



May 11, 2023

To whom it may concern,

Company name: SUMCO Corporation
Representative: Mayuki Hashimoto, Representative Director
CEO & Chairman of the Board
(Code: 3436, TSE Prime Market)
Contact: Masaki Fuchigami, General Manager of
Human Resources Department
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Announcement regarding Determination of Matters Relating to Acquisition of Shares for Performance-Based Stock Compensation Plan

At a meeting of the Board of Directors held on February 21, 2023, the Company resolved to introduce a performance-based stock compensation plan (the trust established in order to implement that plan, the “Director Trust”) for the Company’s Directors (excluding Directors who are members of the Audit and Supervisory Committee and Outside Directors; the same applies hereinafter), which was approved at the 24th Ordinary General Meeting of Shareholders held on March 29, 2023. In addition, at the meeting of the Board of Directors held today (May 11, 2023), the Company resolved to introduce a performance-based stock compensation plan for Executive Officers and other management-level employees of the Company (collectively, “Executive Officers, Etc.”; the trust established in order to implement that plan, the “Employee Trust”), and determined the matters relating to the acquisition of shares of the Company by the trustee of the Director Trust and the Employee Trust, which are set out below. A resolution was also passed to introduce a similar performance-based stock compensation plan for the Presidents of the Company’s major domestic subsidiaries (collectively with Directors of the Company, “Directors, Etc.”), which will be managed under the Director Trust.

1. Outline of the trusts

(1) Name	Director Trust	Employee Trust
(2) Settlor	SUMCO Corporation	
(3) Trustee	Sumitomo Mitsui Trust Bank, Limited (Sub-Trustee: Custody Bank of Japan, Ltd.)	
(4) Beneficiaries	Directors, Etc. who satisfy the requirements for beneficiaries	Executive Officers, Etc. who satisfy the requirements for beneficiaries
(5) Trust manager	A third party independent of the Company and its officers will be selected	
(6) Exercise of voting rights	Voting rights pertaining to Company shares in the Director Trust will not be exercised during the trust period	Voting rights pertaining to Company shares in the Employee Trust will be exercised at the instructions of the trust manager

(7) Type of trust	Money held in trust other than a money trust (third-party benefit trust)
(8) Trust agreement date	May 19, 2023
(9) Cash entrustment date	May 19, 2023
(10) Trust termination date	May 31, 2026 (scheduled)

2. Matters relating to acquisition of Company shares by the trustee of the trusts

	Director Trust	Employee Trust
(1) Class of shares to be acquired	Common stock	
(2) Amount of money to be entrusted by the Company to fund the acquisition of shares	624,000,000 yen (of which 588,000,000 yen for Directors of the Company)	321,000,000 yen
(3) Total number of shares to be acquired	578,900 shares (maximum)	297,800 shares (maximum)
(4) Method of share acquisition	Acquisition through market purchase (including off-floor trading)	
(5) Period of share acquisition	May 19 to May 25, 2023 (scheduled)	