

Translation

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail.



February 13, 2025

Company: Roland Corporation
Representative: Masahiro Minowa, CEO and Representative Director
(Securities code: 7944; TSE Prime)
Contact: Yuichi Hakamata, CFO and Executive Officer
(Telephone: +81-53-523-0230)

Notice Concerning Determination of Matters Related to Acquisition of Own Shares
(Acquisition of Own Shares Under the Provisions of the Articles of Incorporation Pursuant to the
Provisions of Article 165, Paragraph (2) of the Companies Act)

Roland Corporation (the “Company”) hereby announces that the Board of Directors has resolved as of February 13, 2025 the matters concerning the acquisition of the Company’s own shares pursuant to the provisions of Article 156 of the Companies Act, as applied by replacing the relevant terms pursuant to the provisions of Article 165, paragraph (3) of the same Act. The details are described below.

1. Reason for acquisition of own shares

The Company has received notice from Taiyo Jupiter Holdings, L.P. (“TJH”), the largest shareholder and a major shareholder of the Company, that TJH intends to make an in-kind distribution of shares of the Company (approximately 26% of the total number of the Company’s issued and outstanding shares (excluding treasury shares)) to certain long-term LP investors who will hold the Company’s shares directly, and the Company has received notice of TJH’s intention to dispose of shares (approximately 7% of the total number of the Company’s issued and outstanding shares (excluding treasury shares)) to provide cash redemptions to LP investors who have difficulty physically receiving the distribution in kind. The Company will repurchase its own shares after giving full consideration of the potential impact of the sale of the Company’s shares on the stock market on supply and demand for the shares, shareholder returns and capital efficiency.

2. Details of matters related to acquisition

(1) Class of shares to be acquired	Common stock
(2) Total number of shares to be acquired	1,800,000 shares (maximum) (6.5% of the total number of shares issued and outstanding, excluding treasury shares)

(3)	Total amount of share acquisition costs	¥5.8 billion (maximum)
(4)	Acquisition period	From February 17, 2025 to February 28, 2025
(5)	Method of acquisition	Purchase through off-floor trading of treasury shares (ToSTNeT-3)
(6)	Other matters	All other decisions regarding matters necessary for the acquisition of the Company's own shares shall be left to Masahiro Minowa, President and Representative Director of the Company.

(Notes)

1. Depending on market conditions, sell orders may not be executed, in whole or in part.
2. When the Company decides to acquire its own shares through ToSTNeT-3, it will do so after making a prior announcement.

3. Other matters

TJH has indicated its intention to apply to ToSTNeT-3 should the Company decide to acquire its own shares. All shares to be acquired by the Company will be cancelled. In addition, as a result of the aforementioned distribution in kind by TJH, the Company's largest shareholder and major shareholders will change. For details, please refer to the "Notice Concerning Scheduled Change of Largest Shareholder and Major Shareholders" announced today.

(Reference) Holding status of treasury shares as of June 30, 2024

Total number of issued shares (excluding treasury shares)	27,836,938 shares
Number of treasury shares	326,100 shares