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Securities Code: 3436

March 7, 2024

(Start date for electronic provision measures: March 6, 2024)

Dear Shareholders,

1-2-1 Shibaura, Minato-ku, Tokyo

SUMCO CORPORATION

Mayuki Hashimoto,
Representative Director

Notice of Convocation of the 25th Ordinary General Meeting of Shareholders

Please be informed that the 25th Ordinary General Meeting of Shareholders of SUMCO CORPORATION will be held as described below.

Measures for electronic provision have been taken for the convocation of this Ordinary General Meeting of Shareholders, and items to be provided electronically are posted on the following internet website.

The Company's website: <https://www.sumcosi.com/english/ir/event/meeting.html>



In addition to the above website, items to be provided electronically are also posted on the website described in "Notes" below.

If you will not be attending the meeting on the day, you can exercise your voting rights by postal voting or via the Internet, etc. Please examine the attached Reference Documents for the General Meeting of Shareholders prior to voting, and exercise your voting rights as outlined on page 4 by 5:45 p.m. on Wednesday, March 27, 2024.

Details

- 1. Date and Time:** Thursday, March 28, 2024, at 10 a.m. (reception starts at 9 a.m.)
- 2. Place:** Bellesalle Takadanobaba
3-8-2, Okubo, Shinjuku-ku, Tokyo
- 3. Objectives of the Meeting**
Matters to be reported:
 1. Business Report and Consolidated Financial Statements for the 25th Fiscal Year (from January 1, 2023 to December 31, 2023), as well as the Audit Reports of the Accounting Auditor and the Audit and Supervisory Committee for Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the 25th Fiscal Year (from January 1, 2023 to December 31, 2023)

Agenda for resolution:

- Proposal 1:** Election of Six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 2:** Election of Six (6) Directors who are Audit and Supervisory Committee Members

Notes

- * Items to be provided electronically will also be posted on the following internet website.

The Tokyo Stock Exchange website

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

Please access the Tokyo Stock Exchange website, search for “SUMCO” or the security code “3436,” and select “Basic information,” “Documents for public inspection/ PR information,” and “Notice of General Shareholders Meeting/ Informational Materials for a General Shareholders Meeting” in order to view.



“Convocation on the Net” <https://s.srdb.jp/3436/>



- * Of the items to be provided electronically, the following are not included in the documents provided to shareholders who have requested delivery of paper-based documents, in accordance with laws and regulations and Article 14 of the Articles of Incorporation of the Company. Therefore, the documents provided to shareholders who have requested delivery of paper-based documents are part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditors in preparing the audit reports.
- “Matters Relating to the Formulation of a System to Ensure Appropriate Corporations Actions” and “Overview of the State of the Operations of a System to Ensure Appropriate Corporate Actions” in the Business Report
 - Consolidated Statement of Changes in Equity in Consolidated Financial Statements and Notes on Consolidated Financial Statements
 - Non-consolidated Statement of Changes in Equity in Non-consolidated Financial Statements and Notes on Non-consolidated Financial Statements
- * If any changes are made to the items to be provided electronically, such changes will be posted on each website.

Instructions Concerning the Exercise of Voting Rights

You may exercise your voting rights by one of the following three methods:

Exercise of voting rights via the Internet, etc.

Access the Website for the Exercise of Voting Rights using devices such as your PC or smartphone, and follow the on-screen instructions to indicate your approval or disapproval of the proposals.

See the next page for details.

Exercise due date: No later than 5:45 p.m. on Wednesday, March 27, 2024

Exercise of voting rights by mailing the Form for the Exercise of Voting Rights

Please indicate your approval or disapproval of proposals on the Form for the Exercise of Voting Rights and post it to the Company without a postage stamp.

Exercise due date: To be received no later than 5:45 p.m. on Wednesday, March 27, 2024

How to fill in the form for the Exercise of Voting Rights

Please indicate your approval or disapproval of each of the proposals 1 and 2 according to the following.

Proposal 1 and 2

- If you approve of all candidates: Please mark a in the box marked “賛” (Approve).
- If you disapprove of all candidates: Please mark a in the box marked “否” (Disapprove).
- If you disapprove of some candidates: Please mark a in the box marked “賛” (Approve) and write down the candidate numbers of the candidates that you disapprove of so that such candidates shall be excluded from the approval.
- If you approve of some candidates: Please mark a in the box marked “否” (Disapprove) and write down the candidate numbers of the candidates that you approve of so that such candidates shall be excluded from the disapproval.

Exercise of voting rights by attending the General Meeting of Shareholders

Please submit the enclosed Form for the Exercise of Voting Rights to the receptionist of the meeting. (A personal seal will not be required.)

Date and Time: Thursday, March 28, 2024, at 10 a.m. (reception starts at 9 a.m.)

Place: Bellesalle Takadanobaba, 3-8-2, Okubo, Shinjuku-ku, Tokyo

Treatment of the exercise of voting rights

- If you exercise your voting rights in duplicate both in writing and via the Internet, your vote via the Internet shall prevail.
- If you exercise your voting rights multiple times via the Internet, only your last vote will be counted as valid.

Instructions for the Exercise of Voting Rights via the Internet

By scanning the QR code “Smart Exercise”

You can log in to the Website for the Exercise of Voting Rights without having to enter the Code for the Exercise of Voting Rights and Password.

1. Scan the QR code printed on the bottom right of the Form for the Exercise of Voting Rights.

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

2. Follow the on-screen instructions to indicate your approval or disapproval of the proposals.

Exercise of Voting Rights via “Smart Exercise” is available only once.

When you wish to change your vote after the exercise, please access the voting website for PCs, enter the “Code for the Exercise of Voting Rights” and “Password” printed on the Form for the Exercise of Voting Rights to log in, and then exercise your voting rights again.

* If you scan the QR code again, you can move to the voting website for PCs.

By entering the Code for the Exercise of Voting Rights and Password

Website for the Exercise of Voting Rights: <https://www.web54.net>

1. Access the Website for the Exercise of Voting Rights.

2. Enter the “Code for the Exercise of Voting Rights” printed on the Form for the Exercise of Voting Rights.

3. Enter the “Password” printed on the Form for the Exercise of Voting Rights.

4. Follow the on-screen instructions to indicate your approval or disapproval of the proposals.

For inquiries about the exercise of Voting Rights via the Internet

If you have any questions regarding the Exercise of Voting Rights via the Internet, please contact the following:
Stock Transfer Agency Web Support, Sumitomo Mitsui Trust Bank, Limited
Dedicated phone number: 0120-652-031 (from 9 a.m. to 9 p.m., only in Japan)

To institutional investors

Besides the Exercise of Voting Rights via the Internet noted above, institutional investors may use the Electronic Voting Platform organized by Investor Communications Japan (ICJ) Inc., provided that the application for the use of the Electronic Voting Platform is made in advance.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Election of Six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire as of the conclusion of this Ordinary General Meeting of Shareholders. To further strengthen the management structure, the Company proposes to increase the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) by one (1), thereby requesting the election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members).

We have received an opinion from the Audit and Supervisory Committee that the candidates and the selection process were appropriate as this Proposal has been determined at a meeting of the Board of Directors after being deliberated by the Nomination and Compensation Committee which includes Independent Outside Directors who are Audit and Supervisory Committee Members as its members. The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows.

No.	Name	Current position in the Company	Number of attendance at meetings of the Board of Directors (FY2023)
1 (re-appointed)	Mayuki Hashimoto	Representative Director, Chairman & Chief Executive Officer	16 out of 16
2 (re-appointed)	Toshihiro Awa	Representative Director, President	16 out of 16
3 (re-appointed)	Jiro Ryuta	Representative Director, Executive Vice President	16 out of 16
4 (newly appointed)	Shinichi Kubozoe	Senior Managing Executive Officer	-
5 (newly appointed)	Takeo Katoh	Senior Managing Executive Officer	-
6 (re-appointed)	Akane Kato	Outside Director candidate Independent Director candidate Director	16 out of 16

