leading expert on non-ferrous metal recycling research in Japan and has a high level of insight and a wealth of experience, as well as a strong track record in technology, sustainability, human resource development, etc. The Company nominated her as a candidate for Outside Director who is not an Audit and Supervisory Committee Member because she is expected to make useful comments and give advice on its management based on her deep insight and extensive experience, among other strengths, and to supervise its management from an independent and objective perspective.

- Date of birth  
September 6, 1975
- Number of Company Shares Owned  
505
- Duration of Office as Director  
5 years and 3 months (as of the conclusion of this Ordinary General Meeting of Shareholders)
- Attendance at Meetings during this Fiscal Year Board of Directors  
100% (17/17)

- (Notes)
1. Ms. Tokoro Chiharu meets the Independence Standards for Independent Outside Directors on page 21 of this convocation notice and is an independent Director as prescribed by the rules of the Tokyo Stock Exchange on which the Company is listed. If the reelection of Ms. Tokoro Chiharu is approved, she will continue to be an independent Director.
  2. In the fiscal year ended March 31, 2026, the Company paid a total of 5 million yen in contract research expenses, etc. and a total of 3 million yen in donations to Waseda University, where Ms. Tokoro Chiharu serves as the Dean of the School and Graduate School, and as a professor, and the total amount paid stood at the level of 0.00% and 0.00%, respectively, of the university's total revenue.
  3. In the fiscal year ended March 31, 2026, the Company paid a total of 5 million yen in contract research expenses, etc. and a total of 42 million yen in donations to the University of Tokyo, where Ms. Tokoro Chiharu serves as a professor, and the total amount paid stood at the level of 0.00% and 0.01%, respectively, of the university's total revenue. In addition, the Company received a total of 2 million yen from the university as consideration for products, and the total amount received stood at the 0.00 % level of the Company's consolidated net sales.



**Brief biographical outlines, position and assignment, and important concurrent position**

<p>September 1978 April 1982 December 1993 April 1996 February 2006 October 2007 January 2013 June 2015 April 2016 June 2016</p>	<p>Assistant Professor, Department of Economics of the University of Houston Associate Professor, Faculty of Economics of The University of Tokyo Professor, Faculty of Economics of The University of Tokyo Professor, Graduate School of Economics, Faculty of Economics of The University of Tokyo President of National Institute for Research Advancement Dean, Graduate School of Economics, Faculty of Economics of The University of Tokyo Member of Council on Economic and Fiscal Policy Outside Director of East Japan Railway Company Professor, Faculty of International Social Sciences of Gakushuin University Outside Audit &amp; Supervisory Board Member of Hagoromo Foods Corporation Professor Emeritus of The University of Tokyo (to present) Outside Director of Sumitomo Chemical Company, Limited (to present) Outside Director of The Shizuoka Bank Ltd. <b>April 2022</b> June 2022 October 2022</p>
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**[Important Concurrent Position]**

Outside Director of Sumitomo Chemical Company, Limited  
 Outside Director of Hagoromo Foods Corporation  
 Outside Director and Audit & Supervisory Committee Member of Shizuoka Financial Group, Inc.

**Reasons for the nomination as a candidate for Outside Director and overview of expected roles**

Mr. Ito Motoshige has been a university professor for many years, and in this capacity, he has been active internationally and has established a significant track record in fields such as economics. He has also served as a member of various government councils and has a high level of insight and a wealth of experience, as well as a strong track record in areas such as economics, society, and human resource development. The Company nominated him as a candidate for Outside Director who is not an Audit and Supervisory Committee Member because he is expected to make useful comments and give advice on its management based on his deep insight and extensive experience, among other strengths, and to supervise its management from an independent and objective perspective.

- (Notes) 1. Mr. Ito Motoshige meets the Independence Standards for Independent Outside Directors on page 21 of this convocation notice and is an independent Director as prescribed by the rules of the Tokyo Stock Exchange on which the Company is to be listed. If the reelection of Mr. Ito Motoshige is approved, he will continue to be an independent Director.
2. In the fiscal year ended March 31, 2026, the Company paid a total of 5 million yen in contract research expenses, etc. and a total of 42 million yen in donations to The University of Tokyo, where Mr. Ito Motoshige had served as a professor, and the total amount paid stood at the level of 0.00% and 0.01%, respectively, of the university's total revenue. In addition, the Company received a total of 2 million yen from the university as consideration for products, and the total amount received stood at the 0.00% level of the Company's consolidated net sales.

