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In the event of any discrepancy between this translated document and the Japanese original document, the latter shall prevail.

Date: February 10, 2026

**Consolidated Financial Results for the Fiscal year ended December 31, 2025 (Under IFRS)**

**(All financial information has been prepared based on the original Japanese-language document, Summary of Consolidated Financial Statements for the Fiscal Year 2025 announced on February 10, 2026)**

Listed company name: DMG MORI CO., LTD.  
 Stock exchange listing: Prime Section of Tokyo Stock Exchange  
 Code Number: 6141 URL: <https://www.dmgmori.co.jp>  
 Company Representative: Masahiko Mori, President  
 Contact Person: Hirotake Kobayashi, Executive Vice President, Chief Financial Officer  
 Phone: +81-(0)3-6758-5900

Expected date of the ordinary general shareholders' meeting: March 27, 2026

Filing date of financial statements: March 27, 2026

Estimated starting date of dividend payment: March 30, 2026

Preparation of supplementary explanatory materials: Yes

Holding of annual earnings release conference: Yes

1. Consolidated financial results of the fiscal year ended December 31, 2025 (from January 1, 2025 to December 31, 2025)

(Note: All amounts less than one million are disregarded)

(1) Consolidated operating results

(% of change from same period in the previous year)

|                                     | Sales revenues |       | Operating profit |        | Profit before income taxes |        | Profit      |        | Profit attributable to owners of the parent |        | Comprehensive income |        |
|-------------------------------------|----------------|-------|------------------|--------|----------------------------|--------|-------------|--------|---|--------|----------------------|--------|
|                                     | million yen    | %     | million yen      | %      | million yen                | %      | million yen | %      | million yen                                 | %      | million yen          | %      |
| Fiscal year ended December 31, 2025 | 514,976        | (4.8) | 18,974           | (56.6) | 28,158                     | 27.6   | 24,197      | 203.1  | 24,033                                      | 212.1  | 48,422               | 104.1  |
| Fiscal year ended December 31, 2024 | 540,945        | 0.3   | 43,726           | (21.0) | 22,068                     | (55.1) | 7,983       | (76.7) | 7,700                                       | (77.3) | 23,720               | (44.1) |

|                                     | Basic earnings per share | Diluted earnings per share | Return on equity attributable to owners of the parent | Ratio of profit before income taxes to total assets | Ratio of operating profit to sales revenues |
|-------------------------------------|--------------------------|----------------------------|---|---|---|
|                                     | yen                      | yen                        | %   | %   | %   |
| Fiscal year ended December 31, 2025 | 155.60                   | 155.60                     | 7.3   | 3.4   | 3.7   |
| Fiscal year ended December 31, 2024 | 43.60                    | 42.51                      | 2.6   | 2.8   | 8.1   |

(Note 1) Earnings per share is calculated based on the profit which excludes profit attributable to owners of other equity instruments.

(Note 2) Effective from the first quarter of the fiscal year ended December 31, 2024, DMG MORI Co., Ltd. (the "Company") has classified the operations related to Ulyanovsk Machine Tools ooo, a business base in Russia, as discontinued operations. As a result, sales revenues and operating profit are presented only in the amounts of continuing operations, which exclude discontinued operations. The amounts of profit before income taxes, profit and profit attributable to owners of the parent include the results of discontinued operations.

(2) Consolidated financial position

|                   | Total assets | Total equity | Equity attributable to owners of the parent | Ratio of equity attributable to owners of the parent to total assets | Equity attributable to owners of the parent per share |
|-------------------|--------------|--------------|---|--|---|
|                   | million yen  | million yen  | million yen                                 | %  | yen   |
| December 31, 2025 | 868,965      | 342,155      | 340,484                                     | 39.2   | 2,444.41  |
| December 31, 2024 | 797,567      | 316,480      | 314,522                                     | 39.4   | 2,224.02  |

(Note) Ratio of equity attributable to owners of the parent and equity per share attributable to owners of the parent are based on the equity amount which includes amounts of other equity instruments.

### (3) Consolidated cash flows

|                   | Cash flows from operating activities | Cash flows used in investing activities | Cash flows used in financing activities | Cash and cash equivalents at end of period |
|-------------------|--------------------------------------|---|---|--|
|                   | million yen                          | million yen                             | million yen                             | million yen                                |
| December 31, 2025 | 25,984                               | (11,214)                                | (20,355)                                | 39,859                                     |
| December 31, 2024 | 44,579                               | (38,195)                                | (5,664)                                 | 41,747                                     |

### 2. Cash dividends

|                              | Dividends per share |       |     |          |        | Total cash dividends | Payout ratio   | Ratio of dividends to equity attributable to owners of the parent |
|------------------------------|---------------------|-------|-----|----------|--------|----------------------|----------------|---|
|                              | 1Q                  | 2Q    | 3Q  | Year-end | Annual | (Annual)             | (Consolidated) | (Consolidated)  |
|                              | yen                 | yen   | yen | yen      | yen    | million yen          | %              | %   |
| December 31, 2024            | -                   | 50.00 | -   | 50.00    | 100.00 | 14,157               | 229.3          | 4.6   |
| December 31, 2025            | -                   | 50.00 | -   | 55.00    | 105.00 | 14,766               | 67.5           | 4.5   |
| December 31, 2026 (forecast) | -                   | 50.00 | -   | 55.00    | 105.00 |                      | 180.4          |   |

### 3. Consolidated financial forecast for fiscal year 2026 (January 1, 2026 to December 31, 2026)

(% of change from same period in the previous year)

|                | Sales revenues |     | Operating profit |      | Profit attributable to owners of the parent |        | Basic earnings per share |
|----------------|----------------|-----|------------------|------|---|--------|--------------------------|
|                | million yen    | %   | million yen      | %    | million yen                                 | %      | yen                      |
| Full Year 2026 | 535,000        | 3.9 | 22,500           | 18.6 | 10,500                                      | (56.3) | 58.20                    |

(Note) Exchange rate used for consolidated financial forecast for the fiscal year 2026: JPY 150.0/USD 175.0/EUR

