



May 10, 2024

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

Code number: 1893

Stock exchange: Prime market of the Tokyo Stock Exchange,
Premier Market of the Nagoya Stock Exchange

Notice of Nomination of Members of the Board and Audit & Supervisory Board Members

Penta-Ocean Construction Co., Ltd. hereby announces that the Company passed a resolution on the nomination of the following candidates for Members of the Board and Audit and Supervisory Board Members, at the Board of Directors Meeting held on May 10, 2024, subject to the approval at the 74th Ordinary General Shareholders Meeting, scheduled for June 25, 2024.

1. Nomination of Members of the Board

The term of office of the current ten (10) Members of the Board expires at the conclusion of the 74th Ordinary General Shareholders Meeting.

The ten (10) candidates of the Members of the Board are as follows:

Member of the Board	Takuzo Shimizu (Reappointed)* ¹
Member of the Board	Kazuya Ueda (Reappointed)* ¹
Member of the Board	Tomoyuki Yamashita (Reappointed) * ¹
Member of the Board	Tetsushi Noguchi (Reappointed)
Member of the Board	Hiroshi Watanabe (Reappointed)
Member of the Board	Osamu Hidaka (Reappointed)
Member of the Board	Hidenori Takahashi (Reappointed) * ²
Member of the Board	Hokuto Nakano (Reappointed) * ²
Member of the Board	Mina Sekiguchi (Reappointed) * ²
Member of the Board	Hiroshi Hayashida (Newly appointed) * ²

*1 Expected to be nominated for Representative Directors at the Board of Directors Meeting, scheduled for June 25, 2024.

*2 Candidates for Outside Members of the Board, in accordance with the Companies Act of Japan.

The current Member of the Board Mr. Yasuhiro Kawashima will retire from the position at the end of his term of office at the conclusion of the 74th Ordinary General Shareholders Meeting.

2. Nomination of the candidates for Audit & Supervisory Board Members

At the conclusion of the 74th Ordinary General Shareholders Meeting, two (2) current Audit & Supervisory Board Members will resign at the end of their terms of office. The candidates for new Audit & Supervisory Board Members are as follows:

Audit & Supervisory Board Member Nobuaki Yonezawa (Newly appointed)*³

Audit & Supervisory Board Member Naoto Koga (Newly appointed)*³

*³ Candidate for Outside Audit & Supervisory Board Member in accordance with the Companies Act of Japan.

The current Audit & Supervisory Board Members Mr. Hideaki Kuraishi and Mr. Shin Sukanami will retire from the position at the end of their terms of office at the conclusion of the 74th Ordinary General Shareholders Meeting.

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(Reference)

〔Career summary of the candidate for Member of the Board〕

Name	Hiroshi Hayashida	
Date of birth	July 29, 1952	
Career summary	April 1978	Joined Ministry of Transport (currently Ministry of Land, Infrastructure, Transport and Tourism)
	July 2009	Appointed as Director-General, Ports and Harbors Bureau, Ministry of Land, Infrastructure, Transport and Tourism
	Sep. 2011	Appointed as Deputy Director-General for Technical Affairs, Minister's Secretariat, Ministry of Land, Infrastructure, Transport and Tourism
	Jan. 2013	Retired from Ministry of Land, Infrastructure, Transport and Tourism
	Sep. 2014	Appointed as Advisor, Nippon Steel & Sumitomo Metal Corporation (currently Nippon Steel Corporation)
	April 2015	Appointed as Advisor, Nippon Steel & Sumikin Engineering CO., LTD. (currently Nippon Steel Engineering CO., LTD.)
	May 2018	Appointed as Chairman, Federation of Japan Ports and Airports Construction Association (to July 2023)
	June 2020	Appointed as Chairman, Specialists Center of Port and Airport Engineering (to June 2023)

[Career summaries of the candidates for Audit & Advisory Board Members]

Name	Nobuaki Yonezawa	
Date of birth	November 26, 1962	
Career summary	April 1985	Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)
	May 2012	Appointed as Head of Nihonbashi Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)
	June 2014	Appointed as Executive Officer, Corporate General Manager of Finance Office, Mitsubishi Motors Corp.
	June 2017	Appointed as Director, Deputy Business Unit Director, Human Resources Department, Mitsubishi UFJ NICOS Co., Ltd.
	Jan. 2018	Appointed as Executive Officer, Business Unit Director, Human Resources Department, same as above
	June 2018	Appointed as Member of the Board, Managing Executive Officer, Business Unit Director, Human Resources Department, same as above
	June 2022	Appointed as Managing Executive Officer, Business Unit Director, Human Resources Department and General Affairs Department, same as above
	April 2024	Appointed as Managing Executive Officer, same as above (scheduled to retire on June 15, 2024)

Name	Naoto Koga	
Date of birth	January 2, 1965	
Career summary	April 1988	Joined The Mitsui Bank, Ltd. (currently Sumitomo Mitsui Banking Corporation)
	Jan. 2007	Joined Gracchus & Associates, INC.
	Dec. 2010	Joined Enterprise Turnaround Initiative Corporation of Japan (currently Regional Economy Vitalization Corporation of Japan)
	Oct. 2016	Temporary transferred to Ministry of Health, Labour and Welfare
	June 2019	Appointed as Audit & Advisory Board Member, Regional Economy Vitalization Corporation of Japan (to June 2023)