# Corporate Report





# Nishimatsu Successfully Building a Better Future.

The term "frontline" has a particular meaning to Nishimatsu Construction. To us it is the place where we uncover and use our overall capabilities to solve challenges in many different aspects of work—in other words, it is the place where value originates. It is not limited to construction sites, but includes the places where all employees go about their work. Starting on the frontline, Nishimatsu Construction will continue to build the future.

# Leveraging Our Overall Capabilities That Or



# iginate on the Frontline

# ciety and Environment ace of Mind.



| Company<br>Motto        | <b>Courage, Courtesy, and Justice</b><br>– An enterprising spirit, a feeling of gratitude, and<br>a righteous attitude –   |
|-------------------------|--|
| Corporate<br>Philosophy | Providing society with important structures and services using the<br>technologies and experience we have acquired to help establish a sustainable<br>society and environment where people can live with peace of mind |



We aim to ensure that all of us follow CSR practices and act with an awareness of all stakeholders in our day-to-day operations. We will conduct our CSR management in accordance with the motto of "respecting all people," in an effort to forge win-win relationships with stakeholders and create a situation in which the Company and its employees can build mutual trust in a free and broad-minded internal environment based on interactive communications.

### Five Steps for CSR Management

- 1. We will listen to everyone's opinions and create an outstanding living environment to help meet our customers' needs.
- 2. We will provide workplaces that allow all who are related to or work for the Company, as well as their family members, to lead healthy and fulfilling lives, and enable employees to take full advantage of their abilities so they can feel proud to work here.
- 3. We will recognize societal expectations and demands and take bold action in the spirit of compliance as we responsibly carry out our corporate activities without deviating from societal norms.
- 4. We will consider the next generation and take positive steps to create and maintain a better environment in order to facilitate a sustainable society.
- 5. We will actively participate in corporate social contribution activities and support individual employees' activities in Japan and overseas by maintaining close communications with local communities.

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This report includes forecasts of future results related to the business and prospects of Nishimatsu Construction Co., Ltd. Such statements reflect our judgement and analysis concerning existing information and various trends available at the time of writing. Actual results may vary from these forecasts due to factors that include major risks and uncertainties.

### Editorial Policy

Nishimatsu Construction publishes an Integrated Report that combines its Annual Report and Sustainability Report (printed version), in order to communicate its corporate value through both financial and non-financial information.

| Coverage             | Information on the activities of Nishimatsu Construction Co., Ltd. and its consolidated subsidiaries, with some sections applicable to Nishimatsu Construction Co., Ltd. alone   | Referenced<br>Guidelines |  |
|----------------------|--|--------------------------|--|
| Applicable<br>Period | In principle, the applicable period for this report is the financial reporting period from April 1, 2016 to March 31, 2017, although it also covers some activities conducted in fiscal 2017, due to the importance of presenting the most current information.  |                          | Construction's value provision. IR is based on the seven basic<br>principles below and strives for reporting that covers a company's<br>short-, medium- and long-term value provision, which we believe<br>is aligned with Nishimatsu Construction's basic aspirations and<br>aims for integrated reporting. |
| Topics<br>Covered    | This printed version includes high priority topics in light of the<br>information's impact on stakeholders and its importance with<br>regard to Nishimatsu Construction's short-, medium- and long-term<br>value provision. Detailed corporate social responsibility (CSR)<br>information is presented on our website. |                          | A) Strategic focus and future orientation, B) Connectivity of<br>information, C) Stakeholder relationships, D) Materiality, E)<br>Conciseness, F) Reliability and completeness, G) Consistency<br>and comparability  |

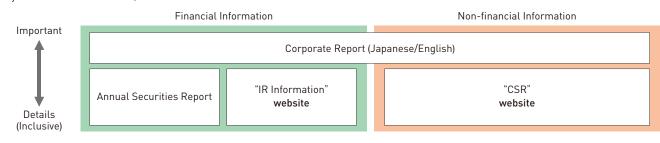
For CSR information, we referenced the Environmental Reporting Guidelines (2012 Version) of Japan's Ministry of the Environment and the Sustainability Reporting Guidelines (Version 4.0, 2013) of the Global Reporting Initiative (GRI). Third party assurances have been adopted for some environmental data and HR data to ensure reliability.

\*An organization comprised of private companies, investors, accounting groups, government agencies, NGOs, etc., IIRC was founded in 2010 with the purpose of providing an international framework for corporate reports. This framework was published in December 2013.

### Information Disclosure

The report's printed version and online version take advantage of the features of each medium when covering Nishimatsu Construction's social responsibility activities. The printed version focuses on our major initiatives in fiscal 2016, while our website offers more detailed information.

Website https://www.nishimatsu.co.jp/eng



### Establishment



In 1874, Keisuke Nishimatsu established a civil engineering and building subcontractor business, which Kojiro Nishimatsu then made into an independent enterprise under the name Nishimatsu Kogyosho in 1914. The company name was changed to Nishimatsu Construction Co., Ltd. in 1948.

