

Notice of the 58th Ordinary Shareholders Meeting

Date: Wednesday, 10:00 AM (Japan Standard Time), June 21, 2023 (Open the reception: 9:30AM)

Place: 3rd Floor, Takamatsu Construction Group Co., Ltd. 1-2-3 Shin-Kitano, Yodogawa-ku, Osaka

VOTING DEADLINES (by post or internet)

5:30PM, June 20, 2023 (Tuesday)

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Notice of No Gift Distribution

Considering the fairness between shareholders present at the Meeting and shareholders finding difficulty to attend the Meeting, gifts to attending shareholders at the Meeting will not be distributed. We ask for your continuous understanding.

【Booklet P1】

--- Group Principles ---

1. Unified Goal

The direction of all Takamatsu Group Companies is unified and the same.

2. Respect Independence

All Takamatsu Group Companies mutually respect uniqueness of the Companies.

3. Cooperate and Compete

All Takamatsu Group Companies try to harmonize cooperation and competition within the Group.

4. Value Standard

All Takamatsu Group Companies, Directors and Employees make value judgments with the maximization of corporate profits as the priority. However, this applies within the principle of good faith.

--- Group Formation ---

Takamatsu Group is one of the unique construction companies in Japan that has expanded through multiple mergers and acquisitions. Our Group is comprised of 19 companies, which are further grouped into 8 Takamatsu Corporation Group companies, 2 Asunaro Aoki Group companies, 3 Mirai Construction Group Companies, Toko Geotech, 2 Takamatsu House Group Companies, Takamatsu House Kansai, Takamatsu Construction Group USA Inc., an overseas Group company as well as Takamatsu Construction Group Co.,Ltd., the holding company. (Nihon Owners Credit Co.,Ltd. is an unconsolidated subsidiary, as well as 6 other small consolidated companies that are not shown in the below chart. And we have 2 equity method affiliates.) We will continue to look for further opportunities to expand our Group.



【Booklet P2】

--- Management Credo ---

We conduct the construction business as a mutually complimentary activity vital to society.

To Our Shareholders

Thank you for your continued support towards us and we are pleased to deliver our invitation of the 58th Regular General Shareholders Meeting to our shareholders.

Based on our Management Credo that our group engage in complementing society through construction, we are now working to achieve “Co-Creation x 2025”, our three-year mid-term business plan starting in the fiscal year ended March 31, 2023 and aiming to realize “Takamatsu Group 2030 vision”, our long-term business vision.

We ask for further your kind understanding and continuous supports.

Representative Director and President
Hiroataka Takamatsu

【Booklet P3-4】

Securities Code 1762

May 31, 2023

To our Shareholders :

Hirota Takamatsu
Representative Director and President
Takamatsu Construction Group Co., Ltd.
1-2-3 Shin-Kitano, Yodogawa-ku, Osaka

Notice of the 58th Ordinary Shareholders Meeting

You are cordially invited to attend the 58th Ordinary Shareholders Meeting of the Company. The Meeting will be held as described below.

When convening the General Meeting of Shareholders, we are taking steps to electronically provide it, and we have posted the information on the electronic provision as "Notice of the 58th Ordinary Shareholders Meeting" and “第 58 回(2023 年 3 月期)定時株主総会招集ご通知に際してのその他の電子提供措置事項” on the following website on the Internet.

Japanese - <https://www.takamatsu-cg.co.jp/>

English - <https://www.takamatsu-cg.co.jp/eng/>

In addition to the above, they are also posted on the following website on the Internet.

Tokyo Stock Exchange website (TSE listed company information service)

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

If you are unable to attend the Meeting, you can exercise your voting rights by paper ballot, or via the internet. Please review “Instructions for Exercising Your Voting Rights” on Page 5 to 6 of the booklet to exercise your voting rights in accordance with the guidance hereinafter no later than 5:30 PM (the end of our office hour), Tuesday, June 20, 2023.

Details :

1. Date and Time

10:00 AM, Wednesday, June 21, 2023

(Reception will start at 9:30 AM)

2. Place

1-2-3 Shin-Kitano, Yodogawa-ku, Osaka

Conference Room, 3rd Floor (Please refer to the map shown on the last page of the booklet, as well

as the last page of this document.)

3. Agenda

Subjects to be Reported

1. Business Report, Consolidated Financial Statements and their auditing reports by Accounting Auditor and Auditors of the Board for the fiscal year that ended March 31, 2023 (the 58th Business Year commenced on April 1, 2022 and ended March 31, 2023).
2. Non-consolidated Financial Statements for the fiscal year that ended March 31, 2023 (the 58th Business Year commenced on April 1, 2022 and ended March 31, 2023).

Matters to be Voted Upon by Shareholders

Item No.1: Election of Eleven (11) Directors

Item No.2: Election of One (1) Corporate Auditor

Item No.3: Election of One (1) Substitute Corporate Auditor

(Footnote)

- ◎ Gifts to attending shareholders at the Meeting will not be distributed in the Shareholders Meeting. We ask for your understanding on this.
- ◎ Payment of Fiscal Year End Dividends, the 58th Business Year
At the Board of Directors of the Company held on May 10, 2023, it was resolved that the Company will pay Forty seven (47) Japanese yen per share as the Fiscal Year End Dividends of the 58th Business Year, and that the start date of the dividend payment will be June 22, 2023.

【Booklet P5】

Instructions for Exercising Your Voting Right

If you can attend the Meeting:

Shareholders attending the Meeting are requested to submit the Voting Form to the reception desk at the place of the Meeting.

Please bring this Notice (Booklet) to the Meeting as this Notice will be used as the reference material of the Meeting.

If you attend the Meeting by Proxy, please have the proxy submit your Voting Form at the reception desk of the Meeting, together with the document that certifies your delegation. Due to our Articles of Incorporation, we need to limit the number of proxy to one person only.

Shareholders Meeting Date & Time: Wednesday, June 21, 2023 10:00 AM (JST, Reception starts at 9:30AM)

If you cannot attend the Meeting

Exercising your voting right by post

Please indicate your vote, either “for” or “against”, on each item of the matters to be voted upon in the enclosed Voting Form. In case no preference is indicated on any of the items, we treat it as an affirmative vote to such items.

Deadline: Please return the Form by post to be received by the Company no later than 5:30 PM, Tuesday, June 20, 2023.

Exercising your voting right via the internet

Please access our designated Voting website via the internet (PC/Smartphone/Tablet etc.), and enter your vote (i.e. for or against) on each item of the matters to be voted upon by following the instructions on the screen and by using the Voting Right Exercising Code and Password contained in the enclosed Voting Right Exercise Form.

Deadline: Please enter your vote no later than 5:30 PM, Tuesday, June 20, 2023.

For details, please refer to the next page.

Footnote (Items listed on the internet)

- Items listed in this booklet is also listed in our Corporate Website as listed below.
- English translation of this Notice is available on the following website for courtesy purpose.
<https://www.takamatsu-cg.co.jp/eng/>
- In accordance with the relevant laws, regulations and Article 15 of the Articles of Incorporation of the Company, the following explanations are not included in this Notice, as they are available on the

Company's Web Site.

- (i) Business report: System and operational status to ensure business aptitude.
 - (ii) Consolidated Financial Statements: Consolidated Statements of Changes in Equity, Notes to Consolidated Financial Statements
 - (iii) Financial Statements: Statement of Changes in Equity, Notes to Financial Statements
- Changes, if any, to the Reference Material for the Ordinary Shareholders Meeting, the Business Report or the Consolidated and Non-consolidated Financial Statements will be notified on the Company's web site below.

Japanese - <https://www.takamatsu-cg.co.jp/>

English - <https://www.takamatsu-cg.co.jp/eng/>

【Booklet P6】

Details of exercising your voting right via the internet

When you exercise your voting right via the internet, please access to our Voting Right Exercise Website and vote by following the instructions as follows:

Voting Right Exercise Website: <https://soukai.mizuho-tb.co.jp/>

(Please google “議決権行使 みずほ” or you can access through QR code on Booklet page 6.)

Procedures

1. Access Voting Right Exercise Website

Please read “Voting right exercise via internet” and click “proceed to next step”

2. Log in

Enter “Voting Right Exercise Code” and click “Next”

*“Voting Right Exercise Code” and “Password” are listed on Voting Form enveloped together with this Notice.

3. Enter password

When password change screen shows up, please enter “Initial Password” and then enter “password” that you will use.

After 3, please follow the instruction on the screen and enter for / against proposals.

Caution!

- Password secures that the voter is the shareholder. Please conduct cautious handling until the Shareholders Meeting is over. We cannot tell passwords through phone inquiries.
- If you enter wrong password for certain times, the window will be locked and cannot be used further. In case the window is locked, please follow instructions on the screen.
- There may be cases where you cannot use the website due to the internet environment or other technical reasons.
- In the event that a Shareholder votes both by mailing the Voting Form and via the internet, only the voting via the internet shall be treated as valid.
- if you vote via the internet more than once, the most last voting shall be treated as valid.

If you have further questions regarding voting through the internet, please call “Internet Help Dial”, Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.

Phone: 0120-768-524 (Toll Free, available 9:00 AM through 9:00 PM except Saturdays, Sundays and Holidays.)

For our Institutional Shareholders

Takamatsu Construction Group Co., Ltd. participates Electronic Exercise Platform operated by ICJ Co., Ltd.

【Booklet P7】

Reference Material of the Shareholders Meeting

Item No.1: Election of Eleven (11) Directors of the Board

The terms of office of all 12 Directors of the Board will expire at the closing of this General Shareholders meeting. In order to operate our system more efficiently, we will reduce the number of Director of the Board by one.

Therefore, thus an election of Eleven (11) Directors of the Board is proposed.

