

To whom it may concern:

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| Company: | KOMATSU MATERE Co.,Ltd. |
| Name of Representative: | Daisuke Nakayama, President (Code No. 3580 TSE Prime Market) |
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Notice Regarding Continuation and Partial Revision of Restricted Stock Compensation Plan

As disclosed in the “Notice Regarding the Introduction of a Restricted Stock Compensation Plan” dated May 9, 2023, the Company has introduced a restricted stock compensation plan (hereinafter referred to as the “Plan”) for its directors (excluding outside directors). As disclosed separately in the “Notice Regarding Transition to a Company with an Audit and Supervisory Committee System and Personnel Changes of Directors” dated May 8, 2025, the Company has decided to transition to a Company with an Audit and Supervisory Committee, subject to approval at the 113th Ordinary General Meeting of Shareholders (hereinafter referred to as the “General Meeting of Shareholders”) scheduled to be held on June 20, 2025. Following this, we hereby give notice that a proposal regarding the Plan for directors after the transition to a Company with an Audit and Supervisory Committee (excluding outside directors and directors who are members of the Audit Committee; hereinafter referred to as the “Eligible Directors”) will be submitted to the General Meeting of Shareholders for approval.

The change to this system is subject to the approval of a proposal to amend the Articles of Association to change the Company from a Company with a Board of Corporate Auditors to a Company with an Audit and Supervisory Committee at the General Meeting of Shareholders.

1. Purpose of the Plan

The Plan is introduced as a compensation plan for the allocation of restricted shares to Eligible Directors, to provide them with incentives to continuously improve the Company's corporate value and further promote value sharing with shareholders.

2. Overview and partial revision of the Plan

Under the Plan, the Company shall, in principle, grant monetary compensation claims to Eligible Directors based on a resolution of the Board of Directors for the purpose of allocating restricted shares to them every fiscal year. The Company shall issue or dispose of common shares of the Company to the Eligible Directors and have them hold such shares by having the Company contribute all of the monetary compensation claims as in-kind contributions.

The amount of transfer-restricted stock compensation to be paid to the Company's directors (excluding

outside directors) was approved at the 111th Ordinary General Meeting of Shareholders held on June 23, 2023, to be within 50 million yen per year, separate from monetary compensation, and the total number of shares of common stock of the Company to be issued or disposed of shall be within 100,000 shares per year. In conjunction with the transition to a Company with an Audit and Supervisory Committee at the General Meeting of Shareholders, the Company will submit to the General Meeting of Shareholders for approval the amount of monetary compensation, etc. for directors who are not members of the Audit and Supervisory Committee and directors who are members of the Audit Committee, as well as the payment of compensation for granting restricted shares to Eligible Directors under the Plan as a separate item.

The total amount of remuneration to be paid to Eligible Directors under the Plan shall be separate from the monetary compensation for Eligible Directors to be submitted to the General Meeting of Shareholders, be within 50 million yen per year, and be within 100,000 shares of the Company's common stock to be issued or disposed of per year (if there are unavoidable reasons for adjusting the number of shares, such as a stock split or reverse stock split of the Company's common stock, the number of shares to be issued or disposed of may be reasonably adjusted).

The amount to be paid for each share of common stock of the Company issued or disposed of under the Plan shall be the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day prior to the date of the resolution of the Board of Directors (or, if no trading took place on that date, the closing price on the most recent trading day prior to that date). The Board of Directors shall determine the specific timing and allocation of the shares to each Eligible Director.

In issuing or disposing of the Company's common shares under the Plan, the Company and the Eligible Directors shall enter into a share allocation agreement with transfer restrictions (hereinafter referred to as the "Allocation Agreement"), which shall include the following items.

- (1) Eligible Directors shall not transfer, pledge, or otherwise dispose of the Company's common shares allocated to them under this Allotment Agreement until the date of their retirement as directors (however, if they concurrently serve as executive officers of the Company or assume the position of executive officer or board member of the Company upon their retirement as directors, their retirement shall be deemed to be their retirement as directors of the Company, and the same shall apply hereinafter).
- (2) The Company may acquire all or part of the common shares without compensation in the event of certain circumstances.
- (3) The details of the conditions for release of the transfer restrictions set in advance by the Company's Board of Directors.

Shares allocated to Eligible Directors under the Plan shall be managed in a special account opened by the Eligible Directors at a securities company designated by the Company during the transfer restriction period so that they cannot be transferred, pledged as collateral, or otherwise disposed of during the transfer restriction period.

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