Reference Translation

May 14, 2026

Notice Regarding the Transition to a Company with an Audit and Supervisory Committee and Partial Amendments to the Articles of Incorporation

Company name :	**SMC Corporation**
Stock exchange listing :	Tokyo Stock Exchange Prime Market
Security code :	6273
URL :	https://www.smcworld.com/ir/en-jp/
Representative :	Yoshiki Takada, President
Contact person :	Akinori Kato, General Manager of Corporate Communications Office

SMC Corporation (SMC) hereby announces that SMC resolved at the Board of Directors' Meeting held on May 14, 2026, to submit a proposal for partial amendments to the Articles of Incorporation to the 67th Annual General Meeting of Shareholders scheduled on June 26, 2026, and, conditional upon approval of such proposal, to transition from a company with an Audit & Supervisory Board to a Company with an Audit and Supervisory Committee, as follows.

1. Transition to a Company with an Audit and Supervisory Committee

(1) Purpose of the Transition

The purpose of this transition is to strengthen the supervisory function of the Board of Directors, to clearly separate supervisory functions from executive functions, and thereby to enable more agile and efficient decision-making.

(2) Date of Transition

June 26, 2026 (Friday) (scheduled)

2. Partial Amendments to the Articles of Incorporation

(1) Reasons for the Amendments

In connection with the transition to a Company with an Audit and Supervisory Committee, the Company will establish new provisions and revise or abolish certain existing provisions. In addition, in order to accelerate decision-making, new provisions will be introduced concerning the delegation of decisions on important matters relating to business execution, as well as provisions enabling dividends of surplus to be determined by resolution of the Board of Directors. Other necessary amendments will also be made.

(2) Details of the Amendments

As set forth in Exhibit 1.

(3) Schedule

Date of the General Meeting of Shareholders for the amendments to the Articles of Incorporation: June 26, 2026 (scheduled)

Effective date of the amendments to the Articles of Incorporation: June 26, 2026 (scheduled)

3. Changes in Officers

For details regarding changes in officers after the General Meeting of Shareholders, including those associated with the transition to a Company with an Audit and Supervisory Committee, please refer to the separately disclosed notice entitled “Notice regarding Changes in the Representative Director and Other Directors” released today.

End

(Exhibit 1)

Before and After Comparison of Articles of Incorporation

(The changes are shown by underline)

Current Articles of Incorporation	Proposed Amendments
Chapter I. GENERAL PROVISIONS Article 1. <Omitted>	Chapter I. GENERAL PROVISIONS Article 1. <No change>
Article 2. (Objects and Purposes) The objects and purposes of the Company shall be as follows: 1. Manufacture and sales of sintered filters through the use of powder metallurgy; 2. Manufacture and sales of various types of filtration equipment; 3. Manufacture, processing and sales of automatic control equipment; 4. Warehousing businesses; 5. Customs broker; and 6. Any and all businesses related or incidental to the businesses referred to in the foregoing items.	Article 2. (Objects and Purposes) The objects and purposes of the Company shall be as follows: 1. Manufacture and sales of sintered filters through the use of powder metallurgy; 2. Manufacture and sales of various types of filtration equipment; 3. Manufacture, processing and sales of automatic control equipment; <Deleted> <Deleted> 4. Any and all businesses related or incidental to the businesses referred to in the foregoing items.
Article 3. <Omitted>	Article 3. <No change>
Article 4. (Organs) The Company shall have a General Meeting of Shareholders and Directors, as well as the following organs: 1. Board of Directors; 2. Corporate Auditors; 3. Board of Corporate Auditors; and 4. Accounting Auditors.	Article 4. (Organs) The Company shall have a General Meeting of Shareholders and Directors, as well as the following organs: 1. Board of Directors; <Deleted> 2. Audit and Supervisory Committee; and 3. Accounting Auditors.
Article 5. <Omitted>	Article 5. <No change>
Chapter II. SHARES Article 6. <Omitted>	Chapter II. SHARES Article 6. <No change>
Article 7. (Acquisition of Company's Own Shares) The Company may, under the provision of Article 165, Paragraph 2 of the Company Law, purchase its own shares through market transactions, etc., pursuant to resolution of the Board of Directors.	<Deleted>
Articles 8 to 10. <Omitted>	Articles 7 to 9. <No change>
Article 11. (Administrator of Register of Shareholders) (i) The company shall appoint an administrator of register of shareholders. (ii) The selection of the administrator of register of shareholders and its handling office shall be made by resolution of the Board of Directors and such resolution shall be disclosed by the public notice. ③ <Omitted>	Article 10. (Administrator of Register of Shareholders) (i) The company shall appoint an administrator of register of shareholders. (ii) The selection of the administrator of register of shareholders and its handling office shall be determined by the Board of Directors or by a director delegated by the Board of Directors, and such resolution shall be disclosed by the public notice. ③ <No change>

