

The following statements are an English-language translation of the original Japanese-language documents.

Listed company name : Penta Ocean Construction Co.,Ltd.

Code number : 1893

Stock Exchange : Tokyo, Nagoya

### **Notice of Changes in Representative Director, Directors and Executive Officers**

At the Board of Directors Meeting held on February 22, 2018, Penta-Ocean Construction Co., Ltd. passed a resolution on the following changes of its Representative Director, Directors and Executive Officers, etc.

This matter will be subject for approval at the 68<sup>th</sup> General Shareholders Meeting scheduled in June 26, 2018.

#### **1. Changes in Representative Director**

1) Reason for the change

To further enhance company's management structure

2) Detail of the change

Incoming Representative Director

|  |              |  |
|--|--------------|--|
| Executive Vice President,<br>Representative Director | Akihiko Togo | (Current position: Executive Vice President,<br>Member of the Board) |
|--|--------------|--|

Outgoing Representative Director

|         |                 |  |
|---------|-----------------|--|
| Advisor | Sasaki Kunihiko | (Current position: Executive Vice President,<br>Representative Director) |
|---------|-----------------|--|

3) Scheduled date of assumption of office

April 1, 2018

4) Personal history of the newly appointed representative director

Name: Akihiko Togo

Date of Birth: November 11, 1953 (Age:64)

Education: March 1976 Graduated from Department of Civil Engineering, Faculty of Engineering, Kumamoto University

Career: April 1976 Joined Penta-Ocean Construction

April 2008 Executive Officer, Executive General Manager, Deputy Head of International Business Division

|            |  |
|------------|--|
| April 2011 | Managing Executive Officer, Executive General Manager,<br>Deputy Head of International Business Division   |
| April 2013 | Managing Executive Officer, Head of International Business<br>Division Divisions Group                     |
| April 2014 | Senior Managing Executive Officer, Head of International<br>Business Division Divisions Group              |
| June 2015  | Senior Managing Executive Officer, Head of International<br>Business Unit                                  |
| June 2015  | Senior Managing Executive Officer, Member of the Board,<br>Head of International Business Unit             |
| April 2017 | Executive Vice President, Member of the Board, Executive<br>of International Business Unit<br>(to present) |

Number of shares held: 10,700 shares (as of February 22, 2018)

## 2. Changes in Executive Officers, etc. (Effective April 1, 2018)

| Name             | New Title  | Current Title  |
|------------------|--|--|
| Takehiko Fujita  | Executive Vice President, Executive of<br>Civil Engineering Business Unit                                      | Senior Managing Executive<br>Officer, Executive of Civil<br>Engineering Business Unit  |
| Shuheï Kazusa    | Executive Vice President, Executive of<br>Civil Engineering Business Unit                                      | Senior Managing Executive<br>Officer, Executive of Civil<br>Engineering Business Unit  |
| Yuji Nakamitsu   | Senior Managing Executive Officer,<br>Member of the Board, Executive of<br>Building Construction Business Unit | Senior Managing Executive<br>Officer, Member of the Board,<br>Head of Building Construction<br>Divisions Group, Building<br>Construction Business Unit,<br>Executive of Environment<br>Health, Safety and Quality<br>Divisions Group |
| Makoto Shimoishi | Senior Managing Executive Officer, Head<br>of Kyushu Branch  | Managing Executive Officer,<br>Head of Kyushu Branch   |
| Tetsushi Noguchi | Senior Managing Executive Officer,   | Managing Executive Officer,  |

