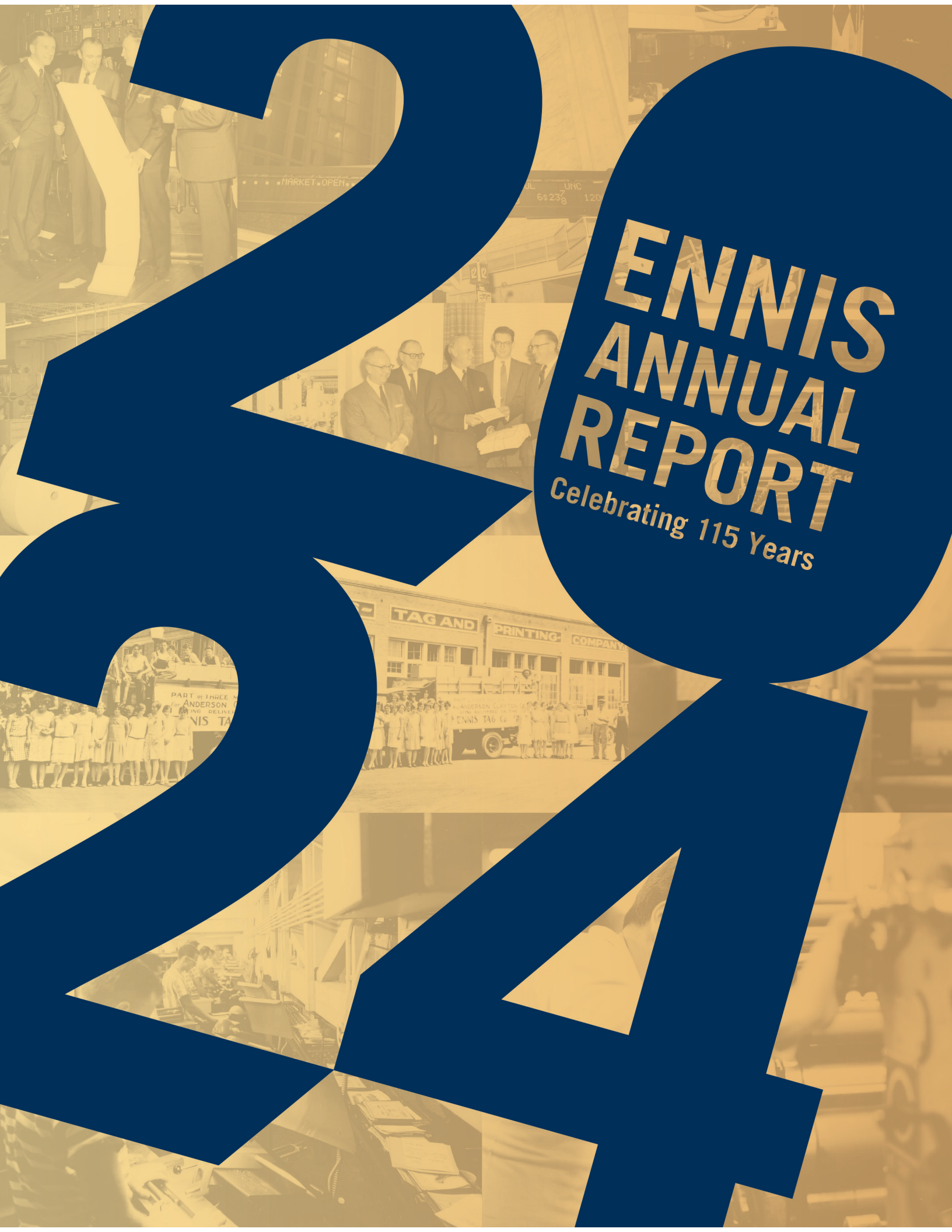


# ENNIS ANNUAL REPORT

Celebrating 115 Years



# ENNIS BOARD OF DIRECTORS

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**Keith S. Walters**

Chairman of the Board, CEO and President of Ennis, Inc.

**John R. Blind**

Retired and Former Vice President of the Printing and Carbonless Division of the Specialty Papers Business Unit of Glatfelter

**Aaron Carter**

Assistant Regional Vice President for Ross Stores, Inc.

**Barbara T. Clemens**

Retired and Former Vice President of Sales and Customer Service for Boise Paper, a division of Packaging Corporation of America

**Gary S. Mozina**

Chief Executive Officer of Stevenson Holdings, Inc.

**Troy L. Priddy**

President of Troy Priddy Custom Homes

**Alejandro Quiroz**

Chairman of the Board, President and CEO of InveStore

**Michael J. Schaefer**

Retired and Former Executive Vice President, CFO and Treasurer of Methodist Health Systems

**Margaret A. Walters**

Retired Educator

# ENNIS CORPORATE EXECUTIVE OFFICERS

---

**Keith S. Walters**

Chairman of the Board, CEO and President

**Vera Burnett**

Chief Financial Officer and Treasurer

**Wade Brewer**

Chief Operating Officer

**Dan Gus**

General Counsel and Secretary

**Ronald M. Graham**

Vice President – Administration

**Terry Pennington**

Chief Revenue Officer

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**Keith S. Walters**  
Chairman, CEO & President

# LETTER TO SHAREHOLDERS

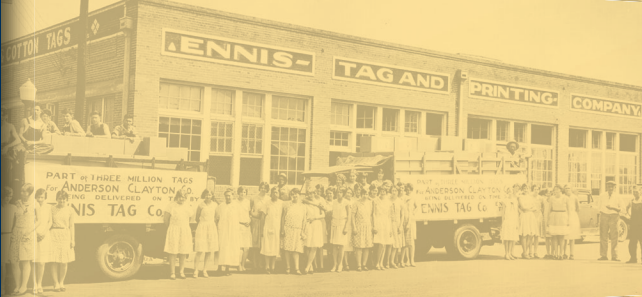
Ennis is celebrating our 115th year in business. We believe this long tenure is a testament to the strength and reputation of our company. We continue to focus on fundamentals such as conservative financials, and business integrity. Those principals have allowed us to deliver a dividend to our shareholders two hundred and three quarters (203) in a row. Our successful acquisition program has brought us four new companies the past year. We are continually looking for new acquisition opportunities and there appear to still be many opportunities as smaller printers look to exit the business. Our positive reputation in the marketplace is very key to our success rate. It is not unusual for a past seller to offer a recommendation to a future seller in Ennis' behalf. I'll expand on these acquisitions later in my letter.

***Ennis is celebrating our 115th year in business. We believe this long tenure is a testament to the strength and reputation of our company.***

This past fiscal year has challenged us to adjust to the softening of our market. There was excess inventory in the market from customers overstocking during the paper supply shortages. We started seeing a softening of orders in some of our product lines in the fourth quarter of FY 2023. That unfortunately foreshadowed the trends we would see for FY 2024. The anticipated decline of our backlogs during the year required a refocused level of attention on our fundamental operating practices such as inventory costs, labor costs and pricing accuracy. We will share some of the operational accomplishments to offset the impacts caused by the market imbalances.

## Market Conditions

The largest impact on sales this past year was the destocking or reduction of inventories by a majority of customers in our segments. The main cause of this was the industry's inability to predict where the paper market was going. The changing ownership in many of the paper mills will make this an evolving story for the foreseeable future.



We expected this to occur as we witnessed many distributors in 2022 placing orders for 1.5 to 2 times their normal order patterns due to concerns of running out of product. We certainly had concerns they were hoarding compared to their 2022 volumes. Those apprehensions became reality as distributors' ordering behavior started to change in the fourth quarter as the lead times and prices on paper leveled. The lack of reorders impacted our first and second quarters of 2023. This slowdown then induced some of our customers to move any work they could produce in-house to fill open capacities in their plants. Of course, these actions impacted our overall demand. Fortunately, we continue to have many products that are unique to Ennis and those orders remained. This volume will shift back to Ennis we believe as the market normalizes as it has in the past market ups and downs. The price of paper has remained elevated from the high level of the paper shortages. This continues to be a risk factor in driving some customers to alternatives such as electronic solutions versus paper-based options. One example is the Internal Revenue Service no longer offers printed tax forms to individuals and small businesses since the beginning of 2023. This decision negatively impacted our past year's sales due to our supply contract with the IRS. These are certainly not new risk factors but a slowly developing reality. We are well aware and try to use the acquisition of less threatened product lines to slow this decline.

***Ennis was able to generate gains of more than \$11 million in sales growth with our expanded market share.***

Ennis was able to generate gains of more than \$11 million in sales growth with our expanded market share with many distributors and the acquisition program. Such a contract signed this year was with one of the largest U.S.-based insurance companies. The contract is for pre-printed data roll products. Another contract was with a customer who provides critical communication documents both domestic and internationally. Our broad geographic footprint of manufacturing locations, ability to utilize existing equipment, willingness to invest in new capital, and our industry expertise are the primary reasons these customers selected to partner with Ennis.

***Ennis offers our distributors a technology advantage that makes transactions seamless and increases efficiencies.***

Leveraging our technology systems gives us a significant advantage compared to our smaller competitors. End-use companies often require their suppliers to support an electronic transfer of orders and the return of pertinent order data. Ennis offers our distributors a technology advantage that makes transactions seamless and increases efficiencies. This advantage allowed us to capture additional business through our more advanced distributor customers.

## **Operational**

Our fiscal year saw the continuation of our backlog decline from the highs of 2022 and 2023. Our backlogs for tag, label and pressure seal products held steady for the first half of the past year but have softened since then. Other product backlogs declined but are still in line with our historical averages.

We saw some stabilization of the labor market during the past year, allowing us to fill critical positions. There continues to be upward pressure on wages at most of our locations. We will continue to monitor these trends as demand softens.

A goal last year was returning our inventory levels back to our historic level of nine turns. Yes, even our General Managers caught the panic of buying paper in excess of needs from fear of running out of paper! We have accomplished this goal which certainly put us in a better situation as the market slowed. Our goal now is to maintain this level of inventory through our real-time information system. Our operating management team did a good job of bringing this back under control and our goal is to avoid a reoccurrence in the future.

## **Acquisitions**

During this past year, Ennis acquired four companies. On May 23, 2023, we acquired the assets of StyleCraft Printing, located in Canton, Michigan. StyleCraft is a trade-only printer since 1967 specializing in business forms, integrated products and commercial printing.

On June 2, 2023, we acquired the assets of UMC Print in Overland Park, Kansas. UMC Print has been a leading trade-only printer and provider of commercial printing services since 1936. This was not an operation with many of the basic systems and procedures we are used to seeing in a printing plant. We actually passed on this a couple of times in the past but the price became attractive as the numbers were presented. It has been more troublesome than expected but it is small enough to not have a major impact. As they say, "sometimes you get what you pay for". We will get this turned around and

brought into the current printing era. We are installing our system currently.

***We continue to maintain a strong financial position with \$110.9 million in cash and short-term investments, Working Capital of \$167.6 million and no debt.***

On October 13, 2023, we acquired the assets of Eagle Graphics, Inc. in Annville, Pennsylvania, and the assets of Diamond Graphics, Inc. in Bensalem, Pennsylvania. Eagle Graphics has specialized in fulfilling commercial printing needs since 1976. Capabilities include 8-color UV web printing, digital printing, security printing, jumbo rolls, traditional forms and direct mail. Diamond Graphics was founded in 1999 and specializes in direct mail printing. All of these companies add to Ennis' products and geographic capabilities. We've already started the process of integrating them into Ennis and our systems. Our ERP has already been installed at StyleCraft and UMC giving the managers further insight into their businesses and the implementation team is currently working on the rollout at Eagle and Diamond. We are delighted to welcome these employees to the Company.

## **Financial Results**

The Company's net sales for the fourth quarter ended February 29, 2024, were \$97.4 million compared to \$102.7 million for the same quarter last year, a decrease of 5.2%. Our gross profit margin was \$27.7 million, or 28.4% as compared to \$28.4 million, or 27.6% for the same quarter last year. Net earnings for the quarter were \$10.1 million, or \$0.39 per diluted share as compared to \$12.2 million, or \$0.47 per diluted share for the same quarter last year.

The Company's net sales for the fiscal year ended February 29, 2024, were \$420.1 million compared to \$431.8 million for fiscal year 2023, a decrease of 2.7%. Gross profit margin was \$125.3 million, or 29.8% as compared to \$131.1 million, or 30.3% for the prior fiscal year. Net earnings for the fiscal year were \$42.6 million or \$1.64 per diluted share, compared to \$47.3 million, or \$1.82 per diluted share for the prior fiscal year.

The print market overall continues to be fairly soft with competitive pricing, resulting in a decline in the volume of products sold and downward pressure on operating margin. Our acquisitions partially offset the sales volume decline by \$21.2 million and positively impacted \$0.03 per diluted share for the year. We are in the early stages of completing the implementations of our ERP systems of our recent acquisitions and when fully implemented, we believe the margins of the acquired businesses will improve to expected levels. During the prior year's fourth quarter, we sold an unused manufacturing facility and recognized a \$5.8 million gain, which increased the Company's prior year's diluted earnings per share by \$0.17.

***With our culture and our systems, I am confident in our people's ability to meet these challenges.***

We continue to maintain a strong financial position with \$110.9 million in cash and short-term investments, Working Capital of \$167.6 million and no debt. Our current ratio, calculated by dividing our current assets by our current liabilities, increased from 4.8 to 1.0 for fiscal year 2023 to 6.1 to 1.0 for fiscal year 2024. We strategically reduced inventory by \$6.8 million improving

our cash flow and repurchased over 29,000 shares of our common stock in the market at an average price of \$19.96 per share during the fourth quarter ended February 29, 2024. Our profitability and strong financial condition will allow us to continue operations and take advantage of acquisitions without incurring debt. Given those strengths, we also anticipate timely access to credit should larger acquisition opportunities materialize. We continue to focus on returning value to shareholders by delivering profitability and through our quarterly dividends.

### Closing Comments

Fiscal 2023 was an outstanding year for our Company. Demand was strong and we had the capacity, material and labor to service customers. With demand declining and costs escalating, fiscal 2024 was a different story. We had to be responsive to these changes to accomplish the results reported. We continue to be challenged by inflation on both the supply side and the selling side. With our culture and our systems, I am confident in our people's ability to meet these challenges.

This is a presidential election year with the potential to create distractions in the marketplace. We will maintain our focus and vigilance in our duty to the shareholders to accomplish our goals. We appreciate your continued confidence and support for our Company.

We hope to see some of you at our Annual Meeting in July.

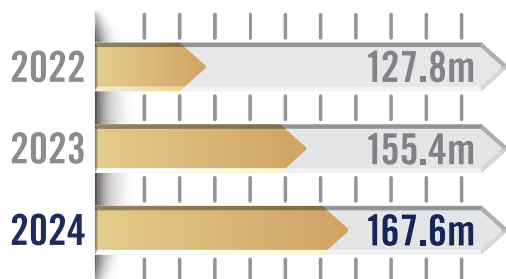
*Keith S. Walters*



# FINANCIAL HIGHLIGHTS

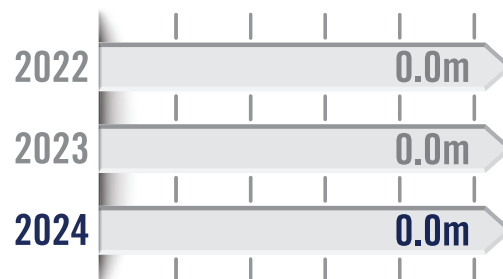
## WORKING CAPITAL

— in millions —



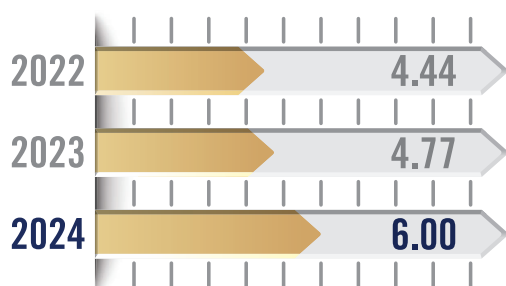
## LONG-TERM DEBT

— in millions —



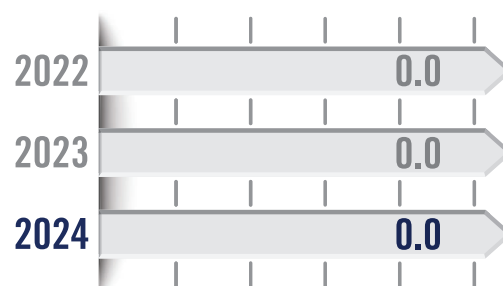
## CURRENT RATIO

— to 1.0 —



## LONG-TERM DEBT TO EQUITY RATIO

— to 1.0 —



# SELECTED CONSOLIDATED FINANCIAL DATA

## Fiscal Year Ended

(Dollars and shares in thousands, except per share amounts)

	2024	2023	2022
Net Sales	\$420,109	\$431,837	\$400,014
Gross profit margin	125,342	131,050	114,723
Earnings before taxes	59,123	64,930	41,944
Net earnings	42,597	47,300	28,982
Earnings and dividends per share:			
Basic	1.65	1.83	1.11
Diluted	1.64	1.82	1.11
Dividends	1.00	1.00	.975
Weighted average common shares outstanding:			
Basic	25,843	25,819	26,026
Diluted	25,940	25,951	26,109



**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 10-K**

**Annual Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

For the fiscal year ended February 29, 2024

OR

**Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 1-5807

**ENNIS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

Texas	75-0256410
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)
2441 Presidential Pkwy., Midlothian, Texas	76065
(Address of Principal Executive Offices)	(Zip code)

(Registrant's Telephone Number, Including Area Code) (972) 775-9801

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$2.50 per share	EBF	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the Registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  No

Indicate by check mark if the Registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated Filer	<input type="checkbox"/>	Accelerated filer	<input checked="" type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
Emerging growth company.	<input type="checkbox"/>		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report.

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements.

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to §240.10D-a(b).

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

The aggregate market value of voting stock held by non-affiliates of the Registrant as of August 31, 2023 was approximately \$536 million. Shares of voting stock held by executive officers, directors and holders of more than 10% of the outstanding voting stock have been excluded from this calculation because such persons may be deemed to be affiliates. Exclusion of such shares should not be construed to indicate that any of such persons possesses the power, direct or indirect, to control the Registrant, or that any such person is controlled by or under common control with the Registrant.

The number of shares of the Registrant's Common Stock, par value \$2.50, outstanding at May 9, 2024 was 25,984,014.

**DOCUMENTS INCORPORATED BY REFERENCE**

Portions of the Registrant's Proxy Statement for the 2024 Annual Meeting of Shareholders are incorporated by reference into Part III of this Report.

**ENNIS, INC. AND SUBSIDIARIES**  
**FORM 10-K**  
**FOR THE PERIOD ENDED FEBRUARY 29, 2024**

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## Cautionary Statements Regarding Forward-Looking Statements

All of the statements in this Annual Report on Form 10-K, other than historical facts, are forward-looking statements, including, without limitation, the statements made in the “Management’s Discussion and Analysis of Financial Condition and Results of Operations,” particularly under the caption “Overview.” As a general matter, forward-looking statements are those focused upon anticipated events or trends, expectations, and beliefs relating to matters that are not historical in nature. The words “could,” “should,” “feel,” “anticipate,” “aim,” “preliminary,” “expect,” “believe,” “estimate,” “intend,” “intent,” “plan,” “will,” “foresee,” “project,” “forecast,” or the negative thereof or variations thereon, and similar expressions identify forward-looking statements.

The Private Securities Litigation Reform Act of 1995 provides a “safe harbor” for these forward-looking statements. In order to comply with the terms of the safe harbor, Ennis, Inc. notes that forward-looking statements are subject to known and unknown risks, uncertainties and other factors relating to its operations and business environment, all of which are difficult to predict and many of which are beyond the control of Ennis, Inc. These known and unknown risks, uncertainties and other factors could cause actual results to differ materially from those matters expressed in, anticipated by or implied by such forward-looking statements.

These statements reflect the current views and assumptions of management with respect to future events. Ennis, Inc. does not undertake, and hereby disclaims, any duty to update these forward-looking statements, even though its situation and circumstances may change in the future. Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date of this report. The inclusion of any statement in this report does not constitute an admission by Ennis, Inc. or any other person that the events or circumstances described in such statement are material.

We believe these forward-looking statements are based upon reasonable assumptions. All such statements involve risks and uncertainties, and as a result, actual results could differ materially from those projected, anticipated or implied by these statements. Such forward-looking statements involve known and unknown risks, including but not limited to the impact of the internet and other electronic media on the demand for forms and printed materials; general economic, business and labor conditions, including the potential adverse effects of potential recessionary concerns, inflationary issues and supply chain disruptions; and the potential impact on our operations; our ability to implement our strategic initiatives and control our operational costs; dependence on a limited number of key suppliers; our ability to recover the rising cost of raw materials and other costs (including energy, freight, labor, and benefit costs) in markets that are highly price competitive and volatile; uninsured losses, including those from natural disasters, catastrophes, pandemics, theft or sabotage; our business operations, our workforce, our supply chain and our customer base; our ability to timely or adequately respond to technological changes in the industry; cybersecurity risks; the impact of foreign competition, tariffs, trade regulations and import restrictions; customer credit risk; competitors’ pricing strategies; a decline in business volume and profitability could result in an impairment in our reported goodwill negatively impacting our operational results; our ability to retain key management personnel; and our ability to identify, manage or integrate acquisitions.

## PART I

### ITEM 1. BUSINESS

#### Overview

Ennis, Inc. (formerly Ennis Business Forms, Inc.) (collectively with its subsidiaries, the “Company,” “Registrant,” “Ennis,” or “we,” “us,” or “our”) was organized under the laws of Texas in 1909. Ennis is primarily a “trade printer” that manufactures a broad range of printed products that are resold throughout the United States through a network of independent distributors. This distributor channel encompasses independent print distributors, commercial printers, direct mail, fulfillment companies, payroll and accounts payable software companies, and advertising agencies, among others. We also sell products to many of our competitors to satisfy their customers’ needs.

#### Business Overview

Our management believes we are the largest provider of business forms, pressure-seal forms, labels, tags, envelopes, and presentation folders to independent distributors in the United States.

We are in the business of manufacturing, designing and selling business forms and other printed business products primarily to distributors located in the United States. We operate 59 manufacturing plants throughout the United States in 20 strategically located states as one reportable segment. Approximately 96% of the business products we manufacture are custom and semi-custom products, constructed in a wide variety of sizes, colors, number of parts and quantities on an individual job basis, depending upon the customers’ specifications.

