Summary of Financial Results for the Third Quarter of Fiscal Year Ending March 2009

February 10, 2009

The following statements are an English-language translation of the original Japanese-language document. (All financial information has been prepared in accordance with accounting principles generally accepted in Japan.)

Name of listed company: Penta-Ocean Construct	Stock exchange: Tokyo, Osaka, Nagoya	
Code number: 1893		Head office: Tokyo
(URL: http://www.penta-ocean.co.jp/)		
Representative		
Title: Chief Executive Officer	Name: Yoshio Murashige	
Contact	_	
Title: General Manager, Finance Department	Name: Hisayuki Kobayashi	Tel: 03-3817-7618
Schedule of financial statement reporting date: Fe	ebruary 12, 2009	

1. Business results for the fiscal year ended March 2009 (April 1, 2008-December 31, 2008)

Consolidated b	usiness results	Note: All amo	unts are rounded d	own to the nearest	t million yen. Perce	ntage indicate	changes form the p	previous term.
	Net sales		Operating income		Ordinary income		Net income	
	(Millions of yen)	(%)	(Millions of yen)	(%)	(Millions of yen)	(%)	(Millions of yen)	(%)
3Q FY2008	281,060	-	3,137	-	(93)	-	(4,022)	-
3Q FY2007	216,698	9.0	873	-	(1,053)	-	(1,750)	-

	Earnings per share	Earnings per share (diluted)
	(Yen)	(Yen)
3Q FY2008	(16.37)	-
3Q FY2007	(7.12)	-

(2) Consolidated financial position

	Total assets	Total net assets	Total net assets/ total assets	Total net assets per share
	(millions of yen)	(millions of yen)	(%)	(Yen)
As of Dec. 31, 2008	371,204	53,738	14.0	212.00
As of Mar. 31, 2008	340,233	53,862	15.8	219.19

Reference: Shareholders' Equity (millions of yen) 3Q FY2008: 52,081 Mar. 2008 term: 53,851

2. Dividends

	Dividends per share (Yen)							
	As of 1Q-end	As of 3Q-end	As of 3Q-end	As of Fiscal Year-end	Full year			
FY2007	-	-	-	0.00	0.00			
FY2008	-	-	-	-	-			
FY2008 (Forecast)	-	-	-	2.00	2.00			

Notes: Revision made in the forecast dividend as of the end of the current quarter: None

3. Consolidated earnings forecasts for fiscal year ended March 2009 (April 1, 2008-March 31, 2009)

	Net sales		Net sales Operating income		Ordinary income		Net income		Earnings per share	
	(Millions of ye	en)	(Millions	s of yen)	(Millions	s of yen)	(Millions	s of yen)	(Yen)	
Entire term	408,000	15.6	11,600	31.2	8,000	57.0	3,000	16.7	12.21	

Notes: Change made in figures of the forecasts as of the end of the current quarter form the previous announcement: None

4. Others

(1) Changes in significant subsidiaries during the first quarter (changes in specific subsidiaries resulting in change the scope of consolidation): None (2) Adoption of convenient method in accounting and of accounting method uniquely adopted to prepare consolidated financial statements

for the current quarter: Adopted

(3) Changed in account policies and processing and representation methods adopted to prepare the consolidated financial statements

for the current quarter (significant changes in the basis of presenting the consolidated financial statements for the current quarter):

1) Changes due to revised accounting Standard: Yes

2) Changes other than the reason described above: Yes

(4) Total number of outstanding shares (common stock)

1) Number of outstanding shares as of end of period (including treasury stock) :

3Q FY2008: 245,763,910 FY2007: 245,763,910

2) Number of shares of treasury stock as of end of period :

3Q FY2008: 93,906 FY2007: 81,444

3) Average number of shares outstanding during the period (or the cumulative consolidated accounting period as the end of the current quarter) : 3Q FY2008: 245,677,788 3QFY2007: 245,693,801

Notes: Request for appropriate use of the business outlook and other special remarks:

 The forecasts given above are based on information available at the time of compilation and are inherently subject to a variety of risks and uncertainties. Actual results may vary significantly from forecast due to factor including, but not limited to, changes in the economic or business environment and exchange rate fluctuations. 2) The company has adopted the "Accounting Standard for Quarterly Financial Statements" (Corporate Accounting Standard No.12) and the "Implementation Guidance for the Accounting Standard for Quarterly Financial Statements" (Corporate Accounting Standard Implementation Guidance No.14), effective from the beginning of FY 2008. The company also develops consolidated financial statements for each quarter.