### **Orders** received



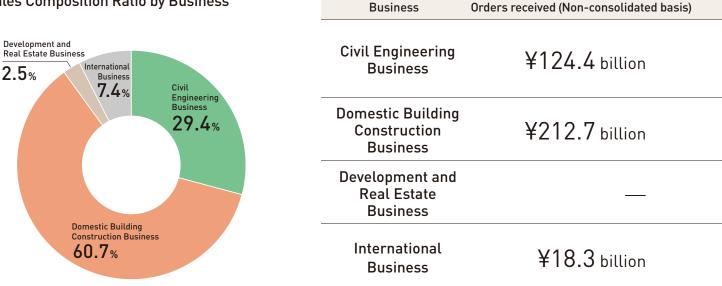
Consolidated orders received rose 18.2% year on year to ¥360.1 billion. Orders were strong in the domestic construction business as we were able to book steady, large-scale orders in the civil engineering domain, with projects that included roadway and railway tunnels, and in the building construction domain, with projects that included apartments/condominiums, as well as commercial facilities.





Net sales rose a modest 2.1% year on year to ¥315.2 billion. We will maximize our use of operating resources and aim for sustainable growth.

### Business Portfolio (Non-consolidated basis) Sales Composition Ratio by Business



**Description of Businesses** 

### A History of Building a Better Future



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# ROE 11.9% Net profit attributable to owners of parent company was a record high ¥19.2 billion. Return on equity (ROE) also reached a high level.

### Dividend payout ratio

30.2%

While striving to enhance internal reserves in order to strengthen our business base for long-term growth, we have set a basic policy of maintaining a dividend payout ratio of 30% or more of net income on a consolidated basis to provide a stable and ongoing return of profit, keeping an overall perspective of the business environment and our performance.

### Employees (Consolidated)

2,740

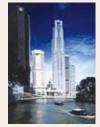
For Nishimatsu Construction, human resources are its greatest business resource and securing a stable workforce is necessary for sustainable growth. On a consolidated basis, the number of employees increased by 36 year on year. (As of March 31, 2017)

| Net sales (Non-consolidated basis) | Business activities   |
|------------------------------------|---|
| ¥90.4 billion                      | Using the technologies we have cultivated, we aim to coexist harmoniously with nature<br>and build a land that is disaster resistant. In addition to developing infrastructure and<br>contributing to other companies' capital investment, we will establish win-win<br>relationships with all of our stakeholders, including our clients, partner companies and<br>the general public. |
| ¥186.3 billion                     | By constantly pursuing advances in software and hardware for building systems and by passing on accumulated technologies to future generations, we will contribute to the creation of safe cities where residents can live with peace of mind.  |
| ¥7.7 billion                       | We provide high-value-added solutions to diverse customer needs, based on our extensive experience and know-how in urban development and construction.  |
| ¥22.5 billion                      | In the process of accumulating more than 50 years of experience operating overseas, we have worked together with local companies and local staff to develop transport, environment and other civil infrastructure in many countries, and we have supported a number of Japanese companies in launching their businesses abroad.   |
|                                    |   |

### 1988

### 2003

The world's tallest skyscraper (at the time): Construction of UOB Plaza



A 280-meter, 66-story skyscraper constructed in central Singapore. Nishimatsu Construction employed a state-ofthe-art concrete pump to achieve an unprecedented height for concrete pumping.

### 2003

A new neighborhood in Kanda, Jinbocho: Jinbocho 1-Chome South District Urban Redevelopment Project



A redevelopment project that spanned more than 15 years from the planning stage. Construction of combined residentialcommercial facilities with more than 140,000 m<sup>2</sup> of floor space by a total of 450,000 workers, or injuries

without any incidents or injuries.

### 2017

Hareno Terrace: A shopping center that helps connect people and the city

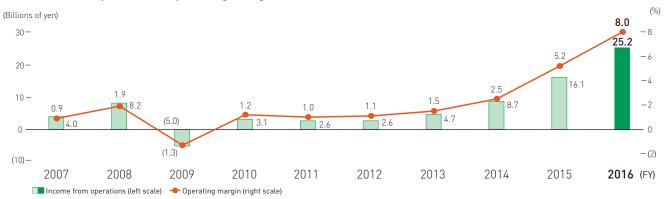


Located in Minuma, Saitama Prefecture, Hareno Terrace is one of the Nishimatsu Construction Group's complete-package commercial facility projects involving a one-stop solution from project planning to tenant recruitment and operation and management.