- (Notes)
1. No special interests exist between each of the candidates and the Company.
  2. Ms. Tokoro Chiharu and Mr. Ito Motoshige are candidates for Outside Director. Neither of them has been involved in corporate management in any way other than as outside director of other companies, but as explained in the “Reasons for the nomination as a candidate for Outside Director and overview of expected roles,” the Company has judged that they can appropriately perform their duties as Outside Director.
  3. The Company has entered into an agreement (a limited liability contract) with Ms. Tokoro Chiharu and Mr. Ito Motoshige which provides that if the Outside Director has acted in good faith and without gross negligence in performing his/her duties, the liability of the Outside Director to the Company under Article 423, Paragraph 1 of the Companies Act shall be limited to the amount provided in Article 425, Paragraph 1 of the Companies Act. If the reelection of Ms. Tokoro Chiharu and Mr. Ito Motoshige is approved, the Company plans to continue the said agreement with each of them.
  4. The Company has entered into an agreement (an indemnity agreement) with each candidate, under which the Company indemnifies the Director from expenses to address alleged responsibilities or other pursuit of liabilities pertaining to his/her execution of duties as Director and from losses incurred when they are liable to pay compensation for damage, to the extent specified by laws and regulations. If the reelection of the candidates is approved, the Company plans to continue the said agreement with each of them.
  5. The Company has entered into a directors and officers liability insurance contract with a non-life insurance company with Directors of the Company as insured persons. Compensation (compensation for damages and litigation costs) is provided for damages suffered by the insured, due to a claim for damages resulting from the business activities. However, the exemption amount and reasons for exemption such as criminal acts are stipulated. The insurance premiums for this insurance are borne entirely by the Company. The candidates for Director are already covered by this agreement, and in the event that their reelection is approved, they will remain covered. The Company plans to renew the insurance agreement during their term of office.

[Opinion of the Audit and Supervisory Committee]

The Audit and Supervisory Committee reviewed the proposal of the election of Directors who are not Audit and Supervisory Committee Members based on the status of deliberations by the Nomination and Compensation Advisory Committee and examined the matter in accordance with the Code of Audit and Supervisory Committee Auditing and Supervisory Standard. As a result, the Committee has found that there was no significant matter to comment on the proposal of the election of Directors who are not Audit and Supervisory Committee Members.

### Proposal No. 3 Election of Two (2) Directors who are Audit and Supervisory Committee Members

Since the term of office of Directors who are Audit and Supervisory Committee Members Kuroiwa Motohiro and Shiota Tomoo will expire as of the conclusion of this Ordinary General Meeting of Shareholders, the Company proposes the election of two (2) Directors who are Audit and Supervisory Committee Members.

The candidates for Director who is Audit and Supervisory Committee Member are as follows.

Consent has been obtained from the Audit and Supervisory Committee for this proposal.

No.	Name		Gender	Current Position at the Company	
1	Kuroiwa Motohiro	Reappointment	Male	Director, Full-Time Audit and Supervisory Committee Member	
2	Shiota Tomoo	Reappointment	Outside Director	Male	Outside Director, Audit and Supervisory Committee Member



**Brief biographical outlines, position and assignment, and important concurrent position**

April 1985      Joined Nippon Mining Co., Ltd.  
 April 2017      Executive Officer (in charge of Accounting & Finance Dept., General Manager, Accounting & Finance Dept.) of the Company  
 April 2021      Senior Executive Officer of the Company  
 April 2024      Assistant to the President of the Company  
**June 2024      Director, Full-Time Audit and Supervisory Committee Member of the Company (to present)**

**[Important Concurrent Position]**  
 Not applicable.

**Reasons for the nomination as a candidate for Director and overview of expected roles**

Mr. Kuroiwa Motohiro has expertise built on a wealth of experience and a strong track record in accounting and finance across the Company’s various business divisions and affiliates (Pan Pacific Copper Co., Ltd., SCM Minera Lumina Copper Chile, etc.). Having served as Part-Time Representative Director of Pan Pacific Copper Co., Ltd. and General Manager of the Chile Office, he possesses experience of job duties as a representative of the Company’s major affiliates and offices, and is well-versed in both the administrative and business divisions of the Company. The Company nominated him as a candidate for Director who is an Audit and Supervisory Committee Member because he is expected to conduct effective audits utilizing this expertise as well as his knowledge and experience related to the Company’s business, and to audit and supervise the execution of duties related to the Company’s management alongside the other Audit and Supervisory Committee Members.

