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For immediate release

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Stock Code:	7912 (TSE Prime Market)
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Announcement of Disposal of Treasury Stock for Restricted Stock Compensation

At its Board of Directors meeting held today, Dai Nippon Printing Co., Ltd. (DNP) resolved to dispose of treasury stock (hereinafter, “the treasury stock disposal” or “the disposal”) and provides notification of details as below.

1. Outline of the disposal

(1)	Disposal date	July 24, 2026
(2)	Class and number of disposal shares	DNP common stock,64,618 shares
(3)	Disposal price	2,819.5 yen per share
(4)	Total amount of disposal	182,190,451 yen
(5)	Number of recipients and shares to be disposed of	8 DNP Directors (excluding Outside Directors):28,794 shares 26 DNP Corporate Officers: 35,824 shares
(6)	Other	The Company has submitted an extraordinary report on the Treasury Stock Disposal in accordance with the Financial Instruments and Exchange Act.

2. Purpose of the disposal

At its Board of Directors meeting held on May 13, 2022, the Company resolved to introduce a restricted stock compensation system (hereinafter referred to as “the System”) as a new form of compensation that provides incentives for the Company’s Directors (excluding Outside Directors and hereinafter referred to as “Eligible Directors”) and Corporate Officers (hereinafter referred to in combination with Eligible Directors as “Eligible Directors, etc.”) to achieve continuous improvement in the Company’s corporate value, and to promote an enhanced level of value-sharing with shareholders. Also, at the 128th Ordinary General Meeting of Shareholders

held on June 29, 2022, approval was received for various matters related to the System, including the payment to Eligible Directors of up to 300 million yen per year in the form of monetary claims to use for the acquisition of restricted stock (hereinafter referred to as “restricted stock compensation”), the issuance or disposal of up to 300,000 shares per year in the Company’s common stock, and the fact that the transfer restriction period for restricted shares will be determined by restricted stock allotment agreements between the Company and Eligible Directors, and will last from the date that allotment of the Company’s common stock was received until immediately after resignation or retirement from a position as officer of the Company or its subsidiary as predetermined by the Board of Directors.

【Outline of the System】

The System provides for two types of restricted stocks: one is called “service-contingent,” whereby lifting restrictions on transfer of the shares is contingent upon continuously holding the position of Company Director, etc. for a certain period of time, while the other is called “performance-contingent,” and lifting of transfer restrictions is conditioned on the achievement of any performance targets that were stipulated in advance by the Board of Directors, in addition to service as a Director of the Company for a predetermined period of time. Eligible Directors, etc. will pay to the Company all of the monetary claims provided by the Company under the System as in-kind contribution assets, and they shall receive common stock issued or disposed of by the Company. The Board of Directors shall decide the amount to be paid per share to the extent that the amount is not particularly favorable to Eligible Directors, etc. who acquire the common stock, based on the closing price of the Company’s common stock on the Tokyo Stock Exchange on the business day prior to the resolution of each meeting of the Board of Directors. If trading was not conducted that day, the amount will be based on the closing price on the most recent trading day prior to that day.

When issuing or disposing of the Company’s common stock under the System, the Company and the Eligible Directors, etc. shall conclude a restricted stock allotment agreement. Its provisions shall include that (1) for a certain period of time, Eligible Directors, etc. will be prohibited in accordance with the restricted stock allotment agreement from transferring the shares to a third party, creating a security interest, or disposing of them by any other means, and (2) in certain circumstances the Company will acquire the shares free of charge.

In this instance, after consulting with the Advisory Committee and taking into consideration the purpose of the System, the business performance of the Company, the scope of responsibilities of each Eligible Director, etc., and various other criteria, the Company has decided to pay a total of 182,190,451 yen in monetary claims (hereinafter referred to as “the monetary claims”) to the Eligible Directors, etc. . Upon receiving that full amount as payments from the Eligible Directors, etc., the Company will grant 64,618 shares of common stock to the Eligible Directors, etc.

Regarding this latest treasury stock disposal based on the System, the 34 Eligible Directors, etc. to be allotted shares will pay all of their monetary claims to the Company as in-kind contribution assets, and they will receive common stock disposed of by the Company (hereinafter referred to as “the Allotted Shares.”) The restricted stock allotment agreement between the Company and the Eligible Directors, etc. which pertains to this instance of the treasury stock disposal will be as outlined in Section 3 below.

3. Outline of the restricted stock allotment agreement

(1) Transfer restrictions during the transfer restriction period

From July 24, 2026 (hereinafter referred to as “the disposal date”) until immediately after resignation or retirement from a position as Director, Corporate Officer, Statutory Auditor, advisor, counselor or employee or any position equivalent to one of these at the Company or one of its subsidiaries (hereinafter referred to as “the transfer restriction period”), Eligible Directors, etc. may not transfer their Allotted Shares to a third party, use them to set security rights, or otherwise dispose of them. These restrictions are referred to below as “the Transfer Restrictions”.

(2) Conditions for canceling the Transfer Restrictions

I. Service-contingent restrictions

Conditional upon continuous service in the position of Director or Corporate Officer of the Company during the period from June 26, 2026 until immediately before the conclusion of the first Ordinary General Meeting of Shareholders to be held after June 26, 2026, (hereinafter referred to as “the Service Provision Period”), Transfer Restrictions on all of the Allotted Shares will be lifted at the end of the transfer restriction period.

