



May 7, 2025

To whom it may concern

Company	DMG MORI CO., LTD.
Name	Masahiko Mori
Representative	President and Representative Director (Securities Code: 6141 Tokyo Stock Exchange, Prime Section)
Contact	Hirotake Kobayashi Executive Vice President, Chief Financial Officer (TEL +81-(0)3-6758-5900)

Notice on Fundraising by Fifth Perpetual Subordinated Bonds (with Subordinated Covenant) to Replace the Existing Hybrid Financing

DMG MORI CO., LTD. (hereinafter “the Company”) considers fundraising through a public offering of Perpetual Subordinated Bonds (with Subordinated Covenant) (hereinafter “the Subordinated Bonds”) and Perpetual Subordinated Loans (with Subordinated Covenant) (hereinafter “the Subordinated Loans”) to replace the existing hybrid financing.

The maximum amount of hybrid financing including the Subordinated Bonds and the Subordinated Loans is 57.0 billion yen, and their breakdown will be determined by holistic evaluation of different factors including the demand and market environment.

Please find below the Company’s decision about issuance of the Subordinated Bonds:

As for the overview of the Subordinated Bonds, please refer to descriptions in the following, as well as the Amendment to Shelf Registration Statement submitted to the Director General of the Kanto Local Finance Bureau today. The Company’s shares will not be diluted since the conversion of the Subordinated Bonds into common stocks is excluded. Evaluation of the equity credit of the Subordinated Bonds by rating agencies is expected to be equivalent to or higher than the existing Subordinated Bonds.

Overview of the Subordinated Bonds (planned):

- | | |
|---------------------------------|--|
| (1) Type of the Corporate Bonds | Fifth callable perpetual subordinated unsecured bonds with interest deferral options and optional redemption clause (with subordinated covenant) |
| (2) Total Amount | To be decided |
| (3) Contract Date | To be decided |

This notice on fundraising by fifth Perpetual Subordinated Bonds (with Subordinated Covenant) to replace the existing hybrid financing is an announcement made in the interest of public disclosure and in no way whatsoever has it been prepared for the purpose of solicitation for investment.

- | | |
|---------------------|---|
| (4) Execution Date | To be decided |
| (5) Redemption Date | No redemption date specified.
Provided, however, that on the first optional redemption date (five years after issuance) and each of the following interest payment dates thereafter, optional redemption of all (not part of) the principal is possible. |
| (6) Underwriters | Mizuho Securities Co., Ltd., Nomura Securities Co., Ltd. and SMBC Nikko Securities Inc. |

Overview of the existing hybrid financing (to be replaced by the Subordinated Bonds and the Subordinated Loans)

- | | |
|-----------------------|---|
| (1) Type of the Loans | First Perpetual Subordinated Loans (with Subordinated Covenant) |
| (2) Total Amount | 40.0 billion yen (20.0 billion yen remaining) |
| (3) Execution Date | September 20, 2016 |
| (4) Repayment Date | No repayment date specified.
Provided, however, that on each interest payment date after September 20, 2021, optional repayment of all or part of the principal is possible. |
| (1) Type of the Loans | Second Perpetual Subordinated Loans (with Subordinated Covenant) |
| (2) Total Amount | 37.0 billion yen |
| (3) Execution Date | August 31, 2020 |
| (4) Repayment Date | No repayment date specified.
Provided, however, that on each interest payment date after August 29, 2025, optional repayment of all or part of the principal is possible. |

This notice on fundraising by fifth Perpetual Subordinated Bonds (with Subordinated Covenant) to replace the existing hybrid financing is an announcement made in the interest of public disclosure and in no way whatsoever has it been prepared for the purpose of solicitation for investment.