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For immediate release

Company Name:	Dai Nippon Printing Co., Ltd.
Stock Code:	7912 (TSE Prime Market)
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**Announcement regarding the Tender Offer for
the Shares of “AUSTRIACARD HOLDINGS AG”, a listed Austrian company**

Dai Nippon Printing Co., Ltd. (“DNP”) hereby announces that, on May 13 (Japan time), it decided to make a public takeover offer to acquire AUSTRIACARD HOLDINGS AG (registered office: Vienna, Austria; listed on the Vienna Stock Exchange and the Euronext Athens Exchange; hereinafter “AUSTRIACARD”), which operates smart payment card, citizen identity solutions and variable security printing businesses across Europe, Africa and North America (the “Tender Offer” or the “Transaction”).

DNP, on the same day, entered into, with AUSTRIACARD, a memorandum of understanding setting out the strategic framework with AUSTRIACARD. Also, DNP entered into, with Mr. Nikolaos Lykos, AUSTRIACARD’s largest shareholder, an irrevocable undertaking on the acceptance of the Tender Offer in respect of his shareholding of approximately 74.58% of AUSTRIACARD’s issued share capital. Pursuant to such related agreements, DNP will implement the Tender Offer for all ordinary shares of AUSTRIACARD. The offer price will be at EUR 10.0 per ordinary share (*cum* dividend), valuing the entire issued share capital at EUR 364 million (approximately JPY 67.7 billion).

1. Purpose of the Transaction

In its mid-term management plan for FY2026–FY2028, announced on 17 March 2026, DNP has identified the information security-related business as a strategic area of focus, outlining intentions for proactive investment and continued expansion. As part of its growth strategy in this sector, DNP aims to (i) introduce high value-added services to the market, (ii) increase market share through collaboration with partner companies, and (iii) invest in promising markets within emerging countries anticipated to experience significant economic development.

AUSTRIACARD group was established in 1897 and specializes in providing smart payment cards, citizen identity solutions, and variable security printing businesses across Europe, Africa, and North America. In its payment card division, AUSTRIACARD manufactures and personalizes cards mainly for banks and fintech companies in Europe and USA, producing around 100 million cards annually. Additionally, AUSTRIACARD is advancing its business strategy by promoting digital technologies and developing solutions that incorporate AI and other innovations.

The Transaction is intended to enhance and strengthen DNP’s global information security-related business by combining DNP’s strong foundation in Asia with AUSTRIACARD’s established presence in Europe, Africa and North America. DNP also expects the combination to leverage complementary geographic coverage, technological capabilities and cross-selling opportunities, while further reinforcing its position as a global provider of differentiated, high-security solutions.

Furthermore, AUSTRIACARD has an established history of supplying national ID cards and ballot papers across Africa, a region poised for continued population growth and economic advancement. Following the Transaction, DNP anticipates realizing synergies through collaboration with Rubicon SEZC (the holding company of Laxton Group)—acquired by DNP in 2025—which specializes in government-focused ID authentication services in Africa, supporting personal information registration and verification processes.

2. Overview of AUSTRIACARD

(1) Name	AUSTRIACARD HOLDINGS AG		
(2) Location	Vienna, Austria		
(3) Title and Name of Representative	Chairman of the Management Board & Group CEO, Emmanouil Kontos		
(4) Business Description	Smart Payment card and ID card manufacturing business, security printing business		
(5) Share Capital (EUR)	36,353,868		
(6) Year of Establishment	2010 (Group established in 1897)		
(7) Major shareholders and shareholding ratio	Mr. Nikolaos Lykos 74.58%		
(8) Relationship with DNP	Capital	Not applicable.	
	Personal	Not applicable.	
	Business	Not applicable.	
(9) Consolidated operating results and financial position for the past three years			
Fiscal Year end (EUR million)	December 2023	December 2024	December 2025
Consolidated net assets	107.2	124.8	135.9
Consolidated total assets	321.7	331.6	327.8
Consolidated net assets per share (EUR)	2.93	3.45	3.68
Consolidated net sales	364.6	392.3	360.2
Consolidated operating income	31.4	34.1	29.7
Consolidated ordinary income	21.0	25.9	21.6
Net income attributable to owners of the parent	15.8	19.0	14.7
Net income per share (EUR)	0.44	0.52	0.41