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company
1	<p style="text-align: center;">Mayuki Hashimoto (January 10, 1951; Male)</p> <p style="text-align: center;"><u>Re-appointed</u></p> <p>Number of the Company's common shares held 27,014 shares</p> <p>Number of years in office as Director 14 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p>	<p>Apr. 1976 Joined Mitsubishi Metal Corporation (the current Mitsubishi Materials Corporation)</p> <p>Apr. 2005 General Manager of Silicon Div., Electronic Materials & Components Company, Mitsubishi Materials Corporation Outside Corporate Auditor, the Company</p> <p>Jun. 2005 Executive Officer, General Manager of Corporate Strategy Dept., Mitsubishi Materials Corporation</p> <p>Jun. 2006 Senior Executive Officer, President of Electronic Materials & Components Company, Mitsubishi Materials Corporation</p> <p>Jun. 2007 Managing Director (Representative Director), President of Electronic Materials & Components Company, Mitsubishi Materials Corporation</p> <p>Apr. 2010 Outside Director, the Company</p> <p>Jun. 2011 Executive Vice President (Representative Director) of Mitsubishi Materials Corporation</p> <p>Apr. 2012 President (Representative Director), the Company</p> <p>Mar. 2016 Representative Director, Chairman & Chief Executive Officer, the Company (present post)</p> <p><Areas of responsibility in the Company> Chief Executive Officer Overall control</p>
<p><Reasons for nomination as a candidate for Director> He has abundant experiences and satisfactory results of many years in the electronic materials business as well as excellent business execution capabilities as a management of the Company. He assumed the post of President (Representative Director) in 2012 and has served as Representative Director, Chairman & Chief Executive Officer since 2016. Because he can be expected to strengthen the function of the Board of Directors with his abundant experiences in the electronic materials business and the Company's businesses as well as his knowledge about general management, the Company nominates him again as a candidate for Director.</p> <p><Special interests between the candidate and the Company> Mayuki Hashimoto has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company
2	<p style="text-align: center;">Toshihiro Awa (January 30, 1962; Male)</p> <p style="text-align: center;"><u>Re-appointed</u></p> <p>Number of the Company's common shares held 23,934 shares</p> <p>Number of years in office as Director 2 years (as of the conclusion of this Ordinary General Meeting of Shareholders) (Total number of years in office inclusive of the number of years served as Director in the past: 3 years)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p>	<p>Apr. 1984 Joined Mitsubishi Metal Corporation (the current Mitsubishi Materials Corporation)</p> <p>Jan. 2012 General Manager of International Sales & Marketing Dept., Sales & Marketing Div., the Company</p> <p>Mar. 2015 Executive Officer, Deputy General Manager of Sales & Marketing Div., General Manager of International Sales & Marketing Dept., the Company</p> <p>Apr. 2016 Executive Officer, Deputy General Manager of Sales & Marketing Div., the Company</p> <p>Sep. 2017 Managing Executive Officer, Deputy General Manager of Sales & Marketing Div., the Company</p> <p>Mar. 2018 Director, Managing Executive Officer, General Manager of Sales & Marketing Div., the Company</p> <p>Mar. 2019 Managing Executive Officer, General Manager of Sales & Marketing Div., the Company</p> <p>Mar. 2020 Senior Managing Executive Officer, General Manager of Sales & Marketing Div., the Company</p> <p>Mar. 2021 Executive Vice President, General Manager of Sales & Marketing Div., the Company</p> <p>Mar. 2022 Representative Director, President, General Manager of Sales & Marketing Div., the Company (present post)</p> <p><Areas of responsibility in the Company> Assistant to the Chairman General Manager of Sales & Marketing Div.</p>
<p><Reasons for nomination as a candidate for Director> He has abundant experiences and satisfactory results of many years of working in the sales section as well as excellent business execution capabilities as a management of the Company. He assumed the post of General Manager of Sales & Marketing Div. in 2018 and has served as Representative Director and President since 2022. Because he can be expected to strengthen the function of the Board of Directors with his abundant experiences in the sales section and knowledge about general management, the Company nominates him again as a candidate for Director.</p> <p><Special interests between the candidate and the Company> Toshihiro Awa has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company
3	<p style="text-align: center;">Jiro Ryuta (February 16, 1960; Male)</p> <p style="text-align: center;"><u>Re-appointed</u></p> <p>Number of the Company's common shares held 6,814 shares</p> <p>Number of years in office as Director 2 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p>	<p>Apr. 1985 Joined Mitsubishi Metal Corporation (the current Mitsubishi Materials Corporation)</p> <p>Jun. 2001 General Manager of South Plant, Mitsubishi Silicon America Corporation</p> <p>Apr. 2005 Executive Vice President, SUMCO Taiwan Technology Corporation</p> <p>Apr. 2008 General Manager of International Sales & Marketing Dept., Sales & Marketing Div., the Company</p> <p>Jan. 2012 President, SUMCO Singapore Pte. Ltd. President, SUMCO Taiwan Technology Corporation</p> <p>Mar. 2013 President, SUMCO Phoenix Corporation</p> <p>Mar. 2014 Executive Officer, the Company President, SUMCO Phoenix Corporation</p> <p>Mar. 2017 Managing Executive Officer, the Company President, SUMCO Phoenix Corporation</p> <p>Mar. 2021 Senior Managing Executive Officer, the Company President, SUMCO Phoenix Corporation</p> <p>Mar. 2022 Representative Director, Executive Vice President, General Manager of Technology Div., the Company</p> <p>Mar. 2023 Representative Director, Executive Vice President, General Manager of Production and Technology Div. and General Manager of Kyushu Factory, the Company (present post)</p> <p><Areas of responsibility in the Company> General Manager of Production and Technology Div. Head of JSQ Div.</p>
<p><Reasons for nomination as a candidate for Director> He has abundant experiences and satisfactory results of many years of working in the technology section, manufacturing section and sales section, as well as excellent business execution capabilities as a management of the Company. He has served as Representative Director and Executive Vice President since 2022, and as General Manager of Production and Technology Div. and General Manager of Kyushu Factory since 2023. Because he can be expected to strengthen the function of the Board of Directors with his abundant experiences in the technology section, manufacturing section and sales section and knowledge about general management, the Company nominates him as a candidate for Director.</p> <p><Special interests between the candidate and the Company> Jiro Ryuta has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company
4	<p style="text-align: center;">Shinichi Kubozoe (August 12, 1962; Male)</p> <p style="text-align: center;">Newly appointed</p> <p>Number of the Company's common shares held 2,632 shares</p>	<p>Apr. 1985 Joined Sumitomo Metal Industries, Ltd. (the current Nippon Steel Corporation)</p> <p>Apr. 2012 General Manager of Corporate Controller & Group Companies Management Dept., the Company</p> <p>Oct. 2012 General Manager of Accounting & Budget Control Dept., the Company</p> <p>Mar. 2018 Executive Officer, the Company</p> <p>Jul. 2018 Executive Officer, General Manager of Finance Dept., the Company</p> <p>Mar. 2020 Managing Executive Officer, Assistant to the General Manager of Corporate Strategy Div., the Company</p> <p>Mar. 2021 Managing Executive Officer, General Manager of Corporate Strategy Div., the Company</p> <p>Mar. 2023 Senior Managing Executive Officer, General Manager of Corporate Strategy Div., the Company (present post)</p> <p><Areas of responsibility in the Company> General Manager of Corporate Strategy Div. Head of Polycrystalline Silicon Div.</p>
<p><Reasons for nomination as a candidate for Director> He has abundant experiences and satisfactory results of many years of working in the administration section, as well as excellent business execution capabilities as a management of the Company. He has served as General Manager of the Corporate Strategy Div. since 2021. Because he can be expected to strengthen the function of the Board of Directors with his abundant experiences in the administration section and knowledge about general management, the Company nominates him as a candidate for Director.</p> <p><Special interests between the candidate and the Company> Shinichi Kubozoe has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company
5	<p style="text-align: center;">Takeo Katoh (March 4, 1970; Male)</p> <p style="text-align: center;">Newly appointed</p> <p>Number of the Company's common shares held 5,525 shares</p>	<p>Apr. 1997 Joined Mitsubishi Materials Corporation</p> <p>Jun. 2016 President, SUMCO Taiwan Technology Corporation</p> <p>Dec. 2018 General Manager of Customer Product Engineering Dept., Technology Div., the Company</p> <p>Sep. 2019 General Manager of Productivity Promotion Dept., AI Promotion Div., the Company</p> <p>Jan. 2020 Deputy General Manager of AI Promotion Div., General Manager of Productivity Promotion Dept., the Company</p> <p>Mar. 2021 Executive Officer, General Manager of AI Promotion Div., General Manager of Productivity Promotion Dept., the Company</p> <p>Jun. 2021 Executive Officer, General Manager of AI Promotion Div., the Company</p> <p>Mar. 2022 Managing Executive Officer, General Manager of AI Promotion Div., the Company</p> <p>Mar. 2023 Senior Managing Executive Officer, General Manager of AI Promotion Div., the Company (present post)</p> <p><Areas of responsibility in the Company> General Manager of AI Promotion Div.</p>
<p><Reasons for nomination as a candidate for Director> He has abundant experiences and satisfactory results of being involved in the technology section and AI promotion section for many years. He has served as General Manager of AI Promotion Div. since 2021. Because he can be expected to strengthen the function of the Board of Directors based on his abundant experiences and satisfactory results in the technology section and AI promotion section, the Company nominates him as a candidate for Director.</p> <p><Special interests between the candidate and the Company> Takeo Katoh has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company and significant concurrent occupations or positions
6	<p style="text-align: center;">Akane Kato (September 3, 1963; Female)</p> <p style="text-align: center;">Re-appointed</p> <p style="text-align: center;">Outside Director candidate</p> <p style="text-align: center;">Independent Director candidate</p> <p>Number of the Company's common shares held 1,058 shares</p> <p>Number of years in office as Outside Director 4 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p>	<p>Nov. 1984 Joined ALL NIPPON AIRWAYS CO., LTD.</p> <p>Jul. 1994 Instructor, Inflight Services Training Dept., Inflight Services Center, ALL NIPPON AIRWAYS CO., LTD.</p> <p>Jul. 2007 Chief, Training Div., ANA Learning Co., Ltd. (the current ANA Business Solutions Co., Ltd.)</p> <p>Apr. 2012 Manager of VIP Service Dept., Tokyo Airport Branch, ALL NIPPON AIRWAYS CO., LTD. (the current ANA AIRPORT SERVICES CO., LTD.)</p> <p>Jul. 2014 Representative Director, AKANE IDENTITIES INC. (present post)</p> <p>Jun. 2016 Outside Director, SAN-EI Corporation</p> <p>Apr. 2018 Part-time Lecturer, Toho College of Music</p> <p>Aug. 2019 Registered as a Career Consultant</p> <p>Mar. 2020 Outside Director, the Company (present post)</p> <p>Jun. 2023 Outside Director, JAPAN POST BANK Co., Ltd. (present post)</p> <p><Significant concurrent occupations or positions in other organizations> Representative Director of AKANE IDENTITIES INC. Outside Director of JAPAN POST BANK Co., Ltd.</p>
<p><Reasons for nomination as a candidate for Outside Director and outline of roles expected to be fulfilled > She possesses expert knowledge of human resources development and organizational operation, which she has cultivated through working as a human resources development consultant, and experiences in corporate management. Based on the above, because she can be expected to fully fulfill the responsibility of business decision-making and supervision of business execution from an independent standpoint as an Outside Director, the Company nominates her again as a candidate for Outside Director.</p> <p><Special interests between the candidate and the Company> Akane Kato has no special interests with the Company.</p>		

- (Notes) 1. The number of the Company's common shares held by each candidate includes the number of shares actually held in the name of the shareholding association of the Company (as of December 31, 2023).
2. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into a contract with Akane Kato to limit her liability for damages under Article 423, Paragraph 1 of the said Act (contract for limitation of liability). If her election is approved, the Company intends to continue the said contract with her. The outline of the contract is as follows.
- If non-Executive Directors have acted in good faith and without gross negligence in performing their duties, the liability for damages of the non-Executive Directors pursuant to Article 423, Paragraph 1 of the Companies Act shall be limited to the total amount specified in Article 425, Paragraph 1 of the said Act and they shall not be liable to the Company for any amount exceeding the said limit.
3. Pursuant to Article 430-3, Paragraph 1 of the Companies Act, the Company has entered into a directors and officers liability insurance contract with an insurance company to insure Mayuki Hashimoto, Toshihiro Awa, Jiro Ryuta, Shinichi Kubozoe, Takeo Katoh, and Akane Kato as insured persons. The insurance contract covers legal damages and litigation expenses that may arise from the execution of duties by insured persons. The insurance premiums are fully borne by the Company. If their election is approved, they will continue to be insured by the said insurance contract. The Company intends to renew the contract after the expiration of the insurance period.
4. The Company has appointed Akane Kato as an Independent Director as provided for in the regulations of the Tokyo Stock Exchange and notified the Exchange to that effect. If her election is approved, she will continue to serve as an Independent Director.

Proposal 2: Election of Six (6) Directors who are Audit and Supervisory Committee Members

The terms of office of all five (5) Directors who are Audit and Supervisory Committee Members will expire as of the conclusion of this Ordinary General Meeting of Shareholders. To further strengthen the auditing structure, the Company proposes to increase the number of Directors who are Audit and Supervisory Committee Members by one (1), thereby requesting the election of six (6) Directors who are Audit and Supervisory Committee Members.

We have received consent to this Proposal from the Audit and Supervisory Committee.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows.

No.	Name	Current position in the Company	Number of attendance at meetings of the Board of Directors (FY2023)	Number of attendance at meetings of the Audit and Supervisory Committee (FY2023)
1 (newly appointed)	Atsuro Fujii	Managing Executive Officer	-	-
2 (re-appointed)	Hitoshi Tanaka <small>Outside Director candidate Independent Director candidate</small>	Director, Audit and Supervisory Committee Member	16 out of 16	13 out of 13
3 (re-appointed)	Masahiro Mitomi <small>Outside Director candidate Independent Director candidate</small>	Director, Audit and Supervisory Committee Member	16 out of 16	13 out of 13
4 (re-appointed)	Shinichiro Ota <small>Outside Director candidate Independent Director candidate</small>	Director, Audit and Supervisory Committee Member	16 out of 16	13 out of 13
5 (re-appointed)	Masahiko Sue <small>Outside Director candidate Independent Director candidate</small>	Director, Audit and Supervisory Committee Member	16 out of 16	13 out of 13
6 (newly appointed)	Amy Shigemi Hatta <small>Outside Director candidate Independent Director candidate</small>	-	-	-