(Fiscal year 2025: JPY 149.7/USD, 169.0/EUR)

#### \* Notes

(1) Significant changes in the scope of consolidation during the period: None

(2) Changes in accounting policies and changes in accounting estimates

(i) Changes in accounting policies required by IFRS: None

(ii) Changes in accounting policies due to other reasons: None

(iii) Changes in accounting estimates: None

(3) Number of issued shares (ordinary shares)

(i) Total number of issued shares at the end of the period (including treasury shares)

As of December 31, 2025 142,325,934 shares

As of December 31, 2024 141,955,590 shares

(ii) Number of treasury shares at the end of the period

As of December 31, 2025 3,034,960 shares

As of December 31, 2024 534,464 shares

(iii) Average number of shares outstanding during the period

Fiscal year ended December 31, 2025 141,305,496 shares

Fiscal year ended December 31, 2024 137,364,991 shares

(Reference) Overview of non-consolidated financial results

Non-consolidated financial results for the fiscal year ended December 31, 2025 (from January 1, 2025 to December 31, 2025)

(1) Non-consolidated operating results

(% of change from same period in the previous year)

|  | Sales revenues |        | Operating profit (loss) |   | Ordinary profit |        | Profit      |        |
|--|----------------|--------|-------------------------|---|-----------------|--------|-------------|--------|
|  | million yen    | %      | million yen             | % | million yen     | %      | million yen | %      |
| Fiscal year ended<br>December 31, 2025 | 111,282        | 4.9    | (8,376)                 | - | 13,221          | 248.8  | 12,947      | 391.7  |
| Fiscal year ended<br>December 31, 2024 | 106,045        | (22.4) | (16,689)                | - | 3,791           | (85.3) | 2,633       | (90.6) |

|  | Basic earnings<br>per share | Diluted earnings<br>per share |
|--|-----------------------------|-------------------------------|
|  | yen                         | yen                           |
| Fiscal year ended<br>December 31, 2025 | 91.52                       | -                             |
| Fiscal year ended<br>December 31, 2024 | 19.15                       | -                             |

(2) Non-consolidated financial position

|  | Total assets | Total net assets | Equity ratio | Net assets per share |
|--|--------------|------------------|--------------|----------------------|
|  | million yen  | million yen      | %            | yen                  |
| Fiscal year ended<br>December 31, 2025 | 505,438      | 167,183          | 33.1         | 1,198.93             |
| Fiscal year ended<br>December 31, 2024 | 491,158      | 172,185          | 35.1         | 1,216.22             |

- Financial results reports are exempt from audit conducted by certified public accountants or an audit firm.

- Proper use of the financial forecasts and other notes

(Precautions regarding future descriptions)

The above forecast is based on information available as of the release of this report and assumptions of several uncertain factors which may affect the company's results. Actual results might be different from the above estimates due to subsequent changes in the circumstances. Regarding Fiscal Year 2026 (Forecast), please see "1. Overview of Operating Results, etc. (2) Forecast for the fiscal year 2026" on page 3.

(How to obtain supplementary explanatory materials for financial results)

The supplementary explanatory material for the financial results is scheduled to be posted on the Company's website on February 10, 2026 (Tuesday).

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## 1. Overview of Operating Results, etc.

### (1) Overview of operating results

For the fiscal year 2025 (from January 1 to December 31), the sales revenues were JPY 515.0 bn. (EUR 3,047 mil.), the operating profit was JPY 19.0 bn. (EUR 112 mil.), the profit before income taxes was JPY 28.2 bn. (EUR 167 mil.) and the profit attributable to owners of the parent was JPY 24.0 bn. (EUR 142 mil.). (Euro amount is converted from yen at 169.0 yen, the average exchange rate between January 1 and December 31, 2025).

Consolidated orders for FY2025 totaled JPY 523.4 bn., an increase of 6% compared to FY2024 (January -December). On a quarterly basis, FY2025 turned positive from the third quarter (July-September). Orders for the third and fourth quarters were JPY 133.3 bn. (up 16% year-on-year) and JPY 141.5 bn. (up 24% year-on-year), respectively. The average machine order unit price increased significantly to JPY 79.6 mil. (JPY 71.0 mil. in FY2024) and EUR 471 thousand (EUR 433 thousand in FY2024). Orders for MRO (Maintenance, Repair, Overhaul), spare parts, and engineering remained steady at JPY 125.9 bn. on the same level as FY2024, accounting for 24% of all orders. By region, order intake was strong in EMEA, the Americas, and India. Driven by the strong order intake in EMEA, orders in Europe (including Germany) increased by 5% year-on-year (55% of the total) and by 15% in the Americas (24% of the total). China (6% of the total) remained stable, Japan (10% of the total) was unchanged, and Asia excluding China (5% of the total) dropped by 10%. By industry, orders for aviation, space, defense, medical, power, and energy remained strong. In addition, orders for data processing, semiconductors, and telecommunications have recovered since the fourth quarter (October-December).

The machine order backlog increased from JPY 218.0 bn. at the end of December 2024 to JPY 240.0 bn. at the end of December 2025 and is expected to support sales growth in FY2026. In addition, the consolidated order forecast for FY2026 is expected to increase by 3% from FY2025 to JPY 540.0 bn.

At DMG MORI, we promote MX (Machining Transformation) and provide customers with high value-added solutions through process integration, automation, and DX to benefit our society with higher productivity and reduced environmental impact (GX). We will further accelerate our efforts to promote sustainability and grow together with our customers.

In April 2025, we reopened Nara Campus as one of the world's largest system solution factories. By providing high quality automation systems through a comprehensive one stop framework, we have significantly reduced the lead time required until start up at our customers' production sites. Going forward, we will continue to strengthen our organizational structure to ensure prompt and flexible responses to the diverse needs of our customers.

