

November 29, 2024

For immediate release

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Stock Code: 7912 (TSE Prime Market)  
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### Announcement of Secondary Offering of Shares

Dai Nippon Printing Co., Ltd. (DNP) hereby announces details of the secondary offering of its common shares (the “Secondary Offering”) that was resolved at the Board of Directors meeting held on November 29, 2024.

The Company also resolved at the Board of Directors meeting held on today to conduct a share buyback of up to 20 billion yen or 10 million shares, beginning on the business day following the delivery date of the Secondary Offering. For details about the share buyback, please refer to the “Announcement of Share Buyback” announced today.

#### 1. Secondary Offering of Shares (Secondary Offering by Means of Underwriter’s Purchase and Underwriting)

(1) Class and number of shares to be offered	DNP common stock	14,613,800 shares
(2) Seller and number of shares to be offered	Recruit Holdings Co., Ltd.	2,465,000 shares
	Oji Holdings Corporation	2,263,000 shares
	Mizuho Trust & Banking Co., Ltd.	1,737,000 shares
	Retirement benefit trust, TERUMO CORPORATION account Re-trustee	
	Custody Bank of Japan, Ltd.	
	KINDEN CORPORATION	1,548,000 shares
	TAISEI CORPORATION	1,478,000 shares
	MUFG Bank, Ltd.	1,178,700 shares
	Nippon Paper Industries Co., Ltd.	899,400 shares
	Tokio Marine & Nichido Fire Insurance Co., Ltd.	832,400 shares

Note: This document is a press release intended to serve as a public announcement regarding the Company’s stock offering; it was not created for the purpose of soliciting investments. When making investments, please be sure to use your own judgment based on perusal of the stock offering prospectus and any amendments prepared by the Company, when such documents have been created.

	The Master Trust Bank of Japan, Ltd. (Retirement benefit trust, DIC Corporation account)	523,000 shares
	Sumitomo Mitsui Trust Bank, Limited	500,000 shares
	Aioi Nissay Dowa Insurance Company, Limited	469,700 shares
	Sompo Japan Insurance Inc.	344,000 shares
	Oji Materia co., Ltd.	138,500 shares
	TSUMURA & CO.	126,700 shares
	Oji F-Tex Co., Ltd.	99,400 shares
	TERUMO CORPORATION	11,000 shares
(3) Offering price	To be determined according to the method prescribed in Article 25 of the Rules Concerning Underwriting, Etc. of Securities established by the Japan Securities Dealers Association. A provisional offering price is calculated by multiplying by 0.90 to 1.00 the closing price of DNP's common stock on the Tokyo Stock Exchange on a certain day (referred to below as the "Pricing Date") from Monday, December 9 to Thursday, December 12, 2024. If the resulting price is more than 3,000 yen, any fraction of a yen is to be rounded down to the nearest yen, and if the resulting price is 3,000 yen or less, any fraction of a yen is rounded down to the nearest 0.5 yen. If there is no closing price on the Pricing Date, the closing price of the most recent date prior to that day is used to calculate the provisional offering price. The actual offering price will be determined after taking into account the level of demand and other conditions.	
(4) Offering Method	The shares will be offered for sale and underwritten in their entirety by Daiwa Securities Co. Ltd. (the "Underwriter"). Compensation for the Underwriter will consist of the total amount obtained by deducting the underwriting price, which is the amount paid by the Underwriter to the seller, from the selling price.	
(5) Application Period	From the business day following the Pricing Date to the second business day after the Pricing Date.	
(6) Delivery date	Five business days after the Pricing Date	
(7) Application Deposit	The amount per share will be the same as the offering price.	
(8) Unit of share application	100 shares	
(9) Approval of the offering price and all other matters required for this Secondary Offering of shares	will be made at the sole discretion of Masafumi Kuroyanagi, Senior Managing Director.	

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2. Secondary Offering of Shares (Secondary Offering by Means of Over-Allotment) (See <Reference> 2. Below.)

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|---|---|
| (1) Class and number of shares to be sold   | DNP common stock 2,192,000 shares   |
|   | The above number of shares to be sold is the maximum number; it may be decreased depending on the level of demand or other conditions, or the Secondary Offering by means of over-allotment may be canceled altogether. The final number of shares to be sold will be determined on the Pricing Date, in light of the level of demand and other prevailing circumstances. |
| (2) Seller  | Daiwa Securities Co. Ltd.   |
| (3) Offering price  | To be determined on the Pricing Date. The offering price will be the same as the offering price for an offering conducted by means of underwriter's purchase and underwriting.  |
| (4) Offering Method   | Taking into consideration the level of demand and other conditions affecting the Secondary Offering conducted by means of underwriter's purchase and underwriting, Daiwa Securities Co. Ltd. will conduct a secondary offering of up to 2,192,000 shares of common stock of the Company that it will borrow from the Company's shareholders.                              |
| (5) Application Period  | The same as the application period for the Secondary Offering conducted by means of underwriter's purchase and underwriting.  |
| (6) Delivery date   | The same as the delivery date for the Secondary Offering conducted by means of underwriter's purchase and underwriting.   |
| (7) Application Deposit   | The amount per share will be the same as the offering price.  |
| (8) Unit of share application   | 100 shares  |
| (9) Approval of the offering price and all other matters required for this Secondary Offering of shares | will be made at the sole discretion of Masafumi Kuroyanagi, Senior Managing Director.   |