The candidates for the Directors of the Board are as follows:

No.	New/Reassign	Name	Current Position of the Company	Attendance to BOD Meetings
1	Reassign	Takayuki Takamatsu	Director and Honorary Chairperson	100.0% (12 attended / 12Meetings)
2	Reassign	Nobuhiko Yoshitake	Representative Director and Chairperson	100.0% (12 attended / 12Meetings)
3	Reassign	Takayoshi Takamatsu	Representative Director and Vice Chairperson	100.0% (12 attended / 12Meetings)
4	Reassign	Hiroataka Takamatsu	Representative Director and President	100.0% (12 attended / 12Meetings)
5	Reassign	Takatoshi Takamatsu	Representative Director and Vice President	100.0% (12 attended / 12Meetings)
6	Reassign	Toshitaka Hagiwara	Outside Director (Independent)	100.0% (12 attended / 12Meetings)
7	Reassign	Shigehiro Aoyama	Outside Director (Independent)	100.0% (12 attended / 12Meetings)
8	Reassign	Hideyuki Takamatsu	Director	100.0% (12 attended / 12Meetings)
9	Reassign	Hideto Nakahara	Outside Director (Independent)	100.0% (12 attended / 12Meetings)
10	Reassign	Yasushi Tsujii	Director	100.0% (12 attended / 12Meetings)
11	Reassign	Nobuko Ishibashi	Outside Director (Independent)	100.0% (12 attended / 12Meetings)

Note1.

Toshitaka Hagiwara, Shigehiro Aoyama, Hideto Nakahara and Nobuko Ishibashi are candidates for Outside Directors of the Board. The Company has registered Toshitaka Hagiwara, Shigehiro Aoyama, Hideto Nakahara and Nobuko Ishibashi as independent officers in accordance with the regulations of Tokyo Stock Exchange.

Note2.

Nobuko Ishibashi attended 12 times of the Board Meetings (2 times as Auditor and the rest of 10 times as Director) out of 12 held during the fiscal year ended Mar 31, 2023.

【Booklet P8】

Candidate No.1

Name and Date of Birth: Takayuki Takamatsu, September 27, 1937 (85 years old, Reassign)

History and Post of the Candidate:

Jun. 1965	Representative Director and President
Apr. 1990	Representative Director and Chairperson
Jun. 2005	Director and Honorary Chairperson (Current)
Oct. 2008	Director and Honorary Chairperson of Takamatsu Corporation Co., Ltd. (Current)
Jun. 2013	Director of Asunaro Aoki Construction Co., Ltd. (Current)

Number of Company shares held by the Candidate: 3,974,700

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Takayuki Takamatsu has experienced Representative Director and President as well as Representative Director and Chairperson and is currently working as Director and Honorary Chairperson of the Company. He has provided advice on overall management issues from a broad perspective with the goal to build an ever-lasting Group in accordance with its management Credo. With his abundant management experience and deep insight, we believe Mr. Takayuki Takamatsu will be able to make further contributions to the continuous increase of corporate value, thus he is continuously listed as the candidate as the Director of the Board.

【Booklet P9】

Candidate No.2

Name and Date of Birth: Nobuhiko Yoshitake, November 19, 1952 (70 years old, Reassign)

History and Post of the Candidate:

Jun. 2012	Representative Director and Vice President Officer of Asunaro Aoki Construction Co., Ltd.
Apr. 2015	Representative Director and Vice President Officer, Chief of integrating Headquarter and Sales & Marketing Planning Headquarter of Asunaro Aoki Construction Co., Ltd.
Jun. 2015	Director of the Company
Apr. 2017	Representative Director and President Officer of the Company
Apr. 2017	Director of the Board of Asunaro Aoki Construction Co., Ltd. (Current)
Jun. 2017	Director of the Board of Takamatsu Corporation Co., Ltd. (Current)
Apr. 2021	Representative Director and Chairperson of the Company (Current)

Number of Company shares held by the Candidate: 11,264

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Nobuhiko Yoshitake has experienced important positions such as Managing Officer of Resona Bank, Limited, Director and Chairperson of Showa Lease Co.,Ltd., as well as Representative Director and Vice President Officer, Asunaro Aoki Construction Co., Ltd., which is one of our core companies of the Group, and Representative Director and President Officer of the Company, and is currently Representative Director and Chairperson of the Company. Mr. Nobuhiko Yoshitake, as Chairperson of the Board of Directors, manages the management of the Group companies through appropriate operation of the Board of Directors. With his abundant management experience and deep insight, we believe Mr. Nobuhiko Yoshitake will be able to make further contributions to the continuous increase of corporate value, thus he is continuously listed as the candidate as the Director of the Board.

【Booklet P10】

Candidate No.3

Name and Date of Birth: Takayoshi Takamatsu, February 6, 1967 (56 years old, Reassign)

History and Post of the Candidate:

Apr. 1990	Joined the Company
Apr. 2005	General Manager, President's Office of the Company
Jun. 2005	Director, General Manager of President's Office of the Company
Mar. 2006	Director of the Company
Mar. 2006	Director, Managing Officer of Nihon Kensho Co., Ltd. (Osaka) (Currently Takamatsu Estate Co., Ltd.)
Oct. 2008	Officer, General Manager of Management Planning Dept., Takamatsu Corporation Co., Ltd.
Aug. 2009	Director, Officer in charge of Headquarter, Takamatsu Corporation Co., Ltd.
Apr. 2011	Director, Managing Officer in charge of Headquarter, Takamatsu Corporation Co., Ltd.
Apr. 2013	Director, Managing Officer in charge of Administration Division of the Company
Jun. 2015	Director, Senior Managing Officer in charge of Group Integration Division of the Company
Jun. 2016	Representative Director, Senior Managing Officer in charge of Group Integration Division of the Company
Apr. 2017	Representative Director, Vice President officer in charge of Group Integration Division of the Company
Jun. 2017	Director, Takamatsu Corporation Co., Ltd.
Jun. 2019	Representative Director, Vice President Officer integrating all Divisions and General Manager of Group Auditing Division of the Company
Apr. 2021	Representative Director and Vice Chairperson (Current)

Number of Company shares held by the Candidate: 321,174

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Takayoshi Takamatsu has served as Director, General Manager of the President's Office of the Company, Representative Director, Vice President Officer, and is currently Representative Director, Vice Chairperson. He has a wealth of management experience and insight in the construction sector, and we believe that he will be able to make further contributions to the sustainable enhancement of corporate value as he makes appropriate decisions regarding group management, thus he is continuously listed as the candidate as the Director of the Board.

【Booklet P11】

Candidate No.4

Name and Date of Birth: Hirotaka Takamatsu, February 28, 1971 (52 years old, Reassign)

History and Post of the Candidate:

Jun. 2007	Director of the Company
Apr. 2014	Representative Director and Vice President Yamato Construction Co., Ltd. (Osaka) (Currently Takamatsu Techno Service Co., Ltd.)
Jun. 2015	Director, Managing Officer, Takamatsu Corporation Co., Ltd.
Apr. 2016	Director, Senior Managing Officer, Takamatsu Corporation Co., Ltd.
Apr. 2017	Director, Senior Managing Officer in charge of Group Strategy Division, as well as General Manager of Group Management Strategy Department of the Company
Apr. 2017	Director, Takamatsu Corporation Co., Ltd.
Apr. 2018	Director, Senior Managing Officer in charge of Group Strategy Division of the Company
Apr. 2018	Representative Director and Vice President officer, Takamatsu Corporation Co., Ltd.
Apr. 2019	Director of the Company
Jun. 2020	Director of Asunaro Aoki Construction Co., Ltd. (Current)
Apr. 2021	Representative Director and President Officer, in charge of Group Audit Division
Apr. 2022	Representative Director and President Officer, in charge of Group Management Strategy Division and Management Reform Department
Apr. 2022	Representative Director of Takamatsu Corporation
Jun. 2022	Director of Takamatsu Corporation Co., Ltd. (Current)
Oct. 2022	Representative Director and President Officer, in charge of Group Business Promotion Division and Group Business Strategy Division
Apr. 2023	Representative Director and President Officer of the Company (Current)

Number of Company shares held by the Candidate: 292,472

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Hirotaka Takamatsu has experienced important positions such as Representative Director and Vice President Officer, Takamatsu Techno Service Co., Ltd. and he has served as Representative Director and President Officer of the Company, and he is currently the Representative Director of Takamatsu Corporation, one of the core companies of the Group. He has contributed greatly to the improvement of our business performance by enhancing the decision-making function of the Board of Directors and directing the management by requesting the Board of Directors to make sufficient and appropriate management decisions on important management matters. His extensive management experience and

high level of insight will enable him to further contribute to the sustainable enhancement of corporate value, thus he is continuously listed as the candidate as the Director of the Board.

【Booklet P12】

Candidate No.5

Name and Date of Birth: Takatoshi Takamatsu, September 6, 1970 (52 years old, Reassign)

History and Post of the Candidate:

Mar. 1998	Joined the Company
Jun. 2005	Director and General Manager of Tokyo Headquarter, JP Home Co., Ltd.
Apr. 2009	Representative Director and Vice President, JP Home Co., Ltd.
Jun. 2010	Director of the Company
Apr. 2012	Representative Director and President, JP Home Co., Ltd.
Jun. 2013	Director, Takamatsu Corporation Co., Ltd.
Apr. 2014	Representative Director and Vice President, Takamatsu Corporation Co., Ltd.
Jun. 2015	Representative Director and Vice President officer of Takamatsu Corporation Co., Ltd.
Apr. 2016	Director and Chairperson, JP Home Co., Ltd.
Apr. 2017	Director, JP Home Co., Ltd.
Apr. 2018	Representative Director and President Officer, Takamatsu Corporation Co., Ltd. (Current)
Jun. 2020	Director of Asunaro Aoki Construction Co., Ltd. (Current)
Apr. 2021	Representative Director and Vice President Officer of the Company (Current)

Important Concurrent Position of the Candidate:

Representative Director and President, Takamatsu Corporation Co., Ltd.

Number of Company shares held by the Candidate: 297,872

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Takatoshi Takamatsu has experienced important positions such as Director and General Manager of Tokyo Headquarter, JP Home Co., Ltd., Representative Director and Vice President, JP Home Co., Ltd., Representative Director and President Officer, JP Home Co., Ltd., Representative Director and Vice President, Takamatsu Corporation Co., Ltd., and is currently working as Representative Director and President, Takamatsu Corporation Co., Ltd., which is one of the core companies of the Group. As Mr. Takatoshi Takamatsu owns abundant management experience as well as deep insight in construction industry, he will be able to make further contributions to the increase of corporate value, thus he is continuously listed as the candidate as the Director of the Board.