The products we sell include snap sets, continuous forms, laser cut sheets, tags, labels, envelopes, integrated products, jumbo rolls and pressure sensitive products in short, medium and long runs under the following labels: Ennis®, Royal Business Forms®, Block Graphics®, 360° Custom Labels<sup>SM</sup>, ColorWorx®, Enfusion®, Uncompromised Check Solutions®, VersaSeal®, Ad Concepts<sup>SM</sup>, FormSource Limited<sup>SM</sup>, Star Award Ribbon Company®, Witt Printing®, B&D Litho®, Genforms®, PrintGraphics®, Calibrated Forms®, PrintXcel®, Printegra®, Forms Manufacturers<sup>SM</sup>, Mutual Graphics®, TRI-C Business Forms<sup>SM</sup>, Major Business Systems<sup>SM</sup>, Independent Printing<sup>SM</sup>, Hoosier Data Forms®, Hayes Graphics®, Wright Business Graphics<sup>SM</sup>, Wright 360<sup>SM</sup>, Integrated Print & Graphics<sup>SM</sup>, the Flesh Company<sup>SM</sup>, Impressions Direct<sup>SM</sup>, AmeriPrint<sup>SM</sup>, Stylecraft<sup>SM</sup>, UMC Print<sup>SM</sup>, Eagle Graphics<sup>SM</sup> and Diamond Graphics<sup>SM</sup>. We also sell the Adams McClure® brand (which provides Point of Purchase advertising); the Admore®, Folder Express®, and Independent Folders® brands (which provide presentation folders and document folders); Ennis Tag & Label<sup>SM</sup> (which provides custom printed, high performance labels and custom and stock tags); Allen-Bailey Tag & Label<sup>SM</sup>, Atlas Tag & Label®, Kay Toledo Tag®, and Special Service Partners® (SSP) (which provides custom and stock tags and labels); Trade Envelopes®, Block Graphics®, Wisco®, and National Imprint Corporation® (which provide custom and imprinted envelopes) and Northstar® and General Financial Supply® (which provide financial and security documents); Infoseal<sup>SM</sup> and PrintXcel® (which provide custom and stock pressure seal documents). School Photo Marketing is a one-stop shop for over 1,400 school portrait photographers and professional photo labs nationwide, providing them with a complete array of products and services that reach over 15 million families and 30,000 schools, primarily in the K-8 market. We sell predominantly through independent distributors, as well as to many of our competitors. Northstar Computer Forms, Inc., one of our wholly-owned subsidiaries, also sells direct to a small number of customers, generally large banking organizations (where a distributor is not acceptable or available to the end-user). Adams McClure, LP, a wholly-owned subsidiary, also sells direct to a small number of customers, where sales are generally through advertising agencies.

The printing industry generally sells its products either predominantly to end users, a market dominated by a few large manufacturers, such as R.R. Donnelley and Taylor Corporation, or, like the Company, through a variety of independent distributors and distributor groups. While it is not possible, because of the lack of adequate public statistical information, to determine the Company’s share of the total business products market, management believes the Company is the largest producer of business forms, pressure-seal forms, labels, tags, envelopes, and presentation folders in the United States distributing primarily through independent distributors.

There are a number of competitors that operate in this segment. We believe our strategic locations and buying power permit us to compete on a favorable basis within the distributor market on competitive factors, such as service, quality, and price.

Distribution of business forms and other business products throughout the United States is primarily done through independent distributors, including business forms distributors, resellers, direct mail, commercial printers, software companies, and advertising agencies.

Raw materials principally consist of a wide variety of weights, widths, colors, sizes, and qualities of paper for business products purchased primarily from one major supplier at favorable prices based on the volume of business.

Business products usage in the printing industry is generally not seasonal. General economic conditions and contraction of the traditional business forms industry are the predominant factors in quarterly volume fluctuations.

### **Recent Acquisitions**

We have completed a number of acquisitions in recent years.

On October 11, 2023, we acquired the assets and business of Eagle Graphics, Inc. ("Eagle") in Annville, Pennsylvania, and Diamond Graphics, Inc. ("Diamond") in Bensalem, Pennsylvania. In the last full year preceding the acquisition, Eagle and Diamond generated approximately \$8.7 million in combined sales. The acquisition of these facilities strengthens our production capabilities to serve our large and growing customer base in the Northeast part of the country.

On June 2, 2023, we acquired the assets and business of UMC Print ("UMC") in Overland Park, Kansas, which reported approximately \$16.1 million in 2022. The addition of UMC added new commercial printing capabilities, expanded our distributor customer base and provided our existing distributors with new product offerings to further drive their growth.

On May 23, 2023 we acquired the real estate and operations of Stylecraft Printing Company ("Stylecraft") in Canton, Michigan, which prior to the acquisition generated approximately \$7.0 million in sales for its fiscal year ended December 31, 2022. Stylecraft is a trade only printer since 1967 specializing in business forms, integrated products and commercial printing.

On November 30, 2022, we acquired the School Photo Marketing ("SPM") assets from SPM Marketing, Inc. in, which had approximately \$10 million in sales in the twelve-month period preceding the acquisition. SPM provides printing, yearbook publishing and marketing related services to over 1,400 school and sports photographers servicing schools around the country.

### **Patents, Licenses, Franchises and Concessions**

Other than the patent for our VersaSeal® product, we do not have any significant patents, licenses, franchises, or concessions.

## Intellectual Property

We market our products under a number of trademarks and trade names. The protection of our trademarks is important to our business. We believe that our registered and common law trademarks have significant value and these trademarks are important to our ability to create and sustain demand for our products. We have registered trademarks in the United States for Ennis®, EnnisOnline<sup>SM</sup>, B&D Litho of AZ®, B&D Litho®, Block Graphics®, Enfusion®, 360° Custom Labels<sup>SM</sup>, Admore®, CashManagementSupply.com<sup>SM</sup>, Securestar®, Northstar®, MICRLink®, MICR Connection<sup>TM</sup>, General Financial Supply®, Calibrated Forms®, PrintXcel®, Printegra®, Trade Envelopes®, Witt Printing®, Genforms®, Royal Business Forms®, Crabar/GBF<sup>SM</sup>, BF&S<sup>SM</sup>, Adams McClure®, Advertising Concepts<sup>TM</sup>, ColorWorx®, Allen-Bailey Tag & Label<sup>SM</sup>, Atlas Tag & Label®, Printgraphics<sup>SM</sup>, Uncompromised Check Solutions®, VersaSeal®, VersaSeal SecureX®, Folder Express®, Wisco®, National Imprint Corporation®, Star Award Ribbon®, Kay Toledo Tag®, Falcon Business Forms<sup>SM</sup>, Forms Manufacturers<sup>SM</sup>, Mutual Graphics®, TRI-C Business Forms<sup>SM</sup>, SSP®, EOSTouchpoint®, Printersmall®, Check Guard®, Envirofolder®, Independent®, Independent Checks®, Independent Folders®, Independent Large Format Solutions®, Wright Business Graphics<sup>SM</sup>, Wright 360<sup>SM</sup>, Integrated Print & Graphics<sup>SM</sup>, the Flesh Company<sup>SM</sup>, Impressions Direct<sup>SM</sup>, Megaform<sup>SM</sup>, Safe®, Infoseal<sup>SM</sup>, Stylecraft<sup>SM</sup>, UMC Print<sup>SM</sup>, Eagle Graphics<sup>SM</sup>, Diamond Graphics<sup>SM</sup> and variations of these brands as well as other trademarks. We have similar trademark registrations internationally for certain trademarks.

## Customers

No single customer accounts for as much as five percent of our consolidated net sales or accounts receivable.

## Backlog

At February 29, 2024, our backlog of firm orders was approximately \$33.7 million, compared to approximately \$46.7 million at February 28, 2023.

## Research and Development

While we seek new products to sell through our distribution channel, there have been no material amounts spent on research and development in fiscal years 2024, 2023 or 2022.

## Environment

We are subject to various federal, state, and local environmental laws and regulations concerning, among other things, wastewater discharges, air emissions and solid waste disposal. Our manufacturing processes do not emit substantial foreign substances into the environment. We do not believe that our compliance with federal, state, or local statutes or regulations relating to the protection of the environment has any material effect upon capital expenditures, earnings or our competitive position. There can be no assurance, however, that future changes in federal, state, or local regulations, interpretations of existing regulations or the discovery of currently unknown problems or conditions will not require substantial additional expenditures. Similarly, the extent of our liability, if any, for past failures to comply with laws, regulations, and permits applicable to our operations cannot be determined.

### Environmental Stewardship

Ennis respects the environment and makes all attempts to protect our natural resources. We believe we comply with all laws and regulations regarding the use and preservation of our land, air, and water. This principle has been part of our Code of Conduct since 2005. Our goal of operating in an environmentally responsible manner aligns with our goals of operating a profitable and responsible business. For example, we recycle waste material generated in our printing processes to generate income from selling the scrap material. We recycled 20.9 million pounds of paper and 1.7 million pounds of cardboard and cores in 2024. Additionally, the use of soy based inks allows us to avoid cleaning solutions that may pose environmental hazards. We use environmentally friendly cleaning agents to insure that our waste water is not contaminated and does not require special disposal.

Many of our plants engage with local energy suppliers to ask for recommendations on lowering energy usage. Participation in these energy audits generally results in replacing old lighting with more efficient LED lighting. Additionally, newer digital technology, which we have implemented in several of our locations, relies on less energy than older web-based presses due to shorter runs and ink jet technology.

Another aspect of our business model which reduces carbon emissions is the reduction in transportation costs for our employees, as well as our customers. Approximately 80% of our facilities are located in small towns where the employees are less than 10 miles from the plant, and travel time is minimal. Our geographical dispersion reduces the amount of transportation time and distance associated with delivering our products to our customers. Likewise we use third party transportation and logistical companies to pick up and deliver our products. Partnering with larger shipping organizations that have the scale to be more resourceful and implement more energy efficient delivery methods enables us to ship our products in an efficient and effective manner.

Our primary supplier of paper is vital to our business as they supply raw materials that are minimally altered during the production process. Our primary supplier is SFI, FSC and PEFC certified. The SFI Forest Management Standard covers key values such as protection of biodiversity, species at risk and wildlife habitat; sustainable harvest levels; protection of water quality; and prompt regeneration. FSC certification ensures that products come from responsibly-managed forests that provide environmental, social and economic benefits. PEFC cares for forests globally and locally. They work to protect our forests by promoting sustainable forest management through certification. This means that all can benefit from the many products that forests provide now, while ensuring these forests will be around for generations to come. The Company's primary paper supplier ensures that all of their supply chain materials are sourced with similar accredited suppliers allowing for more transparency and a more trustworthy supplier commitment to quality, safety and the protection of our natural resources.

Additionally, we use material safety sheets which outline potential hazardous materials so as to minimize the use of more hazardous materials. Given the low and *de minimis* use of these potentially hazardous materials, our plants generally fit in the lowest category of reporting standards to various state and local environmental agencies. The Company requires facility managers to minimize the use or site storage of any hazardous chemicals. Two thirds of our facilities are categorized as Very Small Quantity Generators and one third are considered Small Quantity Generators under the Environmental Protection Agency's ("EPA") hazardous waste regulations. Any hazardous waste generated is stored and properly disposed of in compliance with all EPA regulations and permits.

Two of our largest facilities have solvent recovery systems which allows recovery of press plate washing solutions for re-use. These systems result in a substantial reduction of any hazardous waste. The Company ensures that we are in compliance with applicable state and federal environmental laws on hazardous materials including Proposition 65 in California and federal Conflict Minerals compliance.

Attention to choice of material suppliers, transportation partners, energy usage and avoidance of hazardous wastes that might impact waste water disposal, are part of the business model that improves or avoids damage to the environment we live and work in.

## **Human Capital**

At February 29, 2024, we had 1,941 employees. 156 employees are represented by labor unions under collective bargaining agreements, which are subject to periodic negotiations. We believe we have a good working relationship with all of the unions that represent our employees.

### **Social Responsibility**

*Equal Employment Opportunity:* Ennis promotes a cooperative and productive work environment by supporting the cultural and ethnic diversity of its workforce and is committed to providing equal employment opportunity to all qualified employees and applicants. Pursuant to our Code of Conduct adopted in 2005 and reviewed at least annually, we do not unlawfully discriminate on the basis of race, color, sex, sexual orientation, religion, national origin, marital status, age, disability, or veteran status in any personnel practice, including recruitment, hiring, training, promotion, and discipline. We are an Equal Opportunity Employer and we comply with all employment laws including Title VII of the Civil Rights Act of 1964, Immigration and Nationality Act, and the Immigration Reform and Control Act. We take allegations of harassment and unlawful discrimination seriously and address all such concerns that are raised regarding our Code of Conduct.

*Safety and Health:* A safe and clean work environment is important to the well-being of all Ennis employees. Ennis complies with applicable safety and health regulations and appropriate practices. Throughout the year facilities are reviewed monthly to determine if the accidents/injuries that occurred could have been avoided. Incidents are reviewed to determine measures that can be taken to prevent reoccurrence of claims at that facility or another facility. A monthly Facility Report is sent to all facilities reminding them about safety issues and certain claims that have occurred in other locations. Annually, facilities are required to submit an audit of compliance

with mandated OSHA safety programs. Facilities that have higher than normal claims are worked with directly or visited by a business director or a representative from our workers' compensation carrier. Protocols and trainings are in place to protect the health and safety of all our employees. Safety audits are completed throughout the organization. The Company strictly monitors safety issues in all of our facilities, and each facility has someone in charge of review and training of employees on safety issues. Consistent with our culture of promoting workplace safety, our plants take pride in detailing the amount of time since the last safety incident and strive to maintain the lack of an occurrence.

Ennis is dedicated to ensuring that business is conducted ethically. All Ennis management must read, agree with, and sign a Code of Conduct and Ethics policy at least annually.

Each of our locations support local non-profit organizations, educational institutions and youth sport teams based on their local community needs. The majority of our locations are located in suburban or rural communities where the plant is a major employer and supporter of the local economy. Some examples include Midlothian Educational Foundation (Ennis is a founding member), Project Graduation, Toys for Tots, Angel Trees, United Way fundraisers, and youth sport team sponsorships. Additional support includes in-kind donations, volunteer hours and financial support for various local organizations.

### **Available Information**

Our annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, and amendments to reports filed or furnished pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934 are available free of charge under the Investors Relations page on our website, [www.ennis.com](http://www.ennis.com), as soon as reasonably practicable after such reports are electronically filed with, or furnished to, the Securities and Exchange Commission ("SEC"). Information on our website is not included as a part of, or incorporated by reference into, this report. Our SEC filings are also available through the SEC's website, [www.sec.gov](http://www.sec.gov).

## **ITEM 1A. RISK FACTORS**

You should carefully consider the risks described below, as well as the other information included or incorporated by reference in this Annual Report on Form 10-K, before making an investment in our common stock. The risks described below are not the only ones we face in our business. Additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may also impair our business operations. If any of the following risks occur, our business, financial condition or operating results could be materially harmed. In such an event, our common stock could decline in price and you may lose all or part of your investment.

### **Risks related to our business and operations**

***Our results and financial condition are affected by global and local market conditions, and competitors' pricing strategies, which can adversely affect our sales, margins, and net income.***

Our results of operations can be affected by local, national and worldwide market conditions. The consequences of domestic and international economic uncertainty or instability, volatility in commodity markets, and domestic or international policy uncertainty, all of which we have seen in the past, can all impact economic activity. Unfavorable conditions can depress the demand for our products and thus sales in a given market and may prompt competitor's pricing strategies that adversely affect our margins or constrain our operating flexibility. Certain macroeconomic events, such as crises in the financial markets, inflation, high interest rates and recessionary concerns, cost and labor pressures, distribution challenges and the availability of paper could have a more wide-ranging and prolonged impact on the general business environment, which could also adversely affect us. Whether we can manage these risks effectively depends on several factors, including (i) our ability to manage movements in commodity prices and the impact of government actions to manage national economic conditions such as consumer spending, inflation rates and unemployment levels, particularly given the past volatility in the global financial markets, (ii) the impact on our margins of labor costs given our labor-intensive business model, the trend toward higher wages in both mature and developing markets and the potential impact of union organizing efforts on day-to-day operations of our manufacturing facilities and (iii) other factors, which may be beyond our control.



***Digital technologies will continue to erode the demand for our printed business documents.***

The increasing sophistication of software, internet technologies, and digital equipment combined with our customers' general preference and digital substitutions, as well as governmental influences for paperless business environments will continue to reduce the number of traditional printed documents sold. Moreover, the documents that will continue to coexist with software applications will likely contain less value-added print content.

Many of our custom-printed documents help companies control their internal business processes and facilitate the flow of information. These applications will increasingly be conducted over the internet or through other electronic payment systems. The predominant method of our customers' communication to their customers is by printed information. As their customers become more accepting of internet communications, our clients may increasingly opt for what is perceived to be a less costly electronic option, which would reduce our revenue. The pace of these trends is difficult to predict. These factors will tend to reduce the industry-wide demand for printed documents and require us to gain market share to maintain or increase our current level of print-based revenue which could place pressure on our operating margins.

In response to the gradual obsolescence of our standardized forms business, we continue to develop our capability to provide custom and full-color products. If new printing capabilities and new product introductions do not continue to offset the obsolescence of our standardized business forms products, and we are unable to increase our market share, our sales and profits will be affected. Decreases in sales of our standardized business forms and products due to obsolescence could also reduce our gross margins or impact the value of our recorded goodwill and intangible assets. This reduction could in turn adversely impact our profits, unless we are able to offset the reduction through the introduction of new high margin products and services or realize cost savings in other areas.

***We obtain our raw materials from a limited number of suppliers, and any disruption in our relationships with these suppliers, or any substantial increase in the price of raw materials or material shortages could have a material adverse effect on us.***

We currently purchase a large majority of our paper products from one major supplier at favorable costs based on the volume of business, and traditionally we have purchased our paper products from a limited number of suppliers, all of which must meet stringent quality and on-time delivery standards under long-term contracts. Fluctuations in the quality of our paper, unexpected price changes, decline in overall distribution channels or other factors that relate to our suppliers could have a material adverse effect on our operating results.

Paper is a commodity that is subject to frequent increases or decreases in price, and these fluctuations are sometimes significant. The prices for paper and many of our raw materials have been volatile and may continue to increase due to overall inflationary pressure and global market conditions. We believe there is no effective market of derivative instruments to insulate us against unexpected changes in price of paper in a cost-effective manner, and negotiated purchase contracts provide only limited protection against price increases. Generally, when paper prices increase, we attempt to recover the higher costs by raising the prices of our products to our customers. In the price-competitive marketplaces in which we operate, however, we may not always be able to pass through any or all of the higher costs. As such, any significant increase in the price of paper or shortage in its availability could have a material adverse effect on our results of operations.

***Challenging financial market conditions and changes in long-term interest rates could adversely impact the funded status of our pension plan.***

We maintain a noncontributory defined benefit retirement plan (the "Pension Plan") covering approximately 12% of our employees. As of February 29, 2024, the Pension Plan was 100% funded on a projected benefit obligation ("PBO") basis and 107% on an accumulated benefit obligation ("ABO") basis. Included in our financial results are Pension Plan costs that are measured using actuarial valuations. The actuarial assumptions used may differ from actual results. In addition, as our Pension Plan assets are invested in marketable securities, fluctuations in market values can negatively impact our funded status, recorded pension liability, and future required minimum contribution levels. A decline in long-term interest rates puts downward pressure on the discount rate used by plan sponsors to determine their pension liabilities. Each 10 basis point change in the discount rate impacts our computed pension liability by approximately \$505,000. Similar to fluctuations in market values, a drop in the discount rate can negatively impact our funded status, recorded pension liability and future contribution levels. Also, continued changes in the mortality assumptions can impact our funded status. Additionally, as we experienced in recent years, the number of participants

taking lump sum distributions at retirement could be sufficiently high as to cause a settlement charge, which would impact current earnings of the Pension Plan.

***We may be unable to identify or to complete acquisitions or to successfully integrate the businesses we acquire.***

We have evaluated, and may continue to evaluate, potential acquisition transactions. We attempt to address the potential risks inherent in assessing the attractiveness of acquisition candidates, as well as other challenges such as retaining the employees and integrating the operations of the businesses we acquire. Integrating acquired operations involves significant risks and uncertainties, including maintenance of uniform standards, controls, policies and procedures; diversion of management's attention from normal business operations during the integration process; unplanned expenses associated with integration efforts; and unidentified issues not discovered in due diligence, including legal contingencies. Due to these risks and others, there can be no guarantee that the businesses we acquire will lead to the cost savings or increases in net sales that we expect or desire. Additionally, there can be no assurance that suitable acquisition opportunities will be available in the future, which could harm our strategic business plan as acquisitions are part of our strategy to offset normal print attrition.

***Our distributor customers may be acquired by other manufacturers who redirect business within their plants.***

Some of our customers are being absorbed by the distribution channels of some of our manufacturing competitors. However, we do not believe this will significantly impact our business model. We have continued to sell to some of these customers even after they were absorbed by our competition because of the breadth of our product line and our geographic diversity.

***Our distributors face increased competition from various sources, such as office supply superstores. Increased competition may require us to reduce prices or to offer other incentives in order to enable our distributors to attract new customers and retain existing customers.***

Low price, high value office supply chain stores offer standardized business forms, checks and related products. Because of their size, these superstores have the buying power to offer many of these products at competitive prices. These superstores also offer the convenience of "one-stop" shopping for a broad array of office supplies that our distributors do not offer. In addition, superstores have the financial strength to reduce prices or increase promotional discounts to expand market share. This could result in us reducing our prices or offering incentives in order to enable our distributors to attract new customers and retain existing customers, which could reduce our profits.

***We could experience labor disputes, labor shortages and increases in cost of labor that could disrupt our business in the future and impact operating results.***

As of February 29, 2024, approximately 8% of our employees are represented by labor unions under collective bargaining agreements, which are subject to periodic negotiations. While we believe we have a good working relationship with all of the unions, there can be no assurance that any future labor negotiations will prove successful, which may result in a significant increase in the cost of labor, or may break down and result in the disruption of our business or operations.

Economic factors have contributed to tightening and increased competitiveness in the labor market, increasing labor costs. A prolonged labor shortage could potentially adversely affect our business operations and further increase labor costs.

***We face intense competition to gain market share, which may lead some competitors to sell substantial amounts of goods at prices against which we cannot profitably compete.***

Our marketing strategy is to differentiate ourselves by providing quality service and quality products to our customers. Even if this strategy is successful, the results may be offset by reductions in demand or price declines due to competitors' pricing strategies or other micro or macro-economic factors. We face the risk of our competition following a strategy of selling its products at or below cost in order to cover some amount of fixed costs, especially in stressed economic times.

***Environmental regulations may impact our future operating results.***

We are subject to extensive and changing federal, state and foreign laws and regulations establishing health and environmental quality standards, concerning, among other things, wastewater discharges, air emissions and solid waste disposal, and may be subject to liability or penalties for violations of those standards. We are also subject to laws and regulations governing remediation of contamination at facilities currently or formerly owned or operated by us or to which we have sent hazardous substances or wastes for treatment, recycling or disposal. We may be subject to future liabilities or obligations as a result of new or more stringent interpretations of existing laws and regulations. In addition, we may have liabilities or obligations in the future if we discover any environmental contamination or liability at any of our facilities, or at facilities we may acquire.

***We are subject to taxation related risks.***

We are subject to U.S. federal income tax as well as income tax of multiple state jurisdictions. Applicable tax rates and the jurisdictions within which we operate can vary and therefore our effective tax rate may be adversely affected by changes in the mix of our earnings by jurisdiction. We may be subject to audits of our income, sales and other transaction taxes by U.S. federal and state authorities. Outcomes from these audits could have an adverse effect on our financial condition and results of operations.