|                    |   |   |
|--------------------|---|---|
|                    | Member of the Board, Head of Civil Engineering Divisions Group, Civil Engineering Business Unit, Executive of Environment Health, Safety and Quality Divisions Group, Executive of R&D Strategy Planning Office | Member of the Board, Head of Civil Engineering Divisions Group, Civil Engineering Business Unit, Executive of Environment Health, Safety and Quality Divisions Group, Executive of R&D Strategy Planning Office |
| Ryoji Tahara       | Senior Managing Executive Officer, Head of Building Construction Divisions Group, Building Construction Business Unit, Executive of Environment Health, Safety and Quality Divisions Group                      | Managing Executive Officer, Head of Tokyo Building Construction Branch  |
| Michio Inatomi     | Managing Executive Officer, Member of the Board, Executive of Corporate Administration Divisions Group, Executive of Audit Division   | Managing Executive Officer, Member of the Board, Head of Corporate Administration Divisions Group, Head of CSR planning Office  |
| Masanori Kotsuji   | Managing Executive Officer, Executive of Civil Engineering Business Unit(Sales and Marketing)   | Executive Officer, Head of Nagoya Branch  |
| Hiroimi Furuno     | Managing Executive Officer, Executive of Civil Engineering Business Unit(Environmental Business), Executive of 2020 Business Development Office   | Executive Officer, Executive of Civil Engineering Business Unit(Environmental Business), Executive of 2020 Business Development Office  |
| Tomoyuki Yamashita | Executive Officer, Head of Corporate Administration Divisions Group, Head of General Affairs Division, Head of CSR planning Office  | Executive Officer, Head of Human Resources Division, Head of General Affairs Division, Corporate Administration Divisions Group   |
| Shiro Matsuo       | Executive Officer, Head of Environment Health, Safety and Quality Divisions Group   | Deputy Head of Tokyo Building Construction Branch   |
| Masato Nakahashi   | Executive Officer, Executive of Building  | General Manager, Head of  |

|                    |   |  |
|--------------------|---|--|
|                    | Construction Business Unit(Sales and Marketing)               | Sales and Marketing Division No.3, Building Construction Sales and Marketing Divisions Group   |
| Kazuhiko Yamaguchi | Executive Officer, Head of Nagoya Branch                      | Deputy Head of Nagoya Branch   |
| Hiroto Baba        | Executive Officer, Head of Tokyo Building Construction Branch | General Manager, Head of Building Construction Division, Building Construction Divisions Group |
| Sumio Yamashita    | Advisor   | Senior Managing Executive Officer, Executive of Building Construction Business Unit            |
| Takashi Nakazawa   | Advisor   | Executive Officer, Head of Environment Health, Safety and Quality Divisions Group              |

### 3. Incoming and Outgoing Board Members

#### Incoming Board Members

| Name               | New Title<br>(Assumption of office<br>scheduled in June 26, 2018)   | Title as of April 1, 2018  |
|--------------------|---|--|
| Ryoji Tahara       | Senior Managing Executive Officer, Member of the Board, Head of Building Construction Divisions Group, Building Construction Business Unit, Executive of Environment Health, Safety and Quality Divisions Group | Senior Managing Executive Officer, Head of Building Construction Divisions Group, Building Construction Business Unit, Executive of Environment Health, Safety and Quality Divisions Group |
| Tomoyuki Yamashita | Executive Officer, Member of the Board, Head of Corporate Administration Divisions Group, Head of General Affairs Division, Head of CSR planning Office   | Executive Officer, Head of Corporate Administration Divisions Group, Head of General Affairs Division, Head of CSR planning Office   |

The appointment of the above candidate will be referred for discussion at the 68<sup>th</sup> General Shareholders Meeting scheduled in June 26, 2018.

Outgoing Board Members

| Name            | New Title<br>(Assumption of office<br>scheduled in June 26, 2018)                         | Title as of April 1, 2018   |
|-----------------|---|---|
| Sasaki Kunihiko | Advisor   | Executive Vice President,<br>Representative Director  |
| Yuji Nakamitsu  | Senior Managing Executive Officer,<br>Executive of Building Construction<br>Business Unit | Senior Managing Executive<br>Officer, Member of the<br>Board, Executive of Building<br>Construction Business Unit |