Current Articles of Incorporation	Proposed Amendments
Article 12. (Share Handling Regulations) In addition to what is provided by laws and ordinances or the Articles of Incorporation, the matters concerning the procedures relating to shares, handling charges therefor and the method of exercising rights of shareholders shall be governed by the Share Handling Regulations which shall be prescribed by the Board of Directors.	Article 11. (Share Handling Regulations) In addition to what is provided by laws and ordinances or the Articles of Incorporation, the matters concerning the procedures relating to shares, handling charges therefor and the method of exercising rights of shareholders shall be governed by the Share Handling Regulations which shall be prescribed by the Board of Directors or by a Director delegated by the Board of Directors.
Chapter III. GENERAL MEETING OF SHAREOHLDERS Article 13. (Convocation) <Omitted> (ii) The General Meeting of Shareholders may be held at the location of head office, as well as in any of the wards of Tokyo, in the city of Soka, Saitama, or in the city of Tsukubamirai, Ibaraki.	Chapter III. GENERAL MEETING OF SHAREOHLDERS Article 12. (Convocation) <No change> (ii) The General Meeting of Shareholders may be held at the location of head office, as well as in any of the wards of Tokyo or in the city of Kashiwa, Chiba.
Articles 14 to 18. <Omitted>	Articles 13 to 17. <No change>
Chapter IV.DIRECTORS AND BOARD OF DIRECTORS Article 19. (Number) The Company shall have not more than twelve (12) directors. <Newly established>	Chapter IV.DIRECTORS, BOARD OF DIRECTORS, AND AUDIT AND SUPERVISORY COMMITTEE Article 18. (Number) The Company shall have not more than twelve (12) directors (excluding a director who is an Audit and Supervisory Committee Member). (ii) The Company shall have not more than five (5) directors who are Audit and Supervisory Committee Members.
Article 20. (Election) (i) Directors shall be elected at the General Meeting of Shareholders. (ii) (iii) <Omitted>	Article 19. (Election) (i) Directors shall be elected at the General Meeting of Shareholders, separately as directors who are Audit and Supervisory Committee Members and directors who are not Audit and Supervisory Committee Members. (ii) (iii) <No change>
Article 21. (Term of Office) (i) The term of office of directors shall expire at the conclusion of the Ordinary General Meeting of Shareholders on the last business year which finishes within one (1) year from their election of office. <Newly established>	Article 20. (Term of Office) (i) The term of office of directors shall expire at the conclusion of the Ordinary General Meeting of Shareholders on the last business year which finishes within one (1) year from their election of office. (ii) The term of office of directors who are Audit and Supervisory Committee Members shall expire at the conclusion of the Ordinary General Meeting of Shareholders on the last business year which finishes within two (2) years from their election of office.