【Booklet P13】

Candidate No.6

Name and Date of Birth: Toshitaka Hagiwara, June 15, 1940 (82 years old, Reassign, Outside, Independent)

History and Post of the Candidate:

Dec. 1969	Joined Komatsu Co., Ltd.
Jun. 1990	Director of the Board, Komatsu Co., Ltd.
Jun. 1995	Director of the Board, Senior Director, Komatsu Co., Ltd.
Jun. 1997	Director of the Board, Executive Director, Komatsu Co., Ltd.
Jun. 1999	Vice President and Representative Director of the Board, Komatsu Co., Ltd.
Jun. 2003	Chairperson and Representative Director of the Board, Komatsu Co., Ltd.
Jun. 2007	Counsel and Special Advisor, Komatsu Co., Ltd.
Jun. 2011	Special Advisor, Komatsu Co., Ltd.
Jun. 2013	Advisor, Komatsu Co., Ltd. (Current)
Jun. 2014	Outside Director of the Board of the Company (Current)

Important Concurrent Position of the Candidate:

Advisor, Komatsu Co., Ltd.

Outside director, Zensho Holdings Co., Ltd.

Number of Company shares held by the Candidate: 8,846

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Outside Director of the Board and Overview of expected roles

Mr. Toshitaka Hagiwara has experienced important positions such as Representative Director and Vice President, Komatsu Co., Ltd., Representative Director and Chairperson, Komatsu Co., Ltd. and owns abundant management experience as well as deep insight as executive manager. Mr. Toshitaka Hagiwara has provided us precious opinions from the independent standpoint having no special interests with the Company. He also serves as the chairman of the Nominating Committee of the Company. By seeking continued advice in overall management fields from him, we have judged we will be able to further strengthen our management structure, thus he is continuously listed as the candidate as the Outside Director of the Board.

【Booklet P14】

Candidate No.7

Name and Date of Birth: Shigehiro Aoyama, April 1, 1947 (76 years old, Reassign, Outside, Independent)

History and Post of the Candidate:

Apr. 1969	Joined Suntory Co., Ltd.
Mar. 1994	Director and General Manager of Whiskey Division, Suntory Co., Ltd.
Mar. 1999	Managing Director and in charge of Marketing and Advertisement, General Manager of Sales Promotion Division of Suntory Co., Ltd.
Mar. 2003	Senior Managing Director of Management Planning, Suntory Co., Ltd.
Mar. 2006	Director and Vice President, Alcohol Beverage Company President, Suntory Co., Ltd.
Feb. 2009	Director and Vice President, Suntory Holdings Co., Ltd.
Mar. 2010	Representative Director and Vice President, Suntory Holdings Co., Ltd.
Oct. 2014	Representative Director and Vice Chairperson, Suntory Holdings Co., Ltd.
Apr. 2015	Supreme Advisor, Suntory Holdings Co., Ltd.
Jun. 2016	Outside Director of the Company (Current)
Apr. 2018	Special Advisor, Suntory Holdings Co., Ltd.

Important Concurrent Position of the Candidate:

Primary Trustee, The Distribution Economics Institute of Japan (Public Foundation)
Outside Director, H.U. Group Holdings, Inc.

Number of Company shares held by the Candidate: 6,840

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Outside Director of the Board and Overview of expected roles

Mr. Shigehiro Aoyama has experienced important positions such as Director and Vice President, Suntory Co., Ltd., Representative Director and Vice President, Suntory Holdings Co., Ltd., Representative Director and Vice Chairperson, Suntory Holdings Co., Ltd. and owns abundant management experience as well as deep insight as executive manager. Mr. Shigehiro Aoyama has provided us precious opinions from the independent standpoint having no special interests with the Company. He also serves as the chairman of the Compensation Committee of the Company. By seeking continued advice in overall management fields from him, we have judged we will be able to further strengthen our management structure, thus he is continuously listed as the candidate as the Outside Director of the Board.

【Booklet P15】

Candidate No.8

Name and Date of Birth: Hideyuki Takamatsu, February 28, 1977 (46 years old, Reassign)

History and Post of the Candidate:

Nov. 2005	Founded Takamatsu-ya Co.,Ltd. (Currently TAKAMATSU FOOD·CREATE), Representative Director and President
Jun. 2016	Director of the Company (Current)
Feb. 2021	Director of TAKAMATSU FOOD·CREATE (Current)
Apr. 2021	Representative Director and Vice President Officer, Takamatsu Estate Co., Ltd. (Osaka)
Oct. 2022	Representative Director and Vice President Officer, Takamatsu Estate Co., Ltd. (Curent)

Important Concurrent Position of the Candidate:

Representative Director and Vice President Officer, Takamatsu Estate Co., Ltd.

Number of Company shares held by the Candidate: 340,472

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Hideyuki Takamatsu has experienced as Representative Director and President of TAKAMATSU FOOD·CREATE and is involved in corporate management, and is currently Representative Director and Vice President Officer of Takamatsu Estate Co., Ltd, and by seeking continued advice in overall management fields, we judged he will be able to make further contributions to the increase of corporate value, thus he is continuously listed as the candidate of the Director of the Board.

【Booklet P16】

Candidate No.9

Name and Date of Birth: Hideto Nakahara, November 17, 1950 (72 years old, Reassign,
Outside, Independent)

History and Post of the Candidate:

Apr. 1973	Joined Mitsubishi Corporation
Apr. 2004	Officer and Executive Manager of Europe, Mitsubishi Corporation
Apr. 2006	Officer and Executive Manager of China, Mitsubishi Corporation
Apr. 2007	Managing Officer and Executive Manager of China, Mitsubishi Corporation
Jun. 2009	Director and Managing Officer in charge of Corporate, Mitsubishi Corporation (Regional Strategy and Regional Development)
Jun. 2011	Representative Director and Vice President, Mitsubishi Corporation
Apr. 2016	Director, Mitsubishi Corporation
Jun. 2016	Advisor, Mitsubishi Corporation
Jun. 2018	Outside Auditor of the Company
Jun. 2019	Outside Director of the Company (Current)

Important Concurrent Position of the Candidate:

External Director of Osaka Kyoiku University, National University Corporation

Number of Company shares held by the Candidate: None

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Outside Director of the Board and Overview of expected roles

Mr. Hideto Nakahara has experienced important positions such as Vice President and Representative Director of the Board, Mitsubishi Corporation and owns abundant management experience as well as deep insight as executive manager. In addition, Mr. Nakahara has abundant overseas experience and has provided appropriate advice concerning overseas business development. By seeking continued straightforward advice from the independent standpoint having no special interests with the Company utilizing his broad experience and professional knowledge, we have judged we will be able to further strengthen our management structure. Therefore, he is continuously listed as the candidate as the Outside Director of the Board.

【Booklet P17】

Candidate No.10

Name and Date of Birth: Yasushi Tsujii, March 8, 1959 (64 years old, Reassign)

History and Post of the Candidate:

Apr. 1982	Joined Aoki Construction Co., Ltd.
Apr. 2011	Senior Officer General Manager of Osaka Civil Engineering, Asunaro Aoki Construction Co.,Ltd.
Apr. 2015	Managing Executive Officer, General Manager of Osaka Civil Engineering, Asunaro Aoki Construction Co.,Ltd.
Apr. 2016	Managing Executive Officer, General Manager of Tokyo Civil Engineering, Asunaro Aoki Construction Co.,Ltd.
Apr. 2017	Senior Managing Executive Officer, Integrated General Manager of Civil Engineering as well as General Manager of Tokyo Civil Engineering, Asunaro Aoki Construction Co.,Ltd.
Jun. 2017	Director and Senior Managing Executive Officer, Integrated General Manager of Civil Engineering as well as General Manager of Tokyo Civil Engineering, Asunaro Aoki Construction Co.,Ltd.
Apr. 2018	Representative Director and President, Asunaro Aoki Construction Co.,Ltd. (Current)
Jun. 2018	Director of the Company
Jun. 2019	Retired as a director of the Company.
Jun. 2020	Director of the Company (Current)
Jun. 2020	Director of Takamatsu Corporation Co., Ltd. (Current)

Important Concurrent Position of the Candidate:

Representative Director and President, Asunaro Aoki Construction Co., Ltd.

Number of Company shares held by the Candidate: 4,338

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Director of the Board

Mr. Yasushi Tsujii has experienced important positions such as Director of the Board, Executive Director, Integrated General Manager of Civil Engineering as well as General Manager of Tokyo Civil Engineering, Asunaro Aoki Construction Co.,Ltd., and is currently Representative Director and President, Asunaro Aoki Construction Co., Ltd., which is the core company of the Group. Mr. Yasushi Tsujii owns abundant management experience as well as deep insight in construction industry, and by seeking his appropriate opinion concerning strategic business promotion of our Group, he will be able to make contributions to the increase of corporate value, thus he is listed as the candidate as the Director of the Board.

【Booklet P18】

Candidate No.11

Name and Date of Birth: Nobuko Ishibashi, June 12, 1961 (61 years old, Reassign,
Outside, Independent)

History and Post of the Candidate:

Apr. 1989	Registered as an attorney at Law
Oct. 1995	Co-established Iguchi & Ishibashi Law Firm
Oct. 2004	Kobe City Law Office Representative Partner Attorney at Law (Current)
Jun. 2019	Outside Auditor of the Company
Jun. 2022	Outside Director of the Company (Current)

Important Concurrent Position of the Candidate:

Kobe City Law Office Representative Partner Attorney at Law
Outside Director of Kamigumi Co.,Ltd.
Outside Director of Fukuoka Financial Group, Inc. (Audit and supervisory committee member)

Number of Company shares held by the Candidate: 816

Attendance to BOD Meetings: 100.0% (12 attended / 12Meetings)

Reason for listing as the candidate for Outside Director of the Board and Overview of expected roles

Ms. Nobuko Ishibashi has extensive experience as an attorney at Law and a high level of insight; she has served as our outside auditor for 3 years and our outside director of the board for 1 year and has provided effective advice while monitoring overall management. Therefore, we nominated her as a candidate for outside director because we expect that our management system can be further strengthened by receiving her candid advice from an independent standpoint with no special interest in the Company by utilizing her broad knowledge and expertise as an outside director.