Income, sales or other tax laws are dynamic and subject to change as new laws are passed and new interpretations of the law are applied. Most recently, on August 16, 2022, legislation commonly known as the Inflation Reduction Act (the "IRA") was signed into law. Among other things, the IRA includes a 1% excise tax on certain corporate stock repurchases, applicable to repurchases after December 31, 2022, and also a new minimum tax based on book income. The Tax Cuts and Jobs Act enacted on December 22, 2017 resulted in changes in our federal corporate tax rate, our deferred income taxes and limitations on the deductibility of interest expense and executive compensation and the transition of U.S. international taxation from a worldwide tax system to a modified territorial tax system. There may be changes in tax legislation, including a repeal or modification of the Tax Cuts and Jobs Act of 2017, changes in tax rates and tax base such as limiting, phasing-out or eliminating deductions, revising tax law interpretations in jurisdictions, and changes in other tax laws. The U.S. government has proposed changes to increase the tax rates on corporations. All of these factors and uncertainties may adversely affect our results of operations, financial position and cash flows.

***We are exposed to the risk of non-payment by our customers on a significant amount of our sales.***

Our extension of credit involves considerable judgment and is based on an evaluation of each customer's financial condition and payment history. We monitor our credit risk exposure by periodically obtaining credit reports and updated financials on our customers. We generally see a heightened amount of bankruptcies by our customers during economic downturns. While we maintain an allowance for credit losses based upon our historical trends and other available information, in times of economic turmoil, there is heightened risk that our historical indicators may prove to be inaccurate. The inability to collect on sales to significant customers or a group of customers could have a material adverse effect on our results of operations.

***Our business incurs significant freight and transportation costs.***

We incur transportation expenses to ship our products to our customers. Significant increases in the costs of freight and transportation could have a material adverse effect on our results of operations, as there can be no assurance that we could pass on these increased costs to our customers. Government regulations can and have impacted the availability of drivers, which will be a significant challenge to the transportation industry. Costs to employ drivers have increased and transportation shortages have become more prevalent. Additionally, the challenge of employing new drivers for the increasingly larger web-based economy could create shortages in trucks and drivers which could impact our sales.

***A natural disaster, catastrophe, pandemic or other unexpected events could adversely affect our operations.***

The occurrence of one or more unexpected events, including war, acts of terrorism or violence, civil unrest, epidemics or pandemics, fires, tornadoes, hurricanes, earthquakes, floods and other forms of severe weather in the United States could adversely affect our operations and financial performance. Although we maintain third party

insurance against various liability risks and risks of property loss for items we believe are economically reasonable to insure, we could incur uninsured losses and liabilities arising from such events which would adversely affect our results of operations and financial condition.

***We depend on the reliability of our information technology ("IT") and network infrastructure as well as those of third parties. If these systems fail, our operations may be adversely affected.***

We depend on IT and data processing systems to operate our business, and a significant malfunction or disruption in the operation of our systems may disrupt our business and adversely affect our ability to operate and compete in the markets we serve. This could take various forms, including through the injection of ransomware on our IT infrastructure rendering it inoperable without the payment of some form of cyber currency. These systems include systems that we own and operate, as well as systems of our vendors or other third parties. Such systems are susceptible to ransomware attacks, malfunctions, interruptions and phishing scams, for example. We also periodically upgrade and install new systems, which if installed or programmed incorrectly, may cause significant disruptions. These disruptions could interrupt our operations and adversely affect our results of operations, financial condition and cash flows.

***Increasing global cybersecurity attacks and regulatory focus on privacy and security issues could impact our business, expose us to increased liability, subject us to lawsuits, investigations and other liabilities and restrictions on our operations that could significantly and adversely affect our business.***

Along with our own data and information in the normal course of our business, we and our customers and partners collect and retain significant volumes of certain types of data, some of which are subject to specific laws and regulations. Complying with varying jurisdictional requirements is becoming increasingly complex and could increase the costs and difficulty of compliance, and violations of applicable data protection laws. Many of our clients provide us with information they consider confidential or sensitive, and many of our client's industries have established standards for safeguarding the confidentiality, integrity and availability of information relating to their businesses and customers. Data stored in our systems or available through web portals is susceptible to cybercrime or intentional disruption, which have increased globally across all industries in terms of sophistication and frequency. Disclosure of data maintained on our network, a security breach of our systems or other similar events may damage our reputation, subject us to regulatory enforcement action, third party litigation and cause significant reputational or financial harm for our clients and partners. Any of these outcomes may adversely affect our results of operations, financial condition and cash flows.

As previously disclosed, the Company was targeted with an encryption ransomware attack on November 30, 2022. The attack was discovered while it was in process and immediate action was taken to isolate our network to limit the scope of any damage. The attack resulted in a brief disruption to the operation of our systems as we took our servers offline to eradicate the ransomware and restore our data and applications from secure backups. The Company did not communicate with the ransomware threat actor and never considered paying any ransom demand. Instead, the Company eliminated the ransomware and immediately proceeded to restore its critical files and functions. The Company incurred no material expense in connection with the ransomware attack. Based on the information currently known to date, the incident has not had a significant financial impact and the Company does not believe the incident will have a material impact on its business, results of operations or financial condition. Despite us improving our Information Technology General Controls, we cannot give any assurances that the Company will not become the subject of a future more sophisticated, or more harmful attack.

***Increases in the cost of employee benefits could impact our financial results and cash flow.***

Our expenses relating to employee health benefits are significant. Unfavorable changes in the cost of such benefits could impact our financial results and cash flow. Healthcare costs have risen significantly in recent years, and recent legislative and private sector initiatives regarding healthcare reform could result in significant changes to the U.S. healthcare system. While the Company has various cost control measures in place and employs an outside oversight review on larger claims, employee health benefits have been and are expected to continue to be a significant cost to us and may increase due to factors outside the Company's control.

### **Risks related to our securities**

***Because of the volatility in the stock market in general, the market price of our Common Stock will also likely be volatile.***

The stock markets have historically experienced price and volume fluctuations that at times have been extreme and have affected, and continue to affect, the market prices of equity securities of many companies. These fluctuations have often been unrelated or disproportionate to the operating performance of those companies. Broad market and industry fluctuations, as well as general economic, political, regulatory and market conditions, may negatively impact the market price of our common stock. If the market price of our Class A common stock falls below your investment price, you may lose some or all of your investment. In the past, companies that have experienced volatility in the market price of their securities have been subject to securities class action litigation. We may be the target of this type of litigation in the future, which could result in substantial costs and divert our management's attention.

### **ITEM 1B. UNRESOLVED STAFF COMMENTS**

There are no unresolved SEC staff comments.

### **ITEM 1C. CYBERSECURITY**

We believe that cybersecurity is important to maintaining the trust of our customers and employees. We have implemented a cybersecurity risk management program that is designed to identify, assess, manage, mitigate, and respond to cybersecurity threats which could adversely affect the confidentiality of our data and the integrity of our business operations and financial systems. Our cybersecurity program is based on best practices and guidelines of the National Institute of Standards and Technology Cybersecurity Framework. We have company-wide policies and procedures in place that further enhance our ability to identify and manage cybersecurity risk.

Annual risk assessments and penetration testing are performed by independent third party consultants. These tests are useful tools for maintaining a robust cybersecurity program to protect our investors, customers, employees, vendors, and intellectual property. The results of these tests are presented annually to the Board of Directors ("Board"), Audit Committee, and senior management for review to ensure compliance with cybersecurity standards.

During the fiscal year ended February 29, 2024, we have not identified any risks from cybersecurity threats that have materially affected our business operations or financial conditions.

### ***Governance***

Our Board of Directors, Audit Committee and senior management oversee risk management to ensure that the Company's policies and procedures are functioning as intended to protect the Company's information systems from cybersecurity threats. The Audit Committee performs an annual review and discussion of the Company's cybersecurity program, which includes planned actions in the event of a threat or recovery situation.

Our IT team is led by the Vice President of Administration and the Director of Information Technology. The latter is responsible for regular assessment and management of cybersecurity risks. The Director of Information Technology has constant access to the Audit Committee to provide regular updates as necessary regarding any new developments.

We view cybersecurity as a shared responsibility of the Audit Committee and the IT team led by the Director of Information Technology, and we incorporate external resources and advisors as needed to conduct evaluations of our security controls through penetration testing, independent audits and consulting on best practices. The results of those tests are presented annually to the Board.

### **ITEM 2. PROPERTIES**

Our corporate headquarters are located in Midlothian, Texas, and we operate manufacturing facilities throughout the United States. See the table below for additional information regarding our locations.

All of our properties are used for the production, warehousing and shipping of business products, including the following: business forms, flexographic printing, and advertising specialties (Wolfe City, Texas); presentation

products (Macomb, Michigan; De Pere, Wisconsin and Columbus, Kansas); printed and electronic promotional media (Columbus, Kansas); envelopes (Portland, Oregon; Columbus, Kansas; Tullahoma, Tennessee and Claysburg, Pennsylvania); financial forms (Minneapolis/St. Paul, Minnesota; Nevada, Iowa and Bridgewater, Virginia); and pressure seal products (Visalia, California; Chino, California; Roanoke, Virginia and Clarksville, Tennessee).

Our plants are operated at production levels required to meet our forecasted customer demands. Production levels fluctuate with market demands and depend upon the product mix at any given point in time. Equipment is added as existing machinery becomes obsolete or not repairable, and as new equipment becomes necessary to meet market demands; however, at any given time, these additions and replacements are not considered to be material additions to property, plant and equipment, although such additions or replacements may increase a plant's efficiency or capacity.

All of our facilities are believed to be in good condition. We do not anticipate that substantial expansion, refurbishing, or re-equipping of our facilities will be required in the near future.

All of our rented property is held under leases with original terms of one or more years, expiring at various times through November 2028. Generally, we are able to maintain or renew leases as they expire without significant difficulty, but leases in certain markets may be subject to significant rent increases that necessitate consolidating operations to maintain profitability.

Location	General Use	Approximate Square Footage	
		Owned	Leased
Fairhope, Alabama	Manufacturing	65,000	—
Sun City, California	Two Manufacturing Facilities and Warehouse	52,617	1,911
Denver, Colorado	One Manufacturing Facility	60,000	—
Lithia Springs, Georgia	Manufacturing	—	40,050
Harvard, Illinois	Manufacturing and Warehouse	42,000	—
South Elgin, Illinois	Manufacturing	—	70,500
Indianapolis, Indiana	Two Manufacturing Facilities	—	38,000
DeWitt, Iowa	Two Manufacturing Facilities	95,000	—
Nevada, Iowa	Two Manufacturing Facilities	232,000	—
Columbus, Kansas	Two Manufacturing Facilities and Warehouse	174,089	—
Ft. Scott, Kansas	Manufacturing	86,660	—
Girard, Kansas	Manufacturing	69,474	—
Overland Park, Kansas	Two Manufacturing Facilities	—	26,750
Parsons, Kansas	Manufacturing & One Warehouse	122,740	40,000
Canton, Michigan	Two Manufacturing Facilities and Warehouse	32,958	13,490
Macomb, Michigan	Manufacturing	56,350	—
Brooklyn Park, Minnesota	Manufacturing	94,800	—
El Dorado Springs, Missouri	Manufacturing	70,894	—
Fenton, Missouri	Manufacturing	—	26,847
Marlboro, New Jersey	Manufacturing and Warehouse	—	7,450
Caledonia, New York	Manufacturing and one vacant	191,730	—
Fairport, New York	Two Manufacturing Facilities	40,800	—
Coshocton, Ohio	Manufacturing	24,750	—
Toledo, Ohio	Three Manufacturing Facilities	120,947	—
Portland, Oregon	Two Manufacturing Facilities	—	261,765
Annville, Pennsylvania	Manufacturing	37,000	—
Bensalem, Pennsylvania	Manufacturing	—	16,600
Claysburg, Pennsylvania	Manufacturing	—	69,000
Clarksville, Tennessee	Manufacturing	51,900	—
Powell, Tennessee	Manufacturing	43,968	—
Tullahoma, Tennessee	Two Manufacturing Facilities	142,061	—
Arlington, Texas	Two Manufacturing Facilities	69,935	—
Ennis, Texas	Three Manufacturing Facilities *	325,118	—
Houston, Texas	Manufacturing	—	29,668
Wolfe City, Texas	Two Manufacturing Facilities	119,259	—
Bridgewater, Virginia	Manufacturing	—	25,730
Chatham, Virginia	Two Manufacturing Facilities	127,956	—
Roanoke, Virginia	Manufacturing	—	110,000
DePere, Wisconsin	Manufacturing	—	123,187
Mosinee, Wisconsin	Manufacturing	—	5,400
Neenah, Wisconsin	Two Manufacturing Facilities & One Warehouse	72,354	97,161
		<u>2,622,360</u>	<u>1,003,509</u>
<b>Corporate Offices</b>			
Ennis, Texas	Administrative Offices	9,300	—
Midlothian, Texas	Executive and Administrative Offices	28,000	—
		<u>37,300</u>	<u>—</u>
	<b>Totals</b>	<b><u>2,659,660</u></b>	<b><u>1,003,509</u></b>

\* 22,000 square feet of Ennis, Texas location leased

### ITEM 3. LEGAL PROCEEDINGS

From time to time we are involved in various litigation matters arising in the ordinary course of our business. We do not believe the disposition of any current matter will have a material adverse effect on our consolidated financial position or results of operations.

In October 2023, Crabar/GBF, Inc., a subsidiary of Ennis, was awarded \$5.8 million in actual damages, exemplary damages and attorney's fees in a case against Wright Printing Company, its owner Mark Wright, and CEO Mardra Sikora. Given the defendants' pending appeal, we have not yet recognized revenue from the judgment. Nevertheless, the defendants have posted cash bonds that total approximately \$5.1 million, which should be recoverable by the Company if defendants' appeal is unsuccessful.

### ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

## PART II

### ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

Our common stock is traded on the New York Stock Exchange ("NYSE") under the trading symbol "EBF". The following table sets forth the high and low sales prices, the common stock trading volume as reported by the NYSE and dividends per share paid by the Company for the periods indicated:

	Common Stock Price Range		Common Stock Trading Volume (number of shares in thousands)	Dividends per share of Common Stock
	High	Low		
Fiscal Year Ended February 29, 2024				
First Quarter	\$ 22.19	\$ 18.94	7,812	\$ 0.250
Second Quarter	22.46	19.38	5,412	\$ 0.250
Third Quarter	21.99	20.55	4,317	\$ 0.250
Fourth Quarter	23.17	19.75	6,288	\$ 0.250
Fiscal Year Ended February 28, 2023				
First Quarter	\$ 19.24	\$ 16.94	6,424	\$ 0.250
Second Quarter	22.67	16.55	7,768	\$ 0.250
Third Quarter	23.44	19.81	6,238	\$ 0.250
Fourth Quarter	23.48	20.55	6,131	\$ 0.250

On May 9, 2024, the last reported sale price of our common stock on the NYSE was \$20.71, and there were approximately 622 shareholders of record. Cash dividends may be paid, or repurchases of our common stock may be made, from time to time as our Board deems appropriate, after considering our growth rate, operating results, financial condition, cash requirements, restrictive lending covenants, and such other factors as the Board may deem appropriate.

A dividend of \$0.225 per share of our common stock was paid in the first quarter of fiscal year 2022. A dividend of \$0.25 per share of our common stock was paid in each subsequent quarter of fiscal year 2022 and in each quarter of fiscal years 2023 and 2024.

Dividends are declared at the discretion of the Board and future dividends will depend on our future earnings, cash flow, financial requirements and other factors. The Board does view the dividend as an important aspect of owning Ennis stock and continues to rank it high in priority in allocating the Company's earnings.

Our Board has authorized the repurchase of the Company's outstanding common stock through a stock repurchase program, which authorized amount is currently up to \$60.0 million in the aggregate. Under the repurchase program, purchases may be made from time to time in the open market or through privately-negotiated transactions, depending on market conditions, share price, trading volume and other factors. Repurchases may be commenced or suspended at any time or from time to time without prior notice, provided that any purchases must be made in accordance with

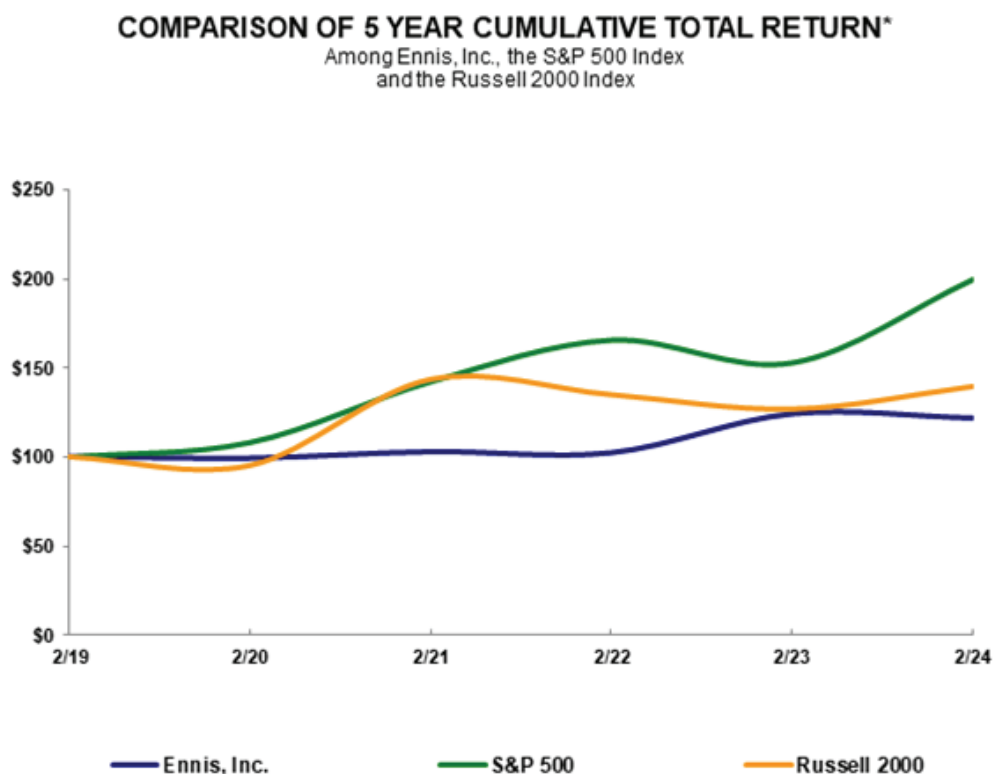


applicable insider trading rules and securities laws and regulations. Since the program's inception in October 2008, we have repurchased 2,242,461 common shares under the program at an average price of \$16.34 per share. During our fiscal year 2024, we repurchased 29,350 shares of common stock at an average price of \$19.96 per share. As of February 29, 2024, \$23.4 million remained available to repurchase shares of common stock under the program.

<u>Period</u>	<u>Total Number of Shares Purchased</u>	<u>Average Price Paid per Share</u>	<u>Total Number of Shares Purchased as Part of Publicly Announced Programs</u>	<u>Maximum Amount that May Yet Be Used to Purchase Shares Under the Program</u>
December 1, 2023 - December 31, 2023	—	\$ —	—	\$ 23,948,822
January 1, 2024 - January 31, 2024	—	\$ —	—	\$ 23,948,822
February 1, 2024 - February 29, 2024	29,350	\$ 19.96	29,350	\$ 23,362,850
<b>Total</b>	<u>29,350</u>	<u>\$ 19.96</u>	<u>29,350</u>	<u>\$ 23,362,850</u>

## Stock Performance Graph

The graph below matches Ennis, Inc.'s cumulative 5-Year total shareholder return on common stock with the cumulative total returns of the S&P 500 index and the Russell 2000 index. The graph tracks the performance of a \$100 investment in our common stock and in each index (with the reinvestment of all dividends) from 2/28/2019 to 2/29/2024.



\*\$100 invested on 2/28/19 in stock or index, including reinvestment of dividends.  
Fiscal year ending February 29.

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	2019	2020	2021	2022	2023	2024
Ennis, Inc.	\$ 100.00	\$ 99.08	\$ 102.67	\$ 102.13	\$ 124.28	\$ 121.81
S&P 500	100.00	108.19	142.05	165.33	152.61	199.09
Russell 2000	100.00	95.08	143.56	134.93	126.82	139.56

*The stock price performance included in this graph is not necessarily indicative of future stock price performance.*

## ITEM 6. [Reserved]

Not applicable.

## ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This Management's Discussion and Analysis provides material historical and prospective disclosures intended to enable investors and other users to assess our financial condition and results of operations. Statements that are not historical are forward-looking and involve risk and uncertainties, including those discussed under the caption "Risk Factors" in Item 1A of this Annual Report on Form 10-K and elsewhere in this Report. You should read this discussion and analysis in conjunction with our Consolidated Financial Statements and the related notes appearing elsewhere in this Report. The words "anticipate," "preliminary," "expect," "believe," "intend" and similar expressions identify forward-looking statements. We believe these forward-looking statements are based upon reasonable assumptions. All such statements involve risks and uncertainties, and as a result, actual results could differ materially from those projected, anticipated, or implied by these statements.

In view of such uncertainties, investors should not place undue reliance on our forward-looking statements since such statements may prove to be inaccurate and speak only as of the date when made. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

This Management's Discussion and Analysis covers the continuing operations of the Company, which are comprised of the production and sale of business forms and other business products. This Management's Discussion and Analysis includes the following sections:

- *Overview* – An overall discussion regarding our Company, the business challenges and opportunities we believe are key to our success, and our plans for facing these challenges relating to our continuing operations.
- *Critical Accounting Estimates* – A discussion of the accounting policies that require our most critical judgments and estimates relating to our continuing operations. This discussion provides insight into the level of subjectivity, quality, and variability involved in these judgments and estimates. This section also provides a summary of recently adopted and recently issued accounting pronouncements that have or may materially affect our business.
- *Results of Operations* – An analysis of our consolidated results of operations and segment results for the three years presented in our Consolidated Financial Statements. This analysis discusses material trends within our continuing business and provides important information necessary for an understanding of our continuing operating results.
- *Liquidity and Capital Resources* – An analysis of our cash flows and a discussion of our financial condition and contractual obligations. This section provides information necessary to evaluate our ability to generate cash and to meet existing and known future cash requirements over both the short and long term.

References to 2024, 2023 and 2022 refer to the fiscal years ended February 29, 2024, February 28, 2023 and February 28, 2022, respectively.

### Overview

***The Company*** – Our management believes we are the largest provider of business forms, pressure-seal forms, labels, tags, envelopes, and presentation folders to independent distributors in the United States.