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company
1	<p style="text-align: center;">Atsuro Fujii (May 1, 1959; Male)</p> <p style="text-align: center;">Newly appointed</p> <p>Number of the Company's common shares held 2,730 shares</p> <p>Total number of years in office inclusive of the number of years served as Director in the past 1 year</p>	<p>Apr. 1983 Joined Sumitomo Metal Industries, Ltd. (the current Nippon Steel Corporation)</p> <p>Jul. 2008 General Manager of Affiliated Enterprises Group, Corporate Planning Dept., Sumitomo Metal Industries, Ltd.</p> <p>Aug. 2009 CFO, Vallourec & Sumitomo Tubos do Brasil, Ltda.</p> <p>Aug. 2013 Senior Chief of Internal Control & Audit Dept., Nippon Steel & Sumitomo Metal Corporation (the current Nippon Steel Corporation)</p> <p>Oct. 2014 General Manager of General Affairs Team, Corporate Management Dept., GEOSTR Corporation</p> <p>Jun. 2016 Senior Counselor, GEOSTR Corporation CFO, GEOSTR-RV PTE. LTD.</p> <p>Jul. 2017 Senior Counselor, General Manager of Accounting Team, Corporate Management Dept., GEOSTR Corporation</p> <p>Apr. 2018 Senior Counselor, General Manager of Internal Audit Office, GEOSTR Corporation</p> <p>May 2019 Associate Director, Audit and Supervisory Committee, the Company</p> <p>Mar. 2020 Director (Full-time Audit and Supervisory Committee Member), the Company</p> <p>Mar. 2021 Managing Executive Officer, Chief Compliance Officer, the Company</p> <p>Aug. 2021 Managing Executive Officer, Chief Compliance Officer, Executive Officer Responsible for Sustainability Promotion, the Company (present post)</p> <p><Areas of responsibility in the Company> Chief Compliance Officer Executive Officer Responsible for Sustainability Promotion Head of General Affairs and Human Resources</p>
<p><Reasons for nomination as a candidate for Director> He has abundant experiences and satisfactory results of being involved in the administration section for many years. He has served as Managing Executive Officer, Chief Compliance Officer, and Executive Officer Responsible for Sustainability Promotion since 2021. Because he can be expected to strengthen the function of the Board of Directors based on his abundant experiences and satisfactory results in the administration section, the Company nominates him as a candidate for Director.</p> <p><Special interests between the candidate and the Company> Atsuro Fujii has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company and significant concurrent occupations or positions
2	<p style="text-align: center;">Hitoshi Tanaka (July 28, 1950; Male)</p> <p style="text-align: center;">Re-appointed</p> <p style="text-align: center;">Outside Director candidate</p> <p style="text-align: center;">Independent Director candidate</p> <p>Number of the Company's common shares held 2,981 shares</p> <p>Number of years in office as Outside Director 8 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of years in office as Director who is an Audit and Supervisory Committee Member 8 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p> <p>Number of attendance at meetings of the Audit and Supervisory Committee 13 out of 13</p>	<p>Apr. 1976 Registered as Attorney at Law Joined Narutomi Law Office (the current Marunouchi Minami Law Office)</p> <p>Oct. 2003 Representative, Narutomi Law Office (present post)</p> <p>Apr. 2005 Outside Corporate Auditor, the Company</p> <p>Jun. 2014 Outside Director, TOKYO ENERGY & SYSTEMS INC. (present post)</p> <p>Mar. 2016 Outside Director (Audit and Supervisory Committee Member), the Company (present post)</p> <p><Significant concurrent occupations or positions in other organizations> Attorney at Law (Representative of Marunouchi Minami Law Office) Outside Director of TOKYO ENERGY & SYSTEMS INC.</p>
<p><Reasons for nomination as a candidate for Outside Director and outline of roles expected to be fulfilled> Although he has never been directly involved in corporate management, he possesses expert knowledge on laws and regulations, etc. which he has cultivated through his duties as an attorney at law. Based on the above, because he can be expected to fully fulfill the responsibility of business decision-making and supervision of business execution from an independent standpoint as an Outside Director, the Company nominates him again as a candidate for Outside Director.</p> <p><Special interests between the candidate and the Company> Hitoshi Tanaka has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company and significant concurrent occupations or positions
3	<p style="text-align: center;">Masahiro Mitomi (February 13, 1964; Male)</p> <p style="text-align: center;">Re-appointed</p> <p style="text-align: center;">Outside Director candidate</p> <p style="text-align: center;">Independent Director candidate</p> <p>Number of the Company's common shares held 7,233 shares</p> <p>Number of years in office as Outside Director 10 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of years in office as Director who is an Audit and Supervisory Committee Member 8 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p> <p>Number of attendance at meetings of the Audit and Supervisory Committee 13 out of 13</p>	<p>Oct. 1987 Joined the Tokyo Office of Arthur Andersen</p> <p>Mar. 1991 Registered as a Certified Public Accountant</p> <p>Sep. 1991 Senior Staff of San Francisco Office, Arthur Andersen</p> <p>Sep. 1994 Manager of Seattle Office, Arthur Andersen</p> <p>Mar. 1996 Senior Manager of Atlanta Office, Arthur Andersen</p> <p>May 2001 Representative Director, Value Create Inc. (present post)</p> <p>Apr. 2009 Part-time Lecturer, Keio Business School (present post)</p> <p>Mar. 2014 Outside Director, the Company</p> <p>Mar. 2016 Outside Director (Audit and Supervisory Committee Member), the Company (present post)</p> <p>Dec. 2022 Representative Director, Wakuwaku Connection Co., Ltd. (present post)</p> <p><Significant concurrent occupations or positions in other organizations> Representative Director of Value Create Inc. Representative Director of Wakuwaku Connection Co., Ltd.</p>
<p><Reasons for nomination as a candidate for Outside Director and outline of roles expected to be fulfilled> He possesses expert knowledge on corporate management, etc. which he has cultivated through working as a management consultant, and expert knowledge on finance and accounting which he has cultivated through his duties as a certified public accountant. Based on the above, because he can be expected to fully fulfill the responsibility of business decision-making and supervision of business execution from an independent standpoint as an Outside Director, the Company nominates him again as a candidate for Outside Director.</p> <p><Special interests between the candidate and the Company> Masahiro Mitomi has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company and significant concurrent occupations or positions
4	<p style="text-align: center;">Shinichiro Ota (May 13, 1946; Male)</p> <p style="text-align: center;">Re-appointed</p> <p style="text-align: center;">Outside Director candidate</p> <p style="text-align: center;">Independent Director candidate</p> <p>Number of the Company's common shares held 1,533 shares</p> <p>Number of years in office as Outside Director 8 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of years in office as Director who is an Audit and Supervisory Committee Member 8 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p> <p>Number of attendance at meetings of the Audit and Supervisory Committee 13 out of 13</p>	<p>Jul. 1969 Joined the Ministry of International Trade and Industry (the current Ministry of Economy, Trade and Industry)</p> <p>Jun. 1998 Director-General of Environmental Protection and Industrial Location Bureau, Ministry of International Trade and Industry</p> <p>Sep. 1999 Director-General of Machinery and Information Industries Bureau, Ministry of International Trade and Industry</p> <p>Jan. 2001 Director-General of Commerce and Information Policy Bureau, Ministry of Economy, Trade and Industry</p> <p>Jul. 2002 Commissioner of Japan Patent Office, Ministry of Economy, Trade and Industry</p> <p>Jun. 2005 Executive Vice President, Electric Power Development Co., Ltd.</p> <p>Jun. 2013 Senior Counselor, Electric Power Development Co., Ltd.</p> <p>Mar. 2016 Outside Director (Audit and Supervisory Committee Member), the Company (present post)</p> <p>Aug. 2017 Representative Director and President, New Generation Small Rocket Development Planning Co. Ltd. (the current SPACE ONE Co., Ltd.)</p> <p>Jun. 2018 Senior Counselor, Electric Power Development Co., Ltd. (present post)</p> <p>Mar. 2022 Chief Advisor, SPACE ONE Co., Ltd. (present post)</p> <p><Significant concurrent occupations or positions in other organizations> Senior Counselor of Electric Power Development Co., Ltd. Chief Advisor of SPACE ONE Co., Ltd.</p>
<p><Reasons for nomination as a candidate for Outside Director and outline of roles expected to be fulfilled> He has extensive experiences and knowledge which he has cultivated through his duties in the public administration field, and many years of experiences in corporate management. Based on the above, because he can be expected to fully fulfill the responsibility of business decision-making and supervision of business execution from an independent standpoint as an Outside Director, the Company nominates him again as a candidate for Outside Director.</p> <p><Special interests between the candidate and the Company> Shinichiro Ota has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company and significant concurrent occupations or positions
5	<p style="text-align: center;">Masahiko Sue (December 18, 1955; Male)</p> <p style="text-align: center;"><u>Re-appointed</u></p> <p style="text-align: center;"><u>Outside Director candidate</u></p> <p style="text-align: center;"><u>Independent Director candidate</u></p> <p>Number of the Company's common shares held 962 shares</p> <p>Number of years in office as Outside Director 2 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of years in office as Director who is an Audit and Supervisory Committee Member 2 years (as of the conclusion of this Ordinary General Meeting of Shareholders)</p> <p>Number of attendance at meetings of the Board of Directors 16 out of 16</p> <p>Number of attendance at meetings of the Audit and Supervisory Committee 13 out of 13</p>	<p>Apr. 1979 Joined the Prime Minister's Office (current Cabinet Office)</p> <p>Sep. 2012 Director-General of Statistics Bureau, Ministry of Internal Affairs and Communications</p> <p>Jul. 2014 Officer for Statistical Information Strategy, Director-General of Statistical Training Institute, Ministry of Internal Affairs and Communications</p> <p>Apr. 2016 Executive Director, Vice-President, Shiga University (present post)</p> <p>Mar. 2022 Outside Director (Audit and Supervisory Committee Member), the Company (present post)</p> <p><Significant concurrent occupations or positions in other organizations> Executive Director and Vice-President of Shiga University</p>
<p><Reasons for nomination as a candidate for Outside Director and outline of roles expected to be fulfilled> Although he has never been directly involved in corporate management, he possesses expert knowledge and experiences in data science, etc., which he has cultivated through his duties in the public administration and education fields. Based on the above, because he can be expected to fully fulfill the responsibility of business decision-making and supervision of business execution from an independent standpoint as an Outside Director, the Company nominates him again as a candidate for Outside Director.</p> <p><Special interests between the candidate and the Company> Masahiko Sue has no special interests with the Company.</p>		

No.	Name (Date of birth)	Career summary, current position and areas of responsibility in the Company and significant concurrent occupations or positions
6	<p style="text-align: center;">Amy Shigemi Hatta (March 7, 1968; Female)</p> <p style="text-align: center;">Newly appointed</p> <p style="text-align: center;">Outside Director candidate</p> <p style="text-align: center;">Independent Director candidate</p> <p>Number of the Company's common shares held - shares</p>	<p>Apr. 1996 Joined ASTRA AB (the current AstraZeneca PLC)</p> <p>Aug. 2000 Joined Merrill Lynch & Co. (the current BofA Securities)</p> <p>Apr. 2002 Joined TIAA-CREF (the current Nuveen, a TIAA Company)</p> <p>Mar. 2023 CEO and Chief Advisor, Aglow Management Inc. (present post)</p> <p>Aug. 2023 Outside Director, Nomura Holding America Inc. (present post)</p> <p>Nov. 2023 Outside Director, SHIFT, Inc. (present post)</p> <p><Significant concurrent occupations or positions in other organizations> CEO and Chief Advisor of Aglow Management Inc. Outside Director of Nomura Holding America Inc. Outside Director of SHIFT, Inc.</p>
<p><Reasons for nomination as a candidate for Outside Director and outline of roles expected to be fulfilled > She possesses expert knowledge and experience related to the capital market, which she has cultivated through her duties in pension investment institutions and institutional investors. Based on the above, because she can be expected to fully fulfill the responsibility of business decision-making and supervision of business execution from an independent standpoint as an Outside Director, the Company nominates her as a candidate for Outside Director.</p> <p><Special interests between the candidate and the Company> Amy Shigemi Hatta has no special interests with the Company.</p>		

- (Notes) 1. The number of the Company's common shares held by each candidate includes the number of shares actually held in the name of the shareholding association of the Company (as of December 31, 2023).
2. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into contracts with Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota, and Masahiko Sue to limit their liability for damages under Article 423, Paragraph 1 of the said Act (contracts for limitation of liability). If their election is approved, the Company intends to continue the said contracts with them. If the election of Amy Shigemi Hatta is approved, the Company intends to enter into the same contract with her. The outline of the contract is as follows.
- If non-Executive Directors have acted in good faith and without gross negligence in performing their duties, the liability for damages of the non-Executive Directors pursuant to Article 423, Paragraph 1 of the Companies Act shall be limited to the total amount specified in Article 425, Paragraph 1 of the said Act and they shall not be liable to the Company for any amount exceeding the said limit.
3. Pursuant to Article 430-3, Paragraph 1 of the Companies Act, the Company has entered into a directors and officers liability insurance contract with an insurance company to insure Atsuro Fujii, Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota, and Masahiko Sue as insured persons. The insurance contract covers legal damages and litigation expenses that may arise from the execution of duties by insured persons. The insurance premiums are fully borne by the Company. If their election is approved, they will continue to be insured by the said insurance contract. If the election of Amy Shigemi Hatta is approved, she will be also insured by the said insurance contract as an insured person. The Company intends to renew the contract after the expiration of the insurance period.
4. The Company has appointed Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota, and Masahiko Sue as Independent Directors as provided for in the regulations of the Tokyo Stock Exchange and notified the Exchange to that effect. If their election is approved, they will continue to serve as Independent Directors. If the election of Amy Shigemi Hatta is approved, the Company will also appoint her as an Independent Director as provided for in the regulations of the Tokyo Stock Exchange.

