

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **May 29, 2025**

TMC THE METALS COMPANY INC.

(Exact name of registrant as specified in its charter)

British Columbia, Canada
(State or other jurisdiction of
incorporation)

001-39281
(Commission File Number)

Not Applicable
(IRS Employer
Identification No.)

1111 West Hastings Street, 15th Floor
Vancouver, British Columbia
(Address of principal executive
offices)

V6E 2J3
(Zip Code)

Registrant's telephone number, including area code: **(888) 458-3420**

Not applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|--|-------------------|---|
| TMC Common Shares without par value | TMC | The Nasdaq Stock Market LLC |
| Redeemable warrants, each whole warrant exercisable for one TMC Common Share, each at an exercise price of \$11.50 per share | TMCWW | The Nasdaq Stock Market LLC |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

On May 28, 2025, The Metals Company USA, LLC (“TMC USA”), a wholly-owned subsidiary of TMC the metals company Inc. (the “Company”), received written notice from the National Oceanic and Atmospheric Administration (“NOAA”) that its exploration license applications for areas designated USA-A and USA-B have been found to be in substantial compliance with the requirements of the Deep Seabed Hard Mineral Resources Act (30 U.S.C. §§ 1401–1473) (“DSHMRA”) and NOAA’s implementing regulations under 15 C.F.R. Part 970, Subpart B.

This determination grants TMC USA a priority of right to receive exploration licenses for the areas covered in those applications, pursuant to 15 C.F.R. § 970.209 and 30 U.S.C. § 1413(b). NOAA also provided a list of specific items to be addressed before the applications can be deemed in full compliance. TMC USA intends to submit the requested information in the coming days in the form of amended applications, consistent with NOAA’s procedures under 15 C.F.R. § 970.210.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TMC THE METALS COMPANY INC.

Date: May 29, 2025

By: /s/ Craig Shesky

Name: Craig Shesky

Title: Chief Financial Officer