***Our Business Challenges*** – Our industry is currently experiencing consolidation of traditional supply channels, product obsolescence, paper supplier capacity adjustments, and increased pricing and potential supply allocations due to demand/supply curve imbalance. Technology advances have made electronic distribution of documents, internet hosting, digital printing and print-on-demand valid, cost-effective alternatives to traditional custom-printed documents and customer communications. Improved equipment has become more accessible to our competitors. We face highly competitive conditions throughout our supply chain in an already over-supplied, price-competitive print industry. In

addition to the risk factors discussed under the caption “Risk Factors” in Item 1A of this Annual Report, some of the key challenges of our business include the following:

**Transformation of our portfolio of products** – While traditional business documents are essential in order to conduct business, many are being replaced through the use of cheaper paper grades or imported paper, or devalued with advances in digital technologies, causing steady declines in demand for a portion of our current product line. Transforming our product offerings in order to continue to provide innovative, valuable solutions through lower labor and fixed charges to our customers on a proactive basis will require us to make investments in new and existing technology and to develop key strategic business relationships, such as print-on-demand services and product offerings that assist customers in their transition to digital business environments. In addition, we will continue to look for new market opportunities and niches through acquisitions, such as the addition of our envelope offerings, tag offerings, folder offerings, healthcare wristbands, specialty packaging, direct mail, pressure seal products, secure document solutions, innovative in-mold label offerings and long-run integrated products with high color web printing, which provide us with an opportunity for growth and differentiate us from our competition. The ability to make investments in new and existing technology and/or to acquire new market opportunities through acquisitions is dependent on the Company’s liquidity and operational results.

**Production capacity and price competition within our industry** – Industry supply of paper products is subject to fluctuation as changing industry conditions influence producers to idle or permanently close individual machines or mills, and or convert them to different product lines, such as packaging to offset a decline in demand. In 2022 there was a build-up of paper mill’s customer inventory, and 2023 data showed an inventory correction in reduced spending. Paper mill shipments were down across the board through the first half of 2023 as buyers worked through elevated inventories of their products. Producers responded to the sluggish demand conditions with heavy downtime rather than permanent closures keeping prices mostly stable. While margins remain under pressure due to the resulting weak volumes, we intend to continue to focus on effectively managing and controlling our product costs through the use of forecasting, production and costing models, as well as working closely with our domestic suppliers to reduce our procurement costs, in order to minimize effects on our operational results. In addition, we will continue to look for ways to reduce and leverage our fixed costs and focus on maintaining our margins.

**Continued consolidation of our customers** – Our customers are distributors, many of which are consolidating or are being acquired by competitors. We continue to maintain a majority of the business we have had with our customers historically, but it is possible that these consolidations and acquisitions, which we expect to continue in the future, ultimately will impact our margins and sales.

### **Critical Accounting Estimates**

In preparing our Consolidated Financial Statements, we are required to make estimates and assumptions that affect the disclosures and reported amounts of assets and liabilities at the date of the Consolidated Financial Statements and the reported amounts of revenues and expenses during the reporting period. We evaluate our estimates and judgments on an ongoing basis, including those related to allowance for credit losses, inventory valuations, property, plant and equipment, intangible assets, pension plan obligations, accrued liabilities and income taxes. We base our estimates and judgments on historical experience and on various other factors that we believe to be reasonable under the circumstances. Actual results may differ materially from these estimates under different assumptions or conditions. We believe the following accounting policies are the most critical due to their effect on our more significant estimates and judgments used in preparation of our Consolidated Financial Statements.

**Pension Plan** – We maintain the Pension Plan for certain eligible employees. Included in our financial results are Pension Plan costs that are measured using actuarial valuations and require the use of a number of significant assumptions. Changes in these assumptions can result in different expense and liability amounts and future actual pension cost experience and funding requirements may differ materially from current estimates.

As our Pension Plan assets are invested in marketable securities, fluctuations in market values could potentially impact our Pension Plan funding status and associated liability recorded. The expected rate of return on assets was 6.00% and 6.50% at February 29, 2024 and February 28, 2023, respectively.

Similar to fluctuations in market values, a drop in the discount rate could potentially negatively impact our Pension Plan's funded status, recorded pension liability and future contribution levels with the opposite impact occurring for an increase in the discount rate. During fiscal year 2024, the discount rate used to determine the net pension obligations for purposes of our Consolidated Financial Statements increased to 5.15% from 5.00% in fiscal year 2023. The discount rate is reviewed by management annually and is adjusted to reflect movements in the average Mercer and FTSE (formerly Citigroup) pension yield curves for mature pension plans with duration of about 12-15 years. The Company estimated the duration of its pension benefit obligation (PBO) to be approximately 12-15 years. Each 10 basis point change in the discount rate impacts our computed pension liability by about \$0.5 million.

Also, continued changes in the mortality assumptions could potentially impact our Pension Plan's funded status. For the February 29, 2024 measurement, no change was made to the mortality assumption. While U.S. mortality has been higher in the last couple of years due to the COVID-19 pandemic and other related factors, the mortality assumption is used to estimate the future lifetime of plan participants. Any actual impact on the Pension Plan from the higher than expected mortality has already been recognized in the underlying participant data used to measure the pension liability. The impact on future longevity is still being studied, and there is a general expectation that the current population is a healthier cohort such that mortality rates may return to pre-pandemic levels. This assumption will continue to be monitored.

**Impairment Assessments on Goodwill and Other Intangible Assets** – Amounts allocated to intangibles and goodwill are determined based on valuation analyses for our acquisitions. Amortizable intangibles are amortized over their expected useful lives. We evaluate these amounts periodically (at least once a year) to determine whether a triggering event has occurred during the year that would indicate potential impairment.

We assess goodwill for impairment annually as of December 1, or more frequently if impairment indicators are present. The Company uses qualitative factors to determine whether it is more likely than not (likelihood of more than 50%) that the fair value of a reporting unit exceeds its carrying amount, including goodwill. Some of the qualitative factors considered in applying this test include consideration of macroeconomic conditions, industry and market conditions, cost factors affecting the reporting unit's business, overall financial performance of the business, and performance of the common share price of the Company. If qualitative factors are not deemed sufficient to conclude that it is more likely than not that the fair value of the reporting unit exceeds its carrying value, then a one-step quantitative approach is applied in making an evaluation. The quantitative evaluation utilizes multiple valuation methodologies, including a market approach (market price multiples of comparable companies) and an income approach (discounted cash flow analysis). The computations require management to make significant estimates and assumptions, including, among other things, selection of comparable publicly traded companies, an appropriate discount rate applied to future earnings reflecting a weighted average cost of capital, and earnings growth assumptions. A discounted cash flow analysis requires management to make various assumptions about future sales, operating margins, capital expenditures, working capital and growth rates. If the quantitative evaluation results in the fair value of the reporting unit being lower than the carrying value, an impairment charge is recorded. A goodwill impairment charge was not required for the fiscal years ended February 29, 2024 or February 28, 2023.

**Allowance for Credit Losses and Accounts Receivable** – Net sales consist of gross sales invoiced to customers, less certain related charges, including discounts, returns and other allowances. Our allowance for credit losses is based on an analysis that estimates the amount of our total customers receivable balance that is not collectible. This analysis includes assessing a default probability to customers' receivable balances, which is influenced by several factors including (i) current market conditions, (ii) periodic review of customer credit worthiness, and (iii) review of customer receivable aging and payment trends. While we believe we have exercised prudent judgment and applied reasonable assumptions, there can be no assurance that in the future, changes in economic conditions or other factors would not cause changes in the financial health of our customers. If the financial health of our customers deteriorates, the timing

and level of payments received could be impacted and therefore, could result in a change to our estimated losses. Returns, discounts and other allowances have historically been insignificant.

**Allowance for Excess and Obsolete Inventories** – With the exception of approximately 7.0% and 6.1% of inventories valued using the lower of last-in, first-out ("LIFO") cost flow assumption for fiscal years 2024 and 2023, respectively, our inventories are valued at the lower of cost or net realizable value. We regularly review inventory values on hand, using specific aging categories, and write down inventory deemed obsolete and/or slow-moving based on historical usage and estimated future usage to its estimated net realizable value. As actual future demand or market conditions may vary from those projected by management, adjustments to inventory valuations may be required. The allowance for excess and obsolete inventory at fiscal years ended 2024 and 2023 were \$1.3 million and \$1.6 million, respectively.

## Results of Operations

The following discussion provides information which we believe is relevant to understanding our results of operations and financial condition. The discussion and analysis should be read in conjunction with the accompanying Consolidated Financial Statements and notes thereto. Unless otherwise indicated, this financial overview is for the continuing operations of the Company, which are comprised of the production and sales of business forms and other business products. The operating results of the Company for fiscal year 2024 and the comparative fiscal years 2023 and 2022 are included in the tables below.

### Consolidated Summary

Consolidated Statements of Operations - Data (in thousands)	Fiscal years ended					
	2024		2023		2022	
Net sales	\$420,109	100.0%	\$431,837	100.0%	\$400,014	100.0%
Cost of goods sold	294,767	70.2	300,787	69.7	285,291	71.3
Gross profit margin	125,342	29.8	131,050	30.3	114,723	28.7
Selling, general and administrative	68,830	16.4	70,793	16.4	71,410	17.9
Loss (gain) from disposal of assets	53	—	(5,896)	(1.4)	(271)	(0.1)
Income from operations	56,459	13.4	66,153	15.3	43,584	10.9
Other income (expense)	2,664	0.6	(1,223)	(0.3)	(1,640)	(0.4)
Earnings before income taxes	59,123	14.1	64,930	15.0	41,944	10.5
Provision for income taxes	16,526	3.9	17,630	4.1	12,962	3.2
Net earnings	<u>\$ 42,597</u>	<u>10.1%</u>	<u>\$ 47,300</u>	<u>11.0%</u>	<u>\$ 28,982</u>	<u>7.2%</u>

*Net Sales.* Our net sales were \$420.1 million for fiscal year 2024, compared to \$431.8 million for fiscal year 2023, a decrease of \$11.7 million, or 2.7%, primarily due to a \$32.9 million decrease in volume demand, partially offset by an approximately \$21.2 million increase in revenues generated from our recent acquisitions. The print market overall continues to be fairly soft with competitive pricing as well as some of our print partners have experienced slowness in their sales and reduced their outsourced work to us during the current fiscal year.

Our net sales increased from \$400.0 million for fiscal year 2022 to \$431.8 million for fiscal year 2023, an increase of 8%. The increase was attributable to \$3.3 million in revenues from our 2023 acquisitions of School Photo Marketing as well as price and volume increases that were partially offset by reduced volumes in the fourth quarter.

*Cost of Goods Sold.* As a result of decreased sales volume, our manufacturing costs decreased \$6.0 million, or 2.0% from \$300.8 million for fiscal year 2023 to \$294.8 million for fiscal year 2024. Our gross profit was \$125.3 million or 29.8% of sales for fiscal year 2024, compared to \$131.1 million or 30.3% of sales for fiscal year 2023. The print market overall was fairly soft during fiscal year 2024 with competitive pricing from similar situated vendors as us, resulting in downward pressure on operating margin.

Our manufacturing costs increased \$15.5 million, or 5.4%, from \$285.3 million for fiscal year 2022 to \$300.8 million for fiscal year 2023. Our gross profit was \$131.1 million or 30.3% of sales for fiscal year 2023, compared to \$114.7 million or 28.7% for fiscal year 2022. Improved operational efficiencies and pricing adjustments to cover inflationary costs, primarily of paper, supplies and labor, contributed to improve our gross profit margin as a percentage of sales.

*Selling, general, and administrative expenses.* For fiscal year 2024, our selling, general and administrative (“SG&A”) expenses were \$68.8 million compared to \$70.8 million for fiscal year 2023, a decrease of \$2.0 million, or 2.8% primarily as a result of reduction in executive incentive compensation expense. As a percentage of sales, SG&A expenses remained flat at 16.4% in fiscal year 2024 and 2023.

Our SG&A expenses decreased approximately 0.9%, from \$71.4 million for fiscal year 2022 to \$70.8 million for fiscal year 2023. As a percentage of sales, SG&A expenses declined from 17.9% in fiscal year 2022 to 16.4% for fiscal year 2023. Our SG&A expense decreased as a result of operational efficiencies and intangible assets fully amortized in fiscal year 2022 partially offset by increased executive incentive compensation expense.

*(Gain) loss from disposal of assets.* The \$0.1 million loss from disposal of assets for fiscal 2024 is primarily from the sale of unused manufacturing equipment. The \$5.9 million gain from disposal of assets for fiscal 2023 is primarily from the sale of an unused manufacturing facility, \$5.8 million, and \$0.1 million of manufacturing equipment. The \$0.3 million gain from disposal of assets for fiscal year 2022 is primarily related to the sale of an unused manufacturing facility and manufacturing equipment.

*Income from operations.* Primarily due to factors described above, our income from operations for fiscal year 2024 decreased \$9.7 million to \$56.5 million or 13.4% of net sales from \$66.2 million or 15.3% of net sales for fiscal year 2023. Income from operations for fiscal year 2023 increased 51.8% to \$66.2 million, or 15.3% of net sales, from \$43.6 million, or 10.9% of net sales in 2022.

*Other income (expense).* Interest income for fiscal year 2024 was \$4.0 million compared to \$0.8 million in 2023 and \$0.1 million in 2022. Our increase in interest income in 2024 was from higher interest rates in 2024 compared to 2023 and higher interest rates compared to 2002.

Other expense for fiscal year 2024 was \$1.3 million compared to \$2.0 million for fiscal year 2023. Our decrease in expense was from lower non-service cost components of net periodic benefit costs relating to pension expense in fiscal year 2024.

Other expense was \$2.0 million for fiscal year 2023 compared to \$1.6 million for fiscal year 2022. The increase in expense was primarily from higher non-service cost components of net periodic benefit costs relating to pension expense in fiscal year 2023.

*Provision for income taxes.* Our effective tax rates for fiscal years 2024, 2023 and 2022 were 28.0%, 27.2%, and 30.9%, respectively. The higher effective tax rate for fiscal year 2022 was primarily the result of distributions during the year from our deferred compensation plan which was terminated in fiscal year 2021.

*Net earnings.* Net earnings were \$42.6 million, or \$1.64 per diluted share for fiscal year 2024 as compared to \$47.3 million of \$1.82 per diluted share for fiscal year 2023. Net earnings were impacted by decreased revenues in fiscal year 2024. Net earnings in fiscal year 2023 were impacted by a \$5.8 million gain from disposal of assets that added \$0.17 per share. Net earnings were \$47.3 million, or \$1.82 per diluted share for fiscal year 2023, as compared to \$29.0 million, or \$1.11 per diluted share for fiscal year 2022. Net earnings were impacted by increased revenues in fiscal year 2023.

## **Liquidity and Capital Resources**

We rely on our cash flows generated from operations to meet cash requirements of our business. The primary cash requirements of our business are payments to vendors in the normal course of business, capital expenditures, compensation and benefits for employees and the payment of dividends to our shareholders. We believe that our current cash balance of \$81.6 million at February 29, 2024, short-term investments of \$29.3 million and cash flows from operations are expected to be similar to prior years which should be adequate to cover the next twelve months

and beyond of our operating and capital requirements. Our annual capital requirements are expected to be within our historical levels of between \$3.0 million and \$6.0 million.

<i>(Dollars in thousands)</i>	Fiscal Years Ended		
	2024	2023	2022
Working Capital	\$ 167,581	\$ 155,379	\$ 127,839
Cash	\$ 81,597	\$ 93,968	\$ 85,606
Short-term Investments	\$ 29,325	\$ -	\$ -

**Working Capital.** Our working capital increased by approximately \$12.2 million, or 7.9%, from \$155.4 million at February 28, 2023 to \$167.6 million at February 29, 2024. Our current ratio, calculated by dividing our current assets by our current liabilities, increased from 4.8 to 1.0 for fiscal year 2023 to 6.0 to 1.0 for fiscal year 2024. Our increase in working capital primarily reflects the increase in cash and short-term investments, \$17.0 million, offset by the decrease in accounts receivable, \$6.3 million, and inventory, \$6.8 million, and the decrease in our accounts payable and accrued expense, \$7.0 million. We strategically reduced inventory levels to improve cash flow and the decrease in receivables is primarily a result of accelerating the timing of collections relative to fiscal year end.

Our working capital increased by approximately \$27.5 million, or 21.5%, from \$127.8 million at February 28, 2022 to \$155.4 million at February 2023. Our current ratio, calculated by dividing our current assets by our current liabilities, increased from 4.4 to 1.0 for fiscal year 2022 to 4.8 to 1.0 for fiscal year 2023. Our increase in working capital primarily reflects the increase in cash, \$8.4 million, accounts receivable, \$14.5 million, and inventory, \$8.3 million, offset by the increase in our accounts payable and accrued expense.

## Cash Flow Components

<i>(Dollars in thousands)</i>	Fiscal years ended		
	2024	2023	2022
Net cash provided by operating activities	\$ 69,069	\$ 46,776	\$ 50,678
Net cash used in investing activities	\$ (54,994)	\$ (11,457)	\$ (10,052)
Net cash used in financing activities	\$ (26,446)	\$ (26,957)	\$ (30,210)

**Cash flows from operating activities.** Cash provided by operating activities was \$69.1 million for fiscal year 2024 (an increase of \$22.3 million compared to fiscal year 2023), \$46.8 million for fiscal year 2023 (a decrease of \$3.9 million compared to fiscal year 2022) and \$50.7 million for fiscal year 2022.

Our increased operational cash flows in fiscal year 2024 compared to fiscal year 2023 was primarily the result of a \$16.9 million decrease from inventories, \$18.1 million decrease from our accounts receivable, offset by a \$4.7 decrease in earnings, \$5.3 million decrease in payables and accrued expenses and a \$5.9 million gain from disposal of assets during fiscal year 2023.

Our decreased operational cash flows in fiscal year 2023 compared to fiscal year 2022 was primarily the result of a \$3.4 million decrease from inventories, \$8.2 million decrease from our accounts receivable, \$5.9 million gain from disposal of assets and a \$5.0 million decrease from deferred tax liability offset by \$18.3 million in increased earnings.

**Cash flows from investing activities.** Cash used in investing activities was \$55.0 million in fiscal year 2024 compared to \$11.5 million in fiscal year 2023, and \$10.1 million in fiscal year 2022. The increase in cash used in fiscal year 2024 compared to 2023 was primarily due to net purchase and maturity of short-term investments of \$28.9 million and a \$10.8 million increase in costs to acquire businesses. During fiscal year 2024, we purchased approximately \$31.4 million of U.S. government treasury bills with staggered maturities of between three months and twelve months. The \$1.4 million decrease in cash used in fiscal year 2023 compared to fiscal year 2022 was primarily due to a \$2.2 million decrease in capital expenditures and \$0.8 million increase in proceeds from disposal of plant and property, offset by a \$4.4 million increase in costs to acquire businesses.

**Cash flows from financing activities.** Cash used in financing activities was \$26.4 million in fiscal year 2024 compared to \$27.0 million in fiscal year 2023 and \$30.2 million used in fiscal year 2022.



The decrease in our cash used in financing activities in fiscal year 2024 was primarily due to a \$0.5 million decrease of common stock repurchases. The decrease in our cash used in financing activities in fiscal year 2023 was primarily due to a \$3.7 million decrease of common stock repurchases.

**Stock Repurchase** – The Board has authorized the repurchase of the Company’s outstanding common stock through a stock repurchase program, which authorized amount is currently up to \$60.0 million in the aggregate. Under the repurchase program, purchases may be made from time to time in the open market or through privately-negotiated transactions, depending on market conditions, share price, trading volume and other factors. Repurchases may be commenced or suspended at any time or from time to time without prior notice, provided that any purchases must be made in accordance with applicable insider trading rules and securities laws and regulations. Since the program’s inception in October 2008, we have repurchased 2,242,461 common shares under the program at an average price of \$16.34 per share. During our fiscal year 2024, we repurchased 29,350 shares of common stock at an average price of \$19.96 per share. As of February 29, 2024, \$23.4 million remained available to repurchase shares of the Company’s common stock under the program. The Company expects to continue to repurchase its shares under the repurchase program during fiscal year 2025 provided that the Board determines such repurchases to be in the best interests of the Company and its shareholders.

**Credit Facility** – As of February 29, 2024, we had \$0.3 million outstanding under a standby letter of credit arrangement secured by a cash collateral bank account. It is anticipated that our cash, short-term investments and funds from operating cash flows will be sufficient to fund anticipated future expenditures.

**Pension Plan** – The funded status of our Pension Plan is dependent on many factors, including returns on invested assets, the level of market interest rates and the level of funding. The assumptions used to calculate the pension funding deficit are different from the assumption used to determine the net pension obligations for purposes of our Consolidated Financial Statements. The funding of our Pension Plan is governed by the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended, and the Internal Revenue Code and is also subject to the Moving Ahead for Progress in the 21<sup>st</sup> Century Act, the Highway and Transportation Funding Act of 2014, the Bipartisan Budget Act of 2015, and the American Rescue Plan Act of 2021. Under these regulations, the liabilities are discounted using 25-year average corporate bond rates within a specified corridor. For the period ended February 29, 2024, the specified corridor around the 25-year average was 5%. We made a contribution of \$1.2 million to our Pension Plan in fiscal year 2024, \$2.0 million in fiscal year 2023 and \$1.0 million in fiscal year 2022. Given our funding status as of February 29, 2024, and absent any significant negative event, we anticipate that our future contributions will be between \$1.0 million and \$3.0 million per year, depending on our Pension Plan’s funding.

**Inventories** – We believe our current inventory levels are sufficient to satisfy our customer demands and we anticipate having adequate sources of raw materials to meet future business requirements. We have long-term contracts in effect with paper suppliers that govern prices, but do not require minimum purchase commitments. Certain of our rebate programs do, however, require minimum purchase volumes. Management anticipates meeting the required volumes.

**Capital Expenditures** – We expect our capital expenditure requirements for fiscal year 2024, exclusive of capital required for possible acquisitions, will be in line with our historical levels of between \$3.0 million and \$5.0 million. We expect to fund these expenditures through existing cash flows. We expect to generate sufficient cash flows from our operating activities to cover our operating and other normal capital requirements for the foreseeable future.

**Contractual Obligations** – There have been no significant changes in our contractual obligations since February 29, 2024 that have, or that are reasonably likely to have, a material impact on our results of operations or financial condition. The following table represents our contractual commitments as of February 29, 2024 (in thousands).

	Total	Due in less than 1 year	Due in 1-3 years	Due in 4-5 years	Due in more than 5 years
Estimated pension benefit payments to Pension Plan participants	\$ 38,700	\$ 3,200	\$ 7,700	\$ 7,700	\$ 20,100
Letters of credit	318	318	—	—	—
Operating leases	10,098	4,593	4,842	663	—
Total	<u>\$ 49,116</u>	<u>\$ 8,111</u>	<u>\$ 12,542</u>	<u>\$ 8,363</u>	<u>\$ 20,100</u>

## ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

### Market Risk

#### *Interest Rates*

From time to time, we are exposed to interest rate risk on short-term and long-term financial instruments carrying variable interest rates. We may from time to time utilize interest rate swaps to manage overall borrowing costs and reduce exposure to adverse fluctuations in interest rates. We do not use derivative instruments for trading purposes. While we had no outstanding debt at February 29, 2024, we will be exposed to interest rate risk if we borrow under a credit facility in the future.