[Reference] Basic stance on selection of candidates for Directors

● Composition of the Board of Directors

1. The Company's basic stance for the composition of the Board of Directors is to have an appropriate number of Directors while considering the balance of the knowledge of the Company's business, experience, and capabilities of the Board of Directors, within the limits of fourteen (14) Directors (excluding Directors who are Audit and Supervisory Committee Members) and six (6) Directors who are Audit and Supervisory Committee Members as stipulated in the Articles of Incorporation.
2. The Company's Board of Directors is comprised of Inside Directors with a proven record of performance in their respective areas of responsibility and outstanding management abilities, and Outside Directors with expert knowledge and experience. Accordingly, the Company ensures achieving an overall balance and diversity in the knowledge, experience and capabilities of the Board of Directors.

● Qualifications and Nomination Policy

1. The Board of Directors determines candidates for Directors of the Company by selecting from an extensive and diverse range of human resources who possess the following qualifications.
 - i. A person who has abundant knowledge and experience regarding corporate management and business operations of the SUMCO Group
 - ii. A person who fully understands the social responsibility and mission of the Company's business and will conduct corporate management and business operations in a fair and accurate manner, based on strict self-discipline
2. Notwithstanding conditions stated in 1., candidates for Outside Directors are determined by selecting from an extensive and diverse range of human resources who possess the following qualifications.
 - i. A person who meets the Company's criteria for independence based on standards of independence for Independent Directors stipulated by the Tokyo Stock Exchange, and who is deemed to have no risk of conflicts of interests with the general shareholders
 - ii. A person who understands the corporate philosophy and vision of the Company, and fully understands the SUMCO Group's responsibility and role in society
 - iii. A person who fully recognizes his/her role as an Outside Director, utilizes his/her expert knowledge or experience in fields including corporate management, economics, law, accounting, taxation and auditing to supervise the Company's Directors and management, as well as provide relevant and appropriate suggestions and advices

● Nomination and Compensation Committee

The Company has established a Nomination and Compensation Committee composed of two Representative Directors (Directors Mayuki Hashimoto and Michiharu Takii) and three Independent Outside Directors (Directors Hitoshi Tanaka, Masahiro Mitomi and Shinichiro Ota) to serve as a discretionary advisory body for the Board of Directors. The Nomination and Compensation Committee receives requests from the Board of Directors for advice on the process for selection of candidate Directors and Executive Officers of the Company, their qualifications, and the reasons for their designation as candidates, as well as on the structure of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members) and Executive Officers, and related matters. The committee deliberates on the appropriateness and other aspects of the matter referred, including perspectives of gender and other elements of diversity, as well as professional knowledge and experience, and, also taking evaluations of the Company performance into account, delivers its advice.

Company's Criteria for Independence

In addition to standards of independence stipulated by the Tokyo Stock Exchange, the Company deems persons who fall under any of the following criteria as not having sufficient independence from the Company.

1. A person who currently falls under any of (i) to (vii) below
 - i. A major shareholder (a shareholder with 10% or more of total voting rights) of the Company or a business executor thereof
 - ii. A major creditor of the Company (a creditor with a debt amount equivalent to 2% or more of total consolidated assets) or a business executor thereof
 - iii. A business executor of the lead underwriter of the Company
 - iv. A business executor of a business partner of the Company (a business partner whereby transactions comprise 1% or more of consolidated net sales of either the Company or the business partner)
 - v. A partner of the Accounting Auditor of the Company or an employee who engages in the auditing of the Company
 - vi. An expert in or consultant for law, accounting, taxation, etc. who receives more than 5 million yen in compensation, excluding officer remuneration, from the Company in a year (If the recipient is a company or an organization, a business executor of the organization whereby annual compensation exceeds the smaller of the following two amounts: 10 million yen or 1% of the annual total net sales of the organization)
 - vii. A business executor of an organization that receives more than 5 million yen in donations from the Company in a year
2. A person who has fallen under (i) to (vii) above at any time in the past three years

[Reference] The members of the Board of Directors following the approval of Proposal 1 and Proposal 2

The members of the Board of Directors will be as presented below provided that Proposal 1 and Proposal 2 are approved as originally proposed.

	Name		Position in the Company (Planned)
Re-appointed	Mayuki Hashimoto		Representative Director, Chairman & Chief Executive Officer
Re-appointed	Toshihiro Awa		Representative Director, President
Re-appointed	Jiro Ryuta		Representative Director, Executive Vice President
Newly-appointed	Shinichi Kubozoe		Representative Director, Executive Vice President
Newly-appointed	Takeo Katoh		Director, Senior Managing Executive Officer
Re-appointed	Akane Kato	Outside Director Independent Director	Director
Newly-appointed	Atsuro Fujii		Director, Full-time Audit and Supervisory Committee Member
Re-appointed	Hitoshi Tanaka	Outside Director Independent Director	Director, Audit and Supervisory Committee Member
Re-appointed	Masahiro Mitomi	Outside Director Independent Director	Director, Audit and Supervisory Committee Member
Re-appointed	Shinichiro Ota	Outside Director Independent Director	Director, Audit and Supervisory Committee Member
Re-appointed	Masahiko Sue	Outside Director Independent Director	Director, Audit and Supervisory Committee Member
Newly-appointed	Amy Shigemi Hatta	Outside Director Independent Director	Director, Audit and Supervisory Committee Member

[Reference] The list of skills (expertise, experience, capability, etc.) possessed by each candidate for Director

Name	Skills (expertise, experience, capability, etc.) possessed by each candidate for Director						
	Corporate Management	Finance / Accounting	Legal Affairs / Compliance	Sales / Marketing	Internationality / Globality	Technology / Manufacturing / IT	Human Resources Management / Human Resources Development
Mayuki Hashimoto	●	●			●	●	●
Toshihiro Awa	●			●	●		●
Jiro Ryuta	●			●	●	●	●
Shinichi Kubozoe	●	●					●
Takeo Katoh	●			●	●	●	●
Akane Kato	●				●		●
Atsuro Fujii	●	●	●		●		●
Hitoshi Tanaka			●				●
Masahiro Mitomi	●	●			●		●
Shinichiro Ota	●		●		●		●
Masahiko Sue					●	●	●
Amy Shigemi Hatta	●	●			●		●

Business Report

(From January 1, 2023 to December 31, 2023)

1. Business Progress and Achievement of the Corporate Group

(1) Business activities and results

In the fiscal year 2023 (January 1, 2023–December 31, 2023), the semiconductor market continued to see adjustments in logic and memory chip production, as demand for their end products including personal computers, smartphones, and data centers remained sluggish. 300 mm silicon wafer demand declined throughout the year due to the impact of customers' production adjustments.

Demand for 200 mm and smaller silicon wafer continued to decline as demand for consumer and industrial uses dropped, despite the electric vehicle (EV) field remaining robust.

In this environment the Group, on the way to realizing the SUMCO Vision, has endeavored to maintain our high market share in leading-edge products through technology development, aimed at meeting customer demands for higher precision and making distinctive products, while seeking to become more cost-competitive by raising productivity with the use of AI.

As a result, for the fiscal year 2023, the Group registered consolidated net sales of 425,941 million yen, operating income of 73,080 million yen, ordinary income of 72,627 million yen, and net income attributable to owners of the parent of 63,884 million yen.

<SUMCO Vision>

1. World's Best in Technology
2. Stable Profitability Even During Economic Downturns
3. Empower Employee Awareness of Profit
4. Competitiveness in Overseas Markets

(2) Status of capital investments

Capital investment for the SUMCO Group executed during the consolidated fiscal year under review totaled 315,415 million yen.

The principal items are attributed to investments in a capacity expansion of 300 mm high-precision wafers for cutting edge semiconductors.

(3) Status of financing

During the consolidated fiscal year under review, the SUMCO Group raised a total of 112,365 million yen through long-term debt from multiple financial institutions as the Group's necessary funds.

(4) Status of acquisition or disposal of shares, other equity, or share acquisition rights, etc. of other companies

The Company has acquired the shares of High-Purity Silicon Corporation as of March 31, 2023. As a result, High-Purity Silicon Corporation and High-Purity Silicon America Corporation became consolidated subsidiaries, and NIPPON AEROSIL CO., LTD. became an equity method affiliate.

(5) Issues to be dealt with

The current market of 300 mm silicon wafers for semiconductors is seeing a correction phase mainly for memory and logic applications, due to customers' production adjustments. Similarly, the overall demand for 200 mm silicon wafers is also weak, and customer inventory adjustments are continuing except for some items such as those for automotive applications. However, in the medium-to-long term, the silicon wafer market for semiconductors is expected to expand along with the growth of the semiconductor market.

In this environment, the Group, on the way to realizing the SUMCO Vision, continues to strengthen our efforts to secure profit, and promotes greater productivity by making use of AI, while seeking to build a production structure capable of agilely responding to market fluctuations. Furthermore, amid significant changes in semiconductor technology, we will focus more than ever on technological development and swiftly respond to increasingly sophisticated and diverse customer requirements. In addition, amid concerns about the impact of geopolitical risks that have risen in recent years and policies of various countries, we will closely monitor the market environment and strive to minimize risks.

Regarding capital investments, we will continue implementing capital investments as appropriate in a disciplined manner, while fulfilling our responsibility to customers as a supplier and taking into consideration supply and demand forecasts of the silicon wafer market on each occasion and the lead-time required to newly install and increase manufacturing equipment.

In addition, the Company has acquired the semiconductor polysilicon business of Mitsubishi Materials Corporation as of March 31, 2023. The acquisition of this business has enabled the stable procurement of semiconductor polysilicon and trichlorosilane, which are key raw materials essential for the silicon wafers business of the Company. We will promote high quality products by carrying out total technology development and manufacturing from the raw materials to the final silicon wafer products of the Company's business.

Moreover, the Group is promoting initiatives related to sustainability and has identified issues it will address on a priority basis as materiality (key issues). These issues are intended to resolve social issues and enhance corporate value in a sustainable manner. The Group will further accelerate its activities to achieve medium-to-long term goals for carbon neutrality, human resources development, promotion of the active participation of women, etc.