### Construction Business orders received/Net sales

### Income from operations/Operating margin



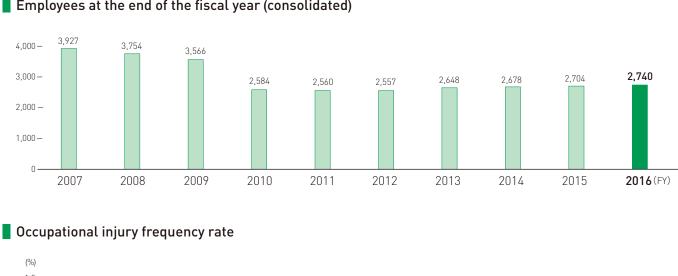


### Market

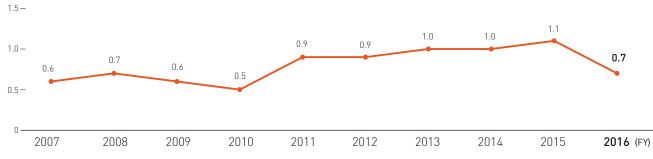
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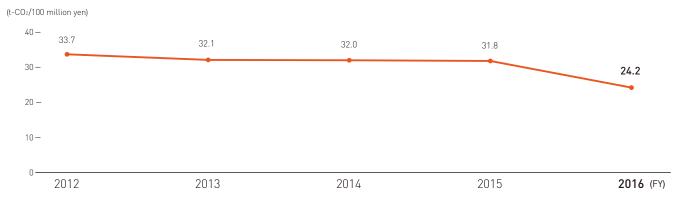




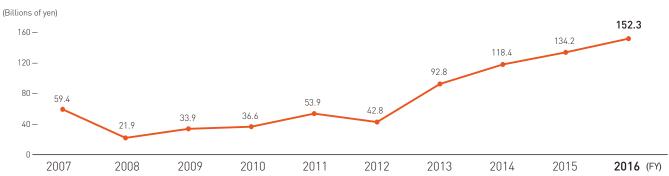
### Employees at the end of the fiscal year (consolidated)



### CO2 emission intensity







### Message from the President





At Nishimatsu Construction, we aim to sustain win-win relationships with stakeholders in order to contribute to building a sustainable society and an environment where people can live with peace of mind. To achieve this, we must be drivers of innovation in light of the outlook for the medium- to long-term business environment. We are working to create new value, with reformation of our overall capabilities as the key to innovation. We aim to increase our corporate value by improving the abilities of our human resources with our slogan of "Successfully Building a Better Future." You can continue to expect great things from us.

> Harusada Kondo Representative Director and President

# Significance of the Construction Industry and Outlook

Looking at the business environment beyond 2020, the time has come to transform the way we provide value. The social significance of the construction industry and construction companies lies in ensuring social capital and the safety and peace of mind of citizens, while also creating jobs and supporting economic growth. We are aware that this role will not change even in the long term. Similarly, our Corporate Philosophy, which is "Providing society with important structures and services using the technologies and experience we have acquired to help establish a sustainable society and environment where people can live with peace of mind," will not change.

Nevertheless, in light of the outlook for the medium- to long-term business environment, we are heading into a period where we must transform the way we provide value.

The lead up to the 2020 Tokyo Olympic and Paralympic Games is a period in which demand is expected to be driven by infrastructure-related projects and private investment, with construction spending remaining firm. Direct investment in construction for the Olympic Games is expected to reach ¥800-900 billion in the coming three years. Annual construction demand in Japan in the markets of the major construction firms alone is approximately ¥30 trillion, so indirect demand, including industrial revitalization projects, heading into 2020 has a far greater impact than the amount of direct investment.

The period beyond 2020 is crucial. It is critical to remain aware of the myriad changes in Japan, including the government's Fundamental Plan for National Resilience, policies for ensuring safety and security, and the revitalization of local economies; the establishment of social infrastructure commensurate with economic growth; and the issue of falling birthrates and an aging population coupled with a decrease in the working population. Broadly speaking, construction demand on the public side, despite changes in the content of social infrastructure projects, is largely flat, while on the private side, the nature of industrial demand is changing, yet demand is still weak to flat. The decrease in single-family homes during a time of a simultaneous increase in apartment buildings in urban areas, in addition to forecasts for rising demand for medical facilities and nursing homes, logistics facilities and projects related to tourism are examples of the changing nature of industrial demand.

How should the construction industry respond in this environment in which the overall market is not growing dramatically? If we continue to do what we have always done, while social structure and sensibilities change and diversify at an unprecedented speed, strains on our business are sure to appear. Furthermore, the current construction industry is structured in such a way that it is highly susceptible to economic and environmental fluctuations, with each company tending to have a similar level of vulnerability. This, too, is an aspect that must be reformed.