Current Articles of Incorporation	Proposed Amendments
(ii) The term of office of any director elected to fill a vacancy due to a retirement of director prior to his/her term of office or due to an increase in number shall expire at the time of expiration of term of office of the existing directors. <Newly established>	(iii) The term of office of any director who is an Audit and Supervisory Committee Member elected to fill a vacancy arising from the retirement of another Audit and Supervisory Committee Member prior to the expiration of his/her term of office shall expire at the time of expiration of the term of office of such retired Audit and Supervisory Committee Member. (IV)The effectiveness of the election of a substitute director who is an Audit and Supervisory Committee Member shall expire at the commencement of the Ordinary General Meeting of Shareholders on the last business year which ends within two (2) years from such election.
Article 22. (Directors with Specific Titles and Representative Directors) (i) The president shall be selected by resolution of the Board of Directors and the Board of Directors may, by its resolution, elect honorary chairman of the Board of Directors, chairman of the Board of Directors, executive vice president and other directors with specific titles. (ii) The president shall be a representative director and other representative directors shall be selected by resolution of the Board of Directors.	Article 21. (Directors with Specific Titles and Representative Directors) (i) The president shall be selected, by resolution of the Board of Directors, from among the directors (excluding Audit and Supervisory Committee Members), and the Board of Directors may, by its resolution, elect an honorary chairman of the Board of Directors, a chairman of the Board of Directors, an executive vice president and other directors with specific titles. (ii)The president shall be a representative director and other representative directors shall be selected by resolution of the Board of Directors.
Article 23. (Notice of Meetings of Board of Directors) Notice of a meeting of the Board of Directors shall be given to each director and each Corporate Auditor at least three (3) days prior to the date for such meeting. However, the above period may be shortened in case of urgency.	Article 22. (Notice of Meetings of Board of Directors) Notice of a meeting of the Board of Directors shall be given to each director at least three (3) days prior to the date for such meeting. However, the above period may be shortened in case of urgency.
Article 24. (Omission of Resolution of Board of Directors) The agenda items of the Board of Directors shall be deemed to be adopted by resolution of the Board of Directors, when all directors who are able to participate in a resolution of such matter have given their consents thereto in writing or through electronic record and no Corporate Auditors raise objection against it.	Article 23. (Omission of Resolution of Board of Directors) The agenda items of the Board of Directors shall be deemed to be adopted by resolution of the Board of Directors, when all directors who are able to participate in a resolution of such matter have given their consents thereto in writing or through electronic record.
<Newly established>	Article 24. (The delegation of the decision on execution of important operations) The Company may, under the provision of Article

Current Articles of Incorporation	Proposed Amendments
	399-13, Paragraph 6 of the Company Law, by resolution of the Board of Directors, delegate all or part of the decisions of execution of important operations (excluding the matters provided by the provision of Article 399-13, Paragraph 5 of the Company Law) to directors.
Article 25. <Omitted>	Article 25. <No change>
Article 26. (Remunerations, Etc.) Remuneration, bonuses and other compensation which shall be paid by the Company to Directors as consideration for the performance of duties (hereinafter the "Remunerations, Etc.") shall be determined by resolution of the General Meeting of Shareholders.	Article 26. (Remunerations, Etc.) Remuneration, bonuses and other compensation which shall be paid by the Company to Directors as consideration for the performance of duties (hereinafter the "Remunerations, Etc.") shall be determined, separately as directors who are Audit and Supervisory Committee Members and directors who are not Audit and Supervisory Committee Members by resolution of the General Meeting of Shareholders.
Article 27. <Omitted>	Article 27. <No change>
<Newly established>	Article 28. (Notice of Meeting of Audit and Supervisory Committee) Notice of meeting of the Audit and Supervisory Committee shall be given to each Audit and Supervisory Committee Member at least three (3) days prior to the date set for such meeting. However, the above period may be shortened in case of urgency.
<Newly established>	Article 29. (Audit and Supervisory Committee's Regulation) In addition to what is provided by laws and ordinances or the Articles of Incorporation, the matters concerning the Audit and Supervisory Committee shall be governed by the Audit and Supervisory Committee's Regulation which shall be enacted by the Audit and Supervisory Committee.
<Newly established>	Article 30. (Full-time Audit and Supervisory Committee Member) Full-time Audit and Supervisory Committee Members may be elected by resolution of the Audit and Supervisory Committee.
Article 28. (Senior Advisors and Counselors) The Company may, by resolution of the Board of Directors, select senior advisors and counselors.	<Deleted>
Article 29. <Omitted>	Article 31. <No change>
Chapter V CORPORATE AUDITORS AND BOARD OF CORPORATE AUDITORS Article 30. (Number)	<Deleted>