(6) Status of consolidated assets and operating results

Category	21st fiscal year (year ended December 31, 2019)	22nd fiscal year (year ended December 31, 2020)	23rd fiscal year (year ended December 31, 2021)	24th fiscal year (year ended December 31, 2022)	25th fiscal year (year ended December 31, 2023)
Net sales (millions of yen)	299,460	291,333	335,674	441,083	425,941
Ordinary income (millions of yen)	48,310	35,650	51,107	111,339	72,627
Net income attributable to owners of the Parent (millions of yen)	33,112	25,505	41,120	70,205	63,884
Basic earnings per share (yen)	112.90	87.48	135.86	200.49	182.59
Total assets (millions of yen)	578,511	593,443	764,821	892,555	1,073,087
Net assets (millions of yen)	341,149	355,003	522,842	591,484	635,527
Net assets per share (yen)	1,030.39	1,082.22	1,359.77	1,523.71	1,636.19

(7) Status of significant subsidiaries

Company name	Capital	Equity ownership (includes indirect holdings)	Main business activities
SUMCO TECHXIV CORPORATION	100 million yen	100.00%	Manufacture of silicon wafers for semiconductor
SUMCO Phoenix Corporation	4 thousand US dollars	100.00%	Manufacture and sales of silicon wafers for semiconductor
FORMOSA SUMCO TECHNOLOGY CORPORATION	3,878 million NT dollars	45.57%	Manufacture and sales of silicon wafers for semiconductor

(8) Main business activities (as of December 31, 2023)

Manufacture and sales of silicon wafers for semiconductor

(9) Main offices and plants (as of December 31, 2023)

The Company	Head Office	Minato-ku, Tokyo
	Sales Offices	Minato-ku, Tokyo
		Yodogawa-ku, Osaka Hakata-ku, Fukuoka
Factories and Plants	Kyushu Factory (Imari-shi, Saga, Kohoku-machi, Kishima-gun, Saga and Omura-shi, Nagasaki) Yonezawa Plant (Yonezawa-shi, Yamagata) Chitose Plant (Chitose-shi, Hokkaido) JSQ Division (Akita-shi, Akita)	
Subsidiaries	Domestic Manufacturing Bases	SUMCO TECHXIV CORPORATION (Omura-shi, Nagasaki, etc.)
	Overseas Manufacturing Bases	SUMCO Phoenix Corporation (USA) FORMOSA SUMCO TECHNOLOGY CORPORATION (Taiwan)

(10) Status of employees (as of December 31, 2023)**1) Employees of the corporate group**

Number of employees	Increase (decrease) from the previous consolidated fiscal year-end
9,847	Increased by 658

(Note) The number of employees represents the number of employees working in the SUMCO Group, but does not include temporary workers.

2) Employees of the Company

Number of employees	Increase (decrease) from the previous fiscal year-end	Average age	Average service years
4,938	Increased by 316	42.4 years old	14.2 years

(Note) The number of employees represents the number of employees working in the Company, but does not include temporary workers.

(11) Major creditors and balance of borrowings (as of December 31, 2023)

Creditor	Balance of borrowings
	millions of yen
Syndicated loan	50,820
Sumitomo Mitsui Banking Corporation	24,562
MUFG Bank, Ltd.	23,537
Development Bank of Japan Inc.	18,726
Mizuho Bank, Ltd.	15,810
Sumitomo Mitsui Trust Bank, Limited	13,750

(Notes) 1. The syndicated loan is coordinated financing by First Commercial Bank, Ltd (Taiwan) and 12 other banks.

2. In order to raise operating funds flexibly, other than the amounts noted above, the Company has entered into a commitment line agreement with a borrowing limit of 50,000 million yen with multiple financial institutions (no executed amount).

2. Status of the Company's Shares (as of December 31, 2023)

- (1) **Total number of authorized shares:** Common shares 804,000,000
- (2) **Total number of issued shares:** Common shares 350,175,139
(including 7,961 shares of treasury stock)
- (3) **Number of shareholders:** Common shares 119,335
(increase of 7,468 from the previous fiscal year-end)

(4) Major shareholders (Top 10)

Name of shareholder	Number of shares held	Equity ownership
	thousand shares	%
The Master Trust Bank of Japan, Ltd. (Trust account)	53,618	15.31
Custody Bank of Japan, Ltd. (Trust account)	24,144	6.90
SSBTC CLIENT OMNIBUS ACCOUNT	17,085	4.88
STATE STREET BANK AND TRUST COMPANY 505001	12,616	3.60
BBH (LUX) FOR FIDELITY FUNDS - GLOBAL TECHNOLOGY POOL	7,482	2.14
BNYMSANV AS AGENT / CLIENTS LUX UCITS NON TREATY 1	6,603	1.89
STATE STREET BANK WEST CLIENT - TREATY 505234	6,482	1.85
SMBC Nikko Securities Inc.	5,950	1.70
Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.	4,911	1.40
JPMorgan Securities Japan Co., Ltd.	4,606	1.32

(Note) The equity ownership is calculated after deducting treasury stock (7,961 shares).

3. Officers of the Company

(1) Status of Directors (as of December 31, 2023)

Position	Name	Significant concurrent occupations or positions
Representative Director	Mayuki Hashimoto	
Representative Director	Michiharu Takii	
Representative Director	Toshihiro Awa	
Representative Director	Jiro Ryuta	
Director	Akane Kato	Representative Director of AKANE IDENTITIES INC. Outside Director of JAPAN POST BANK Co., Ltd.
Director Full-time Audit and Supervisory Committee Member	Fumio Inoue	
Director Audit and Supervisory Committee Member	Hitoshi Tanaka	Attorney at law (Representative of Marunouchi Minami Law Office) Outside Director of TOKYO ENERGY & SYSTEMS INC.
Director Audit and Supervisory Committee Member	Masahiro Mitomi	Certified Public Accountant Representative Director of Value Create Inc. Representative Director of Wakuwaku Connection Co., Ltd.
Director Audit and Supervisory Committee Member	Shinichiro Ota	Senior Counselor of Electric Power Development Co., Ltd. Chief Advisor of SPACE ONE Co., Ltd.
Director Audit and Supervisory Committee Member	Masahiko Sue	Executive Director and Vice-President of Shiga University

- (Notes)
1. Directors Akane Kato, Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota, and Masahiko Sue are Outside Directors.
 2. Audit and Supervisory Committee Member Masahiro Mitomi is a certified public accountant and has considerable knowledge of finance and accounting.
 3. For the purpose of strengthening the auditing and supervisory functions of the Audit and Supervisory Committee, Fumio Inoue is appointed as Full-time Audit and Supervisory Committee Member for information collection from Directors (excluding Directors who are Audit and Supervisory Committee Members), executive officers, employees, and other relevant personnel, participation in important meetings, and close coordination with the Internal Auditing Department and other relevant departments.
 4. The Company has appointed Directors Akane Kato, Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota, and Masahiko Sue as Independent Directors as provided for in the regulations of the Tokyo Stock Exchange and notified the Exchange to that effect.

5. The Company adopts an executive officer system. The following is the list of executive officers as of December 31, 2023. Executive officers marked with * are also Directors of the Company.

Title	Name	Area(s) of responsibility
* Chairman & Chief Executive Officer	Mayuki Hashimoto	Chief Executive Officer Overall control
* Vice Chairman	Michiharu Takii	Assistant to the Chairman Chief Financial Officer
* President	Toshihiro Awa	Assistant to the Chairman General Manager of Sales & Marketing Div.
* Executive Vice President	Jiro Ryuta	General Manager of Production and Technology Div. General Manager of Kyushu Factory Head of JSQ Div.
Executive Vice President	Naruya Hirota	General Manager of Planning & Construction Div. Head of Epitaxial Engineering
Senior Managing Executive Officer	Hiroshi Shibaya	Deputy General Manager of Production and Technology Div. Head of Imari Plant II, Kubara Plant I, Kubara Plant II, STC Nagasaki Plant II, Wafer Engineering and Process Design Supervision of Planning & Construction Div.
Senior Managing Executive Officer	Shinichi Kubozoe	General Manager of Corporate Strategy Div. Head of Polycrystalline Silicon Div.
Senior Managing Executive Officer	Takeo Katoh	General Manager of AI Promotion Div. Supervision of Planning & Construction Div.
Senior Managing Executive Officer	Takashi Atami	Deputy General Manager of Production and Technology Div. Head of Saga Plant, Nagasaki Plant, Yonezawa Plant and Crystal Engineering
Managing Executive Officer	Atsuro Fujii	Head of General Affairs and Human Resources Chief Compliance Officer Executive Officer Responsible for Sustainability Promotion
Managing Executive Officer	Yasuharu Sasaki	Deputy General Manager of Sales & Marketing Div.
Managing Executive Officer	Tomoaki Tajiri	Deputy General Manager of Production and Technology Div. General Manager of Imari Plant II
Managing Executive Officer	Fumihiko Yoshida	Deputy General Manager of Production and Technology Div. General Manager of Imari Plant I Head of Chitose Plant, STC Nagasaki Plant I and STC Miyazaki Plant
Managing Executive Officer	Masayasu Hara	Deputy General Manager of Production and Technology Div. General Manager of Kubara Plant I In charge of STC Nagasaki Plant II
Managing Executive Officer	Kazuhiro Matsukawa	Deputy General Manager of Production and Technology Div. General Manager of Marketing Engineering Dept. Head of Customer Product Engineering, Quality Assurance, Advanced Evaluation & Technology Development and Intellectual Property
Managing Executive Officer	Kazuya Takahashi	Deputy General Manager of Production and Technology Div. Head of Equipment & Facility Engineering and Plant Engineering Supervision of Planning & Construction Div.

Title	Name	Area(s) of responsibility
Executive Officer	Koki Kato	General Manager of Equipment & Facility Engineering Dept.
Executive Officer	Noboru Soga	General Manager of Customer Product Engineering Dept.
Executive Officer	Takehiko Hosoi	General Manager of Crystal Engineering Dept.
Executive Officer	Toshimichi Kubota	President of SUMCO Phoenix Corporation
Executive Officer	Yoshihiro Azuma	In charge of Public Relations & IR Dept. and Corporate Planning Dept.
Executive Officer	Toshinobu Miura	General Manager of Intellectual Property Dept.
Executive Officer	Hiroshi Itoh	General Manager of Accounting & Budget Control Dept.
Executive Officer	Shunichi Imao	Deputy General Manager of Planning & Construction Div. General Manager of Construction Office, Planning & Construction Div.
Executive Officer	Hideaki Kinbara	Deputy General Manager of Planning & Construction Div. General Manager of Kubara Plant II General Manager of Planning Office, Planning & Construction Div. In charge of Chitose Plant and Epitaxial Engineering
Executive Officer	Hirotake Ohta	General Manager of Polycrystalline Silicon Div. President of High-Purity Silicon Corporation

(2) Outline of the contract for limitation of liability

Pursuant to Article 427, Paragraph 1 of the Companies Act, it is prescribed in the Articles of Incorporation of the Company in effect that the Company may enter into contracts with non-Executive Directors with regard to limitation of liability for damages to the Company in an effort to attract competent individuals from outside the Company to the said posts and encourage them to perform their duties to the best of their ability. In accordance with the said provision, the Company has entered into contracts for limitation of liability with non-Executive Directors Akane Kato, Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota, and Masahiko Sue, respectively. The outline of the contract is as follows.

- If non-Executive Directors have acted in good faith and without gross negligence in performing their duties, the liability for damages of the non-Executive Directors pursuant to Article 423, Paragraph 1 of the Companies Act shall be limited to the total amount specified in Article 425, Paragraph 1 of the said Act and they shall not be liable to the Company for any amount exceeding the said limit.

(3) Outline of directors and officers liability insurance contract

The Company has entered into a directors and officers liability insurance contract with an insurance company as provided for in Article 430-3, Paragraph 1 of the Companies Act. The insurance contract covers legal damages and litigation expenses that may arise from the execution of duties by Directors, Corporate Auditors, Executive Officers and retired executives of the Company and its domestic subsidiaries, who are insured persons of the contract. The insurance premiums are fully borne by the Company. In addition, as a measure to ensure that the appropriate execution of their duties by the insured persons is not compromised, this insurance contract stipulates that no insurance money will be paid to insured persons for damages arising from certain conditions, such as unlawful receipt of private benefit or criminal acts committed by insured persons.

(4) Remuneration and other payments to Directors

1) Matters concerning a decision-making policy for the contents of remuneration and other payments to individual Directors (excluding Directors who are Audit and Supervisory Committee Members)

- a. Outline of contents of the decision-making policy for the contents of remuneration and other payments to individual Directors (excluding Directors who are Audit and Supervisory Committee Members)

The Company's basic policy for the remuneration of Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors; hereinafter, "Executive Directors") stipulates that the remuneration of Executive Directors comprises a basic remuneration, performance-linked monetary remuneration based on short-term performance, and performance-linked stock remuneration based on medium-to-long term corporate value, which are set within the total remuneration amount determined by resolution of the General Meeting of Shareholders and according to their office and rank. This policy aims to allow Executive Directors to share the interests and risks with shareholders and encourage them to contribute to the improvement of business performance and the medium-to-long term enhancement of corporate value.