This market risk discussion contains forward-looking statements. Actual results may differ materially from this discussion based upon general market conditions and changes in domestic and global financial markets.

## ITEM 8. CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

Our Consolidated Financial Statements and Supplementary Data required by this Item 8 are set forth following the signature page of this report and are incorporated herein by reference.

## ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

## ITEM 9A. CONTROLS AND PROCEDURES

### Disclosure Controls and Procedures

A review and evaluation was carried out under the supervision and with the participation of our management, including our Chief Executive Officer and our Chief Financial Officer, of the effectiveness of the design and operation of our “disclosure controls and procedures” (as such term is defined in Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”)) as of February 29, 2024. Based upon that review and evaluation, we have concluded that our disclosure controls and procedures were effective as of February 29, 2024.

### Management’s Report on Internal Control over Financial Reporting

The Consolidated Financial Statements, financial analysis and all other information in this Annual Report on Form 10-K were prepared by management, who is responsible for their integrity and objectivity and for establishing and maintaining adequate internal controls over financial reporting.

The Company’s internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with accounting principles generally accepted in the United States of America. The Company’s internal control over financial reporting includes those policies and procedures that:

- i. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of assets of the Company;
- ii. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- iii. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

There are inherent limitations in the effectiveness of any internal control, including the possibility of human error and the circumvention or overriding of controls. Accordingly, even effective internal controls can provide only reasonable assurances with respect to financial statement preparation. Further, because of changes in conditions, the effectiveness of internal controls may vary over time.

Management assessed the design and effectiveness of the Company's internal control over financial reporting as of February 29, 2024. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") in the 2013 *Internal Control—Integrated Framework* ("2013 COSO framework"). Based on management's assessment using those criteria, we believe that, as of February 29, 2024, the Company's internal control over financial reporting is effective.

In conducting our evaluation, we excluded the assets and liabilities and results of operations of our acquisitions, Stylecraft, UMC, Eagle and Diamond, during fiscal year ended 2024, in accordance with the SEC staff's interpretive guidance concerning management's reporting on internal controls over financial reporting in connection with acquisitions. The assets and revenues resulting from these acquisitions constituted approximately 3.8% and 5.0%, respectively, of the related consolidated financial statement amounts as of and for the year ended February 29, 2024.

### **Changes in Internal Controls**

There have been no changes in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) that has materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. Management believes that the Consolidated Financial Statements included in this Annual Report on Form 10-K present fairly in all material respects our consolidated position, results of operations and cash flows for the period presented.

CohnReznick LLP, an independent registered public accounting firm, has audited the Consolidated Financial Statements of the Company for the fiscal year ended February 29, 2024 and February 28, 2023 and has attested to the effectiveness of the Company's internal control over financial reporting as of February 29, 2024. Their report on the effectiveness of internal control over financial reporting is presented on page F-3 of this Annual Report on Form 10-K.

### **ITEM 9B. OTHER INFORMATION**

None.

### **ITEM 9C. DISCLOSURE REGARDING FOREIGN JURISDICTION THAT PREVENT INSPECTIONS**

Not Applicable.

### **PART III**

#### **ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE**

Except as set forth below, the information required by Item 10 is incorporated herein by reference to the definitive Proxy Statement for our 2024 Annual Meeting of Shareholders, including “Election of Directors”, “Corporate Governance”, “Executive Officers” and “Delinquent Section 16(a) Reports.”

The SEC and the NYSE have issued multiple regulations requiring policies and procedures in the corporate governance area. In complying with these regulations, it has been the goal of the Company’s Board and senior leadership to do so in a way which does not inhibit or constrain the Company’s unique culture, and which does not unduly impose a bureaucracy of forms and checklists. Accordingly, formal, written policies and procedures have been adopted in the simplest possible way, consistent with legal requirements, including a Code of Ethics applicable to the Company’s principal executive officer, principal financial officer, and principal accounting officer or controller. The Company’s Corporate Governance Guidelines, its charters for each of its Audit, Compensation, Nominating and Corporate Governance Committees and its Code of Ethics covering all employees are available on the Company’s website, [www.ennis.com](http://www.ennis.com), and a copy will be mailed upon request to Investor Relations at 2441 Presidential Parkway, Midlothian, TX 76065. If we make any substantive amendments to the Code of Ethics, or grant any waivers to the Code of Ethics for any of our senior officers or directors, we will disclose such amendment or waiver on our website and in a report on Form 8-K.

#### **ITEM 11. EXECUTIVE COMPENSATION**

The information required by Item 11 is hereby incorporated herein by reference to the definitive Proxy Statement for our 2024 Annual Meeting of Shareholders.

#### **ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS**

The information required by Item 12, as to certain beneficial owners and management, is hereby incorporated by reference to the definitive Proxy Statement for our 2024 Annual Meeting of Shareholders.

#### **ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE**

The information required by Item 13 is hereby incorporated herein by reference to the definitive Proxy Statement for our 2024 Annual Meeting of Shareholders.

#### **ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES**

The information required by Item 14 is hereby incorporated herein by reference to the definitive Proxy Statement for our 2024 Annual Meeting of Shareholders.

## PART IV

### ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

The following documents are filed as part of this report.

#### 1. Index to Consolidated Financial Statements of the Company

An “Index to Consolidated Financial Statements” has been filed as a part of this Report beginning on page F-1 hereof.

- All schedules for which provision is made in the applicable accounting regulation of the SEC have been omitted because of the absence of the conditions under which they would be required or because the material information required is included in the Consolidated Financial Statements of the Registrant or the notes thereto.

#### 3. Exhibits

<u>Exhibit Number</u>	<u>Description</u>
Exhibit 3.1(a)	<u>Restated Articles of Incorporation, as amended through June 23, 1983 with attached amendments dated June 20, 1985, July 31, 1985, June 16, 1988 and November 4, 1998, incorporated herein by reference to Exhibit 3.1(a) to the Registrant’s Form 10-Q filed on October 6, 2017 (File No. 001-05807).</u>
Exhibit 3.1(b)	<u>Amendment to Articles of Incorporation, dated June 17, 2004, incorporated herein by reference to Exhibit 3.1(b) to the Registrant’s Annual Report on Form 10-K for the fiscal year ended February 28, 2007 filed on May 9, 2007 (File No. 001-05807).</u>
Exhibit 3.2	<u>Fourth Amended and Restated Bylaws of Ennis, Inc., dated July 10, 2017, incorporated herein by reference to Exhibit 3.1 to the Registrant’s Current Report on Form 8-K filed on July 10, 2017 (File No. 001-05807).</u>
Exhibit 4.1	<u>Description of Ennis, Inc. Securities Registered under Section 12 of the Exchange Act of 1934.*</u>
Exhibit 10.1	<u>Amended and Restated Chief Executive Officer Employment Agreement between Ennis, Inc. and Keith S. Walters, effective as of December 19, 2008, herein incorporated by reference to Exhibit 10.1 to the Registrant’s Form 8-K filed on January 20, 2009 (File No. 001-05807).+</u>
Exhibit 10.2	<u>Amended and Restated Executive Employment Agreement between Ennis, Inc. and Ronald M. Graham, effective as of May 15, 2019, herein incorporated by reference to Exhibit 10.2 to the Registrant’s Form 8-K filed on May 16, 2019 (File No. 001-05807).+</u>
Exhibit 10.3	<u>2021 Long-Term Incentive Plan effective on July 15, 2021, incorporated herein by reference to Appendix A of the Registrant’s Form DEF 14A filed on June 3, 2021.</u>
Exhibit 21	<u>Subsidiaries of Registrant*</u>
Exhibit 23.1	<u>Consent of Independent Registered Public Accounting Firm*</u>
Exhibit 23.2	<u>Consent of Independent Registered Public Accounting Firm*</u>
Exhibit 31.1	<u>Certification Pursuant to Rule 13a-14(a) of Chief Executive Officer.*</u>
Exhibit 31.2	<u>Certification Pursuant to Rule 13a-14(a) of Chief Financial Officer.*</u>
Exhibit 32.1	<u>Section 1350 Certification of Chief Executive Officer.**</u>
Exhibit 32.2	<u>Section 1350 Certification of Chief Financial Officer.**</u>
Exhibit 97	<u>Compensation Clawback Policy effective as of September 15, 2023.**</u>
Exhibit 101	The following information from Ennis, Inc.’s Annual Report on Form 10-K for the year ended February 29, 2024, filed on May 10, 2024, formatted as Inline XBRL: (i) Consolidated Balance Sheets, (ii) Consolidated Statements of Operations, (iii) Consolidated Statements of Comprehensive Income, (iv) Consolidated Statements of Changes in Shareholders’ Equity, (v) Consolidated Statements of Cash Flows, and (vi) the Notes to Consolidated Financial Statements, tagged as blocks of text and in detail.
Exhibit 104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

\* Filed herewith.

\*\* Furnished herewith.

+ Represents a management contract or a compensatory plan or arrangement.

## SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

### ENNIS, INC.

Date: May 10, 2024

/s/ KEITH S. WALTERS  
Keith S. Walters, Chairman of the Board,  
Chief Executive Officer and President

Date: May 10, 2024

/s/ VERA BURNETT  
Vera Burnett  
Chief Financial Officer, Treasurer and Principal  
Financial and Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Date: May 10, 2024

/s/ KEITH S. WALTERS  
Keith S. Walters, Chairman of the Board,  
Chief Executive Officer and President

Date: May 10, 2024

/s/ JOHN R. BLIND  
John R. Blind, Director

Date: May 10, 2024

/s/ AARON CARTER  
Aaron Carter, Director

Date: May 10, 2024

/s/ BARBARA T. CLEMENS  
Barbara T. Clemens, Director

Date: May 10, 2024

/s/ MARGARET A. WALTERS  
Margaret A. Walters, Director

Date: May 10, 2024

/s/ GARY S. MOZINA  
Gary S. Mozina, Director

Date: May 10, 2024

/s/ TROY L. PRIDDY  
Troy L. Priddy, Director

Date: May 10, 2024

/s/ ALEJANDRO QUIROZ  
Alejandro Quiroz, Director

Date: May 10, 2024

/s/ MICHAEL J. SCHAEFER  
Michael J. Schaefer, Director

Date: May 10, 2024

/s/ VERA BURNETT  
Vera Burnett, Principal Financial and Accounting  
Officer

**ENNIS, INC. AND SUBSIDIARIES**  
**Index to Consolidated Financial Statements**

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<u>Consolidated Balance Sheets — February 29, 2024 and February 28, 2023</u> .....	F-6
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## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors and Shareholders  
Ennis, Inc.

### Opinion on the financial statements

We have audited the accompanying consolidated balance sheets of Ennis, Inc. and subsidiaries (the “Company”) as of February 29, 2024 and February 28, 2023, and the related consolidated statements of operations, comprehensive income, changes in shareholders’ equity, and cash flows for each of the two years in the period ended February 29, 2024, and the related notes (collectively referred to as the “consolidated financial statements”). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of February 29, 2024 and February 28, 2023, and the results of its operations and its cash flows for each of the two years then ended in conformity with accounting principles generally accepted in the United States of America.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (“PCAOB”), the Company’s internal control over financial reporting as of February 29, 2024, based on criteria established in *Internal Control—Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (“COSO”), and our report dated May 10, 2024 expressed an unqualified opinion.

### Basis for opinion

These consolidated financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on the Company’s consolidated financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

### Critical audit matter

Critical audit matters are matters arising from the current period audit of the consolidated financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. We determined that there are no critical audit matters.

/s/ CohnReznick LLP

We have served as the Company’s auditor since November 2022.

Dallas, Texas  
May 10, 2024



## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors and Shareholders  
Ennis, Inc.

### **Opinion on Internal Control Over Financial Reporting**

We have audited the internal control over financial reporting of Ennis, Inc. and subsidiaries (the “Company”) as of February 29, 2024, based on criteria established in *Internal Control—Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (“COSO”). In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of February 29, 2024, based on criteria established in *Internal Control—Integrated Framework (2013)* issued by COSO.

As indicated in the accompanying Management’s Report on Internal Control over Financial Reporting, management’s assessment of and conclusion on the effectiveness of internal control over financial reporting excluded the internal controls of Stylecraft, Inc. (“Stylecraft”), UMC Print, LLC (“UMC”), and Eagle Graphics, Inc. (“Eagle”) and Diamond Graphics, Inc. (“Diamond”), which are consolidated starting their respective acquisition dates May 23, 2023, June 2, 2023, and October 11, 2023 in the consolidated financial statements of the Company and constituted approximately 3.8% of assets and 5% of net sales as of and for the year then ended February 29, 2024. Our audit of internal control over financial reporting of the Company also did not include an evaluation of the internal control over financial reporting of Stylecraft, UMC, Eagle or Diamond at February 29, 2024.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (“PCAOB”), the consolidated balance sheet and the related consolidated statements of operations, comprehensive income, changes in shareholders’ equity, and cash flows of the Company and our report dated May 10, 2024 expressed and unqualified opinion.

### **Basis for opinion**

The Company’s management is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management’s Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the entity’s internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

### **Definition and limitations of internal control over financial reporting**

An entity’s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America. An entity’s internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the entity; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America, and that receipts and expenditures of the entity are being made only in accordance with authorizations of management and directors of the entity; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the entity’s assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ CohnReznick LLP

Dallas, Texas

May 10, 2024

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors and Shareholders  
Ennis, Inc.

### **Opinion on the financial statements**

We have audited the accompanying consolidated balance sheet of Ennis, Inc. (a Texas corporation) and subsidiaries (the “Company”) as of February 28, 2022 (not presented herein), and the related consolidated statements of operations and comprehensive income, changes in shareholders’ equity, and cash flows for the year then ended, and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of February 28, 2022, and the results of its operations and its cash flows for the year ended February 28, 2022, in conformity with accounting principles generally accepted in the United States of America.

### **Basis for opinion**

These financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on the Company’s financial statements based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

/s/ GRANT THORNTON LLP

We served as the Company’s auditor from 2005 to 2022.

Dallas, Texas  
May 9, 2022

**ENNIS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
*(in thousands)*

	February 29, 2024	February 28, 2023
<b>Assets</b>		
Current assets		
Cash	\$ 81,597	\$ 93,968
Short-term investments	29,325	-
Accounts receivable, net	47,209	53,507
Inventories, net	40,037	46,834
Prepaid expenses	2,168	2,317
Prepaid income taxes	1,046	-
Total current assets	<u>201,382</u>	<u>196,626</u>
Property, plant and equipment		
Plant, machinery and equipment	160,305	153,074
Land and buildings	67,121	59,163
Computer equipment and software	10,680	18,832
Other	4,124	4,292
Total property, plant and equipment	<u>242,230</u>	<u>235,361</u>
Less accumulated depreciation	<u>187,265</u>	<u>187,572</u>
Property, plant and equipment, net	<u>54,965</u>	<u>47,789</u>
Operating lease right-of-use assets, net	9,827	13,133
Goodwill	94,349	91,819
Intangible assets, net	38,327	44,088
Net pension asset	80	—
Other assets	260	380
Total assets	<u>\$ 399,190</u>	<u>\$ 393,835</u>

See accompanying notes to Consolidated Financial Statements.

**ENNIS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS-continued**  
*(in thousands, except for par value and share amounts)*

	February 29, 2024	February 28, 2023
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities		
Accounts payable	\$ 11,846	\$ 18,333
Accrued expenses	17,541	18,067
Current portion of operating lease liabilities	4,414	4,847
Total current liabilities	<u>33,801</u>	<u>41,247</u>
Liability for pension benefits	—	646
Deferred income taxes	9,305	11,098
Operating lease liabilities, net of current portion	5,160	8,162
Other liabilities	1,083	1,250
Total liabilities	<u>49,349</u>	<u>62,403</u>
Shareholders' equity		
Common stock \$2.50 par value, authorized 40,000,000 shares; issued 30,053,443 shares at February 29, 2024 and February 28, 2023	75,134	75,134
Additional paid-in capital	126,253	125,887
Retained earnings	236,196	219,459
Accumulated other comprehensive loss:		
Minimum pension liability, net of taxes	(13,019)	(14,104)
Treasury stock	(74,723)	(74,944)
Total shareholders' equity	<u>349,841</u>	<u>331,432</u>
Total liabilities and shareholders' equity	<u>\$ 399,190</u>	<u>\$ 393,835</u>

See accompanying notes to Consolidated Financial Statements.

**ENNIS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
*(in thousands, except share and per share amounts)*

	Fiscal Years Ended		
	2024	2023	2022
Net sales	\$ 420,109	\$ 431,837	\$ 400,014
Cost of goods sold	294,767	300,787	285,291
Gross profit	125,342	131,050	114,723
Selling, general and administrative	68,830	70,793	71,410
Loss (gain) from disposal of assets	53	(5,896)	(271)
Income from operations	56,459	66,153	43,584
Other income (expense)			
Interest income (expense)	3,973	771	(9)
Other, net	(1,309)	(1,994)	(1,631)
Total other income (expense)	2,664	(1,223)	(1,640)
Earnings before income taxes	59,123	64,930	41,944
Income tax expense	16,526	17,630	12,962
Net earnings	<u>\$ 42,597</u>	<u>\$ 47,300</u>	<u>\$ 28,982</u>
Weighted average common shares outstanding			
Basic	25,842,798	25,818,737	26,026,477
Diluted	25,940,076	25,951,141	26,109,341
Earnings per share			
Basic	\$ 1.65	\$ 1.83	\$ 1.11
Diluted	\$ 1.64	\$ 1.82	\$ 1.11

See accompanying notes to Consolidated Financial Statements.

**ENNIS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
*(in thousands)*

	Fiscal Years Ended		
	2024	2023	2022
Net earnings	\$ 42,597	\$ 47,300	\$ 28,982
Adjustment to pension, net of taxes	1,085	4,483	1,695
Comprehensive income	<u>\$ 43,682</u>	<u>\$ 51,783</u>	<u>\$ 30,677</u>

See accompanying notes to Consolidated Financial Statements.

**ENNIS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**  
**FOR THE FISCAL YEARS ENDED 2022, 2023, AND 2024**  
*(in thousands, except share and per share amounts)*

	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock		Total
	Shares	Amount				Shares	Amount	
<b>Balance March 1, 2021</b>	30,053,443	\$ 75,134	\$ 123,017	\$ 194,436	\$ (20,282)	(4,103,630)	\$ (71,756)	\$ 300,549
Net earnings	—	—	—	28,982	—	—	—	28,982
Adjustment to pension, net of deferred tax of \$565	—	—	—	—	1,695	—	—	1,695
Dividends paid (\$0.975 per share)	—	—	—	(25,420)	—	—	—	(25,420)
Stock based compensation	—	—	2,799	—	—	—	—	2,799
Exercise of stock options and restricted stock	—	—	(1,826)	—	—	104,485	1,826	—
Common stock repurchases	—	—	—	—	—	(254,679)	(4,790)	(4,790)
<b>Balance February 28, 2022</b>	30,053,443	\$ 75,134	\$ 123,990	\$ 197,998	\$ (18,587)	(4,253,824)	\$ (74,720)	\$ 303,815
Net earnings	—	—	—	47,300	—	—	—	47,300
Adjustment to pension, net of deferred tax of \$1,494	—	—	—	—	4,483	—	—	4,483
Dividends paid (\$1.00 per share)	—	—	—	(25,839)	—	—	—	(25,839)
Stock based compensation	—	—	2,791	—	—	—	—	2,791
Exercise of stock options and restricted stock	—	—	(894)	—	—	51,071	894	—
Common stock repurchases	—	—	—	—	—	(64,082)	(1,118)	(1,118)
<b>Balance February 28, 2023</b>	30,053,443	\$ 75,134	\$ 125,887	\$ 219,459	\$ (14,104)	(4,266,835)	\$ (74,944)	\$ 331,432
Net earnings	—	—	—	42,597	—	—	—	42,597
Adjustment to pension, net of deferred tax of \$362	—	—	—	—	1,085	—	—	1,085
Dividends paid (\$1.00 per share)	—	—	—	(25,860)	—	—	—	(25,860)
Stock based compensation	—	—	1,173	—	—	—	—	1,173
Exercise of stock options and restricted stock	—	—	(807)	—	—	45,959	807	—
Common stock repurchases	—	—	—	—	—	(29,350)	(586)	(586)
<b>Balance February 29, 2024</b>	30,053,443	\$ 75,134	\$ 126,253	\$ 236,196	\$ (13,019)	(4,250,226)	\$ (74,723)	\$ 349,841

See accompanying notes to Consolidated Financial Statements.



**ENNIS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
*(in thousands)*

	Fiscal Years Ended		
	2024	2023	2022
Cash flows from operating activities:			
Net earnings	\$42,597	\$47,300	\$28,982
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Depreciation	9,863	10,180	10,396
Amortization of intangible assets	7,649	7,176	8,381
(Gain) loss from disposal of assets	53	(5,896)	(271)
Accrued interest on short-term investments	(431)	—	—
Bad debt expense, net of recoveries	693	663	429
Stock based compensation	1,173	2,791	2,799
Deferred income taxes	(2,153)	(1,801)	3,162
Net pension expense	719	894	1,690
Changes in operating assets and liabilities, net of the effects of acquisitions:			
Accounts receivable	8,836	(9,245)	(1,036)
Prepaid expenses and income taxes	(271)	(370)	(257)
Inventories	9,116	(7,780)	(4,400)
Other assets	120	(563)	(19)
Accounts payable and accrued expenses	(8,599)	3,334	1,533
Other liabilities	(296)	93	(711)
Net cash provided by operating activities	69,069	46,776	50,678
Cash flows from investing activities:			
Capital expenditures	(6,500)	(4,332)	(6,537)
Purchase of businesses, net of cash acquired	(19,609)	(8,767)	(4,340)
Purchase of investment securities	(31,394)	—	—
Maturity of investment securities	2,500	—	—
Proceeds from disposal of plant and property	9	1,642	825
Net cash used in investing activities	(54,994)	(11,457)	(10,052)
Cash flows from financing activities:			
Dividends paid	(25,860)	(25,839)	(25,420)
Common stock repurchases	(586)	(1,118)	(4,790)
Net cash used in financing activities	(26,446)	(26,957)	(30,210)
Net change in cash	(12,371)	8,362	10,416
Cash at beginning of year	93,968	85,606	75,190
Cash at end of year	\$81,597	\$93,968	\$85,606

See accompanying notes to Consolidated Financial Statements.

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**(1) Significant Accounting Policies and General Matters**

**Nature of Operations.** Ennis, Inc. and its wholly owned subsidiaries (collectively, the “Company”) are principally engaged in the production of and sale of business forms and other printed products to customers primarily located in the United States.

**Basis of Consolidation.** The Consolidated Financial Statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany accounts and transactions have been eliminated. The Company’s last three fiscal years ended on the following days: February 29, 2024, February 28, 2023 and February 28, 2022 (fiscal years ended 2024, 2023 and 2022, respectively).

**Segment Reporting.** The Company operates as one operating segment, in which management uses one measure of profitability, and all of the Company’s assets are located in the United States of America. The Company does not operate separate lines of business or separate business entities and its single operating segment comprises the entire reporting entity. Accordingly, the Company does not have separately reportable segments.

