Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.



May 13, 2025

Company name:	MITSUI MINING & SMELTING CO., LTD.
Name of representative	NOU Takeshi, President and
Inquiries:	Representative Director (Securities code: 5706; Tokyo Stock Exchange Prime Market) MITSUI Koki, General Manager of Corporate Communications Department (Telephone: +81-3-5437-8028)

Notice Concerning Changes in Consolidated Subsidiaries (Transfer of Shares) and Recording of Extraordinary Losses

MITSUI MINING & SMELTING CO., LTD. (the "Company") resolved to enter into a share transfer agreement to transfer all its shares in Mitsui Kinzoku ACT Corporation ("Mitsui Kinzoku ACT"), its consolidated subsidiary, to HI-LEX CORPORATION at a meeting of its Board of Directors and concluded a share transfer agreement today. In addition, the Company hereby announces that it expects to record extraordinary losses in connection with the Share Transfer.

1. Reason for transfer of shares

Mitsui Kinzoku ACT is a manufacturer specializing in door-related automotive equipment, including everything from automotive door component products to electric door systems, and it carries out all processes from planning, development, and manufacturing in-house. It boasts a top-class market share globally.

Since 2022, when the 2022-2024 Medium-Term Business Plan started, the Company has been conducting the dynamic management of its business portfolio. It has concentrated its management resources on businesses that expand value, mainly engineered materials, and on businesses that foster value, such as the business creation sector, which is responsible for creating next-generation businesses, while continuing to search for best owners inside and outside the Company, mainly for businesses that rebuild value.

In the automotive industry, CASE and other technological innovations are progressing, and the industrial structure and business environment are changing dramatically. To achieve sustainable growth for Mitsui Kinzoku ACT, the Company recognizes that it needs to respond to changes and enhance the added value it provides as a system supplier.

Similar to Mitsui Kinzoku ACT, HI-LEX CORPORATION is a company that aims to become the world top supplier of system products dealing with automobile door-related parts. It has management resources that will help Mitsui Kinzoku ACT respond to environmental changes and achieve further growth. In terms of sales and marketing, Mitsui Kinzoku ACT and HI-LEX CORPORATION can also be expected to mutually complement their sales channels and supply capabilities. From these standpoints, the Company has concluded that it is optimal to transfer all of the shares in Mitsui Kinzoku ACT it holds to HI-LEX CORPORATION.

The Company will continue to promote the dynamic management of its business portfolio and strive to increase its corporate value.

(1) Name	Mitsui Kinzoku ACT	Corporation	
(2) Location	1-1-2 Takashima-cho, Nishi-ku, Yokohama-shi, Kanagawa, Japan		
(3) Job title and name of representative	President and Representative Director IGATA Hiroshi		
(4) Description of business	Development, manufacturing, and sales of functional parts for automobiles		
(5) Share capital	¥3,000 million		
(6) Date of establishment	August 3, 1943		
(7) Major shareholders and ownership percentages	MITSUI MINING & SMELTING CO., LTD. 100%		
	Capital relationship	company.	100% stake in said
(8) Relationship between the	Personnel	The Company has d	lispatched officers to
Company and said company	relationship	said company.	
	Business		baned money to said
	relationship	company.	6 1 1 11
(9) Consolidated financial positions	and consolidated opera	ting results of said com	pany for the last three
years		(Millions of yen, ur	less otherwise noted)
As of / Fiscal year ended	March 31, 2023	March 31, 2024	March 31, 2025
Consolidated net assets	38,847	41,713	43,801
Consolidated total assets	74,416	78,159	78,212
Consolidated net assets per share (Yen)	2,624.83	2,818.45	2,959.56
Consolidated net sales	86,015	97,641	95,829
Consolidated operating income	-1,389	700	1,011
Consolidated ordinary income	-607	1,053	708
Profit attributable to owners of parent	-2,465	193	-370
Consolidated earnings per share (Yen)	-166.57	13.06	-25.06
· · · · · · · · · · · · · · · · · · ·			

(Note) The above consolidated financial positions and consolidated operating results have not been audited by an auditing firm.

3. Overview of the company receiving the transfer of shares

(1) Name	HI-LEX CORPORATION	
(2) Location	1-12-28 Sakaemachi, Takarazuka-shi, Hyogo, Japan	
(3) Job title and name of representative	President and Representative Director TERAURA	Taro
(4) Description of business	Manufacturing and sales of control systems, etc.	
(5) Share capital	re capital ¥5,657 million	
(6) Date of establishment	6) Date of establishment November 6, 1946	
(7) Net assets	Net assets ¥184,587 million	
(8) Total assets ¥270,260 million		
	TERAURA KOSAN INC	26.76%
	Teraura Scholarship Foundation	4.13%
	Nippon Life Insurance Company	3.35%
(9) Major shareholders and	The Master Trust Bank of Japan, Ltd. (trust account)	2.82%
ownership percentages	NISHIKAWA RUBBER CO., LTD.	2.75%
	BNYM AS AGT/CLTS NON TREATY JASDEC	2 450/
	(Standing proxy: MUFG Bank, Ltd.)	2.45%
	Honda Motor Co., Ltd.	2.26%

	ALPHA Corporation	2.14%
	LIM Japan Event Master Fund (Standing proxy: Tachibana Securities Co., Ltd.)	
	MUFG Bank, Ltd.	
(10) Relationship between the Company and said company	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	There are transactions involving products.
	Related party relationship	Not applicable.

4. Number of shares transferred, transfer costs, and shareholding before and after transition

(1) Number of shares held before the change	14,800,000 shares (Number of voting rights: 14,800; percentage of voting rights held: 100.0%)
(2) Number of shares to be transferred	14,800,000 shares (Number of voting rights: 14,800)
(3) Transfer price (planned)	¥11,300 million
(4) Number of shares held after the change	0 shares

(Note) There is a possibility that the transfer price may be adjusted in accordance with the various conditions stipulated in the share transfer agreement. The transfer price have been determined through consultations between the parties, with reference to a stock valuation conducted by external experts.

5. Timetable

Date of execution of share transfer October to December 2025 (scheduled)

(Note) The date of execution of the share transfer may change depending on its clearance by Japanese and foreign competition law authorities and other conditions, such as approval or authorization by the relevant authorities as required by law.

6. Future outlook

As a result of the Share Transfer, Mitsui Kinzoku ACT is scheduled to be excluded from the scope of consolidation of the Company and it is expected that extraordinary losses of approximately 197 million yen will be recorded in the fiscal year ending March 2026. The loss has been incorporated into our financial forecast for the fiscal year ending March 2026, which we announced today.