The total remuneration for all Directors (excluding Directors who are Audit and Supervisory Committee Members) is set to be within 460 million yen annually (of which, the total remuneration for Outside Directors is within 50 million yen annually, excluding employee salary) pursuant to the resolution at the 17th Ordinary General Meeting of Shareholders held on March 29, 2016. In addition, the introduction of a performance-linked stock remuneration plan for the Company's Executive Directors was resolved at the 24th Ordinary General Meeting of Shareholders held on March 29, 2023.

The outline of each remuneration plan is as follows.

■ Basic remuneration (monetary remuneration)

In principle, the basic remuneration for Directors is a fixed amount determined for each office and rank, and paid in cash each month. However, if a net loss attributable to owners of the parent is recorded, the remuneration amount for Executive Directors is reduced gradually depending on the amount of loss, to the amount of fixed remuneration set by their office and rank.

■ Performance-linked monetary remuneration

For Executive Directors, the Company has judged that it is appropriate to use the semi-annual net income attributable to owners of the parent as an index for remuneration, and performance-linked monetary remuneration is paid annually according to the calculation method multiplying a coefficient for each office and rank. However, if net income attributable to owners of the parent does not meet certain criteria set by the Board of Directors, performance-linked monetary remuneration will not be paid.

The result of the index pertaining to performance-linked monetary remuneration of Executive Directors for FY2023 is 62,154 million yen in total. (calculated excluding Subsidy income (amount after tax: 1,730 million yen))

■ Performance-linked stock remuneration plan

The plan is a stock remuneration plan in which a trust set up by the Company through money contributions (hereinafter, the “Trust”) acquires shares of the Company, and the number of shares of the Company corresponding to the number of points granted to each Executive Director by the Company will be distributed to each Executive Director through the Trust.

The outline of the plan is as follows.

a. Persons eligible for the Plan	Executive Directors
b. Target Period	From the fiscal year ended December 31, 2023 to the fiscal year ending December 31, 2025 (May be extended for a period of up to three years by resolution of the Board of Directors)
c. Maximum amount of money that the Company will contribute as funds for the acquisition of shares of the Company necessary for distribution to persons eligible for the Plan in a. during the Target Period in b.	Total of 675 million yen (In case of extension, the maximum amount is 225 million yen per year)
d. Method of acquiring shares of the Company	Through the disposal of the Company’s treasury stock or through the exchange market (including off-auction trading)
e. Maximum number of points granted to persons eligible for the Plan in a.	210,000 points per fiscal year
f. Criteria for granting points	<ul style="list-style-type: none"> • Points are granted based on position, degree of achievement of performance targets, etc. Performance targets are set as ROE, EBITDA margin, and ESG activities objectives such as CO₂ emission reduction rate, as they have been regarded as conducive to the enhancement of corporate value. • If net income attributable to owners of the parent, etc. do not meet certain criteria set by the Board of Directors, points will not be granted.
g. Time of distribution of shares of the Company to persons eligible for the Plan in a.	In principle, when the Company’s Directors retire
h. Exercise of voting rights of shares of the Company in the Trust	Not exercised uniformly
i. Dividend income from shares of the Company in the Trust	Used for the acquisition of shares, payment of trust fees, etc.

(Notes) 1.The composition ratio of indicators used for calculating the granting points is as follows: ROE at 45%, EBITDA margin at 45%, and ESG activities objectives at 10%.

2.The objective values and actual values of ROE and EBITDA margin used for calculating the granting points in the business year under review are as follows:

(ROE: calculated excluding Subsidy income (amount after tax: 1,730 million yen))

Indicators	ROE	EBITDA margin
Objective values	10.0%	40.0%
Actual values in FY2023	11.3%	34.0%

In addition, a policy on the determination of the ratio of basic remuneration to performance-linked monetary remuneration paid to Executive Directors was resolved at the meeting of the Board of Directors held on February 19, 2021. When applying the result of net income attributable to owners of the parent recorded in FY2023, which was designated as the index pertaining to performance-linked monetary remuneration, and additionally reflecting the payment amount of performance-linked stock remuneration for FY2023, the ratio of basic remuneration, performance-linked monetary remuneration, and performance-linked stock remuneration is approximately 2:1:1.

b. Method for determining a decision-making policy

A decision-making policy for the remuneration and other payments to Directors (excluding Directors who are Audit and Supervisory Committee Members) and the amounts of such payments or their calculation methods are discussed by the Nomination and Compensation Committee consisting of two Representative Directors and three Independent Outside Directors and finalized by the Board of Directors. The Nomination and Compensation Committee receives requests from the Board of Directors for advice on the structure of remuneration for the Company's Directors (excluding Directors who are Audit and Supervisory Committee Members) and Executive Officers, and related matters. The committee deliberates on the appropriateness and other aspects of the matter referred and, also taking evaluations of the Company performance into account, delivers its advice.

Upon receiving the advice from the Nomination and Compensation Committee, the Board of Directors determines the remuneration and other payments to Directors (excluding Directors who are Audit and Supervisory Committee Members).

c. Reasons why the Board of Directors judged that contents of remuneration and other payments to individual Directors (excluding Directors who are Audit and Supervisory Committee Members) made in the business year under review are in line with the decision-making policy

Contents of remuneration and other payments to individual Directors (excluding Directors who are Audit and Supervisory Committee Members) were deliberated in advance by the Nomination and Compensation Committee in light of the above decision-making policy, and then, by giving respect to the contents of such deliberation, determined by the Board of Directors. The decision was made through a decision-making process where transparency and objectivity are ensured and through deliberations including the consistency with the decision-making policy and other aspects. Accordingly, the Board of Directors judged that the contents of remuneration and other payments to individual Directors (excluding Directors who are Audit and Supervisory Committee Members) made in the business year under review are in line with the decision-making policy.

2) Matters concerning a decision-making policy for the contents of remuneration and other payments to individual Directors who are Audit and Supervisory Committee Members

Outside Directors and Directors who are Audit and Supervisory Committee Members receive basic remuneration that is only fixed remuneration from the perspective of ensuring the appropriate conduct of their duties such as auditing and the supervision of the execution of business operations. Remuneration for Directors who are Audit and Supervisory Committee

Members is determined through deliberations of the Audit and Supervisory Committee Members within the total amount determined by resolution of the General Meeting of Shareholders, and by taking into account the role and duties of each such Member and whether he or she is a full-time or part-time Member. The total remuneration for all Directors who are Audit and Supervisory Committee Members is within 110 million yen annually pursuant to the resolution at the 17th Ordinary General Meeting of Shareholders held on March 29, 2016.

3) Remuneration and other payments to Directors

Category	Number of persons paid	Total amount of remuneration and other payments by type				Total amount of remuneration and other payments
		Basic remuneration	<Fixed remuneration within basic remuneration>	Performance-linked monetary remuneration	Performance-linked stock remuneration	
Directors (excluding Directors who are Audit and Supervisory Committee Members)	person(s) 5	millions of yen 216	millions of yen <118>	millions of yen 103	millions of yen 103	millions of yen 423
(Outside Directors (inclusive in the above))	(1)	(10)	<(10)>	(-)	(-)	(10)
Directors who are Audit and Supervisory Committee Members	5	76	<76>	-	-	76
(Outside Directors (inclusive in the above))	(4)	(43)	<(43)>	(-)	(-)	(43)
Total	10	293	<194>	103	103	500
(Outside Directors (inclusive in the above))	(5)	(54)	<(54)>	(-)	(-)	(54)

- (Notes)
- The total monetary remuneration for all Directors (excluding Directors who are Audit and Supervisory Committee Members) is within 460 million yen annually (of which, the total remuneration for Outside Directors is within 50 million yen annually) (excluding employee salary) pursuant to the resolution at the 17th Ordinary General Meeting of Shareholders held on March 29, 2016. The number of Directors (excluding Directors who are Audit and Supervisory Committee Members) as of the conclusion of the said Ordinary General Meeting of Shareholders was eight (including two Outside Directors).
 - Separately from the monetary remuneration amount for Directors (excluding Directors who are Audit and Supervisory Committee Members), the amount of performance-linked stock remuneration for Executive Directors was resolved at the 24th Ordinary General Meeting of Shareholders held on March 29, 2023. The maximum amount that the Company will contribute for the delivery of the Company's shares to Executive Directors during the three fiscal years from the fiscal year ended on December 31, 2023 to the fiscal year ending on December 31, 2025 is 675 million yen in total, and the maximum total number of points to be granted to Executive Directors is 210,000 points per fiscal year (one share of the Company's stock per point to be granted to Executive Directors). The number of Executive Directors at the conclusion of the said Ordinary General Meeting of Shareholders was four.
 - We have received an opinion from the Audit and Supervisory Committee that the policy on the remuneration system, the calculation method, etc., and the decision process are appropriate, as the remuneration and other payments to Directors (excluding Directors who are Audit and Supervisory Committee Members) have been determined at a meeting of the Board of Directors after being deliberated by the Nomination and Compensation Committee which includes Independent Outside Directors who are Audit and Supervisory Committee Members as its members.
 - The total remuneration for all Directors who are Audit and Supervisory Committee Members is within 110 million yen annually pursuant to the resolution at the 17th Ordinary General Meeting of Shareholders held on March 29, 2016. The number of Directors who are Audit and Supervisory Committee Members as of the conclusion of the said Ordinary General Meeting of Shareholders was six (including four Outside Directors).
 - The number of Directors (excluding Directors who are Audit and Supervisory Committee Members) as of the end of the business year under review was five, and the number of Directors who are Audit and Supervisory Committee Members was five.
 - In case of net loss attributable to owners of the parent, the basic remuneration of Executive Directors will be reduced gradually, depending on the amount of loss, to the amount of fixed remuneration set by their office and rank.
 - The amount of performance-linked stock remuneration shown above is the amount recorded as expenses for the business year under review.

(5) Matters concerning Outside Directors**1) Significant concurrent occupations or positions in other organizations and the Company's relationship with them**

Category	Name	Company where concurrent service is provided	Concurrent position	Relationship
Outside Director	Akane Kato	AKANE IDENTITIES INC.	Representative Director	–
		JAPAN POST BANK Co., Ltd.	Outside Director	–
Outside Director Audit and Supervisory Committee Member	Hitoshi Tanaka	Attorney at Law (Marunouchi Minami Law Office)	Representative	–
		TOKYO ENERGY & SYSTEMS INC.	Outside Director	–
Outside Director Audit and Supervisory Committee Member	Masahiro Mitomi	Value Create Inc.	Representative Director	–
		Wakuwaku Connection Co., Ltd.	Representative Director	–
Outside Director Audit and Supervisory Committee Member	Shinichiro Ota	Electric Power Development Co., Ltd.	Senior Counselor	–
		SPACE ONE Co., Ltd.	Chief Advisor	–
Outside Director Audit and Supervisory Committee Member	Masahiko Sue	Shiga University	Executive Director and Vice-President	–

2) Major activities during the business year under review

Category	Name	Status of major activities
Outside Director	Akane Kato	Having attended all 16 Board of Directors meetings held in the business year under review, Akane Kato appropriately fulfills expected roles and performs business decision-making and supervision of business execution from an independent standpoint as an Outside Director based on her expert knowledge on human resources development and organizational operation, which she has cultivated mainly through working as a human resources development consultant, as well as experience in corporate management.
Outside Director Audit and Supervisory Committee Member	Hitoshi Tanaka	Having attended all 16 Board of Directors meetings and all 13 Audit and Supervisory Committee meetings held in the business year under review, Hitoshi Tanaka appropriately fulfills expected roles and performs business decision-making and supervision of business execution from an independent standpoint as an Outside Director based on his expert knowledge mainly on laws and regulations, which he has cultivated through working as an attorney at law. He is also an active member of the Nomination and Compensation Committee established as a discretionary advisory body to the Board of Directors.
Outside Director Audit and Supervisory Committee Member	Masahiro Mitomi	Having attended all 16 Board of Directors meetings and all 13 Audit and Supervisory Committee meetings held in the business year under review, Masahiro Mitomi appropriately fulfills expected roles and performs business decision-making and supervision of business execution from an independent standpoint as an Outside Director based on his expert knowledge mainly on corporate management, etc., which he has cultivated through working as a management consultant, and expert knowledge on finance and accounting, which he has cultivated through working as a certified public accountant. He is also an active member of the Nomination and Compensation Committee established as a discretionary advisory body to the Board of Directors.
Outside Director Audit and Supervisory Committee Member	Shinichiro Ota	Having attended all 16 Board of Directors meetings and all 13 Audit and Supervisory Committee meetings held in the business year under review, Shinichiro Ota appropriately fulfills expected roles and performs business decision-making and supervision of business execution from an independent standpoint as an Outside Director based on his broad experience and knowledge which he has cultivated through his duties mainly in the public administration field, and many years of experience in corporate management. He is also an active member of the Nomination and Compensation Committee established as a discretionary advisory body to the Board of Directors.
Outside Director Audit and Supervisory Committee Member	Masahiko Sue	Having attended all 16 Board of Directors meetings and all 13 Audit and Supervisory Committee meetings held in the business year under review, Masahiko Sue appropriately fulfills expected roles and performs business decision-making and supervision of business execution from an independent standpoint as an Outside Director based on his expert knowledge and experience related to data science, etc., which he has cultivated through his duties mainly in the public administration and education fields.