Also, we launched the NTX 3rd Generation series of mill turn centers, the NHX 4th Generation series of horizontal machining centers, and the NLX 2500 2nd Generation with a 1,250 mm distance between centers specification, thus further advancing process integration and energy efficiency across our product lineup with shorter cycle times by enhanced cutting performance and higher axis speeds, longer periods of stable operation, and reduced environmental impact with advanced chip management technologies. In addition, we have developed a wide range of solutions to accelerate our customers' productivity, including the "MATRIS WPH" automation package system for integrated workpiece and pallet handling as well as "CELOS VISUALprogramming 3D," a software solution that automatically recognizes part geometry from 3D models to generate machining programs. DMG MORI will continue to promote MX and contribute to sustainable production with its products.

In addition, we continued promotion of our latest machine tools and automation systems at EMO in Hannover, Germany, and CIMT in China with focus on hands-on MX experience.

In January 2026, we were honored to earn a place on the A List for climate action in the CPD 2025 survey for the second consecutive year and an "A" rating for our proactive approach to identifying and managing water risks. In February 2025, our largest production site in Iga, Mie Prefecture, started the full-scale operation of Japan's largest solar power generation system for self-use, covering approx. 30% of Iga Campus' annual electricity needs and reducing CO2 emissions by approx. 6,000 tons per year. In August, we officially joined the international environmental initiative "RE100," thus committing ourselves to providing 100% of the electricity required for our business activities with renewable energy in the future. Specifically, we hereby declare that the Group will increase the proportion of RE100-compliant renewable electricity to 90% by 2035 and 100% by 2040. Additionally, in July, we signed the world's largest sustainability initiative advocated by the United Nations, the "United Nations Global Compact (UNGC)," registered as a participating company, and joined the Global Compact Network Japan (GCNJ), which consists of Japanese companies that signed the UNGC. We will contribute to the realization of a sustainable society through our corporate activities and further strengthen our ESG (Environmental, Social, and Governance) initiatives in deep cooperation with other participating companies and organizations.

In March 2025, we were selected for the "Health & Productivity Stock Selection" by the Ministry of Economy, Trade,

and Industry (METI) and the Tokyo Stock Exchange in recognition of our excellent health management for the second consecutive year, while also being recognized as a "White 500" company in the large corporation category of the "Certified Health & Productivity Management Outstanding Organizations Recognition Program 2025" by METI and Nippon Kenko Kaigi for the third consecutive year. Our initiatives include the establishment of a Health Care Promotion Center, the release of our "DMG MORI Health and Productivity Management Declaration,"\* and ongoing webinars, exercise and nutrition classes. Under our management philosophy of "Play hard, Study continuously, Work together," we will continue to empower all employees to realize their full potential in good health.

\* "Health & Productivity Management" is a registered trademark of the Non-Profit Organization Kenko Keiei.

<Consolidated results>

Consolidated results of the fiscal year ended December 31, 2025 is as follows:

Unit: 100 Million yen

|   | January to<br>December, 2024 | January to<br>December, 2025 | Difference |
|---|------------------------------|------------------------------|------------|
| Sales revenues  | 5,409                        | 5,150                        | (260)      |
| Sales revenues (Million EUR)                              | 3,298                        | 3,047                        | (251)      |
| Operating profit  | 437                          | 190                          | (247)      |
| Operating profit (Million EUR)                            | 267                          | 112                          | (154)      |
| Operating profit / Sales revenues                         | 8.1%                         | 3.7%                         | (4.4)%pts  |
| Profit attributable to owners of the parent               | 77                           | 240                          | 163        |
| Profit attributable to owners of the parent (Million EUR) | 47                           | 142                          | 95         |

(Note) Euro amount is converted from yen at the average exchange rate of each fiscal period; 164.0 yen/EUR for the figures of January to December, 2024, 169.0 yen/EUR for those of January to December, 2025.

(2) Forecast for the fiscal year 2026

We, the DMG MORI CO., LTD. Group, will continue to make further efforts to increase our corporate value through activities in the fields of development, manufacturing, sales and service. The forecast for the business results (consolidated) for the fiscal year 2026 is as follows:

Unit: 100 Million yen

|   | Fiscal Year 2026<br>(January 1 to<br>December 31, 2026) |
|---|---|
| Sales revenues                              | 5,350   |
| Operating profit                            | 225   |
| Profit attributable to owners of the parent | 105   |
| Basic earnings per share (yen)              | 58.20   |

(Note) Exchange rate used for consolidated financial forecast for fiscal year 2026: JPY 150.0/USD, 175.0/EUR

Note concerning statements about the future, etc.

This material contains earnings estimates, plans, policies, business strategies, targets, forecasts, and perceptions and judgments about matters of fact concerning the future of DMG MORI CO., LTD. and the DMG MORI CO., LTD. Group. Its predictions, expectations, assumptions, plans, perceptions and judgments are based on information available to DMG MORI CO., LTD. as of the report date. For this reason, there is a possibility that actual results may differ from the forecasts above.

### (3) Explanation of financial position

#### 1. Assets, liabilities and equity

The comparison between the fiscal year 2024 and fiscal year 2025 is as follows:

##### • Assets

Current assets are 347,844 million yen. This is mainly because Trade and other receivables increased by 14,001 million yen and Inventories increased by 11,811 million yen.

Non-current assets are 521,120 million yen. This is mainly because Property, plant and equipment increased by 10,863 million yen, Goodwill increased by 10,148 million yen and Other financial assets increased by 9,633 million yen.

As a result, total assets are 868,965 million yen.

##### • Liabilities

Current liabilities are 383,124 million yen. This is mainly because Other financial liabilities increased by 7,936 million yen, Contract liabilities increased by 6,219 million yen, while Interest-bearing bonds and borrowings decreased by 39,015 million yen.

Non-current liabilities are 143,684 million yen. This is mainly because Interest-bearing bonds and borrowings increased by 58,241 million yen.

As a result, total liabilities are 526,809 million yen.

##### • Equity

Equity is 342,155 million yen. This is mainly because Other components of equity increased by 24,321 million yen, Retained earnings increased by 7,871 million yen and Treasury shares increased by 6,612 million yen.