<Reference>

1. Purpose of the Secondary Offering

In line with DNP's Medium-term Management Plan that covers three fiscal years ending March 2026, DNP is striving to enhance its corporate value by integrating financial and non-financial strategies in order to strengthen the management base that supports its core business strategies. As part of these efforts, in October 2024 DNP carried out a 2-for-1 stock split of common shares, in order to create a more investor-friendly environment while expanding our investor base and improving the liquidity of our shares.

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We have also been actively working on the reduction of strategic share holdings as one of the priority measures among the Management Plan's financial strategies. Through discussions related to these efforts, we confirmed that some of our shareholders wish to sell their DNP shares. We responded by considering the best method for them to sell these shares from DNP's point of view, and as a result of consulting with the shareholders, DNP decided to implement a secondary offering of its shares in order to provide shareholders with an opportunity to sell their shares easily, and to further expand our shareholder base and improve liquidity.

2. Secondary offering by means of Over-Allotment, etc.

In conjunction with the Secondary Offering by means of underwriter's purchase and underwriting, as described above in "1. Secondary Offering of Shares (Secondary Offering by Means of Underwriter's Purchase and underwriting)," the Secondary Offering by means of over-allotment may also be conducted as described above in "2. Secondary Offering of Shares (Secondary Offering by Means of Over-Allotment)." If deemed appropriate in light of the level of demand and other conditions, the latter would refer to the Secondary Offering by Daiwa Securities Co. Ltd. of up to 2,192,000 shares of common stock in the Company that Daiwa Securities would borrow from DNP shareholders (referred to below as "Borrowed Shares"). This number of shares specified for the Secondary Offering by means of over-allotment represents the maximum number, and it may be decreased according to the level of demand or other conditions. It is also possible that the Secondary Offering by means of over-allotment may not be conducted at all.

If the Secondary Offering by means of over-allotment is carried out, DNP's shareholders will grant Daiwa Securities Co. Ltd. the right (known as a "green shoe option") to acquire up to the number of additional shares of DNP's common stock specified for the Secondary Offering by means of over-allotment. That right can be exercised during the period from the delivery date for both Secondary Offerings (by means of underwriter's purchase and underwriting and by means of over-allotment) until Wednesday, December 25, 2024.

During the application period for both Secondary Offerings (by means of underwriter's purchase and underwriting and by means of over-allotment, "the Application Period" below), Daiwa Securities Co. Ltd. may conduct transactions aimed at stabilizing DNP's common shares, and may use all or some of the shares purchased through such stabilizing transactions to return borrowed shares.

In addition, during the period from the day after the end of the application period to Wednesday, December 25, 2024 ("the Syndicate Cover Transaction Period"), Daiwa Securities Co. Ltd. may purchase DNP's common shares on the Tokyo Stock Exchange (called "Syndicate Cover Transactions") up to the number of shares specified for the Secondary Offering by means of over-allotment. All shares purchased through such Syndicate Cover Transactions are to be used to return borrowed shares.

Furthermore, during the Syndicate Cover Transaction Period, Daiwa Securities Co. Ltd. may, at its own discretion, decline to conduct any Syndicate Cover Transactions at

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all, or may conclude its Syndicate Cover Transactions after obtaining fewer than the number of shares that it sold in the Secondary Offering by means of over-allotment.

Daiwa Securities Co. Ltd. will exercise its green shoe option for the number of shares that it sold by over-allotment minus the number of shares acquired through stabilizing transactions and Syndicate Cover Transactions in order to return Borrowed Shares.

Whether or not to conduct the Secondary Offering by means of over-allotment, as well as the number of shares to be sold by means of over-allotment, will be determined on the Pricing Date. If the Secondary Offering by means of over-allotment is not to be conducted, Daiwa Securities Co. Ltd. will not borrow DNP's common shares from DNP shareholders, the shareholders will not grant a green shoe option to Daiwa Securities, and there will be no Syndicate Cover Transactions through the Tokyo Stock Exchange.

### 3. Lock-up

DNP has agreed with Daiwa Securities Co. Ltd. that during the period beginning on the Pricing Date and ending on the 180th day from the Secondary Offering delivery date ("the Lock-Up Period"), it will not issue DNP's shares, securities that may be converted into or exchanged for DNP's shares, or securities representing the right to acquire or receive DNP's shares (excluding the issuance of DNP's common shares in connection with a stock split or gratis allotment of shares, etc.), without prior written consent from Daiwa Securities Co. Ltd.

However, even when the restrictions described above apply, Daiwa Securities Co. Ltd. has the right to cancel part or all of the agreement at its discretion, even during the lock-up period.

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