(5) Non-Consolidated earnings forecasts for fiscal year ended March 2009 (April 1, 2008-March 31, 2009)

ſ		Net sales		Operating income		Ordinary income		Net income		Earnings per share	
		(Millions of ye	en)	(Millions	s of yen)	(Millions	s of yen)	(Millions	s of yen)	(Yen)	
	Entire term	374,000	17.7	10,600	56.3	7,000	127.2	2,500	79.9	10.18	

Notes: Request for appropriate use of the business outlook and other special remarks:

The forecasts given above are based on information available at the time of compilation and are inherently subject to a variety of risks and uncertainties. Actual results may vary significantly from forecast due to factor including, but not limited to, changes in the economic or business environment and exchange rate fluctuations.

5. Consolidated Financial Stetements

1) Consolidated quartery balance sheets

		(Unit: millions of
	3Q FY2008	March 31,2008
	(As of December 31, 2008)	
Current assets		
Cash and deposits	45,473	33,421
Notes and accounts receivable	144,144	136,002
Marketable securities	201	102
Contract works in progress	30,493	33,514
Real estate for sale and real estate in progress	22,843	12,740
Other receivables	21,225	19,881
Other current assets	14,642	10,885
Allowance for doubtful accounts	(1,732)	(1,160)
Total current assets	277,292	245,388
Fixed assets Tangible fixed assets		
Land	35,991	36.024
Other tangible assets	23,727	25,247
Net tangible fixed assets	59,718	61,271
later sile la fina d'anna ta		
Intangible fixed assets	587	568
-	587	568
-	587	568 14,463
Investments and other assets		
Investments and other assets Investment Securities	12,037	14,463
Investments and other assets Investment Securities Other investment and other assets	12,037 28,662	14,463 25,142
Other investment and other assets Allowance for doubtful accounts	12,037 28,662 (7,093)	14,463 25,142 (6,601)

		(Unit: millions of
	3Q FY2008	March 31,2008
	(As of December 31, 2008))
Current liabilities		
Notes and account payable	128,722	117,960
Short-term loans	82,969	63,188
Income taxes payable	426	743
Advances received on uncompleted contracts	29,947	28,910
Allowance	2,513	2,966
Other current liabilities	19,292	17,047
Total current liabilities	263,870	230,816
Long-term liabilities		
Long-term loans	44,313	45,909
Deferred tax liabilities for land revaluation excess	7,212	7,216
Allowance	974	1,322
Other long-term liabilities	1,096	1,105
Total long-term liabilities	53,595	55,553
Total liabilities	317,466	286,370
Shareholders' equity		
Common stock	28,070	28,070
Capital surplus	20,106	20,106
Retained earnings abstract	(25)	3,991
Treasury stock	(21)	(20)
Total shareholders' equity	48,129	52,147
Valuation and Translation adjustments		
Valuation difference on available for sale securities	311	(1,973)
Gain (loss) on deferred hedge	(30)	(32)
Revaluation reserve for land	3,533	3,539
Foreign currency translation adjustments	138	170
Total valuation and translation adjustments abstract	3,952	1,703
Minority interests	1,656	11
al Net Assets	53,738	53,862
Total liabilities and net assets	371,204	340,233