4. Accounting Auditor

(1) Name of Accounting Auditor (Independent Auditor)

Deloitte Touche Tohmatsu LLC

(2) Amount of compensation, etc.

Contents of compensation, etc.	Amount paid
	millions of yen
(1) Total amount of compensation and other payments for the business year under review	99
(2) Total amount of monies and other property benefits payable by the Company and its subsidiaries to the Accounting Auditors (including (1) above)	124

- (Notes)
1. In the audit contract between the Company and the Accounting Auditor, it is not possible to make a reasonable differentiation between audit compensation based on the Companies Act and that based on the Financial Instruments and Exchange Act. Therefore, the aggregate amount is shown in the figure (1) above.
 2. Upon obtaining necessary documents and receiving reports from Directors, related departments of the Company, and Accounting Auditors, the Audit and Supervisory Committee consented to the amount of compensation, etc., for the Accounting Auditors, pursuant to Article 399, Paragraph 1 of the Companies Act after verifying and examining the contents of the audit plan, the status of implementation of duties, and the basis for calculation of estimated compensation, etc. submitted by the Accounting Auditors, and consequently determining that they were all reasonable.
 3. SUMCO Phoenix Corporation and FORMOSA SUMCO TECHNOLOGY CORPORATION, major subsidiaries of the Company, are audited by Accounting Auditors other than that of the Company.

(3) Policy for making decisions regarding the dismissal or non-reappointment of Accounting Auditors

When the Accounting Auditor falls under any of the items stipulated in Article 340, Paragraph 1 of the Companies Act, the Audit and Supervisory Committee shall dismiss the Accounting Auditor based on the consent of all Audit and Supervisory Committee Members. In this case, the Audit and Supervisory Committee Member selected by the Audit and Supervisory Committee shall report the dismissal of the Accounting Auditor and the reason for the dismissal at the first General Meeting of Shareholders to be held after the dismissal. The Audit and Supervisory Committee shall decide the content of a proposal for dismissal or non-reappointment of the Accounting Auditor, which is to be submitted to a General Meeting of Shareholders, when it recognizes the necessity for doing so, including a case in which performance of duties by the Accounting Auditor is hindered.

5. Policy on Determination of Dividends from Surplus, etc.

The Articles of Incorporation of the Company stipulate that except as otherwise provided by laws and regulations, the Company may determine, by a resolution of the Board of Directors, the matters stipulated in each Item of Article 459, Paragraph 1 of the Companies Act including dividends from surplus and acquisition of the Company's own shares, etc. The Company considers that returning appropriate profits to its shareholders is an important management priority. As for dividends and repurchase of treasury stock, the Company intends to provide returns to its shareholders flexibly and proactively, with due consideration to the level of profit, the outlook for subsequent business years, fund requirements for capital investment, etc., the status of internal reserves, and other factors in each business year under review.

In line with the above policy, the year-end dividend was determined to be 13 yen per share by a resolution of the Board of Directors held on February 21, 2024. As a result, the annual payment of dividends for the business year under review totaled 55 yen per share, combined with the interim dividend of 42 yen per share.

Consolidated Balance Sheet

(As of December 31, 2023)

(Millions of yen)

Category	Amount	Category	Amount
(Assets)		(Liabilities)	
Current assets	473,821	Current liabilities	204,529
Cash and time deposits	147,722	Notes and accounts payable – trade	34,213
Notes and accounts receivable – trade, and contract assets	82,854	Short-term borrowings	34,107
Marketable securities	8,631	Current portion of long-term lease obligations	92
Finished products	25,578	Accrued income taxes	10,306
Work in process	26,431	Reserve for bonuses	2,537
Raw materials and supplies	166,387	Notes and accounts payable – construction	81,417
Other	16,228	Other	41,853
Allowance for doubtful accounts	(11)		
Non-current assets	599,265	Long-term liabilities	233,030
Property, plant and equipment	551,994	Long-term debt	190,140
Buildings and structures	106,624	Long-term lease obligations	114
Machinery, equipment and vehicles	132,950	Deferred income tax liabilities	12,488
Land	23,883	Deferred income tax liabilities on revaluation reserve for land	1,342
Construction in progress	284,061	Provision for share-based payments	167
Other	4,474	Net defined benefit liability	24,574
		Other	4,203
Intangible assets	7,687	Total liabilities	437,559
Software	6,618	(Equity)	
Other	1,068	Shareholders' equity	551,096
		Capital stock	199,034
Investments and other assets	39,583	Capital surplus	85,286
Investment securities	2,045	Retained earnings	267,739
Long-term advance payments	26,266	Treasury stock	(964)
Long-term prepaid expenses	2,229		
Deferred income tax assets	7,347	Accumulated other comprehensive income	21,059
Retirement benefit asset	589	Net unrealized gain on available-for-sale securities	0
Other	1,386	Deferred loss on derivatives under hedge accounting	(0)
Allowance for doubtful accounts	(282)	Land revaluation surplus	2,885
		Foreign currency translation adjustments	19,166
		Remeasurements of defined benefit plans	(992)
		Non-controlling interests	63,371
		Total equity	635,527
Total assets	1,073,087	Total liabilities and equity	1,073,087

Consolidated Statement of Income

(From January 1, 2023 to December 31, 2023)

(Millions of yen)

Category	Amount	
Net sales		425,941
Cost of sales		317,690
Gross profit		108,251
Selling, general and administrative expenses		35,170
Operating income		73,080
Non-operating income		
Interest and dividend income	2,112	
Subsidy income	2,498	
Other	584	5,195
Non-operating expenses		
Interest expense	1,139	
Exchange loss	2,277	
Loss on sales and retirement of non-current assets	1,201	
Other	1,031	5,649
Ordinary income		72,627
Extraordinary income		
Gain on bargain purchase	20,084	20,084
Income before income taxes		92,711
Income taxes – current	20,822	
Income taxes – deferred	(476)	20,346
Net income		72,365
Net income attributable to non-controlling interests		8,480
Net income attributable to owners of the Parent		63,884

Non-consolidated Balance Sheet

(As of December 31, 2023)

(Millions of yen)

Category	Amount	Category	Amount
(Assets)		(Liabilities)	
Current assets	385,029	Current liabilities	183,324
Cash and time deposits	104,772	Accounts payable – trade	46,082
Accounts receivable – trade	70,489	Short-term borrowings	66,976
Marketable securities	8,631	Current portion of long-term lease obligations	6
Finished products	13,490	Accrued liabilities	7,875
Work in process	17,689	Accrued expenses	514
Raw materials and supplies	122,984	Accrued income taxes	5,219
Advance payments	2,695	Accounts payable – construction	53,833
Prepaid expenses	588	Other	2,816
Short-term loans	30,833	Long-term liabilities	152,041
Accounts receivable – other	5,133	Long-term debt	137,010
Other	7,724	Long-term lease obligations	14
Allowance for doubtful accounts	(2)	Deferred income tax liabilities on revaluation reserve for land	1,342
Non-current assets	428,265	Liability for retirement benefits	13,067
Property, plant and equipment	311,577	Provision for share-based payments	163
Buildings	75,245	Asset retirement obligations	443
Structures	3,428	Total liabilities	335,365
Machinery	81,169	(Equity)	
Motor vehicles and transport equipment	645	Shareholders' equity	475,043
Tools, appliances and furniture	1,020	Capital stock	199,034
Land	15,121	Capital surplus	77,906
Lease assets	18	Capital reserve	63,927
Construction in progress	134,928	Others	13,979
Intangible assets	6,188	Retained earnings	199,066
Software	5,278	Retained earnings reserve	6,333
Other	910	Other retained earnings	192,733
Investments and other assets	110,500	Retained earnings carried forward	192,733
Stocks of subsidiaries and affiliates	27,535	Treasury stock	(964)
Investments in subsidiaries and affiliates	55	Variance of valuation/translation, etc.	2,885
Long-term loans receivable from subsidiaries and affiliates	51,705	Deferred loss on derivatives under hedge accounting	(0)
Long-term loans receivable	26,186	Land revaluation surplus	2,885
Long-term advance payments	2,126		
Prepaid pension cost	659	Total equity	477,929
Deferred income tax assets	1,624	Total liabilities and equity	813,295
Other	734		
Allowance for doubtful accounts	(127)		
Total assets	813,295		

Non-consolidated Statement of Income

(From January 1, 2023 to December 31, 2023)

(Millions of yen)

Category	Amount	
Net sales		342,269
Cost of sales		274,608
Gross profit		67,660
Selling, general and administrative expenses		24,873
Operating income		42,787
Non-operating income		
Interest income	1,381	
Dividend income	17,386	
Subsidy income	2,442	
Other	2,152	23,362
Non-operating expenses		
Interest expense	2,133	
Exchange loss	2,424	
Loss on sales and retirement of non-current assets	828	
Other	942	6,329
Ordinary income		59,820
Income before income taxes		59,820
Income taxes – current	12,301	
Income taxes – deferred	330	12,631
Net income		47,188

Accounting audit report on Consolidated Financial Statements

Independent Auditors' Report

February 16, 2024

SUMCO CORPORATION

The Board of Directors

Deloitte Touche Tohmatsu LLC

Tokyo Office

Designated Limited
Liability Partner and
Engagement Partner

Certified Public Accountant Masato Shoji

Designated Limited
Liability Partner and
Engagement Partner

Certified Public Accountant Takeshi Sase

Opinion

Pursuant to Article 444, Paragraph 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in net equity and the notes to the consolidated financial statements of SUMCO CORPORATION (the "Company") for the consolidated fiscal year from January 1, 2023 through December 31, 2023.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of the Company and its consolidated subsidiaries for the period covered by the consolidated financial statements in conformity with accounting principles generally accepted in Japan.

Basis for the Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's Responsibility for the Audit of the Consolidated Financial Statements." We are independent of the Company and its consolidated subsidiaries in accordance with the provisions related to professional ethics in Japan, and are fulfilling other ethical responsibilities as an auditor. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our audit opinion.

Other Information

Other information comprises the business report and its supporting schedules. Management is responsible for the preparation and disclosure of the other information. In addition, the Audit and Supervisory Committee is responsible for overseeing the execution of duties by Directors in designing and operating the reporting process of the other information.

The other information is not included in the scope of our opinion for the Consolidated Financial

Statements, and we do not intend to express our opinion on the other information.

Our responsibility in the audit of the Consolidated Financial Statements is to read the other information and consider whether there is a material inconsistency between the other information and the Consolidated Financial Statements or our knowledge obtained in the audit, and in addition to such material inconsistencies, to remain alert for indications that the other information appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and the Audit and Supervisory Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements in accordance with the premise of a going concern, and for disclosing matters relating to going concern when it is required to do so in accordance with accounting principles generally accepted in Japan.