II. Performance-contingent restrictions

Conditional upon continuous service by Eligible Directors, etc. in a position of Director or Corporate Officer of the Company during the Service Provision Period, upon completion of the period covered by “II. Performance-contingent restrictions” (hereinafter referred to as “the evaluation period”), the number of Allotted Shares held by Eligible Directors, etc. is multiplied by 0-100% according to the degree of achievement of the performance conditions during the evaluation period to determine the number of shares from which Transfer Restrictions will be lifted at the end of the transfer restriction period. If the result includes a fraction of a share, the number will be rounded down to the nearest whole share. The indicators for performance-contingent restrictions are targets established in the DNP Medium-Term Management Plan that covers the fiscal year through March 2027 as its first year: targets for operating income and ROE in the fiscal year through March 2029. The performance figures used for evaluation shall be taken from the performance figures posted in the securities report for the relevant fiscal year. If the

relevant indicators are not displayed due to revision of the securities report format, evaluations shall be based on reasonable calculations.

(3) In the event that an Eligible Director, etc. resigns during the Service Provision Period

I. Service-contingent restricted stock

If during the Service Provision Period, an Eligible Director, etc. resigns from his or her position as Director or Corporate Officer of the Company due to a legitimate reason (including death, but not including the personal convenience of the Eligible Director, etc.), Transfer Restrictions shall be lifted upon completion of the transfer restriction period from the number of shares obtained by multiplying i below by ii below (and rounding down if the result includes a fraction of a share) will have the Transfer Restrictions lifted upon completion of the transfer restriction period. If an Eligible Director, etc. resigns due to other reasons, the Transfer Restrictions will not be lifted from any of the Allotted Shares.

i. The number of the Allotted Shares held by the Eligible Director, etc. at the time of resignation from the position of Eligible Director, etc.

ii. The result of dividing the number of months from the month that includes the disposal date to the month in which the Eligible director, etc. resigns from his or her position as Director or Corporate Officer of the Company by the number of months (12) in the Service Provision Period

II. Performance-contingent restricted stock

If during the Service Provision Period, an Eligible Director, etc. resigns from his or her position as Director or Corporate Officer of the Company (including due to death), the Transfer Restrictions will not be lifted from any of the Allotted Shares.

(4) Acquisition of shares by the Company free of charge

If the Board of Directors determines that an Eligible Director, etc. violates the law or internal regulations during the transfer restriction period, or if any of certain other circumstances specified in the restricted stock allotment agreement apply, the Company will naturally acquire (claw back) all of the Allotted Shares held by that Eligible Director, etc. at the time of the relevant incident, free of charge. In addition, if the Transfer Restriction period has ended or when it has been determined that the Transfer Restrictions will not be lifted based on Section (3) above, the Company will, of course, acquire free of charge the Allotted Shares whose Transfer Restrictions will not be lifted. Furthermore, in the case of performance-contingent restricted stock once the performance condition evaluation has been finalized, the Company will naturally acquire Allotted Shares free of charge if it has been determined that the Transfer Restrictions will not be lifted in light of the results of the performance evaluation.

(5) Organizational restructuring, etc.

If during the transfer restriction period, a General Meeting of Shareholders approves a major

reorganization of the Company, such as a merger agreement in which the Company is absorbed, or a stock exchange agreement in which the Company becomes a wholly owned subsidiary, or a share transfer plan, or if the Board of Directors approves a major restructuring that does not require the approval of a General Meeting of Shareholders, the Board of Directors shall resolve to remove the Transfer Restrictions immediately before the business day prior to the effective date of the organizational restructuring, etc. pertaining to a number of Allotted Shares to be determined as follows. Regarding Service-contingent restricted stock, the number of Allotted Shares held at the time of the relevant reorganization shall be multiplied by the number of months from the month that includes the disposal date until the month in which the reorganization etc. was approved, divided by the number of months (12) in the Service Provision Period (however if the result exceeds 1, it is to be considered as 1). If the resulting number of shares includes a fraction of a share, it shall be rounded down to the nearest whole number. Regarding Performance-contingent restricted stock, the number of Allotted Shares held at the time of the relevant reorganization shall be multiplied by a performance achievement factor from 0-100% according to the degree of achievement of the performance conditions during the evaluation period, and if the result includes a fraction of a share, it is rounded down to the nearest whole number. Of course, at the start of the business day prior to the effective date of the organizational restructuring, etc., the Company will acquire, free of charge, any Allotted Shares whose Transfer Restrictions have not been lifted.

(6) Share management

To prevent Eligible Directors, etc. from transferring, using for security interests, or otherwise disposing of Allotted Shares during the transfer restriction period, Allotted Shares will be administered in dedicated accounts opened by the Eligible Directors, etc. at Nomura Securities Co., Ltd. The Company has concluded a contract with Nomura Securities Co., Ltd. regarding the management of accounts in which Eligible Directors, etc. hold Allotted Shares, in order to ensure the effectiveness of Transfer Restrictions, etc. pertaining to those shares. Moreover, the Eligible Directors, etc. agree to have their accounts managed in this manner.

4. Basis for calculation of payment amount and specific amount

Disposal of treasury stock to predetermined allottees will be carried out in accordance with the System, with investment assets being paid in the form of monetary claims as restricted stock compensation for the Company's 133rd fiscal year. In order to eliminate arbitrariness in establishing the disposal price, we set it at 2,819.5 yen, which is the closing price of the Company's common stock on the Tokyo Stock Exchange prime market on June 25, 2026 (the business day prior to passage of the Board of Directors' resolution). Since this was the market price immediately preceding the day of the Board of Directors' resolution, we believe that it is a reasonable price that is not particularly advantageous.