2) Consolidated quartery statements of income

	Unit: millions o 3Q FY2008
/From	April 1, 2008 to December 31,
Net sales	
Construction business	270,694
Real estate development and others	10,365
Total net sales	281,060
Cost of sales	201,000
Construction business	254,702
Real estate development and others	9,394
Total cost of sales	264,096
Gross profit	204,090
Construction business	15,992
	971
Real estate development and others Total gross profit	16,963
Selling, general and administrative expenses	13,826
Operating income Non-operating income	3,137
Interest income	137
Dividend income	281
Other non-operating income	266
Total non-operating income	685
Non-operating expenses	000
Interest expense	3 206
Exchange loss, net	2,296
-	1,064
Other non-operating expenses	555
Total non-operating expenses	3,915
Ordinary income (loss) Extraordinary gain	(93)
Gain on sales and disposals of property, plant and ed	guipment 596
Other extraordinary gains	115
Total extraordinary gains	711
Extraordinary loss	711
Loss on Devaluation of Investment Securities	5,346
Other extraordinary losses	589
Total extraordinary loss	5,935
Income (loss) before income taxes	
Corporation, inhabitant and enterprise taxes	<u>(5,316)</u> 471
Income taxes deferred	(1,771)
Total income tax	(1,299)
Minority interests	(1,299)
Net income (loss)	(4,022)
	(+,022)

3) Consolidated quartery statements of cash flows

	(Unit: millions of ye
	3Q FY2008 (From April 1, 2008 to December 31, 200
Cash flow from operating activities	
Income (losses) before taxes and minority interests	(5,316)
losses on impairment of fixed assets	3,459
Increase (decrease) in allowance for doubtful accounts	1,063
Increase (decrease) in reserve for bonus	(1,014)
Increase (decrease) in reserve for retirement benefits	(297)
Increase (decrease) in allowance for losses on construction works	621
Interest and dividends receivable	(418)
Interest expenses	2,484
Foreign exchange losses (gains)	464
Equity losses (gains)	(4)
losses (gains) on sales and disposals of property, plant and equipment	(592)
losses (gains) on sales of investment in securities	(0)
Write-down of securities and investment in securities	5,346
(Increase) decrease in trade receivables	(11,571)
(Increase) decrease in cost of uncompleted contracts	1,545
(Increase) decrease in real estate for trade and real estate in progress an	
Increase (decrease) in trade payables	10,765
Increase (decrease) in advance received on contracts in progress	1,044
(Increase) decrease in other receivable	(1,320)
Other-net	319
Sub-total	8,306
Interest and dividends received	437
Interest paid	(2,144)
Income taxes paid	(787)
Net cash provided by (used in) operating activities	5,811
Cash flows from investing activities	
Purchases of securities and investment in securities	(1,045)
Proceeds from sales of securities and investment in securities	102
Purchases of property, plant and equipment	(2,130)
Proceeds from sales of property, plant and equipment	877
Loans made	(985)
Collection of loans receivable	96
Investment on development projects	(4,750)
Purchase of other subsidiaries and affiliates' securities resulting in change	in
scope of consolidation	(257)
Other-net	(116)
Net cash provided by (used in) investing activities	(8,210)
Cash flows financing activities	
Net increase (decrease) in short-term bank loans	9,151
Long-term loans payable	25,600
Repayment of long-term debt	(19,467)
Cash dividends paid	(0)
Other-net	(374)
Net cash provided by (used in) financing activities	14,909
Difference resulting from conversion of foreign cash and cash equivalents to ye	
Net increase (decrease) in cash and cash equivalents	12,055
Cash and cash equivalents at beginning of the period	33,394
Cash and cash equivalents at end of the period	45,449

4) Segment Information

a. Information by business segment

3Q FY 2008 (From April 1, 2008 to December 31, 2008) (Unit: r							
	Construction	Real estate development	Others	Total	Eliminations and/or addition	Consolidated	
Net sales							
(1) External customers	270,694	1,070	9,295	281,060	-	281,060	
(2) Inter-segment	56	203	5,651	5,910	(5,910)	-	
Total	270,750	1,274	14,946	286,971	(5,910)	281,060	
Operating profit or loss	2,700	(259)	692	3,133	3	3,137	
Mataa							

Notes:

Other:

Business segment is primarily composed of the followings: Construction:

Civil engineering, building construction, etc.