Current Articles of Incorporation	Proposed Amendments
The Company shall have not more than five (5) Corporate Auditors.	
Article 31. (Election) (i) Corporate Auditors shall be elected by resolution of the General Meeting of Shareholders. (ii) Corporate Auditors shall be elected by an affirmative vote of a majority of the shareholders present, who hold one-third (1/3) or more of the total number of voting rights of all the shareholders with exercisable voting rights.	<Deleted>
Article 32. (Term of Office) (i) The term of office of the Corporate Auditors shall expire at the conclusion of the Ordinary General Meeting of Shareholders on the last business year which finishes within four (4) years from their election of office. (ii) The term of office of any Corporate Auditor elected to fill a vacancy of his/her predecessor who has retired prior to the expiry shall be the same as the remainder of the term of office of the predecessor.	<Deleted>
Article 33. (Full-Time Auditor) Full-time Corporate Auditors shall be elected by resolution of the Board of Corporate Auditors.	<Deleted>
Article 34. (Notice of Meeting of Board of Corporate Auditors) Notice of meeting of the Board of Corporate Auditors shall be given to each Corporate Auditor at least three (3) days prior to the date set for such meeting. However, the above period may be shortened in case of urgency.	<Deleted>
Article 35. (Board of Corporate Auditors' Regulation) In addition to what is provided by laws and ordinances or the Articles of Incorporation, the matters concerning the Board of Corporate Auditors shall be governed by the Board of Corporate Auditors' Regulation which shall be enacted by the Board of Corporate Auditors.	<Deleted>
Article 36. (Remunerations, Etc.) Remunerations, etc. for Corporate Auditors shall be determined by resolution of the General Meeting of Shareholders.	<Deleted>
Article 37. (Liability Limitation Agreement with Outside Corporate Auditors) Pursuant to Article 427, Paragraph 1 of the Company Law, the Company may conclude	<Deleted>

Current Articles of Incorporation	Proposed Amendments
agreement with the Outside Corporate Auditors to the effect that the Outside Corporate Auditors' (including ex-Outside Corporate Auditors') liability resulting from their negligence in performing their duties shall be limited, to the extent permitted by law.	
Chapter VI ACCOUNTING AUDITORS Articles 38 to 39. <Omitted>	Chapter V ACCOUNTING AUDITORS Articles 32 to 33. <No change>
Article 40. (Remunerations, Etc.) Remunerations, etc. for Accounting Auditors shall be determined by the representative director with the consent of the Board of Corporate Auditors.	Article 34. (Remunerations, Etc.) Remunerations, etc. for Accounting Auditors shall be determined by the representative director with the consent of the Audit and Supervisory Committee.
Chapter VII ACCOUNTS Article 41. <Omitted>	Chapter VI ACCOUNTS Article 35. <No change>
Article 42. (Record Date for Dividends of Surplus Fund) The Company's record date for payment of year-end dividends shall be March 31 of each year. <Newly established>	Article 36. (Record Date for Dividends of Surplus Fund) The Company's record date for payment of year-end dividends shall be March 31 of each year. (ii) The Company's record date for payment of Interim dividends shall be September 30 of each year.
Article 43. (Interim Dividends) The Company may, by resolution of the Board of Directors, make a payment of interim dividends with record date for interim dividends being September 30 of each year.	Article 37. (Deciding Body for Dividends of Surplus, etc.) Except as otherwise provided by laws and ordinances, the Company may, by resolution of the Board of Directors, determine dividends of surplus and other matters set forth in each item of Article 459, Paragraph 1 of the Companies law.
Article 44. (Prescriptive Period of Dividends) <Omitted>	Article 38. <No change>

End