(Reference)

(Million yen)

|                         | December 31, 2024 | December 31, 2025 | Difference |
|-------------------------|-------------------|-------------------|------------|
| Current assets          | 317,711           | 347,844           | 30,133     |
| Non-current assets      | 479,855           | 521,120           | 41,264     |
| Current liabilities     | 399,420           | 383,124           | (16,295)   |
| Non-current liabilities | 81,667            | 143,684           | 62,017     |
| Equity                  | 316,480           | 342,155           | 25,675     |

#### 2. Cash flows during the fiscal year 2025

(Million yen)

|  | Fiscal Year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal Year 2025<br>(January 1 to<br>December 31, 2025) |
|--|---|---|
| Operating activities                             | 44,579  | 25,984  |
| Investing activities                             | (38,195)  | (11,214)  |
| Financing activities                             | (5,664)   | (20,355)  |
| Cash and cash equivalents at the end of the year | 41,747  | 39,859  |

Status of cash flows and its fluctuation factors for the fiscal year 2025 are as follows:

##### • Cash flows from operating activities

Net cash provided from operating activities was 25,984 million yen. The main factors for the increase are 34,614 million yen of Depreciation and amortization and 10,930 million yen of Profit before income taxes from continuing operations, 7,738 million yen of Financial income and costs. The main factors for the decrease are 8,317 million yen of increase in Trade and other receivables and 8,069 million yen of Income taxes paid.

• Cash flows used in investing activities

Net cash paid out for investing activities was 11,214 million yen. The main factor for the increase is 17,228 million yen of Net cash provided by investing activities from discontinued operations. The main factors for the decrease are 16,634 million yen of Purchases of property, plant and equipment and 12,885 million yen of Purchases of intangible assets.

• Cash flows used in financing activities

Net cash paid out for financing activities was 20,355 million yen. The main factors for the increase are 56,292 million yen of Proceeds from issuance of other equity instruments and 55,000 million yen of Proceeds from long-term borrowings. The main factors for the decrease are 57,000 million yen of Repayments of other equity instruments, 50,802 million yen of Repayments of long-term borrowings and 14,183 million yen of Dividends paid.

As a result, cash and cash equivalents as of December 31, 2025 are 39,859 million yen, decreased by 1,887 million yen from December 31, 2024.

### 3. Trends in cash flow related indexes

|   | Fiscal Year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal Year 2025<br>(January 1 to<br>December 31, 2025) |
|---|---|---|
| Ratio of equity attributable to owners of the parent (%)                        | 39.4  | 39.2  |
| Ratio of equity attributable to owners of the parent measured at fair value (%) | 45.1  | 42.3  |
| Cash flows to interest bearing loans ratio (%)                                  | 310.75  | 613.00  |
| Interest coverage ratio (times)   | 10.4  | 6.1   |

(Notes)

Ratio of equity attributable to owners of the parent:  $\text{Equity attributable to owners of the parent} / \text{total assets}$

Ratio of equity attributable to owners of the parent measured at fair value:  $\text{Market capitalization} / \text{total assets}$

Cash flows to interest bearing loans ratio:  $\text{Interest-bearing liabilities} / \text{operating cash flows}$

Interest coverage ratio:  $\text{Operating cash flows} / \text{interest payments}$

- These indexes are calculated based on consolidated financial figures.
- Market capitalization is calculated based on the closing share price at end of term x outstanding shares (excluding treasury shares) at end of term.
- For cash flows, “Cash flows from operating activities” from the consolidated statements of cash flows is used. Interest-bearing liabilities include all liabilities on the balance sheets that incur interest. For the interest payments, the amount is based on the “Interest paid” on the consolidated statements of cash flows from which continuous compensation payment arising from the domination agreement is subtracted.

#### (4) Basic policy concerning profit appropriation and dividend payment

The DMG MORI Group strives to enhance corporate value for our shareholders, who understand that machine tools are both capital assets and products which need longer period of investment cycle, from 10 to 20 years. Our principle for profit appropriation is stable and continuous payment of dividend based on an overall judgment concerning our future business plan, business results, financial conditions, and so on.

For internal reserve, we continue to invest in the development of pivotal new products and technologies as well as consolidating our production equipment in order to reinforce our competitive strength in the market.

For fiscal year 2025, we paid an interim dividend per share of 50 yen and plan to pay year-end dividend per share of 55 yen, for a full-year total of 105 yen. For fiscal year 2026, we plan to issue an interim dividend per share of 50 yen and year-end dividend per share of 55 yen, for a full-year total of 105 yen.

## 2. Basic policy for selection of accounting standards

We have introduced the International Financial Reporting Standards (“IFRS”) to improve international comparability of financial information since fiscal year 2015.

### 3. Consolidated Financial Statements

#### (1) Consolidated statement of financial position

(Million yen)

|   | December 31, 2024 | December 31, 2025 |
|---|-------------------|-------------------|
| <b>Assets</b>                                   |                   |                   |
| Current assets:                                 |                   |                   |
| Cash and cash equivalents                       | 41,747            | 39,859            |
| Trade and other receivables                     | 66,728            | 80,729            |
| Other financial assets                          | 2,696             | 6,258             |
| Inventories                                     | 190,009           | 201,821           |
| Other current assets                            | 15,877            | 19,176            |
| Total current assets from continuing operations | 317,059           | 347,844           |
| Assets held for sale                            | 652               | -                 |
| Total current assets                            | 317,711           | 347,844           |
| Non-current assets:                             |                   |                   |
| Property, plant and equipment                   | 212,710           | 223,573           |
| Right-of-use assets                             | 28,605            | 30,774            |
| Goodwill  | 89,951            | 100,100           |
| Other intangible assets                         | 110,585           | 117,179           |
| Other financial assets                          | 19,296            | 28,930            |
| Investments in associates and joint ventures    | 7,489             | 7,612             |
| Deferred tax assets                             | 6,662             | 6,967             |
| Other non-current assets                        | 4,554             | 5,982             |
| Total non-current assets                        | 479,855           | 521,120           |
| Total assets                                    | 797,567           | 868,965           |