Real estate development: Sale or Rental of real estate

Sale od construction materials, shipbuilding, etc.

b. Information by geographic segment

3Q FY 2008 (From April 1, 2008 to D		(Unit	: millions of yen)			
	Japan	Southeast Asia	Other	Total	Eliminations and/or addition	Consolidated
Net sales (1) External customers (2) Inter-segment	222,407	52,189 -	6,463	281,060	-	281,060
Total	222,407	52,189	6,463	281,060	-	281,060
Operating profit	2,412	943	(226)	3,129	7	3,137

Notes:

Major countries and areas included in each geographic area are as follows:

Southeast Asia: Singapore, Hong Kong, Vietnam Other:

UAE, Sri Lanka

c. Overseas sales

3Q FY 2008 (From April 1, 2008 to E	(Unit: millions of yen)		
	Southeast Asia	Total	
I Overseas sales	52,189	6,463	58,653
I Consolidated sales	-	-	281,060
III Percentage of overseas sales over consolidated	18.6	2.3	20.9

Notes:

Major countries and areas included in each geographic area are as follows:

Southeast Asia: Other:

Singapore, Hong Kong, Vietnam UAE, Sri Lanka

(Reference) Consolidated quartery statements of income

		I		r		(Milli	ons of yen)
		3Q FY2	2007	3Q FY2	2008	Increas	е
		(Apr. 1, 2007 - Dec. 31, 2007) (Apr. 1, 2008 - Dec. 31, 2008)			(Decrease)		
		Amount	% of net sales	Amount	% of net sales	Amount	%
I	Net sales:						
	Construction business	205,279		270,694		65,415	
	Real estate development and others	11,418		10,365		(1,052)	
	Total net sales	216,698	100.0	281,060	100.0	64,362	29.7
П	Cost of sales:						
	Construction business	192,229		254,702		62,472	
	Real estate development and others	10,226		9,394		(831)	
	Total cost of sales	202,455	93.4	264,096	94.0	61,641	30.4
	Gross profit						
	Construction business	13,050		15,992		2,942	
	Real estate development and others	1,192		971		(221)	
	Total gross profit	14,242	6.6	16,963	6.0	2,721	19.1
Ш	Selling, general and administrative expenses:	13,369	6.2	13,826	4.9	457	3.4
	Operating income	873	0.4	3,137	1.1	2,264	259.2
IV	Non-operating income:	760	0.3	685	0.3	(75)	(9.9)
v	Non-operating expenses:	2,687	1.2	3,915	1.4	1,228	45.7
	Ordinary income (loss)	(1,053)	(0.5)	(93)	(0.0)	960	-
VI	Extraordinary gain:	405	0.2	711	0.2	306	75.6
VI	Extraordinary loss:	968	0.4	5,935	2.1	4,967	512.9
	Income (loss) before income taxes	(1,616)	(0.7)	(5,316)	(1.9)	(3,700)	-
	Tax expenses	145	0.1	(1,299)	(0.5)	(1,445)	-
	Minority interests	12	(0.0)	5	0.0	18	-
	Net income (loss)	(1,750)	(0.8)	(4,022)	(1.4)	(2,272)	-

(Reference) Summary of Non-Consolidated Financial Statements for the Third Quarter of Fiscal Year Ending March 2009

1. Business results for the fiscal year ended March 2009 (April 1, 2008-December 31, 2008)

(1) Non-consolidated financial results Note: All amounts are rounded down to the nearest million yen. Percentage indicate changes form the previous term.

	Net sales		Operating income		Ordinary income		Net income	
	(Millions of yen)	(%)	(Millions of yen) (%) ((Millions of yen)	(%)	(Millions of yen)	(%)
3Q FY2008	258,395	-	2,810	-	(402)	-	(4,295)	-
3Q FY2007	196,863	9.8	(259)	-	(2,170)	-	(2,294)	-

	Earnings per share (Yen)	Earnings per share (diluted) (Yen)
3Q FY2008	(17.49)	-
3Q FY2007	(9.34)	-

(2) Non-consolidated financial position

	Total assets	otal assets Total net assets T		Total net assets per share	
	(millions of yen)	(millions of yen)	(%)	(Yen)	
As of Dec. 31, 2008	339,846	46,699	13.7	190.09	
As of Mar. 31, 2008	307,210	48,710	15.9	198.26	

Reference:

Shareholders' Equity (millions of yen)

3Q FY2008: 46,699

Mar. 2008 term: 48,710

% The company has adopted the "Accounting Standard for Quarterly Financial Statements" (Corporate Accounting Standard No.12) and the "Implementation Guidance for the Accounting Standard for Quarterly Financial Statements" (Corporate Accounting Standard Implementation Guidance No.14), effective from the beginning or of FY 2008. The company also develops consolidated financial statements for each quarter.