**Accounts Receivable and allowance for credit losses.** Trade receivables are uncollateralized customer obligations due under normal trade terms requiring payment generally within 30 days from the invoice date. The Company has established procedures to monitor credit risk and has not experienced significant credit losses in prior years. Accounts receivable have been reduced by an allowance for amounts that may be uncollectible in the future. This estimated allowance is based on an analysis that estimates the amount of its total customer receivable balance that is not collectible. This analysis includes assessing a default probability to customers’ receivable balances, which is influenced by several factors including (i) current market conditions, (ii) periodic review of customer credit worthiness, and (iii) review of customer receivable aging and payment trends. Write-offs are recorded at the time a customer receivable is deemed uncollectible. In accordance with Accounting Standards Update (“ASU”) 2016-13, Financial Instruments – Credit Losses, Measurement of Credit Losses on Financial Instruments the Company recognizes expected credit losses based on a broader range of reasonable and supportable information to inform credit loss estimates.

**Inventories.** With the exception of approximately 7.0% and 6.1% of its inventories valued at the lower of last-in, first-out (“LIFO”) for fiscal years 2024 and 2023, respectively, the Company values its inventories at the lower of first-in, first-out (“FIFO”) cost or net realizable value. The Company regularly reviews inventories on hand, using specific aging categories, and writes down the carrying value of its inventories for excess and potentially obsolete inventories based on historical usage and estimated future usage. In assessing the ultimate realization of its inventories, the Company is required to make judgments as to future demand requirements. As actual future demand or market conditions may vary from those projected by the Company, adjustments to inventories may be required. The Company provides reserves for excess and obsolete inventory when necessary based upon analysis of quantities on hand, recent sales volumes and reference to market prices.

**Long-Lived Assets.** Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is based upon the fair value of assets.

*Property, Plant and Equipment.* Depreciation and amortization of property, plant and equipment is calculated using the straight-line method over a period considered adequate to amortize the total cost over the useful lives of the assets, which range from 3 to 11 years for machinery and equipment and 10 to 33 years for buildings and improvements. Leasehold improvements are amortized over the shorter of the lease term or the estimated useful life of the improvements. Repairs and maintenance are expensed as incurred. Renewals and betterments are capitalized and depreciated over the remaining life of the specific property unit. The Company capitalizes all leases that are in substance acquisitions of property.

*Goodwill and Other Intangible Assets.* Goodwill is the excess of the purchase price paid over the value of net assets of businesses acquired and is not amortized. Intangible assets consist of trademarks and trade names, customer lists, non-compete agreements and technology, and are amortized on a straight-line basis over their

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

estimated useful lives. Goodwill is evaluated for impairment on an annual basis, or more frequently if impairment indicators arise, using a quantitative or qualitative fair-value-based test that compares the fair value of the related business unit to its carrying value.

**Fair Value of Financial Instruments.** Certain assets and liabilities are required to be recorded at fair value on a recurring basis. Fair value is determined based on the exchange price that would be received for an asset or transferred for a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants. The carrying amounts of cash, accounts receivables, and accounts payable approximate fair value because of the short maturity and/or variable rates associated with these instruments. The Company categorizes each of its fair value measurements in one of these three levels based on the lowest level input that is significant to the fair value measurement in its entirety. These levels are:

Level 1 - Inputs utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company has the ability to access.

Level 2 - Inputs utilize data points that are observable such as quoted prices, interest rates and yield curves.

Level 3 - Inputs are unobservable data points for the asset or liability, and include situations where there is little, if any, market activity for the asset or liability.

**Treasury Stock.** The Company accounts for repurchases of common stock using the cost method with common stock in treasury classified in the consolidated balance sheets as a reduction of shareholders' equity.

**Revenue Recognition.**

*Nature of Revenues*

Substantially all of the Company's revenue from contracts with customers consist of the sale of commercial printing products in the continental United States of America and is primarily recognized at a point in time in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods. Revenue from the sale of commercial printing products, including shipping and handling fees billed to customers, is recognized upon the transfer of control to the customer, which is generally upon shipment to the customer when the terms of the sale are FOB shipping point, or, to a lesser extent, upon delivery to the customer if the terms of the sale are FOB destination. Net sales represent gross sales invoiced to customers, less certain related charges, including sales tax, discounts, returns and other allowances. Returns, discounts and other allowances have historically been insignificant.

In a small number of cases and upon customer request, the Company prints and stores commercial printing product for customer specified future delivery, generally within the same year as the product is manufactured. In this case, revenue is recognized upon the transfer of control when manufacturing is complete and title and risk of ownership is passed to the customer while the inventory remains in the Company's warehouses. Approximately \$15.5 million, \$17.1 million and \$14.6 million of revenue was recognized under these arrangements during fiscal years 2024, 2023 and 2022, respectively.

Storage revenue for certain customers may be recognized over time rather than at a point in time. The amount of storage revenue is immaterial to the Consolidated Financial Statements. As the output method for measure of progress is determined to be appropriate, the Company recognizes revenue in the amount for which it has the right to invoice for revenue that is recognized over time and for which it demonstrates that the invoiced amount corresponds directly with the value to the customer for the performance completed to date.

The Company does not disaggregate revenue and operates in one sales category consisting of customized commercial printed products, which is reported as net sales on the consolidated statements of operations. The Company does not have material contract assets and contract liabilities as of February 29, 2024 and February 28, 2023.

*Significant Judgments*

Generally, the Company's contracts with customers are comprised of a written quote and customer purchase order or statement of work, and governed by the Company's trade terms and conditions. In certain instances, it may be further supplemented by separate pricing agreements and customer incentive arrangements, which typically only affect the

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

contract's transaction price. Contracts do not contain a significant financing component as payment terms on invoiced amounts are typically between 30 to 90 days, based on the Company's credit assessment of individual customers, as well as industry expectations. Product returns are not significant as the bulk of our sales are custom in nature.

From time to time, the Company may offer incentives to its customers considered to be variable consideration including volume-based rebates or early payment discounts. Customer incentives considered to be variable consideration are recorded as a reduction to revenue as part of the transaction price at contract inception when there is a basis to reasonably estimate the amount of the incentive and only to the extent that it is probable that a significant reversal of any incremental revenue will not occur. Customer incentives are allocated entirely to the single performance obligation of transferring printed product to the customer and are not considered material.

For customers with terms of FOB shipping point, the Company accounts for shipping and handling activities performed after the control of the printed product has been transferred to the customer as a fulfillment cost. The Company accrues for the costs of shipping and handling activities if revenue is recognized before contractually agreed shipping and handling activities occur.

The Company's contracts with customers are generally short-term in nature. Accordingly, the Company does not disclose the value of unsatisfied performance obligations nor the timing of revenue recognition.

**Advertising Expenses.** The Company expenses advertising costs as incurred. Catalog and brochure preparation and printing costs, which are considered direct response advertising, are amortized to expense over the life of the catalog, which typically ranges from three to twelve months. Advertising expense was approximately \$0.5 million, \$0.6 million and \$0.9 million during the fiscal years ended 2024, 2023 and 2022, respectively, and is included in selling, general and administrative expenses in the Consolidated Statements of Operations.

**Income Taxes.** Deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. In the event the Company determines that its deferred tax assets, more likely than not, will not be realized in the future, the valuation adjustment to the deferred tax assets will be charged to earnings in the period in which the Company makes such a determination.

**Earnings Per Share.** Basic earnings per share is computed by dividing net earnings by the weighted average number of common shares outstanding during the period. Diluted earnings per share is computed by dividing net earnings by the weighted average number of common shares outstanding, and then adding the number of additional shares that would have been outstanding if potentially dilutive securities had been issued. This is calculated using the treasury stock method. No options were outstanding at the end of fiscal years 2024, 2023 and 2022. The dilutive shares for restricted stock grants are included in the computation for basic and diluted earnings per share.

**Accumulated Other Comprehensive Loss.** Accumulated other comprehensive loss is defined as the change in equity resulting from transactions from non-owner sources. Other comprehensive income consisted of changes in the funded status of the Company's pension plan.

**Estimates.** The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

**Shipping and Handling Costs.** The Company records amounts billed to customers for shipping and handling costs in net sales and related costs are included in cost of goods sold.

**Stock Based Compensation.** The Company recognizes stock based compensation expense over the requisite service period of the individual grants, which generally equals the vesting period. Actual forfeitures are recorded when they occur. The fair value of all share based awards is estimated on the date of grant.

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**Issued accounting standards not yet adopted**

In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which aims to improve disclosures about a public entity's reportable segments. This update addresses requests from investors for more detailed information about a reportable segment's expenses in order to improve understanding of a public entity's business activities, overall performance, and potential future cash flows. The amendments in this ASU include a requirement for public business entities to disclose, on an annual and interim basis, significant segment expenses that are regularly provided to the chief operating decision maker (CODM) and are included within each reported measure of segment profit or loss. This update is effective for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years starting after December 15, 2024. This ASU must be applied retrospectively to all prior periods presented. Management expects the adoption of the pronouncement will result in additional segment disclosures in its Consolidated Financial Statements for fiscal year 2025.

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which expands disclosures in a public entity's income tax rate reconciliation table and other disclosures regarding cash taxes paid both in the U.S. and foreign jurisdictions. This ASU is effective for annual periods beginning after December 15, 2024 (fiscal 2026 for the Company), but early adoption is permitted. This ASU should be applied on a prospective basis, although retrospective application is permitted. The Company is assessing the effect of this update on its Consolidated Financial Statements and related disclosures.

**Proposed accounting standards**

In July 2023, the FASB issued Proposed ASU No. 2023-ED500, Income Statement-Reporting Comprehensive Income-Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which aims to provide investors with more useful information about an entity's expenses by improving disclosures on income statement expenses. The amendments in this Proposed ASU would require public business entities to disclose disaggregated information about specific categories underlying certain income statement expense line items. The Company is evaluating this proposed accounting standard.

**Recently adopted accounting standards**

None.

**(2) Accounts Receivable and Allowance for Credit Losses**

Accounts receivable are reduced by an allowance for an estimate of amounts that are uncollectible. Substantially all of the Company's receivables are due from customers in North America. The Company extends credit to its customers based upon its evaluation of the following factors: (i) the customer's financial condition, (ii) the amount of credit the customer requests, and (iii) the customer's actual payment history (which includes disputed invoice resolution). The Company does not typically require its customers to post a deposit or supply collateral. The Company's allowance for credit losses is based on an analysis that estimates the amount of its total customer receivable balance that is not collectible. This analysis includes assessing a default probability to customers' receivable balances, which is influenced by several factors including (i) current market conditions, (ii) periodic review of customer credit worthiness, and (iii) review of customer receivable aging and payment trends.

The Company writes off accounts receivable when they become uncollectible, and payments subsequently received on such receivables are credited to the allowance in the period the payment is received. Credit losses have consistently been within management's expectations.

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

The following table represents the activity in the Company's allowance for credit losses for the fiscal years ended (in thousands):

	2024	2023	2022
Balance at beginning of year	\$ 1,710	\$ 1,200	\$ 961
Bad debt expense, net of recoveries	693	663	429
Accounts written off	(696)	(153)	(190)
Balance at end of year	<u>\$ 1,707</u>	<u>\$ 1,710</u>	<u>\$ 1,200</u>

	February 29, 2024	February 28, 2023
Trade Receivables, net of allowance for credit losses	\$ 39,665	\$ 44,645
Vendor Rebates	3,109	4,354
Notes Receivable	4,435	4,508
	<u>\$ 47,209</u>	<u>\$ 53,507</u>

The note receivable related to the sale of an unused manufacturing facility and was structured to be paid in 12 consecutive monthly installments, with a fixed interest rate of 5.95% per annum and a balloon payment due upon completion of the final payment. By mutual agreement, the note has been extended beyond the one-year maturity date due to regulatory delays in clearing the facility for third-party financing.

**(3) Short-term Investments and Fair Value Measurements**

Short-term investments are securities with original maturities of greater than three months but less than twelve months and are comprised of U.S. Treasury Bills. The Company determines the classification of these securities as trading, available for sale or held-to-maturity at the time of purchase and re-evaluates these determinations at each balance sheet date. The Company's short-term investments are classified as held-to-maturity for the period presented as it has the positive intent and ability to hold these investments to maturity. The Company's held-to-maturity investments are stated at amortized cost, which approximated fair value, and are periodically assessed for other-than-temporary impairment.

Amortized cost and estimated fair value of investment securities classified as held-to-maturity were as follows at February 29, 2024 (in thousands):

	February 29, 2024			
	Cost or Amortized Cost	Gross Unrealized Holding Gains	Gross Unrealized Holding Losses	Estimated Fair Value
<b>February 29, 2024</b>				
Investment securities due in less than one year	\$ 29,325	\$ -	\$ 45	\$ 29,280
<b>February 28, 2023</b>				
Investment securities due in less than one year	\$ -	\$ -	\$ -	\$ -

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

The Company's short-term investments in investment securities are Level 1 fair value measure due to the active trading of U.S. Treasury bills. The Company did not hold any Level 2 or 3 financial assets or liabilities measured at fair value on a recurring basis. There were no transfers between levels during the fiscal year ended February 29, 2024.

**(4) Inventories**

The following table summarizes the components of inventories at the different stages of production as of February 29, 2024 and February 28, 2023 (in thousands):

	2024	2023
Raw material	\$ 21,764	\$ 30,308
Work-in-process	5,621	6,174
Finished goods	12,652	10,352
	<u>\$ 40,037</u>	<u>\$ 46,834</u>

Reserves for excess and obsolete inventory at fiscal years ended 2024 and 2023 were \$1.3 million and \$1.6 million, respectively.

The excess of current costs at FIFO over LIFO stated values was approximately \$5.9 million and \$6.7 million as of fiscal years ended 2024 and 2023, respectively. During both fiscal year 2024 and 2023, as inventory quantities were reduced, this resulted in a liquidation of LIFO inventory quantities carried at lower costs prevailing in prior years compared with the cost of fiscal years 2023 and 2022, as applicable. The effect decreased cost of sales by approximately \$0.6 million, \$0.3 million and \$0.9 million for fiscal years 2024, 2023 and 2022, respectively. Cost includes materials, labor and overhead related to the purchase and production of inventories.

**(5) Acquisitions**

The Company applies the acquisition method of accounting for business combinations. Under the acquisition method, the acquiring entity in a business combination recognizes 100% of the assets acquired and liabilities assumed at their acquisition date fair values. Management utilizes valuation techniques appropriate for the asset or liability being measured in determining these fair values. Any excess of the purchase price over amounts allocated to assets acquired, including identifiable intangible assets, and liabilities assumed is recorded as goodwill. Where amounts allocated to assets acquired and liabilities assumed is greater than the purchase price, a bargain purchase gain is recognized. Acquisition-related costs are expensed as incurred.

*Acquisition of Eagle Graphics and Diamond Graphics*

On October 11, 2023, the Company acquired the assets and business of Eagle Graphics, Inc. ("Eagle"), which is based in Annville, Pennsylvania, and Diamond Graphics, Inc. ("Diamond"), which is based in Bensalem, Pennsylvania, for approximately \$7.9 million in cash. The Company performed an allocation of the total estimated consideration and recorded the underlying assets acquired (including certain identified intangible assets) and liabilities assumed based on the estimated fair values prepared by management using the information available as of the acquisition date. All goodwill of \$0.2 million recognized as a part of this acquisition is deductible for tax purposes. The Company also recorded intangible assets with definite lives of approximately \$0.8 million in connection with the transaction, which are also deductible for tax purposes. The acquisition of Eagle and Diamond strengthens our production capabilities to serve our customers in the Northeast United States.

The following table summarizes the Company's purchase price allocation for Eagle and Diamond as of the acquisition date (in thousands):

Accounts receivable	\$ 838
Inventories	917
Property, plant and equipment	5,304
Goodwill and intangibles	971
Accounts payable and accrued liabilities	(159)
Acquisition price	<u>\$ 7,871</u>

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

*Acquisition of UMC Print*

On June 2, 2023, the Company acquired the assets and business of UMC Print ("UMC"), which is based in Overland Park, Kansas, for approximately \$7.5 million in cash plus the assumption of trade payables of approximately \$0.8 million. The Company performed an allocation of the total estimated consideration and recorded the underlying assets acquired (including certain identified intangible assets) and liabilities assumed based on the estimated fair values prepared by management using the information available as of the acquisition date. In January 2024, the Company received an indemnity claim from escrow related to a piece of equipment in the amount of \$0.2 million. All goodwill of \$0.2 million recognized as a part of this acquisition is deductible for tax purposes. The Company also recorded intangible assets with definite lives of approximately \$2.7 million in connection with the transaction, which are also deductible for tax purposes. The acquisition of UMC brings the Company expanded commercial print capabilities serving customers throughout the Midwest United States.

The following table summarizes the Company's purchase price allocation for UMC as of the acquisition date (in thousands):

Cash	\$ 758
Accounts receivable	1,839
Inventories	553
Property, plant and equipment	2,137
Goodwill and intangibles	2,971
Accounts payable and accrued liabilities	(789)
Acquisition price	<u>\$ 7,469</u>

*Acquisition of Stylecraft Printing*

On May 23, 2023, the Company acquired the real estate and operations of Stylecraft Printing Company ("Stylecraft"), which is based in Canton, Michigan, for \$5.0 million plus the assumption of trade payables. The Company performed an allocation of the total estimated consideration and recorded the underlying assets acquired (including certain identified intangible assets) and liabilities assumed based on their estimated fair values using the information available as of the acquisition date. All goodwill of \$0.2 million recognized as a part of this acquisition is deductible for tax purposes. The Company also recorded intangible assets with definite lives of approximately \$0.3 million in connection with the transaction, which are also deductible for tax purposes. The acquisition of Stylecraft expands the Company's product lines and footprint specializing in business forms, integrated products and commercial printing.

The following table summarizes the Company's purchase price allocation for Stylecraft as of the acquisition date (in thousands):

Accounts receivable	\$ 554
Inventories	849
Right-of-use asset	28
Property, plant and equipment	3,160
Goodwill and intangibles	476
Operating lease liability	(28)
Accounts payable and accrued liabilities	(12)
Acquisition price	<u>\$ 5,027</u>



**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

*Acquisition of School Photo Marketing*

On November 30, 2022, the Company acquired the assets and business from School Photo Marketing ("SPM"), which is based in Morganville, New Jersey, for \$8.8 million (with additional potential earn-out consideration of up to \$1,000,000 over a four-year period upon the attainment of specified financial benchmarks) plus the assumption of trade payables, subject to certain adjustments. At February 29, 2024 and February 28, 2023, the contingent earn-out liability amounted to \$0.0 million and \$0.8 million, respectively. The seller shall receive fifty percent (50%) of Company's annual earnings from the business, before interest and taxes in excess of \$1.4 million. The Company performed an allocation of the total estimated consideration and recorded the underlying assets acquired (including certain identified intangible assets) and liabilities assumed based on their estimated fair values using our best estimates and assumptions as of the acquisition date. All goodwill of \$3.1 million recognized as a part of this acquisition is deductible for tax purposes. The Company also recorded intangible assets with definite lives of approximately \$5.1 million in connection with the transaction, which are also deductible for tax purposes. The acquisition of SPM brings printing, yearbook publishing and marketing related services to over 1,400 school and sports photographers servicing schools around the United States.

The following table summarizes the Company's aggregate purchase price allocation for SPM as of the acquisition date (in thousands):

Accounts receivable	\$ 1,403
Inventories	516
Other assets	84
Right-of-use asset	487
Property, plant & equipment	250
Goodwill and intangibles	8,262
Accounts payable and accrued liabilities	(1,748)
Operating lease liability	(487)
	<u>\$ 8,767</u>

The results of operations for SPM, Stylecraft, UMC, Eagle and Diamond are included in the Company's Consolidated Financial Statements from the respective dates of acquisition. The following table sets forth certain operating information on a pro forma basis as though the respective acquisition had occurred as of the beginning of the comparable prior period. The following pro forma information for fiscal year 2024 and 2023 includes Eagle, Diamond, UMC and Stylecraft, fiscal year 2022 includes SPM. The pro forma information includes the estimated impact of adjustments such as amortization of intangible assets, depreciation expense and interest expense and related tax effects (in thousands, except per share amounts).

	Unaudited 2024	Unaudited 2023	Unaudited 2022
Pro forma net sales	\$ 430,470	\$ 464,625	\$ 408,323
Pro forma net earnings	43,994	52,088	29,549
Pro forma earnings per share - diluted	\$ 1.70	2.01	\$ 1.13

The pro forma results are not necessarily indicative of what would have occurred if the acquisition had been in effect for the period presented.

**(6) Leases**

The Company leases certain of its facilities and equipment under operating leases, which are recorded as right-of-use assets and lease liabilities. The Company's leases generally have terms of 1 - 5 years, with certain leases including

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renewal options to extend the leases for additional periods at the Company's discretion. At lease inception, all renewal options reasonably certain to be exercised are considered when determining the lease term. The Company currently does not have leases that include options to purchase or provisions that would automatically transfer ownership of the leased property to the Company.

Operating lease expense is recognized on a straight-line basis over the lease term, and variable lease payments are expensed as incurred. The Company had no variable lease costs for the fiscal years ended 2023 and 2024.

The Company determines whether a contract is or contains a lease at the inception of the contract. A contract will be deemed to be or contain a lease if the contract conveys the right to control and direct the use of identified property, plant, or equipment for a period of time in exchange for consideration. The Company generally must also have the right to obtain substantially all of the economic benefits from the use of the property, plant, and equipment.

Operating lease assets and liabilities are recognized at the lease commencement date based on the present value of lease payments over the lease term. To determine the present value of lease payments not yet paid, the Company estimates incremental borrowing rates based on the information available at lease commencement date as rates are not implicitly stated in most leases.

Lease expense is recognized in cost of sales and selling, general and administrative expense within the consolidated statements of operations, based on the underlying nature of the leased asset.

Components of lease expense for the three fiscal years ended (in thousands):

	2024	2023	2022
Operating lease cost	\$ 5,632	\$ 5,974	\$ 6,217
Supplemental cash flow information related to leases was as follows:			
Cash paid for amounts included in the measurement of operating lease liabilities	\$ 5,669	\$ 5,987	\$ 6,196
Right-of-use assets obtained in exchange for operating lease obligations	\$ 916	\$ 3,065	\$ 3,441
Weighted Average Remaining Lease Terms			
Operating leases	2.5 Years	3.0 Years	3.4 Years
Weighted Average Discount Rate			
Operating leases	4.08%	3.86%	3.63%

Future minimum lease commitments under non-cancelable operating leases for each of the fiscal years ending are as follows (in thousands):

	Operating Lease Commitments
2025	\$ 4,593
2026	3,355
2027	1,487
2028	496
2029	167
Thereafter	-
Total future minimum lease payments	\$ 10,098
Less imputed interest	524
Present values of lease liabilities	\$ 9,574

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**(7) Goodwill and Intangible Assets**

Goodwill represents the excess of the purchase price over the fair value of net assets of acquired businesses and is not amortized. Goodwill and other intangible assets are tested for impairment at a reporting unit level. The annual impairment test of goodwill and intangible assets is performed as of December 1 of each fiscal year.