3. Overview of the Tender Offer

(1) Tender Offeror	Dai Nippon Printing Co., Ltd.
(2) Target	AUSTRIACARD HOLDINGS AG
(3) Tender Offer period	Intended to commence in mid-June 2026 and expiring between early July and late August 2026 (i.e. four (4) to ten (10) weeks) (the “Initial Acceptance Period” (Note 1))
(4) Tender Offer price	EUR 10.0 per share (<i>cum</i> dividend)
(5) Funds required for the Tender Offer	Approx. EUR 273 million to EUR 364 million
(6) Conditions precedent to the consummation of the Tender Offer	The Tender Offer will be made subject to (i) tenders of shares representing 75% (i.e. minimum acceptance threshold) or more of AUSTRIACARD’s issued ordinary shares, (ii) approvals under foreign direct investment regulations in Austria, Greece and Romania (the “FDI Clearances”), (iii) approvals under competition laws in Austria, Germany and Turkey (the “Merger Control Clearances”), and (iv) various other conditions customarily provided for in transactions of a similar nature. Notwithstanding the foregoing, pursuant to the applicable local laws and regulations of Austria, the Company intends to commence the Tender Offer regardless of whether the FDI Clearances and the Merger Control Clearances are obtained. However, even if the minimum acceptance threshold condition is satisfied at the end of the Initial Acceptance Period, if all of the FDI Clearances and the Merger Control Clearances have not been obtained by that time, settlement will not be effected until all such clearances have been completed.

(Note 1) The Initial Acceptance Period will be set out in the offer document. If the minimum acceptance threshold is achieved at the end of the Initial Acceptance Period, an additional acceptance period of three (3) months will be set in accordance with the applicable local laws and regulations of Austria in order to provide the remaining shareholders with an opportunity to sell their shares.

4. Number of Shares to be Acquired, Acquisition Price, and Shareholding Before and After the Acquisition

(1) Number of shares held before the acquisition	0 shares (voting rights ownership ratio: 0.0%)
(2) Number of shares to be acquired	27,265,401 shares to 36,353,868 shares
(3) Acquisition price in total	Approx. EUR 273 million to EUR 364 million (Approx. JPY 50.8 billion to JPY 67.7 billion) (Note 2)
(4) Number of shares held after the acquisition	27,265,401 shares to 36,353,868 shares (voting rights ownership ratio: 75.0% to 100.0%)

(Note 2) Converted at the average TTM exchange rate in April 2026 of JPY 186.15 per EUR 1.00.

5. Outlook

We plan to complete the acquisition of the shares in the second quarter of fiscal year ending March 2027, and AUSTRIACARD is expected to become our consolidated subsidiary, with the timing subject to change depending on when the FDI Clearances and the Merger Control Clearances are obtained. The impact of the Transaction on the Company's consolidated financial results for the fiscal year ending March 2027 is expected to be immaterial; however, if any matter requiring disclosure arises in the future, the Company will promptly make disclosure.

INFORMATION

This announcement only constitutes a high-level summary of certain key terms and conditions of the Transaction; only the offer document (if and when published in accordance with the Austrian Takeover Act) is decisive. Details on the scope and terms of the offer, including without limitation the minimum acceptance threshold and other conditions precedent, the acceptance period and the procedure for accepting the offer, will be set out in the offer document. Subject to non-prohibition of its publication, the offer document will be made available on the websites of DNP (www.global.dnp/index.html), AUSTRIACARD (www.austriacard.com) and the Austrian Takeover Commission (*Österreichische Übernahmekommission*) (www.takeover.at) in due course.