- Date of birth  
September 25, 1962
- Number of Company Shares Owned  
23,253
- Duration of Office as Director  
2 years  
(as of the conclusion of this Ordinary General Meeting of Shareholders)
- Attendance at Meetings during this Fiscal Year  
Board of Directors  
100% (17/17)  
Audit and Supervisory Committee  
100% (18/18)



No.	2	Shiota Tomoo	Outside Director	Reappointment Male
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**Brief biographical outlines, position and assignment, and important concurrent position**

April 1988	Joined Nippon Oil Co., Ltd. (currently ENEOS Corporation)
April 2020	Executive Officer (General Manager, Hydrogen Business Dept.) of JXTG Nippon Oil & Energy Corporation (currently ENEOS Corporation)
April 2023	Assistant to President of ENEOS Corporation
June 2023	Director, Full-Time Audit and Supervisory Committee Member of ENEOS Holdings, Inc. (to present)
June 2024	Director, Audit and Supervisory Committee Member of the Company Corporate Auditor of JX Nippon Oil & Gas Exploration Corporation (currently ENEOS Xplora Inc.) (to present)
March 2025	<b>Outside Director, Audit and Supervisory Committee Member of the Company (to present)</b>

**[Important Concurrent Position]**

Director, Full-Time Audit and Supervisory Committee Member of ENEOS Holdings, Inc.

**Reasons for the nomination as a candidate for Outside Director and overview of expected roles**

Mr. Shiota Tomoo has experience and a strong track record as a full-time audit and supervisory committee member of a major oil and energy company, responsible for auditing and supervising said company’s management. In addition, he has a wealth of experience and a strong track record in accounting and corporate planning, having been in charge of these fields for many years. The Company nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member because he is expected to audit and supervise the execution of duties related to the Company’s management alongside the other Audit and Supervisory Committee Members, based on his experience and strong track record as an Audit and Supervisory Committee Member of a listed company, and his expertise in finance and accounting.

- Date of birth  
January 22, 1965
- Number of Company Shares Owned  
1,516
- Duration of Office as Director  
2 years  
(as of the conclusion of this Ordinary General Meeting of Shareholders)
- Attendance at Meetings during this Fiscal Year  
Board of Directors  
100% (17/17)  
Audit and Supervisory Committee  
100% (18/18)

(Note) “Duration of Office as Director” indicates the duration of office as a Director who is an Audit and Supervisory Committee Member. His duration of office as an Outside Director who is an Audit and Supervisory Committee Member is 1 year and 3 months.

- (Notes)
1. No special interests exist between both of the candidates and the Company.
  2. Mr. Shiota Tomoo is a candidate for Outside Director.
  3. The Company has entered into an agreement (a limited liability contract) with Mr. Kuroiwa Motohiro and Mr. Shiota Tomoo which provides that if they have acted in good faith and without gross negligence in performing their duties, the liability of the Director to Company under Article 423, Paragraph 1 of the Companies Act shall be limited to the amount provided in Article 425, Paragraph 1 of the Companies Act . If the reelection of Mr. Kuroiwa Motohiro and Mr. Shiota Tomoo is approved, the Company plans to continue the said agreement with each of them.
  4. The Company has entered into an agreement (an indemnity agreement) with both candidates, under which the Company indemnifies the Director from expenses to address alleged responsibilities or other pursuit of liabilities pertaining to his/her execution of duties as Director and from losses incurred when they are liable to pay compensation for damage, to the extent specified by laws and regulations. If the reelection of the candidates is approved, the Company plans to continue the said agreement with each of them.
  5. The Company has entered into a directors and officers liability insurance contract with a non-life insurance company with Directors of the Company as insured persons. Compensation (compensation for damages and litigation costs) is provided for damages suffered by the insured, due to a claim for damages resulting from the business activities. However, the exemption amount and reasons for exemption such as criminal acts are stipulated. The insurance premiums for this insurance are borne entirely by the Company. The candidates for Director are already covered by this agreement, and in the event that their reelection is approved, they will remain covered. The Company plans to renew the insurance agreement during their term of office.