The Company uses qualitative factors to determine whether it is more likely than not (likelihood of more than 50%) that the fair value of a reporting unit exceeds its carrying amount, including goodwill. Some of the qualitative factors considered in applying this test include consideration of macroeconomic conditions, industry and market conditions, cost factors affecting the business, overall financial performance of the business, and performance of the share price of the Company.

If qualitative factors are not deemed sufficient to conclude that the fair value of the reporting unit more likely than not exceeds its carrying value, then a one-step approach is applied in making an evaluation. The evaluation utilizes multiple valuation methodologies, including a market approach (market price multiples of comparable companies) and an income approach (discounted cash flow analysis). The computations require management to make significant estimates and assumptions, including, among other things, selection of comparable publicly traded companies, the discount rate applied to future earnings reflecting a weighted average cost of capital, and earnings growth assumptions. A discounted cash flow analysis requires management to make various assumptions about future sales, operating margins, capital expenditures, working capital, and growth rates. If the evaluation results in the fair value of the goodwill for the reporting unit being lower than the carrying value, an impairment charge is recorded. A goodwill impairment charge was not required for fiscal years 2024 or 2023.

Definite-lived intangible assets are amortized over their estimated useful lives and tested for impairment if events or changes in circumstances indicate that the asset may be impaired.

The carrying amount and accumulated amortization of the Company's intangible assets at each balance sheet date are as follows (in thousands):

<u>As of February 29, 2024</u>	<b>Weighted Average Remaining Life (in years)</b>	<b>Gross Carrying Amount</b>	<b>Accumulated Amortization</b>	<b>Net</b>
<b>Definite-lived intangible assets</b>				
Trademarks and trade names	7.6	\$ 29,817	\$ 14,366	\$ 15,451
Customer lists	5.1	81,753	59,473	22,280
Non-compete	1.6	238	176	62
Technology	5.8	650	116	534
<b>Total</b>	<b>6.1</b>	<b>\$ 112,458</b>	<b>\$ 74,131</b>	<b>\$ 38,327</b>
<u>As of February 28, 2023</u>				
<b>Definite-lived intangible assets</b>				
Trademarks and trade names	10.1	\$ 28,977	\$ 12,294	\$ 16,683
Customer lists	5.4	80,733	54,020	26,713
Non-compete	2.7	210	145	65
Technology	6.7	650	23	627
<b>Total</b>	<b>7.2</b>	<b>\$ 110,570</b>	<b>\$ 66,482</b>	<b>\$ 44,088</b>

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Aggregate amortization expense for each of the fiscal years 2024, 2023 and 2022 was approximately \$7.6 million, \$7.2 million and \$8.4 million, respectively.

The Company's estimated amortization expense for the next five fiscal years is as follows (in thousands):

2025	\$	7,569
2026		6,945
2027		5,856
2028		4,360
2029		3,725

Changes in the net carrying amount of goodwill for fiscal years 2024 and 2023 are as follows (in thousands):

Balance as of March 1, 2022	\$	88,677
Goodwill acquired		3,142
Balance as of February 28, 2023		91,819
Goodwill acquired		2,530
Balance as of February 29, 2024	\$	94,349

During fiscal year 2024, \$2.5 million was added to goodwill related to the acquisitions of Stylecraft, UMC, Eagle and Diamond. During fiscal year 2023, \$3.1 million was added to goodwill related to the acquisition of SPM.

**(8) Accrued Expenses**

The following table summarizes the components of other accrued expenses for the fiscal years ended (in thousands):

	February 29, 2024	February 28, 2023
Employee compensation and benefits	\$13,714	\$14,823
Taxes other than income	1,341	1,154
Accrued legal and professional fees	510	376
Accrued utilities	108	129
Accrued acquisition related obligations	200	-
Income taxes payable	626	552
Other accrued expenses	1,042	1,033
	<u>\$17,541</u>	<u>\$18,067</u>

**(9) Credit Facility**

As of February 29, 2024, the Company has \$0.3 million outstanding under a standby letters of credit arrangement secured by a cash collateral bank account.

**(10) Shareholders' Equity**

The Board has authorized the repurchase of the Company's outstanding common stock through a stock repurchase program, which authorized amount is currently up to \$60.0 million in the aggregate. Under the repurchase program, purchases may be made from time to time in the open market or through privately negotiated transactions depending on market conditions, share price, trading volume and other factors. Such purchases, if any, will be made in accordance with applicable insider trading and other securities laws and regulations. These repurchases may be commenced or suspended at any time or from time to time without prior notice.

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During the fiscal years ended February 29, 2024 and February 28, 2023, the Company repurchased 29,350 and 64,082 shares of common stock under the program at an average price of \$19.96 and \$17.46 per share, respectively. Since the program's inception in October 2008, there have been 2,242,461 common shares repurchased at an average price of \$16.34 per share. As of February 29, 2024, there was \$23.4 million available to repurchase shares of the Company's common stock under the program.

**(11) Stock Option Plan and Stock Based Compensation**

The Company grants stock options, restricted stock and restricted stock units ("RSUs") to key executives and managerial employees and non-employee directors. Prior to June 30, 2021, the Company had one stock incentive plan, the 2004 Long-Term Incentive Plan of Ennis, Inc., as amended and restated as of May 18, 2008 and was further amended on June 30, 2011 (the "Old Plan"). The Old Plan expired June 30, 2021 and all remaining unused shares expired. Subject to the affirmative vote of the shareholders, the Board adopted the 2021 Long-Term Incentive Plan of Ennis, Inc. (the "New Plan") on April 16, 2021 authorizing 1,033,648 shares of common stock for awards. The New Plan was approved by the shareholders at the Annual Meeting on July 15, 2021 by a majority vote. The New Plan expires June 30, 2031 and all unissued stock will expire on that date. At fiscal year ended February 29, 2024, the Company has 626,683 shares of unissued common stock reserved under the New Plan for issuance and uses treasury stock to satisfy option exercises and restricted stock awards.

The Company recognizes compensation expense for stock options and restricted stock grants on a straight-line basis over the requisite service period. For the fiscal years ended 2024, 2023 and 2022, the Company included in selling, general and administrative expenses, compensation expense related to share based compensation of \$1.2 million, \$2.8 million and \$2.8 million, respectively.

*Stock Options*

The following is a summary of the assumptions used and the weighted average grant-date fair value of the stock options granted during the fiscal year ended February 29, 2024.

	February 29, 2024
Expected volatility	19.55%
Expected term (years)	3
Risk free interest rate	3.87%
Dividend Yield	4.94%
Weighted average grant-date fair value	\$ 2.47

A summary of the status of the Company's unvested stock options at February 29, 2024 are presented below:

	Number of Options	Weighted Average Grant Date Fair Value
Unvested at March 1, 2023	—	—
New grants	52,500	2.47
Vested	—	—
Forfeited	—	—
Unvested at February 29, 2024	<u>52,500</u>	<u>2.47</u>

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As of February 29, 2024, there was \$0.1 million of unrecognized compensation cost related to unvested stock options granted under the Plan. The weighted average remaining requisite service period of the unvested stock options was 2.1 years.

Restricted Stock

The following occurred with respect to the Company's restricted stock awards for each of the three fiscal years ended February 29, 2024:

	<u>Number of Shares</u>	<u>Weighted Average Grant Date Fair Value</u>
Outstanding at March 1, 2021	119,729	\$ 18.90
Granted	51,920	20.30
Terminated	—	19.00
Vested	<u>(104,485)</u>	19.70
Outstanding at February 28, 2022	67,164	\$ 18.73
Granted	22,000	19.78
Terminated	—	19.78
Vested	<u>(39,381)</u>	19.00
Outstanding at February 28, 2023	49,783	\$ 18.99
Granted	21,672	20.31
Terminated	—	—
Vested	<u>(29,324)</u>	18.36
Outstanding at February 29, 2024	<u>42,131</u>	\$ 20.11

The total fair value of restricted stock awards vested during fiscal 2024, 2023 and 2022 were \$0.6 million, \$0.8 million, and \$2.1 million, respectively.

As of February 29, 2024, the total remaining unrecognized compensation cost related to unvested restricted stock was approximately \$0.6 million. The weighted average remaining requisite service period of the unvested restricted stock awards was 1.7 years. As of February 29, 2024, the Company's outstanding restricted stock had an underlying fair value of \$0.9 million at date of grant.

Restricted Stock Units

During fiscal year 2024, no RSUs were granted under the New Plan. The fair value of the time-based RSUs are estimated based on the fair market value of the Company's stock on the date of grant. The fair value of the performance-based RSUs, using a Monte Carlo valuation model, was \$23.17 per unit. The performance measures include a threshold, target and maximum performance level providing the grantees an opportunity to receive more or less shares than targeted depending on actual financial performance. The award will be based on the Company's return on equity, EBITDA and adjusted for the Company's Relative Shareholder Return as measured against a defined peer group.

The performance-based RSUs will vest no later than March 15, 2024, which is the deadline for the Compensation Committee to determine the extent of the Company's attainment of the Performance Goals during the Performance

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Period that ends on February 29, 2024. The time-based RSUs vest ratably over two to three years from the date of grant.

The following occurred with respect to the Company's restricted stock units ("RSUs") for fiscal years 2022, 2023 and 2024:

	Time-based		Performance-based	
	Number of Shares	Weighted Average Grant Date Fair Value	Number of Shares	Weighted Average Grant Date Fair Value
Outstanding at March 1, 2021	—	\$ —	—	\$ —
Granted	44,494	20.38	177,977	23.17
Terminated	(9,423)	20.38	(37,690)	23.17
Vested	—	—	—	—
Outstanding at February 28, 2022	35,071	\$ 20.38	140,287	23.17
Granted	9,893	19.47	93,532	23.17
Terminated	—	—	—	—
Vested	(11,690)	20.38	—	—
Outstanding at February 28, 2023	33,274	\$ 20.11	233,819	\$ 23.17
Granted	—	—	—	—
Terminated	—	—	(81,247)	20.32
Vested	(16,635)	20.11	—	—
Outstanding at February 29, 2024	<u>16,639</u>	<u>\$ 20.11</u>	<u>152,572</u>	<u>\$ 23.17</u>

The total fair value of restricted stock unit awards vested during fiscal 2024 and 2023 were \$0.3 million, \$0.2 million. There were no restricted stock unit awards vested during fiscal 2022.

As of February 29, 2024, the total remaining unrecognized compensation cost of time-based RSUs was approximately \$43,000 over a weighted average remaining requisite service period of 0.5 years. The total remaining unrecognized compensation of performance-based RSUs was approximately \$0.2 million over a weighted average remaining requisite service period of 0.3 years. As of February 29, 2024, the Company's outstanding RSUs had an underlying fair value of \$3.9 million at date of grant.

**(12) Benefit Plans**

*Pension Plan*

The Company and certain subsidiaries have a noncontributory defined benefit retirement plan (the "Pension Plan"), covering approximately 12% of aggregate employees. Benefits are based on years of service and the employee's average compensation for the highest five compensation years preceding retirement or termination. Effective January 1, 2009, the Company amended the Pension Plan to exclude any new employees from participation in the Pension Plan. Eligible employees who were hired before January 1, 2009 are still eligible to participate and participating employees continue to accrue benefit service. The Company's funding policy is to contribute annually an amount in accordance with the requirements of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Company's Pension Plan asset allocation, by asset category, is as follows for the fiscal years ended:

	2024	2023
Equity securities	43%	52%
Debt securities	51%	44%
Cash and cash equivalents	6%	4%
Total	<u>100%</u>	<u>100%</u>

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The Company adopted a dynamic asset allocation plan ("Glide Path") which assists in optimizing the volatility of the Pension Plan's funded status over the long term. Glide Path is a schedule of planned asset allocation shifts, dependent upon changes in the Pension Plan's funded status. It is expected that the allocation to Liability Hedge Assets (Fixed Income) will increase as the funded status of the Pension Plan improves. The Company's target asset allocation percentage, by asset class, for the year ended February 29, 2024 is as follows:

Asset Class	Target Allocation Percentage
Cash	1 – 5%
Fixed Income	44 – 64%
Equity	34 – 54%

The Company estimates the long-term rate of return on Pension Plan assets will be 6.0% based upon target asset allocation. Expected returns are developed based upon the information obtained from the Company's investment advisors. The advisors provide ten-year historical and five-year expected returns on the fund in the target asset allocation. The return information is weighted based upon the asset allocation at the end of the fiscal year. The expected rate of return at the beginning of fiscal year ended 2024 was 6.0%. The rate used in the calculation of fiscal year ended 2023 pension expense was 6.5%.

The following tables present the Pension Plan's fair value hierarchy for those assets measured at fair value as of February 29, 2024 and February 28, 2023 (in thousands):

Description	February 29, 2024			
	Total	(Level 1)	(Level 2)	(Level 3)
Cash and cash equivalents	\$ 3,275	\$ 3,275	\$ —	\$ —
Government bonds	10,029	—	10,029	—
Corporate bonds	16,215	—	16,215	—
Domestic equities	19,711	19,711	—	—
Foreign equities	2,586	2,586	—	—
	<u>\$ 51,816</u>	<u>\$ 25,572</u>	<u>\$ 26,244</u>	<u>\$ —</u>

Description	February 28, 2023			
	Total	(Level 1)	(Level 2)	(Level 3)
Cash and cash equivalents	\$ 2,093	\$ 2,093	\$ —	\$ —
Government bonds	9,793	—	9,793	—
Corporate bonds	15,797	—	15,797	—
Domestic equities	16,833	16,833	—	—
Foreign equities	4,726	4,726	—	—
	<u>\$ 49,242</u>	<u>\$ 23,652</u>	<u>\$ 25,590</u>	<u>\$ —</u>

Fair value estimates are made at a specific point in time, based on available market information and judgments about the financial asset, including estimates of timing, amount of expected future cash flows, and the credit standing of the issuer. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. The disclosed fair value may not be realized in the immediate settlement of the financial asset. In addition, the disclosed fair values do not reflect any premium or discount that could result from offering for sale at one time an entire holding of a particular financial asset. Potential taxes and other expenses that would be incurred in an actual sale or settlement are not reflected in amounts disclosed.



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Pension expense is composed of the following components included in cost of goods sold and selling, general and administrative expenses in the Company's consolidated statements of operations for fiscal years ended (in thousands):

	2024	2023	2022
<b>Components of net periodic benefit cost</b>			
Service cost	\$ 673	\$ 944	\$ 1,075
Interest cost	2,456	1,967	1,682
Expected return on plan assets	(3,104)	(3,699)	(3,723)
Amortization of:			
Unrecognized net loss	1,896	2,409	2,558
Settlement charge	—	1,273	1,097
Net periodic benefit cost	<u>1,921</u>	<u>2,894</u>	<u>2,689</u>
<b>Other changes in Plan Assets and Projected Benefit Obligation</b>			
Recognized in Other comprehensive loss (income)			
Net actuarial loss (gain)	449	(2,295)	1,396
Amortization of net actuarial loss	(1,896)	(3,682)	(3,655)
	<u>(1,447)</u>	<u>(5,977)</u>	<u>(2,259)</u>
<b>Total recognized in net periodic pension cost and other comprehensive loss (income)</b>	<u>474</u>	<u>\$ (3,083)</u>	<u>\$ 430</u>

The following table represents the assumptions used to determine benefit obligations and net periodic pension cost for fiscal years ended:

	2024	2023	2022
Weighted average discount rate (net periodic pension cost)	5.00%	3.10%	2.65%
Earnings progression (net periodic pension cost)	3.00%	3.00%	3.00%
Expected long-term rate of return on plan assets (net periodic pension cost)	6.00%	6.50%	6.50%
Weighted average discount rate (benefit obligations)	5.15%	5.00%	3.10%
Earnings progression (benefit obligations)	3.00%	3.00%	3.00%

During the fiscal year ended 2023, the Company adopted the MP-2021 improvement scale (mortality rate assumption) to determine their benefit obligations under the Pension Plan. The accumulated benefit obligation ("ABO"), change

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in projected benefit obligation (“PBO”), change in Pension Plan assets, funded status, and reconciliation to amounts recognized in the consolidated balance sheets are as follows (in thousands):

	2024	2023
Change in benefit obligation		
Projected benefit obligation at beginning of year	\$ 49,888	\$ 64,752
Service cost	673	944
Interest cost	2,456	1,967
Actuarial (gain) loss	1,572	(12,824)
Other assumption change	(122)	69
Benefits paid	(2,731)	(4,885)
Settlement	—	(135)
Projected benefit obligation at end of year	<u>\$ 51,736</u>	<u>\$ 49,888</u>
Change in plan assets:		
Fair value of plan assets at beginning of year	\$ 49,242	\$ 59,023
Company contributions	1,200	2,000
Gain on plan assets	4,105	(6,896)
Benefits paid	(2,731)	(4,885)
Fair value of plan assets at end of year	<u>\$ 51,816</u>	<u>\$ 49,242</u>
Funded (unfunded) status	<u>\$ 80</u>	<u>\$ (646)</u>
Accumulated benefit obligation at end of year	<u>\$ 48,438</u>	<u>\$ 46,904</u>

The measurement dates of actuarial valuations used to determine pension and other postretirement benefits is the Company’s fiscal year end. In the third quarter of fiscal years 2023 and 2022, lump sum distributions of \$2.1 million and \$1.9 million were made to plan participants and resulted in a non-cash settlement charge of \$0.8 million and \$0.8 million, respectively. The Company made a \$1.2 million and \$2.0 million contribution to the Pension Plan during fiscal years 2024 and 2023, respectively. Depending on the Pension Plan’s projected funding status, the Company expects to contribute between \$1.0 million and \$3.0 million to the Pension Plan during fiscal year 2025.

Estimated future benefit payments which reflect expected future service, as appropriate, are expected to be paid to the Pension Plan participants in the fiscal years ended (in thousands):

Year	Projected Payments
2025	\$ 3,200
2026	3,900
2027	3,800
2028	3,300
2029	4,400
2030 – 2034	20,100

401(k) Plan

Effective February 1, 1994, the Company adopted a Defined Contribution 401(k) Plan (the “401(k) Plan”) for its United States employees. The 401(k) Plan covers substantially all full-time employees who have completed sixty days of service and attained the age of eighteen. United States employees can contribute up to 100 percent of their annual compensation, but are limited to the maximum annual dollar amount allowable under the Internal Revenue Code. The 401(k) Plan provides for employer matching contributions or discretionary employer contributions for certain employees not enrolled in the Pension Plan for employees of the Company. Eligibility for employer contributions, matching percentage, and limitations depends on the participant’s employment location and whether the employees are covered by the Pension Plan, among other factors. The Company’s matching contributions are immediately vested. The Company made matching 401(k) contributions in the amount of \$1.9 million, \$1.9 million and \$2.0 million in fiscal years ended 2024, 2023 and 2022, respectively.

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**(13) Income Taxes**

The following table represents components of the provision for income taxes for fiscal years ended (in thousands):

	<u>2024</u>	<u>2023</u>	<u>2022</u>
<b>Current:</b>			
Federal	\$ 13,842	\$ 15,784	\$ 7,284
State and local	4,337	3,647	2,516
Total current	18,179	19,431	9,800
<b>Deferred:</b>			
Federal	(1,133)	(1,341)	3,004
State and local	(520)	(460)	158
Total deferred	(1,653)	(1,801)	3,162
<b>Total provision for income taxes</b>	<u>\$ 16,526</u>	<u>\$ 17,630</u>	<u>\$ 12,962</u>

The following summary reconciles the statutory U.S. federal income tax rate to the Company's effective tax rate for the fiscal years ended:

	<u>2024</u>	<u>2023</u>	<u>2022</u>
Statutory rate	21.0 %	21.0 %	21.0 %
Provision for state income taxes, net of federal income tax benefit	4.3	3.9	5.8
Federal true-up	1.8	1.5	0.3
Stock compensation and Section 162(m) limitation	0.9	0.8	3.8
	<u>28.0 %</u>	<u>27.2 %</u>	<u>30.9 %</u>

Deferred taxes are recorded to give recognition to temporary differences between the tax basis of assets and liabilities and their reported amounts in the financial statements. The tax effects of these temporary differences are recorded as deferred tax assets and deferred tax liabilities. Deferred tax assets generally represent items that can be used as a tax deduction or credit in future years. Deferred tax liabilities generally represent items that have been deducted for tax purposes, but have not yet been recorded in the consolidated statements of operations. To the extent there are deferred tax assets that are more likely than not to be realized, a valuation allowance would be recorded. Management does not expect to be able to utilize the foreign tax credit before it expires in 2026. Therefore, a full valuation allowance was established in fiscal year 2020. IRS code Section 162(m) limits the amount of deductible compensation for tax purposes paid to certain covered employees. The components of deferred income tax assets and liabilities are summarized as follows (in thousands) for fiscal years ended:

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<b>Deferred tax assets</b>	<b>2024</b>	<b>2023</b>
Allowance for credit losses	\$ 385	\$ 345
Inventories	1,128	1,170
Employee compensation and benefits	712	833
Pension and noncurrent employee compensation benefits	952	1,009
Property tax	-	161
Operating lease liabilities	2,529	3,274
Net operating loss and foreign tax credits	878	996
Other	-	277
Total deferred tax assets	<u>6,584</u>	<u>8,065</u>
Less: valuation allowance	<u>(408)</u>	<u>(1,242)</u>
Total deferred tax assets, net	<u>\$ 6,176</u>	<u>\$ 6,823</u>
<b>Deferred tax liabilities</b>		
Property, plant and equipment	\$ 3,137	\$ 4,902
Goodwill and other intangible assets	9,739	9,683
Right-of-use assets	2,466	3,204
Other	139	132
Total deferred tax liabilities	<u>\$ 15,481</u>	<u>\$ 17,921</u>
<b>Net deferred income tax liabilities</b>	<u>\$ 9,305</u>	<u>\$ 11,098</u>

At fiscal year ended 2024, the Company had federal net operating loss (“NOL”) carry forwards of approximately \$2.7 million. This NOL is related to the acquisitions of Flesh and Impressions Direct. The NOL is subject to a Section 382 limitation of \$0.2 million per year and expiring in 2040. Based on historical earnings and expected sufficient future taxable income, management believes it will be able to fully utilize the NOL.

Accounting standards require a two-step approach to determine how to recognize tax benefits in the financial statements where recognition and measurement of a tax benefit must be evaluated separately. A tax benefit will be recognized only if it meets a “more-likely-than-not” recognition threshold. For tax positions that meet this threshold, the tax benefit recognized is based on the largest amount of tax benefit that is greater than 50 percent likely of being realized upon ultimate settlement with the taxing authority.

At fiscal years ended 2024 and 2023, unrecognized tax benefits related to uncertain tax positions, including accrued interest and penalties of \$0.1 million and \$0.1 million, respectively, are included in other liabilities on the consolidated balance sheets and would impact the effective rate if recognized. The interest expense associated with the unrecognized tax benefit is not material. A reconciliation of the change in the unrecognized tax benefits for fiscal years ended 2024 and 2023 is as follows (in thousands):

	<b>2024</b>	<b>2023</b>
Balance at March 1, 2023	\$ 202	\$ 166
Additions based on tax positions	66	66
Reductions due to lapses of statutes of limitations	(30)	(30)
Balance at February 29, 2024	<u>\$ 238</u>	<u>\$ 202</u>

The Company is subject to U.S. federal income tax as well as income tax of multiple state jurisdictions. The Company has concluded all U.S. federal income tax matters for years through 2020. All material state and local income tax matters have been concluded for years through 2019.