【Booklet P19】

Note 1. Descriptions of the Limited Liability Contract

The Company has entered contracts with Takayuki Takamatsu, Toshitaka Hagiwara, Shigehiro Aoyama, Hideyuki Takamatsu, Hideto Nakahara, Yasushi Tujii and Nobuko Ishibashi to limit their maximum liability for damages to the Company as defined in Paragraph 1, Article 423 of the Companies Act. Under this contract, the abovementioned Director of the Board candidates shall only be held liable for damages up to the maximum responsibility limit amount as defined in Paragraph 1 of Article 425 of the Companies Act, provided that the abovementioned Director of the Board candidates have performed their duties in good faith and without gross negligence. In the case the abovementioned Director of the Board candidates are approved as the Directors of the Board, the Company shall continue the contract to limit their maximum liability for damages to the Company as defined in Paragraph 1, Article 425 of the Companies Act.

Note 2.

The Company concludes a liability insurance contract for officers, etc. as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. This insurance contract covers damages borne by the insured, including legal costs that may be incurred due to the burden of liability for the execution of the insured's duties and the claim for liability pursuit. All candidates for directors will be insured under this insurance policy, and the insurance premiums will be fully borne by the Company. And the next time we renew this insurance policy, we plan to renew it with the same content.

Note 3.

There are no special relationships to be mentioned between the Company and the candidates.

Note 4.

Toshitaka Hagiwara, Shigehiro Aoyama, Hideto Nakahara, and Nobuko Ishibashi are candidates for Outside Directors. The Company has registered Toshitaka Hagiwara, Shigehiro Aoyama, Hideto Nakahara and Nobuko Ishibashi as independent officers in accordance with the regulations of Tokyo Stock Exchange.

Note 5.

Candidate Toshitaka Hagiwara will have served as the Outside Director of the Company for nine years at the time of the closing of this Shareholders Meeting.

Note 6.

Candidate Shigehiro Aoyama will have served as the Outside Director of the Company for seven years at the time of the closing of this Shareholders Meeting.

Note 7.

Candidate Hideto Nakahara will have served as the Outside Director of the Company for four years at the time of the closing of this Shareholders Meeting. In addition, He was also previously our Outside auditor.

Note 8.

Candidate Nobuko Ishibashi will have served as the Outside Director of the Company for one year at the time of the closing of this Shareholders Meeting. In addition, she was also previously our Outside auditor.

Note 9.

Candidate Nobuko Ishibashi has changed her last name to Iguchi by marriage, but she practices attorney at Law under her last name Ishibashi before her marriage.

【Booklet P20】

Note 10. Actions to inappropriate operation of other companies within the past five years

- (1) Mr. Toshitaka Hagiwara served as an Outside Director of the Board of Yamato Holdings Co.,Ltd. from June 2009 to June 2019. In January 2019, Yamato Home Convenience Co.,Ltd., which was one of consolidated subsidiaries of Yamato Holdings Co.,Ltd., received administrative disposition as well as improvement order from the Ministry of Land, Infrastructure and Transport due to inappropriate invoicing that are not in accordance with its policies and procedures concerning moving service directed towards corporate customer employees. Yamato Holdings Co.,Ltd. is working to develop preventive measures so that recurrence of such incident can be avoided in Yamato Home Convenience Co.,Ltd., as well as strengthening governance to enhance healthiness of Group management.

Mr. Hagiwara was unaware of the abovementioned fact until it was revealed. However, Mr. Hagiwara had always provided advice to Yamato Holdings from the viewpoint of legal compliance. After the fact was revealed, at meetings of Yamato Holding's Board of the Directors, he fulfilled his duties by investigating the matter and urging Yamato Holdings to further study the reason of this issue, how to ensure compliance and strengthen corporate governance.

- (2) Mr. Toshitaka Hagiwara served as an outside director of Hino Motors, Ltd. from June 2015 to June 2021. In March 2022, the company announced that it had confirmed fraud in its application for certification regarding emissions and fuel consumption of engines for vehicles for the Japanese market under the 2016 emission regulations. The company received an administrative action from the Ministry of Land, Infrastructure, Transport and Tourism (MLIT) in March 2022 to revoke the type of designation for the subject vehicle models. Considering the importance of the case, the company separated the full investigation from the analysis of the causes and established a special investigation committee consisting of outside experts who have no vested interest in the company to take drastic measures to prevent a recurrence.

During his tenure, this fraud was not confirmed. As an outside director of the company, he fulfilled

his duties by actively advising the company from the perspective of ensuring legal compliance and observance daily.

【Booklet P21】

(Reference)

Name	Independent Outside	Skill Matrix					
		① Corporate Management	② Legal・ Compliance・ Risk Management	③ Finance・ Accounting	④ Technology Engineering	⑤ Sales	⑥ Global
Takayuki Takamatsu		●			●	●	
Nobuhiko Yoshitake		●	●	●		●	
Takayoshi Takamatsu		●	●				
Hiroataka Takamatsu		●	●				●
Takatoshi Takamatsu		●	●			●	
Toshitaka Hagiwara	●	●	●				●
Shigehiro Aoyama	●	●					●
Hideyuki Takamatsu		●					
Hideto Nakahara	●	●					●
Yasushi Tsujii		●			●		
Nobuko Ishibashi	●		●				

* The above list does not represent all the knowledge and experience that each person possesses.

【Booklet P22】

Item No.2: Election of One (1) Corporate Auditor

Yoshinori Matsushita, Corporate Auditor of the Board, will expire at the closing of this General Shareholders Meeting. Therefore, an election of One (1) Auditor of the Board is proposed. Concerning Item No.2, approval has already been obtained at the Board of the Auditors Meeting. The candidate for the Corporate Auditor of the Board is as follows.

Name and Date of Birth: Minoru Tsunoda, October 27, 1958 (64 years old, New)

History and Post of the Candidate:

Apr. 1981 Joined Aoki Construction Co.,Ltd

Apr. 2007 General Manager of Human Resources, Asunaro Aoki Construction Co.,Ltd

Apr. 2011 General Manager of Business Administration, Asunaro Aoki Construction Co.,Ltd

Apr. 2015 Executive Officer, Deputy General Manager of Administrative Division, Asunaro Aoki Construction Co.,Ltd

Apr. 2017 Executive Officer, Director of Group Business Strategy of the Company

Jun. 2017 Managing Executive Officer, Director of Group Business Strategy of the Company

Apr. 2019 Managing Executive Officer, Director of Group Business operation of the Company

Jun. 2019 Managing Corporate Auditor, Asunaro Aoki Construction Co.,Ltd (Current)

Number of Company shares held by the Candidate: 1,489

Attendance to BOD Meetings: (- attended / -Meetings) -

Outline of Reasons for Selection as Substitute Audit & Supervisory Board Member

Candidates and Expected Roles

Mr. Minoru Tsunoda joined one of our group companies in 1981 and experienced important administrative positions such as Human Resources, Business Strategy and Business Operation, and is currently in charge of Standing Audit & Supervisory Board Member of Asunaro Aoki Construction Co.,Ltd. With his abundant knowledge of our group company and by utilizing his broad experience and professional knowledge, we have judged we will be able to expect overall management audit as well as effective advice, thus he is listed as the candidate as the Auditor of the Board.

Note 1. Descriptions of the Limited Liability Contract

The Company plans to enter into an agreement with Mr. Minoru Tsunoda, Auditor of the Board candidate, to limit his maximum liability for damages to the Company as defined in Paragraph 1, Article 423 of the Companies Act. Under this contract, the abovementioned Auditor of the Board candidate shall only be held liable for damages up to the maximum responsibility limit amount as defined in Paragraph 1 of

Article 425 of the Companies Act, provided that the abovementioned Auditor of the Board candidate has performed his duty in good faith and without gross negligence. In the case the abovementioned Auditor of the Board candidate is approved as the Auditor of the Board, the Company shall continue the contract to limit his maximum liability for damages to the Company as defined in Paragraph 1, Article 425 of the Companies Act.

Note 2.

The Company shall enter a directors' and officers' liability insurance policy with an insurance company as stipulated in Article 430-3-1 of the Companies Act, and the insured shall be responsible for the cost of the policy. This insurance contract covers damages borne by the insured, including legal costs that may be incurred due to the burden of liability for the execution of the insured's duties and the claim for liability pursuit. All candidates for auditors will be insured under this insurance policy, and the insurance premiums will be fully borne by the Company. And the next time we renew this insurance policy, we plan to renew it with the same content.

Note 3.

There is no special relationship to be mentioned between the Company and the candidate.

【Booklet P23】

Item No.3: Election of One (1) Substitute Corporate Auditor

In case the number of corporate auditors is insufficient to meet the number required by law, we request the appointment of one (1) substitute corporate auditor in advance. The validity of such appointment is limited to prior to his/her assumption of office, and the appointment can be revoked by a resolution of the Board of Directors with the consent of the Board of Corporate Auditors. The Board of Corporate Auditors has also consented to this proposal.

The candidate for Substitute Corporate Auditor is as follows.

Name and Date of Birth: Mitsuhiro Nishikimi, May 13, 1963 (60 years old, Reassign,
Outside, Independent)

History and Post of the Candidate:

Apr. 1988	Joined Eiwa auditing firm.
Mar. 1991	Registered as a Certified Public Accountant
Mar. 1991	Representative of Nishikimi Mitsuhiro & Associates (Current)
Jan. 2005	Registered as a tax accountant.
Jun. 2008	Outside Auditor of EAT& Co.,Ltd (EAT&HOLDINGS Co.,Ltd)
Jun. 2015	Outside Director of EAT&HOLDINGS Co.,Ltd (Audit and supervisory committee member) (Current)
Jun. 2017	Outside Auditor of Matsuya Research and Development (Current)

Important Concurrent Position of the Candidate:

Outside Director of EAT&HOLDINGS Co.,Ltd (Audit and supervisory committee member)

Outside Auditor of Matsuya Research and Development

Number of Company shares held by the Candidate: -

Attendance to BOD Meetings: (- attended / -Meetings)

Outline of Reasons for Selection as Substitute Audit & Supervisory Board Member Candidates and Expected Roles

Mr. Mitsuhiro Nishikimi has a high track record as a certified accountant and has a high level of management insight. We have nominated him as a candidate for Substitute Audit & Supervisory Board Member because we expect that he will contribute to the further enhancement of our auditing function by receiving frank advice from an independent position with no special interests with us.