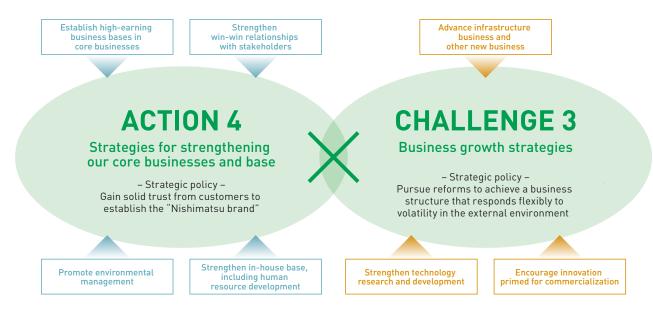
### Nishimatsu Construction's Vision as a Company

We will establish win-win relationships with our stakeholders by using our overall capabilities as the key to innovation. Our definition of a company is "a dynamic organization that acts with the aim of continually contributing to society." Furthermore, we believe that building win-win relationships with stakeholders is indispensable for a company to continually contribute to society, so we have formulated and are promoting N-Vision 2020 to accomplish these goals.

The crucial point is continuity. In order to sustain favorable, win-win relationships with stakeholders in our changing environment, we must be drivers of innovation, differentiate our products from those of our competitors and provide value.

Recognizing this, Nishimatsu Construction sees its overall capabilities as the key to innovation as it works to provide new value. Therefore, allow me to briefly explain "overall capabilities."

### Major strategies for Medium-Term Management Plan 2017



Conventional construction companies, whether in civil engineering or building construction, have focused on midstream technology and construction within an upstream to downstream value chain that includes finance, planning proposals, design, technology, construction capacity, management and operations. However, we possess vast experience, reliable technology and extensive knowledge. If we can leverage these assets and be involved along the entire value chain, we can increase the scale of our PDCA cycle, become truly customer-oriented and bring greater value to society. By broadening our scope to include upstream and downstream areas, we will increase value. This is what we mean by "leveraging our overall capabilities."

### **Value Provision Strategies**

We are pushing forward with reform that focuses on the key concepts of "flow and stock" and "getting out of simply receiving business." As we promote the provision of value leveraging our overall capabilities, we are placing emphasis on the concepts of "flow and stock" and "getting out of simply receiving business." Our strategy is to add stock businesses to the construction company business model that typically focusses on flow businesses, and to build projects in closer coordination with customers.

One of our strategies in this regard was the launch of the Development Business & Real Estate Division in 2011. Since this business segment utilizes our technologies and assets and manages projects over the long term, from conception to operation and maintenance, it truly enables us to broaden our scope and generate earnings from our stock businesses. Six years have passed since the division was established. It is now engaged in the development and operation of a shopping center and a student dormitory, and has finally reached the point of generating steady income.

In addition, we have achieved reforms in the Building Construction Business. We have seen steady growth in the percentage of orders we receive as a result of the advantage of utilizing our specialized knowledge to collaborate with customer companies from the project planning stage and to develop business with these customer companies as strategic partners. As a result, we have received a considerable number of orders as planned, and our results have grown favorably.

### Medium-Term Management Plan

We are seeing clear progress in our strategies for strengthening our core businesses and base, in addition to business growth strategies. Under Medium-Term Management Plan 2017, which we launched in fiscal 2015, we are pursuing strategies for strengthening our core businesses and base as well as business growth strategies. We have seen definite results in terms of progress and reforms over the past two years.

In terms of individual business strategies, in our Civil Engineering Business, we are aiming to establish the "Nishimatsu brand," along with a highly profitable corporate structure, in a business that is able to grow continuously. We are moving forward with initiatives to build a base for this high-profit structure, in addition to initiatives to drive future civil engineering projects. We also promoted initiatives toward creating a strong presence in fiscal 2016.

In our Building Construction Business, we are working to earn trust by designing and building projects from the customer's point of view, while solidifying our base for continuously securing stable income and focusing on fields where we have a competitive advantage. In fiscal 2016, we maintained favorable results due to an increase in exclusive (sole source) contracts in addition to other orders received.

In the International Business, we are challenging ourselves to secure stable profits by improving overseas management capabilities and creating new business models while strengthening our operational fundamentals with a view to the future. In fiscal 2016, our various measures produced solid results, with a strengthening of our overseas bases and investment in real estate among others.

In the Development and Real Estate Business, we are aiming to deliver highvalue-added solutions, while strengthening business generation capabilities and enhancing and expanding our profit structure. In fiscal 2016, we actively engaged in new initiatives and investments, while the scale of our business continued to grow.

These results allowed us to achieve increased earnings and profit for the year for the Nishimatsu Construction Group.

With regard to forecasts for fiscal 2017, there is evidence of weakness in housing investment in the domestic construction industry; however, we see net sales trending strongly, supported by demand from infrastructure-related construction and private construction (non-residential) investment. In terms of profit, we forecast lower profit year on year.