The Company recognizes interest expense on underpayments of income taxes and accrued penalties related to unrecognized non-current tax benefits as part of the income tax provision. Other than amounts included in the unrecognized tax benefits, the Company did not recognize any interest or penalties for the fiscal years ended 2024, 2023 and 2022.

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**(14) Earnings per Share**

Basic earnings per share have been computed by dividing net earnings by the weighted average number of common shares outstanding during the applicable period. Diluted earnings per share reflect the potential dilution that could occur if stock options or other contracts to issue common shares were exercised or converted into common stock.

The following table sets forth the computation for basic and diluted earnings (loss) per share for the fiscal years ended:

	2024	2023	2022
Basic weighted average common shares outstanding	25,842,798	25,818,737	26,026,477
Effect of dilutive RSUs	97,278	132,404	82,864
Diluted weighted average common shares outstanding	<u>25,940,076</u>	<u>25,951,141</u>	<u>26,109,341</u>
Earnings per share			
Basic	\$ 1.65	\$ 1.83	\$ 1.11
Diluted	\$ 1.64	\$ 1.82	\$ 1.11
Cash dividends	<u>\$ 1.000</u>	<u>\$ 1.000</u>	<u>\$ 0.975</u>

The Company treats unvested share-based payment awards that contain non-forfeitable rights to dividends or dividend equivalents (whether paid or unpaid) as participating securities, which are included in the computation of earnings per share. Our unvested restricted shares participate on an equal basis with common shares; therefore, there is no difference in undistributed earnings allocated to each participating security. Accordingly, the presentation above is prepared on a combined basis. At fiscal year-end 2024, 52,500 stock options were excluded from the calculation above, as their effect would be anti-dilutive. No options were outstanding at the end of fiscal years 2023 and 2022.

**(15) Commitments and Contingencies**

In the ordinary course of business, the Company also enters into real property leases, which require the Company as lessee to indemnify the lessor from liabilities arising out of the Company's occupancy of the properties. The Company's indemnification obligations are generally covered under the Company's general insurance policies.

From time to time, the Company is involved in various litigation matters arising in the ordinary course of business. The Company does not believe the disposition of any current matter will have a material adverse effect on its consolidated financial position or results of operations.

**(16) Supplemental Cash and Non-Cash Flow Information**

Net cash flows from operating activities that reflect cash payments for interest and income taxes, are as follows for the three fiscal years ended (in thousands):

	2024	2023	2022
<b>Supplemental disclosure of cash flow information</b>			
Interest paid, net	\$ -	\$ -	\$ 57
Income taxes paid, net of refunds	<u>\$ 19,233</u>	<u>\$ 17,966</u>	<u>\$ 11,626</u>

In fiscal year 2023, the Company recorded a non-cash transaction of a \$4.5 million note receivable in connection with the sale of an unused manufacturing facility.

**(17) Related Party Transactions**

The Company leases a facility and sells product to an entity controlled by a board member who was the former owner of a business that the Company acquired. The total right-of-use asset and related lease liability as of February 29, 2024 was \$0.4 million and \$0.4 million, respectively. During fiscal year 2024, total lease payments made to, and sales made to, the related party were approximately \$0.4 million and \$3.0 million, respectively.

**ENNIS, INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**(18) Concentrations of Risk**

Financial instruments that potentially subject the Company to a concentration of credit risk principally consist of cash and trade receivables. Cash is placed with high-credit quality financial institutions. The Company believes its credit risk with respect to trade receivables is limited due to industry and geographic diversification. As disclosed on the Consolidated Balance Sheets, the Company maintains an allowance for credit losses against its trade receivables to cover the Company's estimate of credit losses associated with accounts receivable.

No single customer accounts for as much as five percent of the Company's consolidated net sales or accounts receivable.

The Company, for quality and pricing reasons, purchases its paper products from a limited number of suppliers. For fiscal years 2024, 2023 and 2022, the Company purchased 40%, 50%, and 51%, respectively, of its materials from one third party vendor. As of February 29, 2024 and February 28, 2023, the net amount due to the vendor was \$1.4 million and \$3.3 million, respectively. While other sources may be available to the Company to purchase these products, they may not be available at the cost or at the quality the Company has come to expect.

For the purposes of the Consolidated Statements of Cash Flows, the Company considers cash to include cash on hand and in bank accounts. The Federal Deposit Insurance Corporation insures accounts up to \$250,000. At February 29, 2024, cash balances included \$80.8 million that was not federally insured because it represented amounts in individual accounts above the federally insured limit for each such account. This at-risk amount is subject to fluctuation on a daily basis. While management does not believe there is significant risk with respect to such deposits as we have not experienced any losses in such accounts and we believe that we have placed our cash on deposit with financial institutions which are financially stable, we cannot be assured that we will not experience losses on our deposits.

## DESCRIPTION OF ENNIS, INC. CAPITAL STOCK

The following description of the terms of Ennis' capital stock is a summary only and is qualified by reference to the relevant provisions of Texas law and the Ennis restated certificate of incorporation and by-laws.

### Authorized Capital Stock

Under the Ennis restated certificate of incorporation, Ennis' authorized capital stock consists of forty million (40,000,000) shares of common stock, with \$2.50 par value, and one million (1,000,000) shares of preferred stock, with \$10 par value.

### Description of Common Stock

**Voting Rights.** Each holder of Ennis common stock is entitled to one vote for each share of Ennis common stock held of record on the applicable record date on all matters submitted to a vote of shareholders. Shareholders of common stock can use cumulative voting to aggregate director votes.

**Dividend Rights.** Holders of Ennis common stock are entitled to receive such dividends as may be declared from time to time by Ennis' board of directors out of funds legally available therefor, subject to any preferential dividend rights granted to the holders of any outstanding Ennis' preferred stock.

**Rights upon Liquidation.** Holders of Ennis common stock are entitled to share pro rata, upon any liquidation, dissolution or winding up of Ennis, in all remaining assets available for distribution to shareholders after payment of or provision for Ennis' liabilities and the liquidation preference of any outstanding Ennis preferred stock.

**Preemptive Rights.** Holders of Ennis common stock have no preemptive rights to purchase, subscribe for or otherwise acquire any unissued or treasury shares or other securities.

### Description of Preferred Stock

**Preferred Stock Outstanding.** As of the date of this filing, no shares of Ennis preferred stock were issued and outstanding.

**Designation and Amount.** Shares of Preferred Stock may be issued from time to time in one or more series, each such series to have such designations as may be fixed by the Board of Directors prior to the issuance of any shares thereof. In November of 1998 the board created a new series of Preferred Stock pursuant to the adoption of a Shareholder Rights Plan. The shares of such series shall be designated as "Series A Junior Participating Preferred Stock" (the "Series A Preferred Stock") and the number of shares constituting the Series A Preferred Stock shall be 25,000. The Series A Preferred Stock shall rank, with respect to the payment of dividends and the distribution of assets, junior to all series of any other class of the Company's Preferred Stock. Such number of shares may be increased or decreased by resolution of the Board of Directors; provided, that no decrease shall reduce the number of shares of Series A Preferred Stock to a number less than the number of shares then outstanding plus the number of shares reserved for issuance upon the exercise of outstanding options, rights or warrants or upon the conversion of any outstanding securities issued by the Company convertible into Series A Preferred Stock. This Shareholders Rights Plan expired on November 8, 2008.

**Dividend Rights.** Holders of Ennis Series A Preferred Stock shall be entitled to receive dividends (which may be cumulative or noncumulative) as may be declared from time to time by Ennis' board of directors out of funds legally available therefor.

**Transfer Agent and Registrar**

Computershare Trust Company, N.A. is the transfer agent and registrar for Ennis common stock.



Subsidiaries of the Registrant

The Registrant directly or indirectly owns 100 percent of the outstanding voting securities of the following subsidiary companies.

<u>Name of Company</u>	<u>Jurisdiction</u>
Ennis, Inc.	Texas
Ennis Business Forms of Kansas, Inc.	Kansas
Calibrated Forms Co., Inc.	Kansas
Print Your Marketing, Inc.	Delaware
Admore, Inc.	Texas
PFC Products, Inc.(1)	Delaware
Ennis Acquisitions, Inc.	Nevada
Texas EBF, LP	Texas
Ennis Sales, LP	Texas
Ennis Management, LP	Texas
Adams McClure, LP	Texas
American Forms I, LP	Texas
Northstar Computer Forms, Inc.	Minnesota
General Financial Supply, Inc. (2)	Iowa
Crabar/GBF, Inc.	Delaware
Royal Business Forms, Inc.	Texas
Tennessee Business Forms Company	Tennessee
TBF Realty, LLC (3)	Delaware
Specialized Printed Forms, Inc.	New York
SPF Realty, LLC (4)	Delaware
Block Graphics, Inc.	Oregon
B&D Litho of Arizona, Inc.	Delaware
Skyline Business Forms, Inc.	Delaware
Skyline Business Properties, LLC (5)	Delaware
Kay Toledo Tag	Ohio
Specialized Service Partners	Wisconsin
American Paper Converting LLC	Ohio
Independent Printing Company, Inc.	Delaware
Wright Business Graphics LLC	Oregon
Integrated Print and Graphics	Delaware
The Flesh Company	Missouri
Impressions Direct, Inc. (6)	Missouri
SPM Marketing LLC	Texas

(1) A wholly-owned subsidiary of Admore, Inc.

(2) A wholly-owned subsidiary of Northstar Computer Forms, Inc.

(3) A wholly-owned subsidiary of Tennessee Business Forms, Inc.

(4) A wholly-owned subsidiary of Specialized Printed Forms, Inc.

(5) A wholly-owned subsidiary of Skyline Business Forms, Inc.

(6) A wholly-owned subsidiary of The Flesh Company

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We consent to the incorporation by reference in the following Registration Statements:

1. Registration Statement (Form S-8 No. 333-38100) pertaining to the Ennis, Inc. 401(k) Plan,
2. Registration Statement (Form S-8 No. 333-44624) pertaining to the Ennis, Inc. 401(k) Plan,
3. Registration Statement (Form S-8 No. 333-175261) pertaining to the Long-Term Incentive Plan of Ennis, Inc., and
4. Registration Statement (Form S-8 No. 333-260034) pertaining to the Long-Term Incentive Plan of Ennis, Inc.;

of our reports dated May 10, 2024, with respect to the consolidated financial statements of Ennis, Inc. as of February 29, 2024 and February 28, 2023 and the two fiscal years then ended and the effectiveness of internal control over financial reporting of Ennis, Inc. as of February 29, 2024 included in this Annual Report (Form 10-K) of Ennis, Inc. for the year ended February 29, 2024.

/s/ CohnReznick LLP

Dallas, Texas  
May 10, 2024

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We have issued our report dated May 9, 2022, with respect to the consolidated financial statements included in the Annual Report of Ennis, Inc. on Form 10-K for the year ended February 29, 2024. We consent to the incorporation by reference of said report in the Registration Statements of Ennis, Inc. on Forms S-8 (File No. 333-38100, File No. 333-44624, File No. 333-175261 and File No. 333-260034).

/s/ GRANT THORNTON LLP

Dallas, Texas  
May 10, 2024

**RULE 13a-14(a)/15d-14(a) CERTIFICATION OF CHIEF EXECUTIVE OFFICER**

I, Keith S. Walters, certify that:

1. I have reviewed this annual report on Form 10-K of Ennis, Inc.;
2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report;
3. Based on my knowledge, the financial statements, and other financial information included in this annual report, fairly present in all material respects the financial condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this annual report;
4. The Registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13-15(f) and 15d-15(f) for the Registrant and we have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this annual report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the Registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this annual report based on such evaluation; and
  - d) Disclosed in this annual report any change in the Registrant's internal control over financial reporting that occurred during the Registrant's most recent fiscal quarter (the Registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the Registrant's internal control over financial reporting; and
5. The Registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Registrant's auditors and the audit committee of Registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal control over financial reporting.

/S/ KEITH S. WALTERS

Keith S. Walters

Chairman of the Board, Chief Executive Officer and President

May 10, 2024

**RULE 13a-14(a)/15d-14(a) CERTIFICATION OF CHIEF FINANCIAL OFFICER**

I, Vera Burnett, certify that:

- 1) I have reviewed this annual report on Form 10-K of Ennis, Inc.;
- 2) Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report;
- 3) Based on my knowledge, the financial statements, and other financial information included in this annual report, fairly present in all material respects the financial condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this annual report;
- 4) The Registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13-15(f) and 15d-15(f) for the Registrant and we have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this annual report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the Registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this annual report based on such evaluation; and
  - d) Disclosed in this annual report any change in the Registrant's internal control over financial reporting that occurred during the Registrant's most recent fiscal quarter (the Registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the Registrant's internal control over financial reporting; and
- 5) The Registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Registrant's auditors and the audit committee of Registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal control over financial reporting.

/S/ VERA BURNETT

Vera Burnett  
Chief Financial Officer  
May 10, 2024

**SECTION 1350 CERTIFICATION OF CHIEF EXECUTIVE OFFICER**

I, Keith S. Walters, Chairman of the Board and Chief Executive Officer of Ennis, Inc. (the “Company”), certify, that pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code:

- (1) The Company’s Annual Report on Form 10-K for the year ended February 29, 2024, as filed with the Securities Exchange Commission on the date hereof (the “Report”) fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
- (2) Information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company as of the dates and for the periods expressed in the Report.

/S/ KEITH S. WALTERS

Keith S. Walters

Chairman of the Board, Chief Executive Officer and President

May 10, 2024

*The foregoing Certification is being furnished solely pursuant to 18 U.S.C. Section 1350; it is not being filed for purposes of Section 18 of the Securities Exchange Act, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation languages in such filing.*

**SECTION 1350 CERTIFICATION OF CHIEF FINANCIAL OFFICER**

I, Vera Burnett, Chief Financial Officer of Ennis, Inc. (the “Company”), certify, that pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code:

- (1) The Company’s Annual Report on Form 10-K for the year ended February 29, 2024, as filed with the Securities Exchange Commission on the date hereof (the “Report”) fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
- (2) Information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company as of the dates and for the periods expressed in the Report.

/S/ VERA BURNETT

Vera Burnett  
Chief Financial Officer  
May 10, 2024

*The foregoing Certification is being furnished solely pursuant to 18 U.S.C. Section 1350; it is not being filed for purposes of Section 18 of the Securities Exchange Act, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation languages in such filing.*



## COMPENSATION RECOVERY POLICY

- 1. Purpose and Scope.** Ennis, Inc. (the “Company”) has adopted this compensation recovery policy (the “Policy”) to comply with Section 954 of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (“Dodd-Frank”), as codified by Section 10D of the Securities Exchange Act of 1934 (the “Exchange Act”), and New York Stock Exchange Rule 5.3-E(p) (the “Listing Rule”), which require the recovery of certain forms of executive compensation in the case of accounting restatements resulting from a material error in an issuer’s financial statements. This Policy shall be administered by the Board of Directors of the Company (the “Board”) or, if so designated by the Board, the Compensation Committee
- 2. Effective Date.** This Policy shall take effect on December 1, 2023 and shall apply to Incentive-Based Compensation that is approved, awarded, or granted to Covered Executives on or after October 2, 2023.
- 3. Covered Executives.** This Policy applies to all of the Company’s current and former executive officers, and such other employees who may from time to time be deemed subject to this Policy by the Board (each, a “Covered Executive”). For purposes of this Policy, an executive officer means an officer as defined in Rule 10D-1(d) under the Exchange Act.
- 4. Incentive-Based Compensation.** For purposes of this Policy, the term “Incentive-Based Compensation” means any compensation that is granted, earned, or vested based wholly or in part upon the attainment of a financial reporting measure. “Financial reporting measures” are measures that are determined and presented in accordance with the accounting principles used in preparing the issuer’s financial statements, and any measures that are derived wholly or in part from such measures, including stock price and total shareholder return. For the avoidance of doubt, Incentive-Based Compensation does not include annual salary, compensation awarded based on completion of a specified period of service, or compensation awarded based on subjective standards, strategic measures, or operational measures.
- 5. Recovery; Accounting Restatement.** In the event the Company is required to prepare an accounting restatement of its financial statements due to material noncompliance with any financial reporting requirement under the federal securities laws, including any required accounting restatement to correct an error in previously issued financial statements that is material to the previously issued financial statements, or that would result in a material misstatement if the error were corrected in the current period or left uncorrected in the current period (a “Restatement”), the Company shall, as promptly as it reasonably can, recover any Incentive-Based Compensation received by a Covered Executive during the three completed fiscal years immediately preceding the date on which the Company is required to prepare such Restatement (the “Restatement Date”), so long as the Incentive-Based Compensation received by such Covered Executive is in excess of what would have been awarded or vested after giving effect to the Restatement. The Restatement Date shall be the earlier of (i) the date the Company’s board of directors, a board committee, or officer(s) are authorized to take such action if board action is not



required, concludes, or reasonably should have concluded, that the issuer is required to prepare an accounting restatement due to the material noncompliance of the issuer with any financial reporting requirement under the securities laws as described in Rule 10D-1(b)(1) under the Exchange Act or (ii) the date a court, regulator, or other legally authorized body directs the issuer to prepare an accounting restatement. The amount to be recovered will be the excess of the Incentive-Based Compensation paid to the Covered Executive based on the erroneous data in the original financial statements over the Incentive-Based Compensation that would have been paid to the Covered Executive had it been based on the restated results, without respect to any taxes paid.

Subsequent changes in a Covered Executive's employment status, including retirement or termination of employment, do not affect the Company's rights to recover Incentive-Based Compensation pursuant to this Policy. For purposes of this Policy, Incentive-Based Compensation shall be deemed to have been received during the fiscal period in which the financial reporting measure specified in the award is attained, even if such Incentive-Based Compensation is paid or granted after the end of such fiscal period.

No recovery shall be required in the case of a Board determination that the direct expense paid to a third party to assist in enforcing this Policy would exceed the amount to be recovered.

Such determination shall be made after a reasonable and documented attempt to recover the Incentive-Based Compensation, which documentation shall be provided to the New York Stock Exchange.

The Board shall determine, in its sole discretion, the method of recovering any Incentive-Based Compensation pursuant to this Policy.

6. **No Indemnification.** The Company shall not indemnify any current or former Covered Executive against the loss of erroneously awarded compensation, and shall not pay, or reimburse any Covered Executives for premiums, for any insurance policy to fund such executive's potential recovery obligations.
7. **Notice.** Before the Board determines to seek recovery pursuant to this Policy, it shall provide the Covered Executive with written notice and the opportunity to be heard at a meeting of the Board (either in person or via telephone).
8. **Amendment and Interpretation.** The Board may amend this Policy from time to time in its discretion, and shall amend this Policy as it deems necessary to reflect the regulations adopted by the SEC and to comply with any rules or standards adopted by a national securities exchange on which the Company's securities are then listed. It is intended that this Policy be interpreted in a manner that is consistent with the requirements of Section 10D of the Exchange Act and any applicable rules or standards adopted by the SEC and any national securities exchange on which the Company's securities are then listed.

I hereby certify that the foregoing Compensation Recovery Policy was unanimously approved and adopted by the Ennis, Inc. Board of Directors at its September 15, 2023 quarterly meeting.

/s/ Dan Gus  
Dan Gus, Secretary

## Financial & Other Company Information

Copies of our financial information, such as this Annual Report on Form 10-K and our Proxy Statement to our shareholders, as filed with the Securities and Exchange Commission (SEC), Quarterly Reports on Form 10-Q, and other filings with the SEC may be viewed or downloaded from the Company's website:  
[www.ennis.com](http://www.ennis.com)

Alternatively, you can order copies, free of charge, by contacting Ms. Sharlene Reagan – Executive Assistant to our Chief Financial Officer at: [sharlene\\_reagan@ennis.com](mailto:sharlene_reagan@ennis.com)

## Annual Meeting of Shareholders

The Annual Meeting of Shareholders will be held on July 18, 2024, beginning at 10:00 a.m., local time. The meeting will take place at the Midlothian Conference Center located at One Community Circle, Midlothian, Texas 76065.

## Common Stock

Ennis, Inc. common stock is listed on the New York Stock Exchange under the ticker symbol "EBF."

As of May 9, 2024, there were approximately 26.0 million shares outstanding and approximately 622 shareholders of record.

## FISCAL YEAR 2024

### STOCK PRICE PERFORMANCE

High:	\$23.17
Low:	\$18.94
Close (2/29/24):	\$20.32

## Number of Employees

More than 1,941 worldwide at February 29, 2024

## Corporate Address

2441 Presidential Parkway  
Midlothian, Texas 76065

## Investor Relations

Keith S. Walters  
Chairman of the Board, CEO and President  
2441 Presidential Parkway  
Midlothian, Texas 76065  
800.752.5386  
[keith\\_walters@ennis.com](mailto:keith_walters@ennis.com)

## Independent Accountants

CohnReznick LLP

## Outside Corporate Counsel

Shackelford, Bowen, McKinley & Norton, L.L.P.

## Shareholder Services

Computershare Investor Services, LLC

## Certifications

Ennis has filed with the SEC as exhibits to its Annual Report on Form 10-K for the year ended February 29, 2024, the certification of each of its Chief Executive Officer and Chief Financial Officer required by Section 302 of the Sarbanes-Oxley Act. In addition, Ennis has submitted to the New York Stock Exchange the required certification of the Chief Executive Officer with respect to Ennis' compliance with the New York Stock Exchange's corporate governance listing standards.

## Caution Concerning Forward-Looking Statements

This document includes certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectation and are subject to uncertainty and changes in circumstances. Actual results may vary materially from the expectations contained herein due to changes in economic, business, competitive, technology, strategic and or regulatory factors. More detailed information about these factors is set forth in our Quarterly Reports on Form 10-Q, as filed with the SEC, and in this Annual Report on Form 10-K under the caption "Certain Risk Factors." Ennis is under no obligation to [and expressly disclaims any such obligation to] update or alter its forward-looking statements, whether as a result of new information, subsequent events or otherwise.

## Corporate Publications

Copies of Ennis, Inc.'s Annual Report on Form 10-K (excluding exhibits) and other filings with the SEC are available without charge upon written request to Ennis, Inc., 2441 Presidential Parkway, Midlothian, Texas 76065, Attn: Investor Relations, or by email: [investor@ennis.com](mailto:investor@ennis.com). All such filings are also available on our website: [www.ennis.com/about/investor-relations/](http://www.ennis.com/about/investor-relations/)

## Trademark Information

All trademark and service marks referenced herein are owned by the respective trademark or service mark owners.



**ENNIS, INC.**

Corporate Headquarters

2441 Presidential Pkwy • Midlothian, TX 76065

[ennis.com](http://ennis.com)

Designed by Ennis National Marketing.

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