Descriptions of the Limited Liability Contract

1. The Company plans to enter into an agreement with Mr. Mitsuhiro Nishikimi to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act if he assumes office as a corporate auditor. The maximum amount of liability for damages under such agreement shall be the sum of the amounts stipulated in Article 425, Paragraph 1 of the Companies Act, if he has performed his duties in good faith and without gross negligence.

【Booklet P24】

2. The Company shall enter a directors' and officers' liability insurance policy with an insurance company as stipulated in Article 430-3-1 of the Companies Act, and the insured shall be responsible for the cost of the policy. The insurance policy will cover damages (including legal costs) arising from the assumption of liability for the performance of duties or from claims for the pursuit of such liability. All candidates for the position of corporate auditor are included in the insured under that policy, and the Company will bear all premiums for that policy. Then, at the next renewal of the insurance policy, it will be renewed with the same details. In addition, if Mr. Mitsuhiro Nishikimi becomes a corporate auditor, he will be included as an insured under this policy.

3. There are no special interests between the candidate and the Company.

4. Mr. Mitsuhiro Nishikimi is a candidate for outside auditor.

Mr. Mitsuhiro Nishikimi satisfies the requirements for independent auditors as stipulated by the Tokyo Stock Exchange, and if he is appointed as a corporate auditor, the Company will report him as an independent auditor.

【Booklet P25】

(Reference Materials)

Business Report (From April 1, 2022 through March 31, 2023)

1. Current State of the Affiliated Companies

(1) Progress and Results of Business Operations

During the fiscal year ended March 31, 2023, social and economic activities in Japan has been regaining stability due to the easing of travel restrictions under the COVID-19 pandemic and the effects of various government policies, and expectations for a full-fledged economic recovery are increasing.

On the other hand, the current volatility in the global financial and capital markets, which is mainly caused by financial instability such as bank failures in the United States and Europe, might trigger a recession in overseas economies and affect the Japanese economy as well.

Moreover, economic conditions remain uncertain and cannot be predicted optimistically, as the crises in Ukraine and Russia remain unsolved. We need to pay close attention to the impact of soaring global energy costs, rising raw material and equipment prices on the economic activities of households and companies, and supply-side constraints.

Although public construction investment has remained firm from the effects of the supplementary budget for the National Resilience Plan and private sector construction investment is also showing signs of recovery due to the resumption of capital investment that has been postponed under the COVID-19 pandemic, even the overall business environment surrounding the domestic construction industry continues to be severe such as soaring prices of construction materials, construction equipment and labor, difficulties in securing human resources for construction workers, and an aging workforce.

However even in these severe circumstances, as our result of the year, orders received for the fiscal year ended March 2023 increased remarkably to 337,680 million yen (up 7.9% from the previous fiscal year) and then net sales also increased to 282,495 million yen (up 7.0% from the previous fiscal year).

As for income as well, operating income increased by 7.2% to 12,038 million yen, ordinary income decreased by 2.4% to 11,768 million yen, and net income attributable to shareholders of the parent company increased by 12.0% to 7,534 million yen.

Highlights of Consolidated Results

Net Sales	: 282,495million yen	(+7.0% vs previous year)
Operating Profit	: 12,038million yen	(+7.2% vs previous year)
Ordinary Profit	: 11,768million yen	(+2.4% vs previous year)
Profit attributable to owners of parent.		
	: 7,534million yen	(+12.0% vs previous year)

【Booklet P26】

The following are our annual by-segment orders received and revenue status.

(Million Yen)

<u>Item</u>		<u>Orders carried from previous FY</u>	<u>Orders received</u>	<u>Net Sales</u>	<u>Orders carried to next FY</u>
Constr uction	Architecture	260,332	183,241	136,774	306,799
	Civil Engineering	105,130	103,438	94,902	113,665
	Total	365,462	286,679	231,677	420,465
Real Estate		2,503	51,000	50,818	2,685
Total		367,966	337,680	282,495	423,151

(2) Fund Procurement

There are no matters to note.

(3) Capital Investments

The capital investments conducted during this consolidated fiscal year totaled 7,409 million yen, and its main portion is for our group new Tokyo office building.

(4) Business Transfers and absorption-type or incorporation-type Demerger

None

(5) Businesses transferred or assigned from other companies.

None

(6) Succession of rights and obligations associated with other entities' businesses due to absorption and merger or demerger transactions with such entities.

None

【Booklet P27】

- (7) Acquisition or disposal of stock, ownership interest or share acquisition rights, etc. in other companies.

Asunaro Aoki Construction Co.,Ltd., one of our subsidiaries, has transferred all of the outstanding shares of Asunaro Road Co.,Ltd., that was a subsidiary of Asunaro Aoki Construction Co.,Ltd., to Watanabe Sato Co.,Ltd. on March 31, 2023.

- (8) Issues to be addressed.

Under the vision of "contributing to building 'sustainable and recyclable social infrastructure' that brings happiness to all people in the community both materially and mentally", Takamatsu Group formulated mid-term management plan "Co-creation × 2025" for the period from the fiscal year ending March 2023 to the fiscal year ending March 2025.

In the first year of this plan, the fiscal year ended March 31, 2023, although we fell slightly shy of our net sales target mainly due to the continued impact of the COVID-19, we achieved our targets on operating income and net income, and were generally able to proceed with our business as planned.

However, the environment surrounding us remains still severe, the economy has not yet fully recovered from the COVID-19 pandemic, and the situation in Ukraine is far from settled down, and the situation is getting even more unpredictable. Uncertainty continues to rise since economic instability, such as soaring prices and currency movements, cannot be wiped away.

Under these circumstances, following our mid-term business plan, while expanding current construction contracting business, we are also entering solution-providing businesses in upstream supply chain where higher growth is expected as well as aim for strengthening recurring revenue model of downstream supply chain, and further accelerate those business transformations. In addition, as the environment surrounding the construction industry becomes increasingly severe due to the aging of the population, we will regard human resources as the most important business resource and work on the challenge of becoming a top-classed "white company", and realize to be the sustainable company for the future.

We ask for shareholders' further support and advice in the future.

[Booklet P28]

(9) Group financial highlights for the last four fiscal years

<u>Item</u>	<u>55th Fiscal Year</u> (From:April 1, 2019 To:March 31, 2020)	<u>56th Fiscal Year</u> (From:April 1, 2020 To:March 31, 2021)	<u>57th Fiscal Year</u> (From:April 1, 2021 To:March 31, 2022)	<u>58th Fiscal Year</u> (From:April 1, 2022 To:March 31, 2023)
Orders Received (Million Yen)	296,746	256,453	312,889	337,680
Net Sales (Million Yen)	282,366	283,080	263,907	282,495
Ordinary Profit (Million Yen)	14,355	12,112	11,490	11,768
Profit attributable to owners of parent. (Million Yen)	8,698	7,467	6,727	7,534
Net earnings per share (Yen)	249.83	214.48	193.22	216.38
Total Assets (Million Yen)	211,431	220,831	236,719	233,963
Net Assets (Million Yen)	110,139	115,756	121,471	127,759

Notes:

1. Net earnings per share is calculated based on average numbers of shares outstanding during the fiscal year (excluding treasury stock).
2. Effective from the 57th fiscal year, the Company has adopted the "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020) and other related standards. The figures for assets and income/loss after the 57th fiscal year are those resulting from the application of this accounting standard.

【Booklet P29-30】

(10) Major subsidiaries (as of March 31, 2023)

<u>Name</u>	<u>Capital Stock</u>	<u>Share</u>	<u>Main business</u>
Takamatsu Corporation Co.,Ltd.	5,000 Million Yen	100.0 %	Architecture
Asunaro Aoki Construction Co.,Ltd.	5,000 Million Yen	100.0	Civil engineering / architecture
Takamatsu Construction Group USA, Inc.	43,100 000 \$	100.0	Real estate
Mirai Construction Co.,Ltd.	2,500 Million Yen	100.0	Harbor, Marine, civil engineering / architecture
Takamatsu Techno Service Co.,Ltd. (Osaka)	300 Million Yen	— (100.0)	Renovation & maintenance
Takamatsu Estate Co.,Ltd.	300 Million Yen	— (100.0)	Building Management, Integrated real estate consulting
Takamatsu Techno Service Co.,Ltd. (Tokyo)	300 Million Yen	— (100.0)	Renovation & maintenance
Kongo Gumi Co.,Ltd.	300 Million Yen	— (100.0)	Architecture of temples & shrines
Takamatsu House Co.,Ltd.(Tokyo)	300 Million Yen	100.0	Planning & sales of wooden independent residence
TAISHO KOGYO CORPORATION	300 Million Yen	— (100.0)	Architecture and civil engineering
Nakamura Shaji Co.,Ltd.	100 Million Yen	— (100.0)	Architecture of temples & shrines
Mibu Corporation Co.,Ltd	100 Million Yen	— (100.0)	Sales, purchase & intermediary of real estate
Takamatsu House Co.,Ltd.(Osaka)	100 Million Yen	100.0	Planning & sales of wooden independent residence
Suminoe Kogei Co.,Ltd.	98 Million Yen	— (100.0)	Interiors & reforms
Aoki Marine Co.,Ltd.	90 Million Yen	— (100.0)	Marine civil engineering
Shimada Gumi Co.,Ltd.	85 Million Yen	— (100.0)	Excavation of buried cultural properties, general civil engineering works
Toko Geotech Co.,Ltd.	80 Million Yen	100.0	Slope protection, ground improvement, fireproof
Takamatsu Build Co.,Ltd.	50 Million Yen	— (100.0)	Wooden independent residence, Wooden Apartment business
M's Co.,Ltd.	40 Million Yen	— (90.0)	Renovation of office buildings
Access Co.,Ltd.	40 Million Yen	— (100.0)	Excavation & research of archaeological resources
TSK Housing Corporation Co., Ltd.	20 Million Yen	— (100.0)	Wooden Building Business

Notes: 1. Listed in sequence of (1) the capital stock amount and (2) the date of foundation (or the date of joining the Group).