## Reference Independence Standards for Independent Outside Directors

The Company considers Outside Directors who meet the following requirements to be independent officers who are not likely to have any conflicts of interest with the general shareholders.

1. The Outside Directors do not fall into the following categories:
  - (1) A main business partner (Note 1) of the Company or any person who executes the business of such a business partner (“business executor”);
  - (2) A business operator of which the Company is a main business partner (Note 2) or a business executor of such a business operator;
  - (3) A main lender to the Company (Note 3) or a business executor of such a lender;
  - (4) A legal expert, an accounting professional, or a consultant, who receives from the Company a large amount of fees, other than compensation for officers (Note 4) (where the person who receives such fees is a corporation, an association, or any other body, then a legal expert, an accounting professional, or a consultant who belongs thereto);
  - (5) The Company’s independent auditor or a certified public accountant who belongs to an auditing firm that is the Company’s independent auditor;
  - (6) A person who receives a large donation from the Company (Note 5) (where the person who receives such a donation is a corporation, an association, or any other body, then a person who runs the business thereof); or
  - (7) One of the Company’s major shareholders (Note 6) or a business executor of such a shareholder

Notes:

1. A customer to which the Company’s net sales in any of the latest three business years has exceeded 2% of the Company’s consolidated net sales
  2. A business operator whose net sales to the Company in any of the latest three business years has exceeded the greater of 2% of the business operator’s consolidated net sales or 10 million yen
  3. A lender to which the amount of the Company’s loans payable as of the last day of any of the latest three business years has exceeded 2% of the consolidated total assets of the Company
  4. A person whose total amount of fees received from the Company has exceeded 10 million yen in any of the latest three business years (where the person who receives such fees is an organization, then a person who belongs to an organization of which total amount of fees received from the Company has exceeded the greater of 2% of net sales of the organization, or 10 million yen in any of the latest three business years)
  5. A person whose total amount of donation received from the Company has exceeded 10 million yen in any of the latest three business years (where the beneficiary is an organization, then a person who belongs to a beneficiary organization of which total amount of donation received from the Company has exceeded the greater of 2% of the total revenue of the body, or 10 million yen in any of the latest three business years)
  6. A person who holds 10% or more of the total votes of the Company
2. None of the relatives within the second degree of kinship of an Outside Director presently falls, nor have any of them during the past three years fallen, into the following categories (excluding those who are not material):
    - (1) A business executor of the Company or a subsidiary of the Company; or
    - (2) A person who falls into the categories of 1. (1) through (7) above
  3. Notwithstanding 1 and 2 above, the person is not deemed to have any other reason that could cause conflicts of interest with the Company.

**Reference**
**Planned Composition of Officers (after the conclusion of this Ordinary General Meeting of Shareholders)**

Name	Position	Corporate management/ business operations	Global	Technology/ R&D	Sustainability/ ESG	Human resources/ human resource strategy	Finance/ accounting	Legal/risk management
Sugawara Shizuo	Chairman and Director	○	○	○	○	○		
Hayashi Yoichi	President and Representative Director President and Chief Executive Officer	○	○		○	○	○	
Tokoro Chiharu	Outside Director		○	○	○	○		
Ito Motoshige	Outside Director		○		○	○		
Kuroiwa Motohiro	Director (Full-Time Audit and Supervisory Committee Member)	○	○		○		○	
Sakuma Soichiro	Outside Director (Audit and Supervisory Committee Member)	○	○		○	○		○
Futamiya Masaya	Outside Director (Audit and Supervisory Committee Member)	○			○			○
Kawaguchi Rika	Outside Director (Audit and Supervisory Committee Member)				○	○		○
Shiota Tomoo	Outside Director (Audit and Supervisory Committee Member)	○			○		○	