

**【Translation】**

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

Securities Code :1893

June 24th, 2016

To our Shareholders

**Penta Ocean Construction Co.,Ltd.**

Takuzo Shimizu

President, Representative Director

**Notice of Resolutions of the 66<sup>th</sup> Ordinary General Meeting of Shareholders**

Notice is hereby given that, at the 66<sup>th</sup> Ordinary General Meeting of Shareholders of Penta-Ocean Construction Co., Ltd.(hereinafter “the Company”) held today, reports were made and resolutions were passed as mentioned below.

Details

**Items Reported:**

1. The Business Report and the Consolidated Financial Statements for the 66<sup>th</sup> fiscal year (April 1, 2015 - March 31, 2016), as well as the Accounting Auditor’s Report and the Audit & Supervisory Board’s Report on the Result of the Audited Consolidated Financial Statements.
2. The Non-Consolidated Financial Statements for the 66<sup>th</sup> fiscal year ( April 1, 2015 - March 31,2016).

**Items Resolved:**

Item No.1 Appropriation of Retained Earnings

It was approved and adopted in all respects as proposed. Thus, the term-end dividend was decided to be JPY 6 per common stock of the Company.

Item No.2 Partial Amendments to the Articles of Incorporation

It was approved and adopted in all respects as proposed.

Item No.3 Election of Ten (10) Members of the Board:

It was approved and adopted in all respects as proposed. Thus, Messrs. Takuzo Shimizu, Kunihiko Sasaki, Akihiko Togo, Kazuya Ueda, Yuji Nakamitsu, Tetsushi Noguchi, Shinichi Igarashi, Michio Inatomi, Hisanori Ohara were reelected and Yasuhiro Kawashima was elected as Members of the Board. All of them assumed their offices. Messrs Hisanori Ohara and Yasuhiro Kawashima are External Members of the Board.

Item No.4 Election of Two (2) Audit & Supervisory Board Members

It was approved and adopted in all respects as proposed. Messrs. Hironaga Fukuda was reelected and Yoshiaki Ohashi was elected as Audit & Supervisory Board Members. All of them assumed their offices. Messrs. Hironaga Fukuda and Yoshiaki Ohashi are External Audit & Supervisory Board Members.

END

## **POSTSCRIPT**

### **Election of Representative Directors:**

At the meeting of the Board of Directors which was held after the 66<sup>th</sup> Ordinary General Meeting of Shareholders, each of the following persons were elected as Representative Directors with specific titles. All of them assumed their offices.

Takuzo Shimizu, President and Representative Director (Reappointed)

Kunihiko Sasaki, Representative Director (Reappointed)