[Translation]

August 12, 2026

To whom it may concern:

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

Announcement Regarding the Issuance of New Shares Through an International Offering

DMG MORI CO., LTD. (hereinafter the “Company”) hereby announces that it has decided to issue new shares through an international offering (hereinafter the “International Offering”) via its Board of Directors’ resolution dated August 12, 2026.

Purpose of the International Offering

The Company’s management policy as a machine tool manufacturer is to “continually strive to provide its customers with innovative, accurate, and trouble-free machines, automation systems, and digital technology at competitive prices.” The Company is promoting MX (Machining Transformation), including GX (Green Transformation), by providing its customers with higher value-added solutions and improving productivity through process integration, automation, and DX (Digital Transformation), thereby contributing to reducing environmental impact and supporting the realization of a sustainable society. By further accelerating the promotion of MX, the Company aims to contribute to the realization of a sustainable society while achieving sustainable growth together with its customers.

Regarding the current business environment, demand for capital investment remains solid worldwide, particularly in growth sectors such as aerospace, energy, healthcare, data centers, and semiconductor manufacturing equipment. The Company expects order intake to remain at a high level, on the back of substantial order backlogs at major aircraft manufacturers, robust private-sector space development activities (particularly in the United States), increasing demand for artificial bones and related products associated with an aging population, and robust investment in the construction of AI data centers. In addition, the Company's MX solutions, which optimize machining processes through process integration, automation, and DX (Digital Transformation) in order to address shortages of operators and to improve productivity, have been highly regarded by customers.

On the other hand, the Company believes that continued investments in growth and research and development are its top priorities in order to respond quickly to changes in the business

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environment and market trends of the machine tool industry, where demand fluctuates significantly, and to further enhance its presence in the machine tool industry.

Under such business environment, in order to reinforce initiatives relating to the aforementioned top priorities, the proceeds from this financing are expected to be used for capital expenditures aimed at improving production efficiency and strengthening the resilience of the Company's supply chain and for M&A investments to accelerate business growth. Through these initiatives, the Company seeks to enhance its medium- to long-term growth and profitability and establish a strong financial foundation, thereby creating greater value for its customers and further enhancing its corporate value.

1.	Class and Number of Shares to Be Offered	15,000,000 shares of common stock of the Company
2.	Method of Determining Amount to Be Paid In	The amount to be paid in will be determined on a date falling in the period from August 12, 2026 to August 13, 2026 (hereinafter the "Pricing Date"), by a process equivalent to the bookbuilding process set out under Article 25 of the Rules Concerning Underwriting, Etc. of Securities provided by the Japan Securities Dealers Association (hereinafter the "JSDA")
3.	Amounts of Stated Capital and Capital Reserve to Be Increased	The amount of stated capital to be increased will be one-half of the maximum amount of increase in stated capital as calculated in accordance with Article 14, paragraph (1) of the Regulations for Corporate Accounting, with any fraction less than one yen resulting from the calculation being rounded up to the nearest yen. The amount of capital reserve to be increased will be the amount obtained by subtracting the amount of stated capital to be increased from the maximum amount of increase in stated capital.
4.	Method of Offering	The offering will be made outside of Japan, mainly in Europe and Asia (and excluding the United States and Canada), and all of the shares described in 1. above will be individually underwritten and purchased by the underwriters (hereinafter the "Underwriters"). The issue price (the offer price) will be determined on the Pricing Date based on the provisional range calculated by multiplying the closing price of regular trading of the common stock of the Company on the Tokyo Stock Exchange on the Pricing Date (or, if no closing price is quoted on that date, the closing price of the immediately preceding date) by 0.90–1.00 (if the resulting price is more than 3,000 yen, it will be rounded down to the nearest yen, and if the resulting price is 3,000 yen or less, it will be rounded down to the nearest 0.5 yen), by a process equivalent to the bookbuilding process set out under Article 25 of the Rules Concerning Underwriting, Etc. of Securities provided by the JSDA, considering market demand and other conditions.