With regard to returns to shareholders, our basic policy is to provide a stable and on-going return of profit, with a payout ratio of 30% or more of net income, keeping an overall perspective of the business environment and our performance, while striving to enhance internal reserves in order to strengthen our business base for long-term growth. Under this basic policy, we have set our year-end dividend for fiscal 2016 at ¥21 per share, which is a ¥5 year-on-year increase.

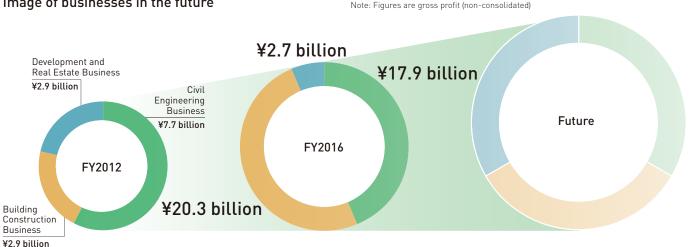
### Future Growth and Expansion

We are working to reform our business structure, improve productivity, and raise our corporate governance to a new level.

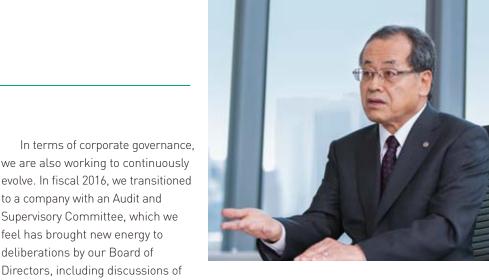
Currently, we are formulating a new Medium-Term Management Plan as we approach our next stage of expansion and transformation. Please allow me to explain our future outlook and direction.

Focusing on the key concepts of "flow and stock" and "getting out of simply receiving business," we are working to take our current business structure of a 1:1:0.2 profit ratio for the Civil Engineering Business, the Building Construction Business, and the Development and Real Estate Business, and shift it to a more balanced 1:1:1 ratio.

Additionally, we are makings efforts to boost productivity, which has room for improvement. We will encourage organic coordination through cross-divisional information sharing and build a strong organization by expanding each employee's scope of engagement.



### Image of businesses in the future



what kind of company we should become and the direction in which we should move. Through our external directors, we are now able to discuss and review matters for deliberation at an earlier point in time. Consequently, we would like to define the future of Nishimatsu Construction while incorporating more outside, objective viewpoints than were previously available.

we are also working to continuously

to a company with an Audit and Supervisory Committee, which we feel has brought new energy to deliberations by our Board of Directors, including discussions of

### Path to Increased Corporate Value

With "Successfully Building a Better Future " as our driving force, we will spur innovation and generate value for society.

Our human resources are our greatest asset in working to provide value. "Frontline capabilities" are our characteristic and strength and serve as the driving force behind the value we provide.

"Frontline capabilities" does not refer only to our capacity for construction. To us, it marks where our business begins, and forms the core of our business. Each and every employee starts out with the idea of construction sites as our launching pad, from which we respond to changing daily conditions, coordinate with numerous partner companies, customers, and neighboring residents, and drive projects forward. Since we approach our work thinking of issues ranging from how to utilize land, to what is really necessary for neighboring residents, we are able to demonstrate superior "overall capabilities" that extend to the areas of planning, development and design.

I myself worked at our construction sites until I was 50, so my approach emphasizes the frontline as our starting point. Whenever I have time, I try to visit our sites and talk with employees. I gain many insights from seeing sites firsthand, and I feel that it is an important process in sharing our company's vision and strategies with employees.

An additional future goal of Nishimatsu Construction is to reform its human resources training. Currently, we have established indicators for each age group, with a systematic human resources training program in place. This approach, however, does not share training programs laterally across divisions. We plan to work toward establishing a training system that crosses organizational borders.

I want Nishimatsu Construction to have human resources that are able to take the initiative to act and solve problems using their own ideas. After all, building win-win relationships also extends to our employee interactions. More than anything else, employees gain from using their own ideas to make progress in their work, while enjoying what they do each day. An organization consisting of such human resources is a strong entity that is able to forge continuous, win-win relationships with stakeholders, which we expect will translate into increased corporate value.

At Nishimatsu Construction, we will bring all of our employees together from across the Company to spur innovation starting from the frontline as we work to realize the company envisioned in N-Vision 2020. You can continue to expect great things from Nishimatsu Construction.

### Discussion with Directors on the Audit and Supervisory Committee



### Uichi Mizuguchi Director and (full-time) Chairperson of the Audit and Supervisory Committee

August Supervisory Committee Has served for many years as a Nishimatsu Construction executive officer, including Representative Director and Vice-President. In June 2016, moved from his executive officer position and became chairperson of the Audit and Supervisory Committee.

### Kiyomi Kikuchi External Director and Audit and Supervisory Committee member

Her wealth of experience includes working as an attorney providing legal advice to numerous corporations, while also serving as an outside expert for the Ministry of Land, Infrastructure, Transport and Tourism and on various other ministerial committees. Became a Nishimatsu Construction external director in June 2015.