2. The figures in parentheses “()” show percentage of shares including indirect ownership.

3. Takamatsu Estate Co.,Ltd. merged with Takamatsu Estate Co.,Ltd.(Tokyo) (dissolving company) on October 1, 2022.
4. Takamatsu Build Co.,Ltd. was changed its trade name from Tatsumi Planning Co.,Ltd. on January 1, 2023.
5. Asunaro Aoki Construction Co.,Ltd. has transferred all of the outstanding shares of Asunaro Road Co.,Ltd., that was a subsidiary of Asunaro Aoki Construction Co.,Ltd., to Watanabe Sato Co.,Ltd. on March 31, 2023.
6. The Company established Takamatsu House Co.,Ltd.(Osaka) on November 1, 2022 and made it a consolidated subsidiary. And Takamatsu House Co.,Ltd.(Osaka) changed its trade name to Takamatsu House Kansai Co.,Ltd. on April 14, 2023.

(11) Main businesses (as of March 31, 2023)

Takamatsu Group is made up of the Company and its twenty five (25) consolidated subsidiaries and two (2) equity-method affiliates, with architecture and civil engineering as the main pillars of business, as well as real estate and other related businesses.

(12) Major offices (as of March 31, 2023)

- ① Takamatsu Construction Group Co., Ltd. Offices

Head Office:	1-2-3 Shin-Kitano, Yodogawa-ku, Osaka
Tokyo Head Office:	1-1 Kanda-Mitoshirocho, Chiyoda-ku, Tokyo

- ② Offices of Affiliates

Takamatsu Corporation Co.,Ltd.	Yodogawa-ku, Osaka City
Asunaro Aoki Construction Co.,Ltd.	Chiyoda-ku, Tokyo
Takamatsu Construction Group USA, Inc.	New York, USA
Mirai Construction Co.,Ltd.	Minato-ku, Tokyo
Takamatsu Techno Service Co.,Ltd. (Osaka)	Yodogawa-ku, Osaka City
Takamatsu Estate Co.,Ltd.	Yodogawa-ku, Osaka City
Takamatsu Techno Service Co.,Ltd. (Tokyo)	Chiyoda-ku, Tokyo
Kongo Gumi Co.,Ltd.	Tennoji-ku, Osaka City
Takamatsu House Co.,Ltd. (Tokyo)	Shibuya-ku, Tokyo
TAISHO KOGYO CORPORATION	Takatsuki-shi, Osaka Pref.
Nakamura Shaji Co.,Ltd.	Ichinomiya-shi, Aichi
Mibu Corporation Co.,Ltd	Shibuya-ku, Tokyo
Takamatsu House Co.,Ltd. (Osaka)	Yodogawa-ku, Osaka City
Suminoe Kogei Co.,Ltd.	Chuo-ku, Osaka City
Aoki Marine Co.,Ltd.	Minato-ku, Tokyo
Shimada Gumi Co.,Ltd.	Yao-shi, Osaka Pref.
Toko Geotech Co.,Ltd.	Chuo-ku, Tokyo
Takamatsu Build Co.,Ltd.	Nishi-ku, Yokohama
M's Co.,Ltd.	Chuo-ku, Tokyo
Access Co.,Ltd.	Yao-shi, Osaka Pref.
TSK Housing Corporation Co., Ltd.	Takatsuki-shi, Osaka Pref.

【Booklet P31-32】

(13) Employees (As of March 31, 2023)

① Consolidated

<u>Number of employees</u>	<u>Increase / decrease vs last year</u>
4,790	+59

Note: Number of employees refers to the number of employees actually working for the Group companies.

② Non-consolidated

<u>Number of employees</u>	<u>+/- vs last year</u>	<u>Average age</u>	<u>Average service years</u>
51	+3	49.1	12.6 years

Notes: 1. Number of employees refers to the number of employees actually working for the Company and does not include directors.

2. Average service years in the table is calculated based on the figures including transferred employees' total length of service within the Group.

(14) Major lenders (As of March 31, 2023)

Not applicable

(15) Other important matters concerning the Group (Merger between consolidated subsidiaries)

Takamatsu Techno Service Co.,Ltd. (Osaka) and Takamatsu Techno Service Co.,Ltd. (Tokyo), consolidated subsidiaries of the Company, entered into a merger agreement on November 9, 2022 and merged on April 1, 2023 as follows.

(1) Main purpose of the Merger

The Merger aims to integrate the business strategies and optimize the management resources of Takamatsu Techno Service (Osaka) and Takamatsu Techno Service (Tokyo), and specifically has the following three objectives.

- (i) Strengthen sales force: Improve business performance by developing effective sales measures common to Tokyo and Osaka.
- (ii) Promotion of personnel exchanges and education: By integrating personnel systems, business processes, and IT systems, personnel transfers and personnel exchanges can be activated and the quality of personnel education can be improved to achieve more appropriate personnel assignments for future growth areas.
- (iii) Improving the efficiency of administrative and operational departments: consolidating duplicated functions to improve operational efficiency and professionalism.

(2) Summary of the Merger

(i) Schedule of the merger

Date of resolution by the Board of Directors (our company): November 9, 2022

Merger agreement execution date: November 9, 2022

Extraordinary shareholders' meeting to approve the merger agreement (the parties to the merger): November 24, 2022

Effective date of merger: April 1, 2023

(ii) Method of merger

Absorption-type merger with Takamatsu Techno Service (Osaka) as the surviving company and Takamatsu Techno Service (Tokyo) as the dissolving company

(iii) Merger consideration

No shares will be issued, or money allocated.

(iv) Treatment of stock acquisition rights and bonds with stock acquisition rights in connection with the merger

Not applicable

【Booklet P33】

2. Matters relating to the shares of the Company (as of March 31, 2023)

(1) Total number of shares authorized to be issued
Ordinary Shares: 52,800,000

(2) Total number of shares issued
Ordinary Shares: 34,818,578
(Out of the above, Treasury shares = —)

(3) Total number of shareholders 32,328

(4) Major shareholders (Top 10)

<u>Name</u>	<u>Number of shares</u>	<u>Stockholding ratio%</u>
Sanko-sha Co.,Ltd.	4,800 000 shares	13.8 %
Takayuki Takamatsu	3,974	11.4
Koei-sha LLC	2,700	7.8
Takayasu Takamatsu	2,121	6.1
Kokei-sha LLC	1,780	5.1
The Master Trust Bank of Japan ,Ltd. (Trust)	1,711	4.9
Taka Co.,Ltd.	1,226	3.5
Resona Bank, Limited	810	2.3
Mizuho Bank, Ltd.	618	1.8
Employee stock ownership	566	1.6

(5) Other issues relating to shares of the Company
Not applicable

3 Share acquisition rights
Not applicable.

【Booklet P34】

4. Matters relating to Directors and Corporate Auditors

(1) Directors and Auditors of the Board (as of March 31, 2023)

<u>Position of the Company</u>	<u>Name</u>	<u>Responsibilities in the Company and significant concurrent positions at other organizations</u>
Director and Honorary Chairperson	Takayuki Takamatsu	
Representative Director and Chairperson	Nobuhiko Yoshitake	
Representative Director And Vice Chairperson	Takayoshi Takamatsu	
Representative Director	Hiroataka Takamatsu	President Officer
Representative Director	Takatoshi Takamatsu	Vice President Officer Representative Director and President of Takamatsu Corporation Co.,Ltd.
Director	Toshitaka Hagiwara	Advisor, Komatsu Ltd. Outside Director, Zensho Holdings Co.,Ltd.
Director	Masahiro Nishide	
Director	Shigehiro Aoyama	Primary Trustee, The Distribution Economics Institute of Japan (Public Foundation) Outside Director, H.U. Group Holdings, Inc.
Director	Hideyuki Takamatsu	Representative Director and Vice President Officer of Takamatsu Estate Co.,Ltd.
Director	Hideto Nakahara	External Director of Osaka Kyoiku University, National University Corporation
Director	Yasushi Tujii	Representative Director and President Officer of Asunaro Aoki Construction Co., Ltd.
Director	Nobuko Ishibashi	Representative employee lawyer, Kobe City Law Firm Outside Director, Kamigumi Co.,Ltd. Outside Director, Fukuoka Financial Group, Inc. (Audit and supervisory committee member)
Auditor (Full Time)	Michinari Fujiwara	
Auditor (Full Time)	Yoshinori Matsushita	
Auditor	Tomokuni Tsuno	Representative, Tsuno CPA Office Representative, Izanami Auditing Co. Representative, Izanami Tax Co. Representative Director of the Board, Izanami Research Institute Co.,Ltd. Outside Director, AmidA Holdings Co.,Ltd. Outside Auditor, Software Service, Inc.

【Booklet P35】

- Notes
1. Nobuko Ishibashi retired from the position of Corporate Auditor at the conclusion of the 57th Ordinary Shareholders Meeting held on June 22, 2022, and was appointed as a Director at the same Shareholders Meeting.
 2. Our Directors, Toshitaka Hagiwara, Shigehiro Aoyama, Hideto Nakahara and Nobuko Ishibashi are our Outside Directors.
 3. Our Auditors, Michinari Fujiwara and Tomokuni Tsuno are our Outside Auditors.
 4. Our Directors, Toshitaka Hagiwara, Shigehiro Aoyama, Hideto Nakahara and Nobuko Ishibashi, as well as our Auditors, Michinari Fujiwara and Tomokuni Tsuno are assigned and registered as independent officers in accordance with the regulations of Tokyo Stock Exchange.
 5. Tomokuni Tsuno, our Auditor of the Board, possesses a considerable knowledge of finance and accounting as a certified public accountant.
 6. There is no special relationship between Takamatsu Construction Group Co.,Ltd. and other organizations, the positions of which our Outside Directors / Auditors of the Board concurrently hold.

