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October 31, 2024

Company name: DENSO CORPORATION
Name of representative: Shinnosuke Hayashi, President and CEO
(Securities code: 6902;
Tokyo and Nagoya Stock Exchanges)
Inquiries: Tadashi Arai, Director, Finance and
Accounting Div.
(Telephone: +81-566-25-5511)

Notice Concerning the Repurchase of Shares

(Share Repurchase in accordance with the Articles of Incorporation based on Article 165,
paragraph 2 of the Companies Act of Japan)

DENSO CORPORATION (the “Company”) hereby announces that a resolution was adopted at the board of directors meeting dated October 31, 2024, to repurchase a number of its shares pursuant to Article 156 of the Companies Act as applied pursuant to Article 165, Paragraph 3 of the Act.

1. Company Policy on Share Repurchases

Aiming to resolve social issues while realizing business growth, the Company is engaged in the creation of corporate value with the aim of maximizing ROE and with the management’s awareness of capital costs, under its renewed financial strategies commencing in 2021. The four pillars of the financial strategy are: (1) Reinforce profit structure, (2) Reduce low-profit assets, (3) Improve capital structure, and (4) Engage in dialogue with markets. Based on this financial strategy, by means of utilization of borrowings and diversification of funding sources, as well as active shareholder returns, the Company improves its capital structure to achieve both efficiency and safety.

Regarding the repurchase of shares, the Company’s basic policy is to implement it flexibly, comparing prices with a theoretical price and taking corrective actions to prevent shareholders’ equity ratio from exceeding 60%. This aims to provide shareholder returns and improve the capital structure in consideration of capital costs.

The Company conducted share repurchases totaling approximately 97.5 billion yen in the fiscal year ended March 2022, approximately 100 billion yen in the fiscal year ended March 2023, and approximately 200 billion yen in the fiscal year ended March 2024.

2. Reasons for the Share Repurchase

The Company has decided the size of repurchase in consideration of the market situation surrounding its shares in addition to the basic policy on share repurchases.

Recently, there has been an accelerating move to reduce cross-shareholdings in Japan, particularly among financial institutions. Some financial institutions, which comprise a part of the Company’s shareholder base, have indicated their intent to sell the Company’s shares. In light of this trend, in addition to its basic policy on share repurchases, the Company has determined a scope of share repurchases as a measure to cope with concerns over the supply-demand balance for its shares. Share repurchases cannot be carried out when the Company is in possession of material facts. Therefore, the size of share repurchases represents the maximum amount possible in relation to market liquidity.

The Company will continue to prioritize investment in growth fields and new businesses by accelerating business

portfolio transformation, while at the same time implementing share repurchases in a flexible manner based on the above basic policy on share repurchases. In the future, in the event the Company learns that a major shareholder plans to sell a large number of Company shares, the Company will consider additional share repurchases as a means to cope with large sales of its shares.

3. Details of repurchase

(1) Class of shares to be repurchased	Common stock
(2) Total number of shares to be repurchased	Up to 280,000,000 shares (maximum) (9.62 percent of total outstanding shares excluding treasury stock)
(3) Total cost of the purchase	Up to 450,000 million yen (maximum)
(4) Period	From November 1, 2024 to October 27, 2025
(5) Repurchase method	Auction Market on Tokyo Stock Exchange

(Reference) Number of treasury stock as of September 30, 2024

Total number of shares outstanding (excluding treasury stock)	2,910,979,691 shares
Number of treasury stock	240,800,113 shares