(Reference)

2. Non-consolidated quartery balance sheets

						ns of yer
	3Q FY20		FY200		Increas	
	(As of Dec. 3 Amount	1, 2008) % of total	(As of Mar. 3 Amount	1, 2008) % of total	(Decreas Amount	se) %
ASSETS	741100111	70 of total	, and and	/o or total	, ano dan	70
Current assets						
Cash and deposits	40.301		24,960		15,340	
Notes receivable	5,587		8,404		(2,816)	
Accounts receivable	130,299		119,461		10,837	
Securities	1		102		(100)	
Real estate for trade	11,665		7,134		4,530	
Cost of uncompleted contracts	25,156		26,668		(1,511)	
Real estate in progress	4,563		4,706		(143)	
Raw materials and supplies	1,018		832		185	
Other receivables	22,204		20,666		1,537	
Other current assets	16,187		12,315		3,872	
Allowance for doubtful accounts	(1,540)		(981)		(559)	
Total current assets	25,444	75.2	224,272		31,172	13.9
II Fixed assets						
1. Tangible fixed assets:						
Land	34,370		34,266		103	
Other tangible assets	14,520		14,805		(284)	
Net tangible fixed assets	48,891		49,072		(180)	
2. Intangible fixed assets	529		505		24	
3. Investments and other assets						
Investment Securities	14,029		15,492		(1,463)	
Others	27,481		24,207		3,273	
Allowance for doubtful accounts	(6,530)		(6,340)		(190)	
Total investments and other assets	34,980		33,360		1,620	
Total fixed assets	84,401	24.8	82,938	27.0	1,463	1.8
Total assets	339,846	100.0	307,210	100.0	32,636	10.6

					(Millio	ns of yen
	3Q FY2008 FY2007				Increas	e
	(As of Dec. 3	1, 2008)	(As of Mar. 3	1, 2008)	se)	
	Amount	% of total	Amount	% of total	Amount	%
LIABILITIES						
I Current liabilities						
Notes payable	24,787		20,408		4,379	
Account payable for construction contracts	95,801		86,954		8,846	
Short-term loans	73,166		59,950		13,216	
Advances received on uncompleted contracts	25,949		24,989		960	
Provision	2,247		2,648		(401)	
Other current liabilities	18,844		15,441		3,403	
Total current liabilities	240,797	70.9	210,391	68.4	30,405	14.5
II Long-term liabilities						
Long-term loans	44,199		39,697		4,502	
Deferred tax liabilities for land revaluation excess	7,212		7,216		(3)	
Reserve for retirement benefits	420		712		(292)	
Provision for loss on real estate development business of affiliates	83		90		(6)	
Other long-term liabilities	433		392		40	
Total long-term liabilities	52,349	15.4	48,108	15.7	4,240	8.8
Total liabilities	293,146	86.3	258,500	84.1	34,646	13.4
NET ASSETS						
I Shareholders' Equity						
Common stock	28,070		28,070		-	
Capital surplus	20,106		20,106		-	
Retained earnings abstract	(5,296)		(1,005)		(4,290)	
Treasury stock	(21)		(20)		(1)	
Total shareholders' equity	42,858	12.6	47,150	15.4	(4,291)	(9.1)
II Valuation and translation adjustments abstract						
Valuation difference on available for sale securities	312		(1,972)		2,284	
Gain (loss) on deferred hedge	(4)		(7)		2	
Revaluation reserve for land	3,533		3,539		(5)	
Total valuation and translation adjustments abstract	3,841	1.1	1,559	0.5	2,281	146.3
Total net assets	46,699	13.7	48,710	15.9	(2,010)	(4.1)
Total liabilities and net assets	339,846	100.0	307,210	100.0	32,636	10.6