<REFERENCE> The following are our Officers as of April 1, 2023

(* indicates concurrent position with Director and Officer)

<u>Position of the Company</u>	<u>Name</u>	<u>Division</u>
President Officer	※ Hiroataka Takamatsu	
Vice President Officer	※ Takatoshi Takamatsu	
Managing Executive Officer	Masahiro Shimabayashi	In charge of Project Management team and Group Internal Audit Department
Officer	Takuya Oda	Chief of Group Business Promotion Division
Officer	Norihiko Fuwa	Chief of Group Business Administration Division

【Booklet P36】

(2) Outline of Limited Liability Contract

The Company has agreed to enter into contract to limit the liabilities for damages to the Company as defined in Paragraph 1, Article 423 of the Companies Act, with Directors and Auditors of the Board (excluding Directors in executive positions). Under this contract, the abovementioned members shall only be held liable for damages up to the maximum responsibility limit amount as defined in Paragraph 1 of Article 425 of the Companies Act, provided that the abovementioned members have performed their duties in good faith and without gross negligence.

(3) Summary of Directors' and Officers' Liability Takeover Insurance Policy

The Company has concluded a directors' Auditors and officers' liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The scope of the insured under this insurance policy is the Company's directors, auditors, and officers, and the insured does not bear the premiums. This insurance policy covers the legal costs and damages for claims brought against the insured during the insurance period.

However, in order to ensure that the insured's performance of his/her duties is not impaired, there are certain exclusions of liability, such as the insured's acts that are in violation of the law.

(4) Total remuneration of Directors and Auditors

<u>Position</u>	<u>Number of Members</u>	<u>Total Remuneration</u>	<u>Notes</u>
Directors	12	Million yen 238	The maximum amount of remuneration for Directors does not exceed 250million yen per year. There are seven directors at the time of the resolution. (Resolution of Shareholders Meeting on June 29, 2004)
Auditors	4	40	The maximum amount of remuneration for Auditors does not exceed 45million yen per year. There are four auditors at the time of the resolution. (Resolution of Shareholders Meeting on June 25, 1997)
Total	16	279	

Note: Total amount of remuneration in the table above is the amount paid by Takamatsu Construction Group Co.,Ltd.

【Booklet P37】**(5) Matters relating to Outside Directors and Auditors**

Position	Name	Major Activities
Director	Toshitaka Hagiwara	Attended 12 times of Board Meetings out of 12 held during the fiscal year ended Mar 2023. Has provided appropriate and necessary opinions and advice based on abundant managerial experience and broad knowledge. He also serves as the chairman of the Nomination Committee and a member of the Compensation Committee, voluntary bodies in the process of determining the nomination and compensation of directors and senior management and oversees directors and senior management through appropriate personnel assessments and staffing.
Director	Shigehiro Aoyama	Attended 12 times of Board Meetings out of 12 held during the fiscal year ended Mar 2023. Has provided appropriate and necessary opinions and advice based on abundant managerial experience and broad knowledge. He also serves as the chairman of the Compensation Committee and a member of the Nomination Committee, voluntary bodies in the process of determining the nomination and compensation of directors and senior management and oversees directors and senior management through appropriate personnel assessments and staffing.
Director	Hideto Nakahara	Attended 12 times of Board Meetings out of 12 held during the fiscal year ended Mar 2023. Has provided appropriate and necessary opinions and advice based on abundant managerial experience and broad knowledge. He also serves as a member of the Nominating and Compensation Committee, voluntary bodies in the process of determining the nomination and compensation of directors and senior management and supervises directors and senior management through appropriate personnel assessments and staffing.
Director	Nobuko Ishibashi	Attended 12 times of the Board Meetings (2 times as Auditor and the rest of 10 times as Director) out of 12 held during fiscal year ended Mar 2023. Has provided appropriate questions and opinions from the professional perspective as a lawyer. she also serves as a member of the Nominating and Compensation Committee, voluntary bodies in the process of determining the nomination and compensation of directors and senior management and supervises directors and senior management through appropriate personnel assessments and staffing.

【Booklet P38】

<u>Position</u>	<u>Name</u>	<u>Major Activities</u>
Auditor (Fulltime)	Michinari Fujiwara	Attended 12 Directors of the Board Meetings out of 12 held during fiscal year ended Mar 2023. Has provided appropriate questions and opinions based on experience and knowledge obtained from his background field of financial institutions. Also attended 12 the Board of Auditors Meetings out of 12 Meetings held and exchanged opinions concerning audit as well as engaged in discussions concerning important matters.
Auditor	Tomokuni Tsuno	Attended 12 Directors of the Board Meetings out of 12 held during fiscal year ended Mar 2023. Has provided appropriate questions and opinions based on his experience and knowledge as a CPA. Also attended 12 the Board of Auditors Meetings out of 12 Meetings held and exchanged opinions concerning audit as well as engaged in discussions concerning important topics.

(6) Compensation of Outside Directors and Auditors

<u>Position</u>	<u># of personnel</u>	<u>Total Remuneration</u>	<u>Compensation from other Group Companies</u>
Outside Directors and Auditors	6	94 million yen	—

【Booklet P39】

(7) Policy regarding decisions regarding the content of individual remuneration for directors

At the Board of Directors meeting held on February 10, 2021, the Board of Directors of the Company resolved a policy regarding the determination of the content of individual remuneration for directors.

1. Remuneration for directors who execute business.

The Board of Directors entrusts Hirotaka Takamatsu, Representative Director and President, to determine the amount of remuneration for each individual director after considering whether the amount of remuneration for each executive director is appropriate. The reason for the delegation to the Representative Director and President is as follows. The reason for delegating this task to the Representative Director and President is that the Representative Director and President is the most suitable person to evaluate the areas of responsibility and duties of each Director while having a bird's eye view of the Company's overall performance. The authority delegated to the Representative Director and President is for the Nomination and Compensation Committee to deliberate and determine the amount of remuneration based on the fairness among directors, the degree of their contribution, the Company's performance, and other factors. Of this pre-determined remuneration, the basic remuneration portion is paid monthly, and the bonus portion is paid in July. The Representative Director and President proposes the amount of remuneration consistent with the above remuneration system established by the Board of Directors, and the Nomination and Compensation Committee, which includes independent outside directors, deliberates, and determines the amount of remuneration.

2. Remuneration for directors who do not execute business.

The Representative Director and President, who has been entrusted by the Board of Directors with the decision on the amount of remuneration for each individual, determines the amount of remuneration to be the same as the regular amount determined in advance through deliberations by the Nomination and Compensation Committee on the social status and contribution of each officer. The Representative Director and President proposes the amount of remuneration consistent with the above remuneration system established by the Board of Directors, and the Nomination and Compensation Committee, which includes independent outside directors, deliberates, and determines the amount of remuneration.

3. Maximum amount of remuneration for directors.

The total amount of remuneration for directors is within the range approved at the general meeting of shareholders.

The maximum amount of total remuneration for directors approved at the General Meeting of Shareholders is as follows.

Remuneration limit for directors: 250 million yen or less per year (Resolved at the Ordinary General Meeting of Shareholders on June 29, 2004)

【Booklet P40】

5. Matters relating to Accounting Auditor

(1) Name KPMG Azusa LLP

(2) Amount of remuneration for the fiscal year under review

<u>Item</u>	<u>Amount</u>
Amount of remuneration paid to accounting auditor	40 million yen
Total amount of money and/or other financial benefits payable to accounting auditor by Takamatsu Construction Group Co.,Ltd. and/or its Affiliates	93 million yen

Notes:

1. Concerning remuneration to accounting auditors, Auditors of the Board scrutinized the appropriateness of an accounting audit plan for this fiscal year, which was provided by the accounting auditor, by taking into account the analysis and evaluation for the audit results of the year earlier. In addition, appropriateness of the calculation basis of the quoted amount of remuneration to the accounting auditor was also scrutinized. The Board concluded both of the plan and the calculation basis to be appropriate and agreed to the remuneration amount.
2. The audit contract between the Company and the accounting auditor provides no distinction in the remuneration amount payable between the auditing under the Corporate Act and the auditing under the Financial Instruments and Exchange Act. Thus, the above amount in the table is the total of these two audits.
3. The above amount does not include consumption tax.

(3) Contents of non-audit services

Advice on the compliance reporting system of a subsidiary

(4) Policy for decisions to terminate or not extend contracts with the Accounting Auditor.

If there is need to do so due to, for instance, obstacles in conducting accounting audit, the Company may propose to terminate or not extend contracts with the Accounting Auditor at the Shareholders Meeting upon the decision of Auditors of the Board. In addition, upon unanimous agreement of the Auditors of the Board, the Board may terminate contracts with the Accounting Auditor in case the Accounting Auditor falls under any of the events listed in Paragraph 1, Article 340 of the Corporate Act.

【Booklet P41】

6. Policies Concerning Dividend Payment

Distributing earnings to shareholders is one of our highest priorities. We will pursue disciplined capital policy by seeking the optimized balance between strengthening management basis towards persistent growth of the Group and the steady distribution of profits to our shareholders. Our basic policy is to maintain stable dividend payments to enhance shareholder returns while retained earnings will be used effectively from a medium to long term perspective with the primary objective to strengthen our business management structure and to build a sound base for future operations.

Regarding dividends for the fiscal year ending March 31, 2023, based on the fact that consolidated net profit attributable to owners of parent for the fiscal year ending March 31, 2023 was 75 Oku-yen, exceeding the initial forecast, the annual dividend per share was revised from the initial forecast of 63 yen to 70 yen (dividend payout ratio of 32.4%).

In addition, in the target years of our mid-term business plan “Co-creation x 2025” (FY2023-FY2025), we set the minimum annual dividend per share at 70 yen with the basic policy of progressive dividends, and it will be in line with our business performances.

For the fiscal year ending March 2024, we plan to pay a dividend of 77 yen per share, with the dividend payout ratio of 33.5%.

Notes: The amounts appearing on the business reports are rounded down to the nearest million yen.