### Koji Mino

External Director and Audit and Supervisory Committee member

Enjoyed a long career at Development Bank of Japan Inc. and also has experience as an external director at multiple companies. Became a Nishimatsu Construction external director in June 2015.



### Jun Ikeda

External Director and Audit and Supervisory Committee member

Enjoyed a long career at Mitsubishi Corporation, including being appointed President and Representative Director of some of its subsidiaries. Became a Nishimatsu Construction external director in June 2016.

In June 2016, Nishimatsu Construction transitioned to a company with an Audit and Supervisory Committee. The Audit and Supervisory Committee is comprised of a full-time committee chairperson, who is an inside director, and three external directors. In order to give readers a deeper understanding of Nishimatsu Construction, the directors on the committee took this opportunity to discuss governance and the Company's approach to providing value in the future.

### Changes to Corporate Governance and Challenges Going Forward

Mizuguchi One year has passed since we transitioned to a company with an Audit and Supervisory Committee. First, let me ask how you see our current governance framework and your role within it.

Kikuchi I was appointed external director in 2015. Since I became an Audit and Supervisory Committee member in 2016, I have felt like I was entrusted with more responsibility, and the hours I spent working increased significantly. As an attorney, I have taken the viewpoint of governance, rather than business management, in discussions with the Board of Directors and in exchanging opinions with general managers of the divisions. During these discussions, as well as during audit visits, I have tried to ask probing questions, such as "Why do you think that?" and "What is your basis for that?" My reasoning is that, if you look at things objectively, the facts the Company takes for granted, and its ways of thinking about various matters are, sometimes, lacking in an understanding of the basics, or are even misunderstood or are incorrect. I want people inside the Company to examine whether they are considering rules, principles and other matters from their essence. I also want people to have thorough discussions about those topics. So, I purposefully don't make comments, I just ask questions.

Ikeda The amount of information that we receive as Audit and Supervisory Committee members is enormous. It includes reference materials, interviews and on-site exchanges of opinions. I have had previous experience as the president of multiple companies. Nothing has changed in terms of thinking about business based on information obtained. Of course, my authority and responsibility is different from that of a company president, but precisely because of that, I have tried to speak freely without worrying about being "diplomatic." I think that turning tacit knowledge into explicit knowledge and bringing clarity to the decision-making process is an essential role for an external director, and it is also important in terms of the Company fulfilling its duty for accountability.

Mino Like Director Kikuchi, I was appointed external director in 2015 and became an Audit and Supervisory Committee member in 2016. The guality and volume of information has changed significantly since the Company transitioned to having an Audit and Supervisory Committee. I feel that it is extremely beneficial to receive careful interpretations and explanations, as well as prompt sharing of information through e-mail, from Chairperson Mizuguchi, who brings many years of executive experience to his position as a full-time committee member. Under this framework, I have used my role to emphasize the status of Company conduct from a more social perspective, not from the narrow perspective I developed from many years in a government-related financial agency, while also stressing a medium- to long-term view and the decision-making process, not based on current circumstances alone. In light of the characteristics of the construction industry, I have tried to appreciate the public utility of the Company, while engaging in debate and judgments from medium- and long-term perspectives.

**Mizuguchi** Thank you. Several years ago, there was not much debate on the Board of Directors regarding the Company's future path and what we needed to become, but debate on this subject has gradually increased and, in the past year, rapidly

accelerated. Next, let me ask your thoughts on the challenges the Company faces in terms of governance in order to continue to grow and develop.

**Kikuchi** Although I did not have many ties to the construction industry before being appointed external director, I have gotten the impression that this Company's employees and officers are very serious and approach their work with sincerity. So, in terms of governance, they are constantly proactive in trying to self-correct. However, since the external environment of the construction industry is good at the moment, I feel that the Company tends to focus on future growth and development at the expense of more robust risk management during normal times. Because the Company is in this type of period, I think it should take the opportunity to reassess and earnestly address its risk management system, its approach to general compliance and status of legal compliance, so that it is not caught off guard.

Ikeda There are ways in which discrepancies can easily develop between the risks noticed from an external vantage point and those seen from inside a company. Also, the Company is currently giving very careful consideration to risks such as those arising from increasing costs, but I think it would be wise to have more discussion on financial risks and overall business risks. Since the Company is currently trying to chart a new growth trajectory toward differentiation, it is important to accurately define its capacity for taking on risk and how much risk it should incur.

Mino President Kondo has talked at length about taking a cross-divisional approach as we move toward new growth, and changes have gradually been emerging. With regard to the Company's corporate culture, since it is conservative when it comes to showcasing itself to external parties, I feel that a little more ingenuity is needed with how the Company communicates. If that can be improved, I think the trust and understanding of stakeholders will also increase. Furthermore, if the Company can more quickly detect changes in the external environment and utilize a broad perspective overall, I think it can build itself into an extremely strong company.

