



July 31, 2023

Filing Company: Roland DG Corporation
Representative: Kohei Tanabe, President, Representative Director
Listing: Prime, Tokyo Stock Exchange (Stock Code: 6789)
Contact: Kazuhiro Ogawa, Managing Executive Officer and President of Corporate Division
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Notice of Share Acquisition (Conversion into Subsidiary) in Europe

Roland DG Corporation (hereinafter, “the company”) has announced that the resolution of the Board of Directors’ meeting held on July 31, 2023 to acquire shares in UAB Dimense print (hereinafter, “Dimense”) located in Lithuania (conversion into subsidiary).

1. Purpose of Acquisition

The group is engaged in a three-year medium-term business plan (FY2021 – FY2023) based on the core strategies of transforming the company into a lean organization and transforming the business portfolio aimed at transitioning from the business model that relies on eco-solvent printer for production of traditional signboards (advertising, etc.). In Digital Fabrication, which is positioned as a growth area, we will provide printers, cutting machines and 3D products to enable on-demand production of a wide variety of products at low volumes, including for personalized requests or customized requests for meeting niche demand. This acquisition is part of the company's efforts to transform its business portfolio by expanding sales in Digital Fabrication.

In the wallpaper market, where mass production using analog processes is the mainstream, there is a growing need for high-mix, low-volume, on-demand digital printing. UAB VEIKA has developed DIMENSE™^{*1} and Ecodeco™^{*2} and has increased awareness of both brands. Dimense is a subsidiary of UAB VEIKA and has inherited the company's high technological capabilities in the research and development of wallpaper materials and inks.

We plan to expand our business in the wallpaper market and have decided to enter the market on a full scale by acquiring the shares of Dimense, which operates in this market. In addition, the embossing technology of DIMENSE™ has great potential as it can be used in various applications such as plaster molds. By making DIMENSE a consolidated subsidiary of our company, we will increase our presence in the wallpaper market, promote the creation and market development of new applications with high added value, and expand our Digital Fabrication business by leveraging the synergistic effects of digital wallpaper printing solutions using wallpaper materials and inks, the product development and production technology of our group, and our global sales network.

^{*1} DIMENSE™ is a brand of wallpaper solutions realized through digital printing by combining proprietary inks and wallpaper materials. The unparalleled embossed expression allows for creative and luxurious expression and on-demand production of high value-added wallpaper designs. In addition, the ink is water-based and the wallpaper is made of PVC-free unique materials, making it an environmentally friendly solution.

^{*2} Ecodeco™ is a brand of wallpaper material that, unlike traditional vinyl-based wallpaper, is manufactured from a special polymer compound that is environmentally friendly. The material is widely used in food packaging, children's toys, medical devices, and contains no other harmful chemicals.

2. Outline of the Subsidiary Subject to Change

(1) Name	UAB Dimense print
(2) Location	Baltosios Vokes g.37, Vilnius, Lithuania LT-02243
(3) Name of representative	Aleksey Etin
(4) Business activities	Development, manufacture and sales of wallpaper materials, inks and printers
(5) Capital stock	2,000 euros
(6) Major shareholder; Its shareholding ratio	UAB VEIKA 95.0% Individual(1) 5.0%
(7) Relationship between the Company and the said company	Not applicable.
(8) Operating results and financial position of UAB Dimense print for the last three years Since Dimense was established less than a year ago, its operating results and provisional status are not stated.	

3. Outline of the Counterparties to the Share Acquisition

(1) Name	UAB VEIKA	
(2) Location	Baltosios Vokes g.37, Vilnius, Lithuania LT-02243	
(3) Representative title and name	CEO Aleksey Etin	
(4) Business activities	Development, manufacture and sales of wallpaper and ink	
(5) Date of foundation	March, 1991	
(6) Major shareholder; Its shareholding ratio	Founding family 100%	
(7) Relationship between the Company and the said company	Capital relationship	Not applicable.
	Personal relationship	Not applicable.
	Business relationship	The Company has a business relation with UAB VEIKA involving the sales of products and merchandise, etc.

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

(1) Number of shares held before Share Acquisition	—
(2) Number of shares to be acquired in the Share Acquisition	10,020 shares
(3) The Acquisition Price	Regarding the acquisition price, we refrain from disclosing it due to an agreement with Dimense. In addition, in calculating the acquisition price, we asked an outside expert to conduct due diligence, comprehensively considered the stock valuation, and determined that it was fair and appropriate at the Board of Directors meeting.

(4) Number of Shares owned after the Acquisition	10,020 shares (Ratio of voting rights held 50.1%)
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5. Schedule

(1) Resolution at the Board of Directors	July 27, 2023
(2) Representative director decision date	July 31, 2023
(3) Date of execution of the share purchase agreement	July 31, 2023
(4) Date of transfer of the shares	Late Sep. 2023 (Planned)

*At the Board of Directors held on July 27, 2023, we resolved to leave the final decision on the conclusion of contracts related to the Acquisition and the Acquisition discretionary to the Representative Director to the extent consistent with the content of the resolution.

6. Future outlook

The impact of the Share Acquisition on the Company's consolidated financial results for the fiscal year ending December 31, 2023, is immaterial.