【Booklet P42】

Financial Statements

Consolidated balance sheet

(As of March 31, 2023)

(Million yen, figures in parentheses indicate negative amounts)

ACCOUNT TITLE	AMOUNT	ACCOUNT TITLE	AMOUNT
[ASSETS]		[LIABILITIES]	
Current assets	168,709	Current liabilities	77,075
Cash and deposits	36,047	Accounts payable for construction contracts	29,271
Notes receivable, accounts receivable from completed construction contracts and other	91,742	Short-term borrowings	-
Real estate for sale	23,404	Income taxes payable	3,074
Costs on construction contracts in progress	1,429	Advances received on construction contracts in progress	29,270
Costs on real estate business	11,415	Provision for warranties for completed construction	675
Accounts receivable – other	2,544	Provision for bonuses	3,995
Other	2,228	Other	10,787
Allowance for doubtful accounts	(102)	Non-current liabilities	29,129
Non-current assets	65,254	Bonds payable	15,000
Property, plant and equipment	47,580	Deferred tax liabilities for revaluation	256
Buildings and structures, net	6,521	Deferred tax liabilities	498
Machinery, vehicles, tools, furniture and fixtures, net	1,627	Provision for special repairs of vessels	44
Vessels, net	1,075	Retirement benefit liability	10,838
Land	27,720	Other	2,491
Leased assets, net	69	Total liabilities	106,204
Construction in progress	10,566	[NET ASSETS]	
Intangible assets	1,732	Shareholders' equity	127,030
Goodwill	845	Share capital	5,000
Other	887	Capital surplus	797
Investments and other assets	15,941	Retained earnings	121,233
Investment securities	8,976	Accumulated other comprehensive income	692
Deferred tax assets	4,554	Valuation difference on available-for-sale securities	615
Other	2,665	Revaluation reserve for land	(1,266)
Allowance for doubtful accounts	(253)	Foreign currency translation adjustment	881
		Remeasurements of defined benefit plans	462
		Non-controlling interests	36
		Total net assets	127,759
Total assets	233,963	Total liabilities and net assets	233,963

【Booklet P43】

(April 1, 2022 — March 31, 2023)

Consolidated statements of income

(Million yen, figures in parentheses indicate negative amounts)

ACCOUNT TITLE	AMOUNT	
Net sales		
Net sales of completed construction contracts	231,677	
Sales in real estate business	50,818	282,495
Cost of sales		
Cost of sales of completed construction contracts	196,955	
Cost of sales in real estate business	43,517	240,472
Gross profit		
Gross profit on completed construction contracts	34,721	
Gross profit-real estate business	7,301	42,022
Selling, general and administrative expenses		29,983
Operating profit		12,038
Non-operating income		
Interest income and Dividend income	113	
Rental income	82	
Gain on collection of written off debts	87	
Insurance money received	111	
Other	129	524
Non-operating expenses		
Interest expenses	188	
Equity method investment loss	335	
Payment commission	82	
Compensation for damages	118	
Other	68	794
Ordinary profit		11,768
Extraordinary income		
Gain on sale of fixed assets	140	
Gain on sale of investment securities	294	
Gain on sale of shares of subsidiaries and associates	119	554
Extraordinary losses		
Impairment loss	545	
Loss on disposal of fixed assets	23	568
Profit before income taxes		11,755
Income taxes-current	4,931	
Income tax adjustment	(709)	4,221
Net Profit		7,533
Loss attributable to non-controlling interests		(0)
Profit attributable to owners of parent		7,534

【Booklet P44】
Balance sheet (Non-consolidated)

(As of March 31, 2023)

(Million yen, figures in parentheses indicate negative amounts)

ACCOUNT TITLE	AMOUNT	ACCOUNT TITLE	AMOUNT
[ASSETS]		[LIABILITIES]	
Current assets	45,543	Current liabilities	57,625
Cash and deposits	16,670	Accounts payable - real estate business	0
Real estate for sale	1,058	Deposit	57,241
Short-term loans receivable from subsidiaries and affiliates	27,541	Income taxes payable	19
Accounts receivable - other	730	Deposit received - real estate business	24
Other	555	Provision for bonuses	50
Allowance for doubtful accounts	(1,013)	Other	289
Non-current assets	59,087	Non-current liabilities	15,856
Property, plant and equipment	31,579	Bonds payable	15,000
Buildings and structures, net	1,963	Deferred tax liabilities for revaluation	40
Machinery, equipment and vehicles, net	85	Provision for retirement benefits	54
Tools, furniture and fixtures, net	33	Long-term retirement benefits payable to directors	500
Land	20,195	Long-term guarantee deposits	261
Construction in progress	9,300	Total liabilities	73,482
Intangible assets	39	[NET ASSETS]	
Investments and other assets	27,468	Shareholders' equity	32,451
Investment securities	102	Share capital	5,000
Shares of subsidiaries and associates	27,329	Capital surplus	272
Other	36	Legal capital surplus	272
		Retained earnings	27,179
		Legal retained earnings	978
		Other retained earnings	26,201
		Retained earnings carried forward	26,201
		Valuation and translation adjustments	(1,303)
		Revaluation reserve for land	(1,303)
		Total net assets	31,148
Total assets	104,630	Total liabilities and net assets	104,630

【Booklet P45】

(April 1, 2022—March 31, 2023)

Income statement (Non-consolidated)

(Million yen, figures in parentheses indicate negative amounts)

ACCOUNT TITLE	AMOUNT	
Net sales		
Sales in real estate business	1,478	
Dividends from subsidiaries and associates	3,472	4,950
Cost of sales		
Cost of sales in real estate business	1,153	1,153
Gross profit		3,796
Selling, general and administrative expenses		1,605
Operating profit		2,190
Non-operating income		
Interest income and Dividend income	127	
Other	10	137
Non-operating expenses		
Interest expenses	180	
Interest on bonds	57	
Exchange loss	40	
Commission expenses	33	311
Ordinary profit		2,017
Extraordinary profits		
Gain on sale of investment securities	231	231
Extraordinary losses		
Provision of allowance for doubtful accounts	1,000	1,000
Profit before income taxes		1,249
Income taxes		5
Net Profit		1,243

【Booklet P46-53】

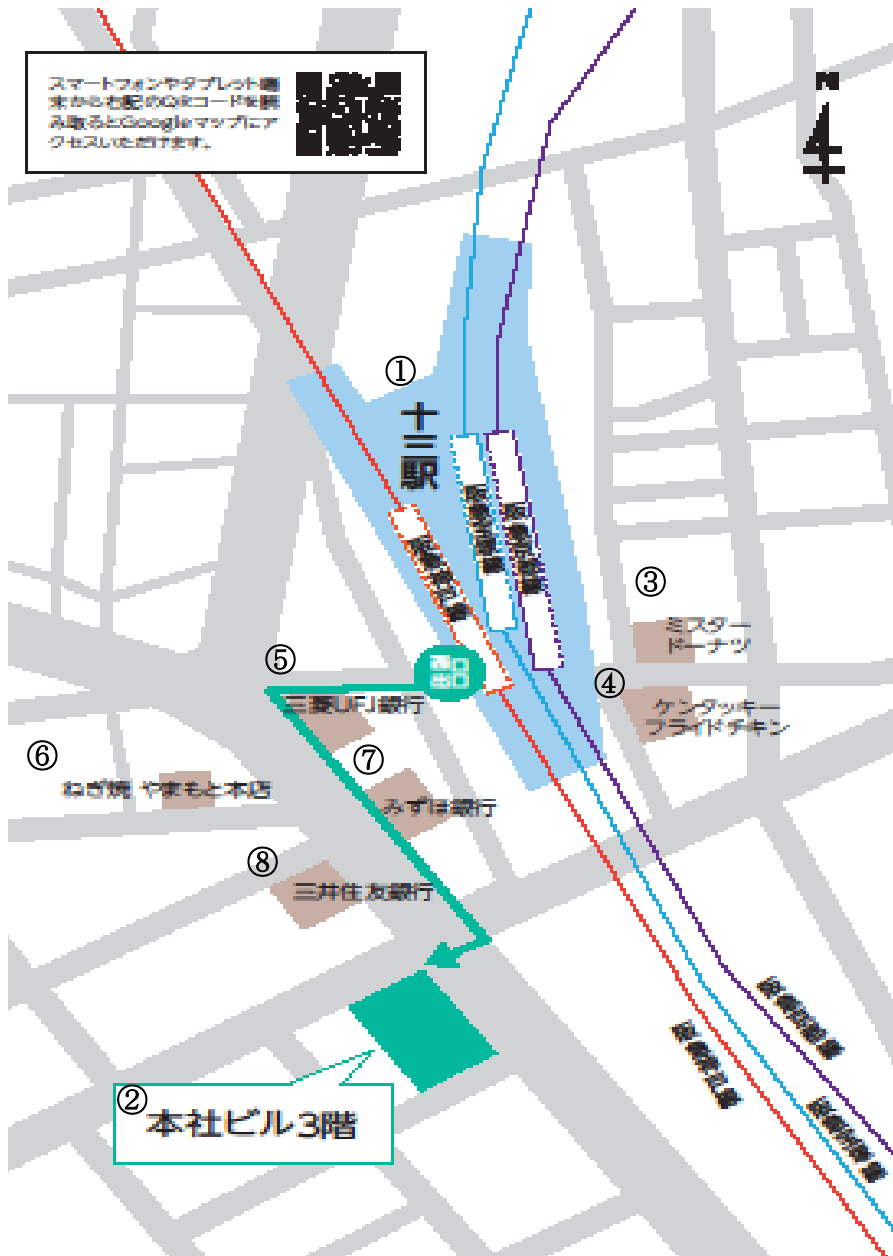
Audit Report by Accounting Auditor (KPMG AZSA LLP)

Unqualified opinion for both consolidated and unconsolidated financial statements. Translation omitted.

Audit Report by Auditors of the Board (Translation omitted, summary as described below)

- (1) 1. Operations report and its attached documents are in accordance with laws and regulations, and appropriately shows the status of the Company.
 2. No serious violation of laws and/or regulations of the Company are observed.
 3. No special report is necessary concerning internal control of the Company.
- (2) KPMG AZSA's accounting audit is appropriate for unconsolidated financial statements.
- (3) KPMG AZSA's accounting audit is appropriate for consolidated financial statements.

スマートフォンやタブレット端末から右記のQRコードを読み取ることでGoogleマップにアクセスいただけます。



- ① Juso Station
- ② Takamatsu Construction Group, 3rd Floor
- ③ Mister Donuts
- ④ Kentucky Fried Chicken
- ⑤ Mitsubishi UFJ Bank
- ⑥ Negiyaki Yamamoto
- ⑦ Mizuho Bank
- ⑧ Mitsui Sumitomo Bank

② 本社ビル3階