### Moving toward Providing Future Value

**Mizuguchi** Since internal discussion is continuing on our 10-year Vision and the next Medium-Term Management Plan, let me ask what you expect of the Company in terms of creating value going forward. For example, I think that our mission to build social infrastructure will not change. The state of cities and rural areas will change as our society ages and the birth rate declines. I feel that there is no question that we must engage in project planning and operational management, but it also seems necessary to help with municipal coordination and make a shift to "urban development."

Mino Currently, the Company is expanding the scope of its business while promoting connections between each division. As I said earlier, however, I think it is important to take a broad perspective and outline a path toward providing value.



With regard to the urban development Chairperson Mizuguchi mentioned, it will be important to incorporate the culture and identity of each local area, but I think that the overall capabilities that we extol as a Company will lend themselves to better proposals and projects for us.

Kikuchi Although the Company has highly advanced technology focused on its work sites, I often hear comments about a lack of skill in handing down that technology. Yet I think one of the Company's social missions is to fully utilize these assets. The government is promoting overseas infrastructure exports to various Asian countries where urban infrastructure and similar projects are urgently needed. In this regard, I think that there are many contributions the Company can make by using its technology. Personally, I feel that thorough discussion addressing how the Company can leverage its overseas business operations going forward brings the possibility for considering transformation of the Company's entire business model.

It appears that there are not many significant differences in the strategies that construction industry companies are proposing in their medium-term management plans. At the same time, it must be said that, considering that the Japanese market has a shrinking population, it is quite difficult to imagine that the construction industry can survive as it is. Currently, the Company is proceeding with discussions on "flow and stock" and "getting out of simply receiving business." I think it is necessary to implement reforms from the perspective of anticipating, or even generating, demand.

**Mizuguchi** It is important to encourage the Board of Directors to have more energetic discussions, including on these topics and others. I agree that we need to urge directors who are also general managers of the divisions to focus on more than their own division and discuss the Company's future from an overall perspective, and I would also like to stimulate deeper debate on investment and capital allocation as we consider future reforms. I think that Nishimatsu Construction will achieve increased corporate value by engaging in active discussion focused on the future.

Everyone, thank you for your time.

Committee members: Thank you as well.

# Civil Engineering Division

Through the construction of social infrastructure such as roads, railways, electrical power/dams, and airports/ harbors, we support people's lifestyles and socio-economic activities. Leveraging the technical capabilities and onsite experience that we have accumulated over many years, we are responding to social demands for safe and secure national land development.

Yoka Hidaka Road Aoyamagawa Bridge Lower Area Construction

### Vision

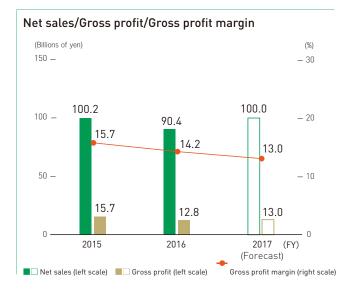
Toward achieving safe and secure national land development, our vision is to establish safe and secure social infrastructure, to proceed, under the Japanese Government's Fundamental Plan for National Resilience, to branch out from being heavily concentrated in the Tokyo area, to develop the nation's lands in an autonomous, decentralized, and collaborative approach, and to contribute to disaster and other countermeasures. Furthermore, by taking on a major role in these future national land development projects, we aim to demonstrate a steadfast presence, while building and fortifying the "Nishimatsu brand."

### Strategies

As we establish the foundation for a high-profit corporate structure, we are further strengthening efforts for projects using the Comprehensive Evaluation Bidding System, while also continuing to foster young engineers. At the same time, we are striving to achieve a self-directed organization by bolstering both our organization and the individuals within it. Furthermore, along with continuing to dedicate effort to disaster recovery projects, we are working to strengthen private-sector projects and renewal projects (including public-private partnership and private finance initiative projects).

### Looking Back over the Medium-Term Management Plan

The environment surrounding the civil engineering market is relatively strong, based on demand for infrastructure-related construction and private construction investment. Within this environment, we have had to establish a high-profit corporate structure that is not easily swayed by economic fluctuations. Additionally, by introducing a regional headquarters and division system, we have set up an organizational structure capable of rapidly building consensus and moving projects forward. At the



same time, we have pursued initiatives while differentiating ourselves from the competition. With regard to government-sector construction projects, which have been our forte, we are working to further strengthen efforts for projects using the Comprehensive Evaluation Bidding System. At the same time, we are aggressively continuing initiatives toward expanding private-sector orders, such as railways and electrical power projects.