(Million yen)

|   | December 31, 2024 | December 31, 2025 |
|---|-------------------|-------------------|
| <b>Liabilities</b>                          |                   |                   |
| Current liabilities:                        |                   |                   |
| Trade and other payables                    | 75,119            | 78,083            |
| Interest-bearing bonds and borrowings       | 104,692           | 65,676            |
| Contract liabilities                        | 84,576            | 90,795            |
| Other financial liabilities                 | 77,662            | 85,598            |
| Income taxes payable                        | 8,700             | 9,894             |
| Provisions                                  | 40,809            | 41,988            |
| Other current liabilities                   | 7,859             | 11,086            |
| Total current liabilities                   | 399,420           | 383,124           |
| Non-current liabilities:                    |                   |                   |
| Interest-bearing bonds and borrowings       | 1,758             | 60,000            |
| Other financial liabilities                 | 52,515            | 56,278            |
| Net employee defined benefit liabilities    | 5,755             | 5,726             |
| Provisions                                  | 5,704             | 5,861             |
| Deferred tax liabilities                    | 12,725            | 11,437            |
| Other non-current liabilities               | 3,208             | 4,381             |
| Total non-current liabilities               | 81,667            | 143,684           |
| Total liabilities                           | 481,087           | 526,809           |
| <b>Equity</b>                               |                   |                   |
| Share capital                               | 71,230            | 71,804            |
| Capital surplus                             | 18,496            | 18,348            |
| Other equity instruments                    | 110,822           | 110,777           |
| Treasury shares                             | (862)             | (7,474)           |
| Retained earnings                           | 85,866            | 93,738            |
| Other components of equity                  | 28,969            | 53,291            |
| Equity attributable to owners of the parent | 314,522           | 340,484           |
| Non-controlling interests                   | 1,957             | 1,671             |
| Total equity                                | 316,480           | 342,155           |
| Total liabilities and equity                | 797,567           | 868,965           |

## (2) Consolidated statement of profit or loss

(Million yen)

|  | Fiscal year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal year 2025<br>(January 1 to<br>December 31, 2025) |
|--|---|---|
| Continuing operations:   |   |   |
| Revenues:  |   |   |
| Sales revenues   | 540,945   | 514,976   |
| Other operating revenues   | 14,062  | 12,219  |
| Total revenue  | 555,007   | 527,196   |
| Costs:   |   |   |
| Changes in merchandise, finished goods and work in progress for sale                         | 16,965  | 963   |
| Costs of raw materials and consumables   | 195,629   | 193,504   |
| Personnel costs  | 179,487   | 189,371   |
| Depreciation and amortization  | 31,494  | 34,614  |
| Other operating costs  | 87,704  | 89,767  |
| Total costs  | 511,280   | 508,221   |
| Operating profit   | 43,726  | 18,974  |
| Financial income   | 1,490   | 752   |
| Financial costs  | 8,354   | 8,491   |
| Share of profits (losses) of associates and joint ventures accounted for using equity method | 276   | (304)   |
| Profit before income taxes from continuing operations  | 37,138  | 10,930  |
| Income taxes on continuing operations  | 14,085  | 3,961   |
| Profit from continuing operations  | 23,053  | 6,969   |
| Discontinued operations:   |   |   |
| Profit (loss) before income taxes from discontinued operations                               | (15,069)  | 17,228  |
| Income taxes on discontinued operations  | 0   | -   |
| Profit (loss) from discontinued operations   | (15,069)  | 17,228  |
| Profit before income taxes   | 22,068  | 28,158  |
| Income taxes   | 14,085  | 3,961   |
| Profit   | 7,983   | 24,197  |
| Profit attributable to:  |   |   |
| Owners of the parent   | 7,700   | 24,033  |
| Non-controlling interests  | 283   | 163   |
| Profit   | 7,983   | 24,197  |
| Earnings per share   |   |   |
| Basic earnings (loss) per share (yen)  |   |   |
| Continuing operations  | 153.31  | 33.68   |
| Discontinued operations  | (109.71)  | 121.92  |
| Basic  | 43.60   | 155.60  |
| Diluted earnings (loss) per share (yen)  |   |   |
| Continuing operations  | 149.06  | 33.68   |
| Discontinued operations  | (106.56)  | 121.92  |
| Diluted  | 42.51   | 155.60  |

## (3) Consolidated statement of comprehensive income

(Million yen)

|  | Fiscal year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal year 2025<br>(January 1 to<br>December 31, 2025) |
|--|---|---|
| Profit   | 7,983   | 24,197  |
| Other comprehensive income (OCI):  |   |   |
| Items that will not be reclassified subsequently to profit or loss:                                    |   |   |
| Remeasurements of defined benefit plans  | 19  | (168)   |
| Change in fair value of financial assets designated at fair value through other comprehensive income   | (430)   | 5,041   |
| Subtotal   | (411)   | 4,873   |
| Items that may be reclassified subsequently to profit or loss:   |   |   |
| Exchange differences on translation of foreign operations  | 15,224  | 19,986  |
| Effective portion of changes in fair value of cash flow hedges   | 33  | (1,047)   |
| Share of other comprehensive income of associates and joint ventures accounted for using equity method | 890   | 413   |
| Subtotal   | 16,148  | 19,352  |
| Total other comprehensive income   | 15,737  | 24,225  |
| Comprehensive income   | 23,720  | 48,422  |
| Comprehensive income attributable to:  |   |   |
| Owners of the parent   | 23,438  | 48,259  |
| Non-controlling interests  | 282   | 162   |
| Comprehensive income   | 23,720  | 48,422  |

