

December 14, 2022

For immediate release

Company Name: Dai Nippon Printing Co., Ltd.  
Stock Code: 7912 (TSE Prime Market)  
Name of Representative: Yoshinari Kitajima, President  
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### **Notice of Reorganization of BPO Business Promotion Structure through Company Split**

Dai Nippon Printing Co., Ltd. (DNP), at a meeting of its Board of Directors held today, resolved to reorganize the DNP Group's business process outsourcing (BPO) business promotion framework.

DNP plans to establish DNP CoArise Co., Ltd. as a company split preparatory company in mid-January 2023. Then, effective April 1, 2023, BPO service divisions belonging to the Company and its wholly-owned subsidiary DNP Data Techno Co. Ltd. will be transferred to the split preparation company by means of a company split.

Because this reorganization involves only the Company and its wholly-owned subsidiary, some items and details are omitted from this disclosure.

#### 1. Objective of the company split

DNP and DNP Data Techno Co., Ltd. have been providing BPO services that utilize assets such as advanced security environments and expertise in business design in order to solve the myriad business issues faced by our customers.

In order to further strengthen and expand our BPO services, improve their quality and develop one-stop services with higher added value, we will consolidate planning, design, operation, and system functions. We intend to establish dynamic, growth-oriented operations within our customers' businesses, and support ongoing improvement, problem solving and promotion of structural reform in addition to generating comprehensive new value.

#### 2. Outline of the company split

##### (1) Schedule for the company split

Board of Directors resolution to implement company split	December 14, 2022
Scheduled date for concluding the company split agreement (scheduled date)	February 1, 2023
Effective date of the company split (scheduled date)	April 1, 2023

Note: Because this action satisfies the conditions for a simplified absorption-type company split as stipulated in Article 784, Clause 2 of the Companies Act, the Company will implement this company split without a resolution to approve the company split agreement at the General Meeting of Shareholders.

(2) Method by which the company will be split

This will be an absorption-type company split in which DNP and DNP Data Techno Co., Ltd. are the splitting companies and DNP CoArise Co., Ltd. (company split preparatory company) will be the succeeding company.

(3) Allocations related to the company split

There will be no allocations of stock, cash, etc. as a result of this split.

(4) Treatment of stock acquisition rights and bonds with stock acquisition rights related to the company split

Not applicable

(5) Capital decrease, etc. resulting from the company split

DNP's capital will not change as a result of this company split.

(6) Rights and obligations to be assumed by the succeeding company

The succeeding company in this company split will assume from the splitting companies certain assets that are necessary for the relevant operations to be split, as well as the contractual status with all business partners in relation to those operations.

(7) Expected fulfillment of obligations

The succeeding company in this company split has determined that it should have no problems in fulfilling its obligations on or after the effective date of the company split.

3. Outline of the companies involved in this company split

	(as of March 31, 2022)
(1) Company name	Dai Nippon Printing Co., Ltd. (splitting company)
(2) Business details	Printing business, Beverages business
(3) Establishment date	January 19, 1894
(4) Head office address	1-1-1, Ichigaya-Kagacho, Shinjuku-ku, Tokyo
(5) Representative position and name	Yoshinari Kitajima, President
(6) Capital	114,464 million yen
(7) Shares outstanding	317,240,346 shares

(8)	Fiscal year-end date	March 31										
(9)	Number of Employees	36,542 (consolidated)										
(10)	Major shareholders and equity stakes	<table> <tr> <td>The Master Trust Bank of Japan, Ltd. (Trust Account)</td> <td>19.29%</td> </tr> <tr> <td>Custody Bank of Japan, Ltd. (Trust Account)</td> <td>6.49%</td> </tr> <tr> <td>The Dai-ichi Life Insurance Co., Ltd.</td> <td>3.44%</td> </tr> <tr> <td>Employees' Shareholding Association</td> <td>2.95%</td> </tr> <tr> <td>Mizuho Bank, Ltd.</td> <td>2.12%</td> </tr> </table>	The Master Trust Bank of Japan, Ltd. (Trust Account)	19.29%	Custody Bank of Japan, Ltd. (Trust Account)	6.49%	The Dai-ichi Life Insurance Co., Ltd.	3.44%	Employees' Shareholding Association	2.95%	Mizuho Bank, Ltd.	2.12%
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Employees' Shareholding Association	2.95%											
Mizuho Bank, Ltd.	2.12%											
(11)	Financial conditions and operating results for the latest fiscal year	Fiscal year ended March 31, 2022 (consolidated)										
	Net assets	1,148,413 million yen										
	Total assets	1,876,647 million yen										
	Net assets per share	4,057.98 yen										
	Net sales	1,344,147 million yen										
	Operating income	66,788 million yen										
	Ordinary income	81,249 million yen										
	Net Income attributable to parent company shareholders	97,182 million yen										
	Net income per share	355.84 yen										

		(as of March 31, 2022)
(1)	Company name	DNP Data Techno Co., Ltd. (splitting company)
(2)	Business details	Manufacture and sale of various types of business forms and plastic cards; BPO services
(3)	Establishment date	July 1, 1998
(4)	Head office address	4-5-1 Nishikicho, Warabi, Saitama Prefecture
(5)	Representative position and name	Yuki Nakanishi, President
(6)	Capital	100 million yen

(7)	Shares outstanding	2,000 shares
(8)	Fiscal year-end date	March 31
(9)	Number of Employees	3,125
(10)	Major shareholders and equity stakes	Dai Nippon Printing Co., Ltd. 100%
(11)	Financial conditions and operating results for the latest fiscal year	Fiscal year ended March 31, 2022 (non-consolidated)
	Net assets	38,981 million yen
	Total assets	56,437 million yen
	Net assets per share	19,490,966.38 yen
	Net sales	148,899 million yen
	Operating income	826 million yen
	Ordinary income	969 million yen
	Net income	1,129 million yen
	Net income per share	564,616.60 yen

(1)	Company name	DNP CoArise Co., Ltd. (succeeding company)
(2)	Business details	BPO business, Consulting business
(3)	Establishment date	middle of January 2023 (planned)
(4)	Head office address	1-1-1, Ichigaya-Kagacho, Shinjuku-ku, Tokyo
(5)	Representative position and name	Yukio Saito, President (planned)
(6)	Capital	100 million yen
(7)	Shares outstanding	4,000 shares
(8)	Fiscal year-end date	March 31
(9)	Number of Employees	1,090 (planned)

Major (10) shareholders and equity stakes	Dai Nippon Printing Co., Ltd.      100%
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4. Outline of business division to be split

- Dai Nippon Printing Co., Ltd.

BPO service division

Assets and liabilities to be split (expected on March 31, 2023)

Current assets	1,670 million yen
Fixed assets	10 million yen

- DNP Data Techno Co., Ltd.

BPO service division

Assets and liabilities to be split (expected on March 31, 2023)

Current assets	3,330 million yen
Fixed assets	500 million yen

Note: Operating results for the divisions to be split are not listed because as BPO service divisions, their sales are difficult to calculate.

5. Status of splitting companies and succeeding company after the company split

- DNP and DNP Data Techno Co., Ltd. (splitting companies)

There will be no changes to the company name, head office location, position and name of representative, business content, capital, or fiscal year.

- DNP CoArise Co., Ltd. (succeeding company)

There will be no changes to the company name, head office location, position and name of representative, business content, capital, or fiscal year.

6. Future outlook

This restructuring will have no impact on our consolidated performance because the only parties involved will be DNP itself and its wholly-owned subsidiary. The impact on non-consolidated performance will be insignificant.