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Securities Code:1893

June 25, 2019

To our Shareholders,

Takuzo Shimizu  
President, Chief Executive Officer and  
Representative Director  
Penta-Ocean Construction Co., Ltd.  
2-8, Koraku 2-chome, Bunkyo-ku, Tokyo  
Japan

**Notice of Resolutions of the 69<sup>th</sup> Ordinary General Meeting of Shareholders**

We hereby inform you of the items reported and resolutions approved at the 69<sup>th</sup> Ordinary General Meeting of Shareholders of Penta-Ocean Construction Co., Ltd. (hereinafter, "the Company"), held on June 25, 2019.

Details

**Items Reported:**

1. The Business Report and the Consolidated Financial Statements for the 69<sup>th</sup> Fiscal Term (from April 1, 2018 to March 31, 2019), as well as the Audit Reports on the Consolidated Financial Statements by the Accounting Auditors and Audit & Supervisory Board Members
2. The Non-Consolidated Financial Statements for the 69<sup>th</sup> Fiscal Term (from April 1, 2018 to March 31, 2019).

**Proposals Resolved:**

**Proposal No.1** Appropriation of Retained Earnings

Proposal No.1 was approved and passed in its original form. Thus, it was resolved that term-end dividend for the 69<sup>th</sup> Fiscal Term was JPY 19 per common stock of the Company.

**Proposal No.2** Election of Ten (10) Members of the Board

Proposal No.2 was approved and passed in its original form. Thus, Messrs. Takuzo Shimizu, Kazuya Ueda, Tetsushi Noguchi, Ryoji Tahara, Hiroshi Watanabe, Tomoyuki Yamatshita, Yasuhiro Kawashima, Hidenori Takahashi and Naoki Furuya were reelected, and Mr. Junji Katsumura was newly elected as Members of the Board. All of them assumed their offices.

Messrs. Yasuhiro Kawashima, Hidenori Takahashi and Naoki Furuya are Outside Members of the Board.

END

## **POSTSCRIPT**

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

The following two (2) persons were elected at the Board Meeting held right after the 69<sup>th</sup> Ordinary General Meeting of Shareholders and have assumed their offices as the Representative Directors;

Takuzo Shimizu, President, Chief Executive Officer and Representative Director (Reappointed)  
Kazuya Ueda, Representative Director (Reappointed)

### **Dividend Payout for the 69<sup>th</sup> Fiscal Term:**

**1. In case you have designated the method for wire transfer for receiving the dividend,**  
Please find the Dividend Calculation Statement and Beneficiary Account for Dividend Transfer enclosed.

**2. In case you have designated the method of allocation in proportion to the number of shares held for receiving the dividend,**  
Please find the Dividend Calculation Statement and Instruction on how to receive the dividend enclosed.

**3. In case you have not designated any methods for receiving the dividend,**  
Please find the Dividend Receipt enclosed. Please complete the form, place your seal and bring it with you to Japan Post Bank Co., Ltd. or a post office, in order to receive the dividends during the payout period (from Wednesday June 26 to Wednesday July 31, 2019).  
Please note that the Dividend Calculation Statement is enclosed for the persons receiving the dividends with the Dividend Receipt. This is for confirming the dividend payout after receiving it, or used as a reference material for tax return.