## (4) Consolidated statement of changes in equity

(Million yen)

|   | Equity attributable to owner of the parent |                 |                          |                 |                   |                            |          | Non-controlling interests | Total equity |
|---|--|-----------------|--------------------------|-----------------|-------------------|----------------------------|----------|---------------------------|--------------|
|   | Share capital                              | Capital surplus | Other equity instruments | Treasury shares | Retained earnings | Other components of equity | Subtotal |                           |              |
| As of January 1, 2024   | 51,115                                     | 208             | 110,822                  | (883)           | 92,283            | 14,444                     | 267,990  | 4,555                     | 272,545      |
| Profit  |  |                 |                          |                 | 7,700             |                            | 7,700    | 283                       | 7,983        |
| Other comprehensive income (OCI)                                |  |                 |                          |                 |                   | 15,738                     | 15,738   | (1)                       | 15,737       |
| Total comprehensive income                                      | -  | -               | -                        | -               | 7,700             | 15,738                     | 23,438   | 282                       | 23,720       |
| Distributions to owners of other equity instruments             |  |                 |                          |                 | (1,696)           |                            | (1,696)  |                           | (1,696)      |
| Acquisition of treasury shares                                  |  |                 |                          | (3)             |                   |                            | (3)      |                           | (3)          |
| Disposition of treasury shares                                  |  | 0               |                          | 24              |                   |                            | 25       |                           | 25           |
| Dividends   |  |                 |                          |                 | (13,357)          |                            | (13,357) | (144)                     | (13,501)     |
| Transfer between retained earnings and capital surplus          |  | 23              |                          |                 | (23)              |                            | -        |                           | -            |
| Share-based payments  |  | 227             |                          |                 |                   |                            | 227      | 58                        | 285          |
| Conversion of bonds with stock acquisition rights               | 20,114                                     | 19,864          |                          |                 |                   | (253)                      | 39,726   |                           | 39,726       |
| Transfer from other components of equity to retained earnings   |  |                 |                          |                 | 960               | (960)                      | -        |                           | -            |
| Total transaction with owners of the parent                     | 20,114                                     | 20,115          | -                        | 21              | (14,116)          | (1,213)                    | 24,921   | (86)                      | 24,834       |
| Acquisition of non-controlling interests                        |  | (1,827)         |                          |                 |                   |                            | (1,827)  | (2,793)                   | (4,621)      |
| Total changes in ownership interests in subsidiaries and others | -  | (1,827)         | -                        | -               | -                 | -                          | (1,827)  | (2,793)                   | (4,621)      |
| As of December 31, 2024   | 71,230                                     | 18,496          | 110,822                  | (862)           | 85,866            | 28,969                     | 314,522  | 1,957                     | 316,480      |

(Million yen)

|   | Equity attributable to owner of the parent |                 |                          |                 |                   |                            |          | Non-controlling interests | Total equity |
|---|--|-----------------|--------------------------|-----------------|-------------------|----------------------------|----------|---------------------------|--------------|
|   | Share capital                              | Capital surplus | Other equity instruments | Treasury shares | Retained earnings | Other components of equity | Subtotal |                           |              |
| As of January 1, 2025   | 71,230                                     | 18,496          | 110,822                  | (862)           | 85,866            | 28,969                     | 314,522  | 1,957                     | 316,480      |
| Profit  |  |                 |                          |                 | 24,033            |                            | 24,033   | 163                       | 24,197       |
| Other comprehensive income (OCI)  |  |                 |                          |                 |                   | 24,225                     | 24,225   | (0)                       | 24,225       |
| Total comprehensive income  | -  | -               | -                        | -               | 24,033            | 24,225                     | 48,259   | 162                       | 48,422       |
| Issuance of other equity instruments  |  |                 | 56,292                   |                 |                   |                            | 56,292   |                           | 56,292       |
| Redemption of other equity instruments  |  | (662)           | (56,337)                 |                 |                   |                            | (57,000) |                           | (57,000)     |
| Distributions to owners of other equity instruments                               |  |                 |                          |                 | (1,890)           |                            | (1,890)  |                           | (1,890)      |
| Acquisition of treasury shares  |  | (13)            |                          | (6,628)         |                   |                            | (6,642)  |                           | (6,642)      |
| Disposition of treasury shares  |  | 3               |                          | 16              |                   |                            | 19       |                           | 19           |
| Dividends   |  |                 |                          |                 | (14,175)          |                            | (14,175) |                           | (14,175)     |
| Share-based payments  |  | 201             |                          |                 |                   |                            | 201      | 40                        | 242          |
| Change in equity due to acquisition of shares in consolidated subsidiaries (Note) | 574  | 574             |                          |                 |                   |                            | 1,148    |                           | 1,148        |
| Transfer from other components of equity to retained earnings                     |  |                 |                          |                 | (95)              | 95                         | -        |                           | -            |
| Total transaction with owners of the parent                                       | 574  | 103             | (44)                     | (6,612)         | (16,162)          | 95                         | (22,045) | 40                        | (22,005)     |
| Acquisition of non-controlling interests  |  | (252)           |                          |                 |                   |                            | (252)    | (489)                     | (741)        |
| Total changes in ownership interests in subsidiaries and others                   | -  | (252)           | -                        | -               | -                 | -                          | (252)    | (489)                     | (741)        |
| As of December 31, 2025   | 71,804                                     | 18,348          | 110,777                  | (7,474)         | 93,738            | 53,291                     | 340,484  | 1,671                     | 342,155      |

(Note) Including changes due to the stock exchange accompanying the acquisition of Miyawaki Machinery Plant Co., Ltd. as a wholly owned subsidiary.

## (5) Consolidated statement of cash flows

(Million yen)