The Audit and Supervisory Committee is responsible for monitoring the execution of Directors' duties related to designing and operating the financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our responsibility is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to express an opinion on the consolidated financial statements from an independent standpoint in an audit report, based on our audit. Misstatements can occur as a result of fraud or error, and are deemed material if they can be reasonably expected to, either individually or collectively, influence the decisions of users taken on the basis of the consolidated financial statements.

We make professional judgment in the audit process in accordance with auditing standards generally accepted in Japan, and perform the following while maintaining professional skepticism.

- Identify and assess the risks of material misstatement, whether due to fraud or error. Design and implement audit procedures to address the risks of material misstatement. The audit procedures shall be selected and applied as determined by the auditor. In addition, sufficient and appropriate audit evidence shall be obtained to provide a basis for the audit opinion.
- In making those risk assessments, the auditor considers internal control relevant to the entity's audit in order to design audit procedures that are appropriate in the circumstances, although the purpose of the audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity's internal control.
- Assess the appropriateness of accounting policies adopted by management and the method of their application, as well as the reasonableness of accounting estimates made by management and the adequacy of related notes.
- Determine whether it is appropriate for management to prepare the consolidated financial statements on the premise of a going concern and, based on the audit evidence obtained, determine whether there is significant uncertainty in regard to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If there is significant uncertainty concerning the

premise of a going concern, the auditor is required to call attention to the notes to the consolidated financial statements in the audit report, or if the notes to the consolidated financial statements pertaining to the significant uncertainty are inappropriate, issue a modified opinion on the consolidated financial statements. While the conclusions of the auditor are based on the audit evidence obtained up to the date of the audit report, depending on future events or conditions, an entity may be unable to continue as a going concern.

- Besides assessing whether the presentation of and notes to the consolidated financial statements are in accordance with accounting principles generally accepted in Japan, assess the presentation, structure, and content of the consolidated financial statements including related notes, and whether the consolidated financial statements fairly present the transactions and accounting events on which they are based.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries in order to express an opinion on the consolidated financial statements. The auditor is responsible for instructing, supervising, and implementing the audit of the consolidated financial statements, and is solely responsible for the audit opinion.

The auditor reports to the Audit and Supervisory Committee regarding the scope and timing of implementation of the planned audit, material audit findings including material weaknesses in internal control identified in the course of the audit, and other matters required under the auditing standards.

The auditor reports to the Audit and Supervisory Committee regarding the observance of provisions related to professional ethics in Japan as well as matters that are reasonably considered to have an impact on the auditor's independence, any countermeasures that are in place to eliminate obstacles, and any safeguards that are applied to reduce obstacles to an acceptable level.

Interest

Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

Accounting audit report on Non-consolidated Financial Statements

Independent Auditors' Report

February 16, 2024

SUMCO CORPORATION

The Board of Directors

Deloitte Touche Tohmatsu LLC

Tokyo Office

Designated Limited
Liability Partner and
Engagement Partner

Certified Public Accountant Masato Shoji

Designated Limited
Liability Partner and
Engagement Partner

Certified Public Accountant Takeshi Sase

Opinion

Pursuant to Article 436, Paragraph 2, Item 1 of the Companies Act, we have audited the accompanying financial statements, which comprise the balance sheet, the statement of income, the statement of changes in equity and the related notes, and the accompanying supplementary schedules of SUMCO CORPORATION (the "Company") for the 25th business year from January 1, 2023 through December 31, 2023.

In our opinion, the financial statements and the accompanying supplementary schedules referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2023, and the results of its operations for the year then ended in conformity with accounting principles generally accepted in Japan.

Basis for the Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's Responsibility for the Audit of the Financial Statements and the Accompanying Supplementary Schedules." We are independent of the Company in accordance with the provisions related to professional ethics in Japan, and are fulfilling other ethical responsibilities as an auditor. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our audit opinion.

Other Information

Other information comprises the business report and its supporting schedules. Management is responsible for the preparation and disclosure of the other information. In addition, the Audit and Supervisory Committee is responsible for overseeing the execution of duties by Directors in designing and operating the reporting process of the other information.

The other information is not included in the scope of our opinion for the financial statements and the

accompanying supplementary schedules, and we do not intend to express our opinion on the other information.

Our responsibility in the audit of the financial statements and the accompanying supplementary schedules is to read the other information and consider whether there is a material inconsistency between the other information and the financial statements and the accompanying supplementary schedules or our knowledge obtained in the audit, and in addition to such material inconsistencies, to remain alert for indications that the other information appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and the Audit and Supervisory Committee for the Financial Statements and the Accompanying Supplementary Schedules

Management is responsible for the preparation and fair presentation of the financial statements and the accompanying supplementary schedules in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the financial statements and the accompanying supplementary schedules that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements and the accompanying supplementary schedules, management is responsible for assessing whether it is appropriate to prepare the financial statements and the accompanying supplementary schedules in accordance with the premise of a going concern, and for disclosing matters relating to going concern when it is required to do so in accordance with accounting principles generally accepted in Japan.

The Audit and Supervisory Committee is responsible for monitoring the execution of Directors' duties related to designing and operating the financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements and the Accompanying Supplementary Schedules

Our responsibility is to obtain reasonable assurance about whether the financial statements and the accompanying supplementary schedules as a whole are free from material misstatement, whether due to fraud or error, and to express an opinion on the financial statements and the accompanying supplementary schedules from an independent standpoint in an audit report, based on our audit. Misstatements can occur as a result of fraud or error, and are deemed material if they can be reasonably expected to, either individually or collectively, influence the decisions of users taken on the basis of the financial statements and the accompanying supplementary schedules.

We make professional judgment in the audit process in accordance with auditing standards generally accepted in Japan, and perform the following while maintaining professional skepticism.

- Identify and assess the risks of material misstatement, whether due to fraud or error. Design and implement audit procedures to address the risks of material misstatement. The audit procedures shall be selected and applied as determined by the auditor. In addition, sufficient and appropriate audit evidence shall be obtained to provide a basis for the audit opinion.
- In making those risk assessments, the auditor considers internal control relevant to the entity's audit in order to design audit procedures that are appropriate in the circumstances, although the purpose of the audit of the financial statements and the accompanying supplementary schedules is not to express an opinion on the effectiveness of the entity's internal control.
- Assess the appropriateness of accounting policies adopted by management and the method of their application, as well as the reasonableness of accounting estimates made by management and the adequacy of related notes.

- Determine whether it is appropriate for management to prepare the financial statements and the accompanying supplementary schedules on the premise of a going concern and, based on the audit evidence obtained, determine whether there is significant uncertainty in regard to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If there is significant uncertainty concerning the premise of a going concern, the auditor is required to call attention to the notes to the financial statements and the accompanying supplementary schedules in the audit report, or if the notes to the financial statements and the accompanying supplementary schedules pertaining to the significant uncertainty are inappropriate, issue a modified opinion on the financial statements and the accompanying supplementary schedules. While the conclusions of the auditor are based on the audit evidence obtained up to the date of the audit report, depending on future events or conditions, an entity may be unable to continue as a going concern.
- Besides assessing whether the presentation of and notes to the financial statements and the accompanying supplementary schedules are in accordance with accounting principles generally accepted in Japan, assess the presentation, structure, and content of the financial statements and the accompanying supplementary schedules including related notes, and whether the financial statements and the accompanying supplementary schedules fairly present the transactions and accounting events on which they are based.

The auditor reports to the Audit and Supervisory Committee regarding the scope and timing of implementation of the planned audit, material audit findings including material weaknesses in internal control identified in the course of the audit, and other matters required under the auditing standards.

The auditor reports to the Audit and Supervisory Committee regarding the observance of provisions related to professional ethics in Japan as well as matters that are reasonably considered to have an impact on the auditor's independence, any countermeasures that are in place to eliminate obstacles, and any safeguards that are applied to reduce obstacles to an acceptable level.

Interest

Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

<Audit report of Audit and Supervisory Committee>

AUDIT REPORT

Regarding the execution of duties by Directors for the 25th business year from January 1, 2023 to December 31, 2023, the Audit and Supervisory Committee conducted the Audit and hereby submits its audit report on the methods and results.

1. Auditing Methods and Details of Such Methods

While the Audit and Supervisory Committee periodically received reports from Directors, employees and other relevant personnel, sought explanations as necessary, and expressed its opinions regarding the contents of resolutions by the Board of Directors concerning matters stipulated in Article 399-13, Paragraph 1, Item 1(b) and (c) of the Companies Act as well as the status of the building and management of the system developed pursuant to such resolutions (internal control system), it conducted an audit by following the methods described below:

- I. Pursuant to auditing policies and duties determined by the Audit and Supervisory Committee, utilizing methods via the Internet, etc. and in coordination with the internal auditing department of the Company, we participated in important meetings, received reports from Directors, employees, and other relevant personnel regarding matters relating to their duties, sought explanations as necessary, examined important authorized documents and associated information, and studied the operations and financial positions at the head office and principal offices. With respect to subsidiaries, we communicated and exchanged information with Directors, Corporate Auditors, and other relevant personnel of the subsidiaries, and received business reports from the subsidiaries as necessary.
- II. We monitored and verified whether the Accounting Auditors maintained their independence and implemented appropriate audits, and we received reports from the Accounting Auditors regarding the performance of their duties and sought explanations as necessary. In addition, we received notice from the Accounting Auditors that “the system for ensuring that duties are performed properly” (matters set forth in each Item of Article 131 of the Corporate Accounting Rules) is organized in accordance with the “product quality management standards regarding audits” (Business Accounting Council) and other relevant standards, and sought explanations as necessary.

Based on the above methods, we examined the business report and its supporting schedules, Non-consolidated Financial Statements (Non-consolidated Balance Sheet, Non-consolidated Statement of Income, Non-consolidated Statement of Changes in Equity, Notes to Non-consolidated Financial Statements) and their supporting schedules, as well as the Consolidated Financial Statements (Consolidated Balance Sheet, Consolidated Statement of Income, Consolidated Statement of Changes in Equity, Notes to Consolidated Financial Statements) related to the relevant business year.

2. Audit Results

(1) Results of Audit of Business Report and Other Relevant Documents

- I. In our opinion, the business report and its supporting schedules are in accordance with the related laws and regulations and the Articles of Incorporation, and fairly represent the Company's condition.
- II. With regard to the performance of duties by Directors, we have found no evidence of wrongful action or material violation of related laws and regulations, nor of any violation with respect to the Articles of Incorporation.
- III. In our opinion, resolutions of the Board of Directors for the internal control system are fair and reasonable. Moreover, we have found no matters that need to be raised regarding items in the internal control system section of the business report or the performance of duties by Directors.

(2) Results of Audit of Non-consolidated Financial Statements and their supporting schedules

In our opinion, the methods and results employed and rendered by the Accounting Auditors, Deloitte Touche Tohmatsu LLC, are fair and reasonable.

(3) Results of Audit of Consolidated Financial Statements

In our opinion, the methods and results employed and rendered by the Accounting Auditors, Deloitte Touche Tohmatsu LLC, are fair and reasonable.

February 19, 2024

Audit and Supervisory Committee, SUMCO CORPORATION

Full-time Audit and Supervisory Committee Member	Fumio Inoue	(Seal)
Audit and Supervisory Committee Member	Hitoshi Tanaka	(Seal)
Audit and Supervisory Committee Member	Masahiro Mitomi	(Seal)
Audit and Supervisory Committee Member	Shinichiro Ota	(Seal)
Audit and Supervisory Committee Member	Masahiko Sue	(Seal)

(Note) Audit and Supervisory Committee Members Hitoshi Tanaka, Masahiro Mitomi, Shinichiro Ota and Masahiko Sue are Outside Directors stipulated in Article 2, Item 15 and Article 331, Paragraph 6 of the Companies Act.