(Reference)

3. Non-considerated quartery statements of income

		[Villions of yen)
		3Q FY2		FY20		Increase	
		(As of Dec.		-	(As of Mar. 31, 2008) Amount % of net sales		ase)
		Amount	% of net sales	Amount	% of net sales	Amount	%
I	Net sales:						
	Construction business	191,811		257,371		65,559	
	Real estate development and others	5,051		1,023		(4,027)	
	Total net sales	196,863	100.0	258,395	100.0	61,531	31.3
П	Cost of sales						
	Construction business	179,682		241,908		62,226	
	Real estate development and others	5,368		1,250		(4,118)	
	Total cost of sales	185,050	94.0	243,159	94.1	58,108	31.4
	Gross profit						
	Construction business	12,129		15,462		3,333	
	Real estate development and others (loss)	(316)		(226)		90	
	Total gross profit	11,812	6.0	15,236	5.9	3,423	29.0
Ш	Selling, general and administrative expenses:	12,072	6.1	12,426	4.8	353	2.9
	Operating income (loss)	(259)	(0.1)	2,810	1.1	3,069	-
IV	Non-operating income:	725	0.3	658	0.2	(66)	(9.1)
V	Non-operating expenses:	2,636	1.3	3,871	1.5	1,234	46.8
	Ordinary income (loss)	(2,170)	(1.1)	(402)	(0.2)	1,768	-
VI	Extraordinary gain:	299	0.2	405	0.2	105	35.2
VII	Extraordinary loss:	509	0.3	5,715	2.2	5,205	1,020.7
	Income (loss) before income taxes	(2,381)	(1.2)	(5,712)	(2.2)	(3,331)	-
	Tax expenses	(86)	(0.0)	(1,416)	(0.5)	(1,329)	-
	Net income (loss)	(2,294)	(1.2)	(4,295)	(1.7)	(2,001)	-

(Reference)

Non-Consolidated Orders Received, Net Sales and Backlog

1.	Orders	Received

1. (Orders Received		_	(Unit: millions of yen)
		3Q FY2007	3Q FY2008	Increase
		(From April 1, 2007 to December 30, 2007)	(From April 1, 2008 to December 30, 2008)	(Decrease)
	Public works	48,909	49,684	774
	Private works	27,236	32,652	5,416
	Domestic civil engineering	76,145	82,336	6,190
	Public works	6,600	9,683	3,083
	Private works	90,537	57,686	(32,851)
	Domestic building construction	97,137	67,369	(29,767)
	Civil engineering	90,930	72,521	(18,409)
	Building construction	4,955	15,885	10,930
	Overseas	95,885	88,406	(7,479)
Co	nstruction Total	269,169	238,112	(31,056)
Re	al estate development and others	2,078	1,659	(419)
	Total	271,248	239,771	(31,476)

2. Net Sales

(Unit: millions of yen)

e e) 10,769 9,072
10,769
9,072
19,841
2,328
20,850
23,179
21,057
1,481
22,539
65,559
(4,027)
61,531

3. Backlog

3. Backlog					(Unit: millions of yen)
			3Q FY2007	3Q FY2008	Increase
			(From April 1, 2007 to December 30, 2007)	(From April 1, 2008 to December 30, 2008)	(Decrease)
	Do	Public works	126,081	93,912	(32,168)
		Private works	43,568	46,318	2,749
		mestic civil engineering	169,650	140,230	(29,419)
		Public works	8,041	9,934	1,893
		Private works	138,049	103,255	(34,794)
	Domestic building construction		146,090	113,190	(32,900)
		Civil engineering	145,355	143,420	(1,935)
		Building construction	31,842	38,390	6,548
	Overseas		177,198	181,810	4,612
Construction Total		ruction Total	492,939	435,232	(57,707)
Real estate development and others		estate development and others	6	635	628
Total		Total	492,946	435,867	(57,078)