|  | Fiscal year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal year 2025<br>(January 1 to<br>December 31, 2025) |
|--|---|---|
| <b>Cash flows from operating activities:</b>   |   |   |
| Profit before income taxes from continuing operations  | 37,138  | 10,930  |
| Depreciation and amortization  | 31,494  | 34,614  |
| Loss (gain) on sales or disposal of property, plant and equipment, and intangible assets       | 517   | 102   |
| Financial income and costs   | 6,864   | 7,738   |
| Share of (profits) losses of associates and joint ventures accounted for using equity method   | (276)   | 304   |
| Other non-cash transactions  | 1,054   | (4,012)   |
| Inventories  | 23,927  | 1,456   |
| Trade and other receivables  | 584   | (8,317)   |
| Trade and other payables   | (10,874)  | 1,053   |
| Contract liabilities   | (14,159)  | 49  |
| Provisions   | (13,963)  | (4,070)   |
| Other  | (987)   | (939)   |
| Subtotal   | 61,319  | 38,911  |
| Interest received  | 1,338   | 743   |
| Dividends received   | 162   | 9   |
| Interest paid  | (5,706)   | (5,610)   |
| Income tax paid  | (12,534)  | (8,069)   |
| Net cash flows from operating activities   | 44,579  | 25,984  |
| <b>Cash flows used in investing activities:</b>  |   |   |
| Proceeds from withdrawal of time deposits  | 34  | 47  |
| Purchases of property, plant and equipment   | (27,168)  | (16,634)  |
| Proceeds from sales of property, plant and equipment   | 2,507   | 1,947   |
| Purchases of intangible assets   | (16,637)  | (12,885)  |
| Purchase of investments in subsidiaries resulting in change in scope of consolidation          | (2,800)   | -   |
| Proceeds from purchase of shares of subsidiaries resulting in change in scope of consolidation | -   | 602   |
| Decrease in the loss of control of subsidiaries  | (395)   | -   |
| Purchases of investment securities   | (431)   | (1,699)   |
| Proceeds from sale of investment securities  | 5,713   | 121   |
| Purchase of investments in associates  | -   | (8)   |
| Other  | 982   | 66  |
| Net cash provided by investing activities from discontinued operations                         | -   | 17,228  |
| Net cash flows used in investing activities  | (38,195)  | (11,214)  |

(Million yen)

|  | Fiscal year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal year 2025<br>(January 1 to<br>December 31, 2025) |
|--|---|---|
| <b>Cash flows used in financing activities:</b>                                      |   |   |
| Net increase (decrease) in short-term borrowings                                     | 20,243  | 13,312  |
| Proceeds from long-term borrowings   | 10,000  | 55,000  |
| Repayments of long-term borrowings   | (5,349)   | (50,802)  |
| Proceeds from issuance of other equity instruments                                   | -   | 56,292  |
| Repayments of other equity instruments   | -   | (57,000)  |
| Repayment of lease liabilities   | (6,525)   | (6,862)   |
| Dividends paid   | (13,346)  | (14,183)  |
| Dividends paid to non-controlling interests  | (144)   | (0)   |
| Payments for obligations for non-controlling interests                               | (4,049)   | (4,300)   |
| Acquisition of treasury shares   | (3)   | (6,628)   |
| Distributions to owners of other equity instruments                                  | (1,696)   | (1,890)   |
| Purchase of shares of subsidiaries not resulting in change in scope of consolidation | (4,633)   | (719)   |
| Proceeds from settlement of derivatives  | -   | 173   |
| Other  | (160)   | (2,744)   |
| Net cash flows used in financing activities  | <u>(5,664)</u>  | <u>(20,355)</u>   |
| Effect of exchange rate changes on cash and cash equivalents                         | 1,815   | 3,697   |
| Change in cash and cash equivalents  | <u>2,534</u>  | <u>(1,887)</u>  |
| Cash and cash equivalents at the beginning of period                                 | <u>39,212</u>   | <u>41,747</u>   |
| Cash and cash equivalents at the end of period                                       | <u><u>41,747</u></u>                                    | <u><u>39,859</u></u>                                    |

(6) Notes on going concern assumption

Not applicable.

(7) Notes on consolidated financial statements

1. Reporting entity

DMG MORI Co., Ltd. (the “Company”) is a company established under the Companies Act of Japan. The Company is domiciled in Japan and its registered office is located at 2-1 Sanjo-Honmachi, Nara City, Nara.

The consolidated financial statements of the Company as of December 31, 2025 comprise the Company, its subsidiaries, associates and joint ventures (collectively, the “Group”). The Group engages in businesses related to manufacturing and sales of machine tools (machining centers, turning centers, turn-mill complete machining centers, universal milling machines for five-axis machining and additive manufacturing machines), software (user interface, Technology Cycles and embedded software) and measuring devices, and provides total solutions utilizing the machine tools, software and measuring devices with service support, applications and engineering.

2. Basis of preparations

(1) Accounting standards complied with

The Company’s consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board. As the Company meets the requirements of a “Specified Company applying Designated International Financial Reporting Standards,” pursuant to Article 1-2 of the Ordinance on Terminology, Forms and Preparation Methods of Consolidated Financial Statements (Ordinance of the Ministry of Finance No. 28 of 1976, the “Consolidated Financial Statements Ordinance”), it has applied the provisions of Article 312 of said Ordinance.

(2) Basis of Measurement

The consolidated financial statements have been prepared on a historical cost basis, with the main exception of financial instruments, which are measured at fair value, and the application of hyperinflation accounting for the Company’s subsidiary in Turkey.

(3) Functional and presentation currency

The consolidated financial statements are presented in Japanese yen, which is the Company’s functional currency. All financial information presented in Japanese yen has been rounded down to the nearest million, unless otherwise stated.

(4) Material accounting policy

The material accounting policies adopted for the consolidated financial statements are the same as those for the consolidated financial statements for the fiscal year ended December 31, 2024.

### 3. Segment information

#### (1) Outline of reportable segments

The operating segments of the Group are based on its business areas for which discrete financial information is available, and they are regularly reviewed by the Board of Directors and corporate officers for the purpose of making decisions about resource allocation and performance assessment. The classification of the operating segments is based on the products and services and the associated internal reporting and management methods.

As a result, the business activities of the Group are categorized into "Machine Tools" and "Industrial Services," as its two reportable segments. The Company has not aggregated its operating segments.

The "Machine Tools" segment generates its revenue through the production and sales of machine tools. The "Industrial Services" segment generates its revenue through the provision of services and solutions related to machine tools.

#### (2) Calculation methods of sales revenues, income or loss by each reportable segment

The accounting methods for the reportable segments are essentially the same as Consolidated Financial Statements.

The amount of segment income is based on operating profit and share of profits (losses) of associates and joint ventures accounted for using equity method. Inter-segment sales revenues are based on arm's length prices. Effective from the first quarter of the fiscal year ended December 31, 2024, the Group has classified the operations related to Ulyanovsk Machine Tools ooo, a business base in Russia, as discontinued operations.