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5.	Consideration to the Underwriters	The Company will not pay any underwriting fees to the Underwriters. Instead, the aggregate amount of the difference between (a) the issue price (the offer price) and (b) the amount to be paid to the Company by the Underwriters will be retained by the Underwriters.
6.	Payment Date	August 27, 2026
7.	Delivery Date	August 28, 2026
8.	Subscription Unit	100 shares

9. The amount to be paid in, the amounts of stated capital and capital reserve to be increased, the issue price (the offer price), and any other matters necessary for the International Offering will be determined at the discretion of Masahiko Mori, President and Representative Director of the Company.

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(For Reference)

1. Change in the Total Number of Issued Shares due to the Issuance of New Shares

Total number of issued shares at present:	142,325,934 shares	(as of August 12, 2026)
Increase in the number of shares due to the International Offering:	15,000,000 shares	
Total number of issued shares after the International Offering:	157,325,934 shares	

2. Use of Proceeds

The estimated net proceeds of 48.2 billion yen from the International Offering are expected to be used as follows: (i) 15.0 billion yen for capital expenditures relating to the Nagaoka Plant (which will serve as an integrated site for the two plants of TAIYO KOKI CO., LTD. and former KURAKI CO., LTD.), scheduled to commence operations in January 2027, for the purpose of increasing production capacity; (ii) 14.0 billion yen by the fiscal year ending December 2028 for capital expenditures relating to the expansion of the Poland Plant, where the Company plans to manufacture in-house cast components required for machine tools, with the objectives of strengthening supply chain resilience and significantly reducing CO_2 emissions; (iii) 6.0 billion yen by the first half of 2027 for capital expenditures relating to an R&D Center and a Solution Center (showroom) in Chicago, for the purposes of enhancing research and development capabilities, expanding sales channels in the North American market, and strengthening customer engagement; (iv) 3.2 billion yen by the fiscal year ending December 2028 to enhance production capacity for in-house manufactured key components, which constitute a source of technological differentiation in terms of precision, rigidity, and durability of machine tools; and (v) 10.0 billion yen as reserve funds for M&A aimed at achieving medium- to long-term growth of the Company group and enhancing its corporate value.

To strengthen the Company group's competitiveness in the machine tool business and related fields, the Company group is continuously considering M&A and capital and business alliances that aim at acquiring technologies not currently held by the Company or software-related technologies, as well as opportunities for business reorganizations with other machine tool manufacturers. Although no specific transactions have been identified at this time, the Company intends to secure funds in advance in order to respond promptly to attractive investment opportunities.

If the proceeds have not been utilized by the end of December 2028, or if there is an unutilized amount, the remaining amount will be used, to the extent that such funds have not been utilized by that time, for the repayment of interest-bearing debt.

The estimated net proceeds will be held in the Company's bank accounts and managed appropriately until they are used for the purposes described above.

3. Lock-up

In relation to the International Offering, Masahiko Mori, a shareholder of the Company, has agreed that during the period commencing on the Pricing Date and ending on the date that is 180 days from and including the delivery date in respect of the

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International Offering (hereinafter the “Lock-up Period”), he will not sell, or otherwise dispose of, the shares of common stock of the Company or other similar securities (except for, but not limited to, the delivery of shares of the Company upon the exercise of stock acquisition rights granted by the Company pursuant to stock option plan), without the prior written consent of the designated Underwriter.

Furthermore, in relation to the International Offering, the Company has agreed that during the Lock-up Period, it will not issue shares of the Company or securities convertible into or exchangeable for shares of the Company, or engage in any act having a similar effect (except for, but not limited to, the issue of shares of the Company through the International Offering, the delivery of shares of the Company pursuant to a share split or under the stock compensation plan, the grant of stock acquisition rights exercisable for shares pursuant to the stock option plan, and the delivery of shares of the Company upon the exercise of stock acquisition rights), without the prior written consent of the designated Underwriter.

In either of the aforementioned cases, the designated Underwriter has the right to waive the substance of the agreement, in whole or in part, at its discretion even during the Lock-up Period.

4. Stabilization Transactions

No stabilization transactions will be conducted in connection with the International Offering.

End

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