#### (3) Segment sales revenues and income

The segment sales revenues, income or loss and other items by each reportable segment are summarized as follows:

Fiscal year 2024 (January 1 to December 31, 2024)

|   | (Million yen)       |                     |                |                    |                  |                |
|---|---------------------|---------------------|----------------|--------------------|------------------|----------------|
|   | Reportable segments |                     |                | Adjustments (Note) |                  | Consolidated   |
|   | Machine Tools       | Industrial Services | Total          | Corporate Services | Elimination      |                |
| Sales revenues  |                     |                     |                |                    |                  |                |
| External customers                                    | 363,158             | 177,742             | 540,901        | 43                 | -                | 540,945        |
| Inter-segment   | 273,375             | 52,838              | 326,213        | 1,606              | (327,819)        | -              |
| Total   | <u>636,533</u>      | <u>230,581</u>      | <u>867,114</u> | <u>1,649</u>       | <u>(327,819)</u> | <u>540,945</u> |
| Segment income  | 18,759              | 42,846              | 61,606         | (15,828)           | (1,775)          | 44,002         |
| Financial income                                      | -                   | -                   | -              | -                  | -                | 1,490          |
| Financial costs                                       | -                   | -                   | -              | -                  | -                | (8,354)        |
| Profit before income taxes from continuing operations | -                   | -                   | -              | -                  | -                | 37,138         |

(Note) "Adjustments to segment income" include elimination of inter-segment transactions and expenses related to corporate services.

Fiscal year 2025 (January 1 to December 31, 2025)

(Million yen)

|   | Reportable segments |                     |         | Adjustments (Note) |             | Consolidated |
|---|---------------------|---------------------|---------|--------------------|-------------|--------------|
|   | Machine Tools       | Industrial Services | Total   | Corporate Services | Elimination |              |
| Sales revenues  |                     |                     |         |                    |             |              |
| External customers                                    | 343,277             | 171,652             | 514,929 | 46                 | -           | 514,976      |
| Inter-segment   | 272,399             | 63,980              | 336,379 | 2,393              | (338,773)   | -            |
| Total   | 615,676             | 235,633             | 851,309 | 2,440              | (338,773)   | 514,976      |
| Segment income  | 8,612               | 23,283              | 31,896  | (19,952)           | 6,726       | 18,669       |
| Financial income                                      | -                   | -                   | -       | -                  | -           | 752          |
| Financial costs                                       | -                   | -                   | -       | -                  | -           | (8,491)      |
| Profit before income taxes from continuing operations | -                   | -                   | -       | -                  | -           | 10,930       |

(Note) "Adjustments to segment income" include elimination of inter-segment transactions and expenses related to corporate services.

#### 4. Earnings per share

The basis of the calculation of basic earnings per share and diluted earnings per share is as follows:

| Items   | Fiscal year 2024<br>(January 1 to<br>December 31, 2024) | Fiscal year 2025<br>(January 1 to<br>December 31, 2025) |
|---|---|---|
| Profit attributable to owners of the parent<br>(million yen)  | 7,700   | 24,033  |
| Profit not attributable to ordinary shareholders of the<br>parent   | 1,710   | 2,046   |
| Profit used for basic earnings per share attributable to<br>ordinary shareholders of the parent (million yen)   | 5,989   | 21,987  |
| Continuing operations   | 21,059  | 4,759   |
| Discontinued operations   | (15,069)  | 17,228  |
| Adjustment for diluted earnings (million yen)   | 21  | -   |
| Diluted earnings (million yen)  | 6,011   | 21,987  |
| Continuing operations   | 21,080  | 4,759   |
| Discontinued operations   | (15,069)  | 17,228  |
| Weighted-average number of common shares<br>(Thousands of shares)   | 137,364   | 141,305   |
| Increase in number of common stock shares for diluted<br>earnings per share                                     |   |   |
| Increase by conversion of bonds with stock acquisition<br>rights  | 4,056   | -   |
| Weighted-average number of common shares outstanding<br>for diluted earnings per share<br>(Thousands of shares) | 141,421   | 141,305   |
| Basic earnings (loss) per share (yen)   |   |   |
| Continuing operations   | 153.31  | 33.68   |
| Discontinued operations   | (109.71)  | 121.92  |
| Basic earnings per share  | 43.60   | 155.60  |
| Diluted earnings (loss) per share (yen)   |   |   |
| Continuing operations   | 149.06  | 33.68   |
| Discontinued operations   | (106.56)  | 121.92  |
| Diluted earnings per share  | 42.51   | 155.60  |

(Note)

- Basic earnings per share and Diluted earnings per share are calculated by dividing profit attributable to owners of the parent after deducting the amount attributable to owners of other equity instruments by the average number of common shares excluding the average number of treasury shares during the year.
- For the fiscal year 2025, Diluted earnings per share is equal to Basic earnings per share because there are no potentially dilutive shares.

#### 5. Significant subsequent events

Not applicable.

#### 4. Others

Changes in members of the Board of Directors and Statutory Auditors (effective on March 27, 2026)

(1) Changes in representative director

- Candidate for new representative director  
Makoto Fujishima, Representative Director and Executive Vice President  
(Current: Director and Executive Vice President)
- Current representative director to retire  
Hirotake Kobayashi, Representative Director and Executive Vice President

(2) Changes in other members of the Board of Directors and Statutory Auditors

- Candidate for new directors  
Keiichi Ota, Director  
Yasuhiro Kakinuma, Director  
(Note) Yasuhiro Kakinuma is a candidate for external director who qualifies as an outside director as defined in Article 2, item 15 of the Companies Act.
- Current directors to retire  
Hirotake Kobayashi, Representative Director and Executive Vice President  
(to assume Vice President and Executive Officer)  
James Nudo, Director and Executive Vice President  
(to assume Vice President and Executive Officer)
- Current directors to change title  
Makoto Fujishima, Representative Director and Executive Vice President  
(Current: Director and Executive Vice President)  
Alfred Geißler, Director and Executive Vice President  
(Current: Director)