The strength of Nishimatsu Construction is our frontline



- 1. National Route 115, Tamano Tunnel Construction Client: Tohoku Regional Development Bureau of the Ministry of Land. Infrastructure. Transport and Tourism
- Location: Soma, Fukushima Prefecture
- 2. Kanazawa Tobu Circular Route, Gosho Tunnel Construction (Stage 2)

Client: Hokuriku Regional Development Bureau of the Ministry of Land, Infrastructure, Transport and Tourism Location: Kanazawa, Ishikawa Prefecture

- 3. Yoka Hidaka Road Aoyamagawa Bridge Lower Area Construction
  - Client: Kinki Regional Development Bureau of the Ministry of Land, Infrastructure, Transport and Tourism Location: Yabu, Hyogo Prefecture
- 4. Takenokawa River Dam Reconstruction

Location: Kuma District, Kumamoto Prefecture

### Exercising the strength of our frontline capabilities and contributing to land development that imparts psychological and emotional richess

### Makoto Isshiki

General Manager of Civil Engineering Division

capabilities that bring solutions to construction sites. In order to exercise that strength, the most pressing task for our company is developing human resources and improving our technical capabilities. In our Construction Engineering Committees, which are Companywide, cross-divisional groups, employees with a wealth of experience and advanced expertise work side by side with our next generation of workers. Furthermore, we are also building an organizational

### Toward the Future

Although our basic role of establishing social infrastructure in the construction industry remains constant, the changing times have placed new demands upon us. Whereas survival and safety were the objectives in the early years of the Meiji era, historical changes have brought demands for construction of social infrastructure that achieves efficiency and comfort. Additionally, the grand designs present in the high economic growth period have cycled back toward expectations for the construction industry to develop the nation's land in a way that also imparts psychological and emotional richness. In order to give shape to this policy, including the ideas of Grand Design 2050 (Japan's structure that appoints veteran staff members with well-honed planning and construction skills in each branch. This simultaneously facilitates objective approaches to solving problems, while encouraging the transfer of technical skills. We are also dedicating effort to improving our project planning capabilities and technological development in the area of maintenance, which are important points for differentiating ourselves going forward.

long-term project for national land development), we are striving to aggressively contribute from the early project planning stage.

Consequently, it is essential to continue honing our overall capability, including project planning skills, and to establish the presence of the "Nishimatsu brand." As stated above, we are reaching for a higher level of dedication to technical prowess and human resource development directed toward further boosting our frontline capabilities. At the same time, we are working to provide value carefully attuned to construction sites so that we can expand and enhance the trust we have built up with customers over many years.

### TOPIC

# Carrying out safe construction suited to the geology of the construction site

This project involved construction of a tunnel as part of the redevelopment of the Kanazawa Tobu Circular Route to alleviate traffic congestion in central Kanazawa.

Excavation was in the Omma Formation, which is famous as a location where a large number of fossilized shells were discovered. Geologically, the strata have not undergone diagenesis, so they are unconsolidated from an engineering perspective. Hardness varies from place to place, making construction very challenging. Given these conditions, we drew up detailed construction plans before commencing, and chose auxiliary construction methods. Once construction began, we maintained safe operations through discussions with business partners, and experts from academia and within the Company, and by employing further auxiliary construction methods. As a result, excavation was completed without incident.

In order to ensure the quality of the concrete lining, we had discussions between our Technical Research Institute and the Civil Engineering Design Department of the Head Office, and decided to use medium/high fluidity concrete to prevent quality degradation around the crown. The whole company worked together with experienced workers invited to provide instruction during construction, which ensured that we were able to construct a concrete structure with excellent durability and solidity.



Kanazawa Tobu Circular Route,

I focused on measurements that took into account possible changes in the bedrock, and we completed the construction without incident. I will use this experience and increase my frontline capabilities to contribute to incident- and injury-free operations.

> Chisato Kato Assistant Manager, Gosho Tunnel Field Office



# **Building Division**

While making full use of advanced technical capabilities, we handle diverse building construction projects, from office buildings to cultural, educational, commercial, and medical facilities. At the same time, we provide services throughout the lifespan of buildings as we take a hand in the planning and design stages, continuing through to the operation and maintenance phases of projects.

Tohoku University (Aobayama 3) Agriculture Complex New Construction

### Vision

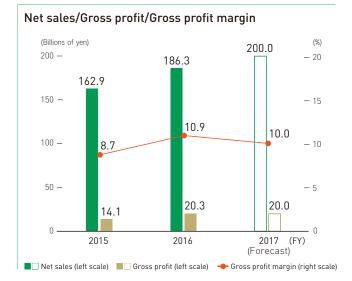
In order to contribute to urban development and the growth of economies and industries, we are moving away from simply receiving business and moving toward being a strategic business partner that solves problems side by side with our customers as we aim to provide value. To that end, we will continue to thoroughly pursue craftsmanship from the customer's perspective, strive for the highest standards of construction and services, and achieve growth as a trusted company.

### Strategies

By creating fields of specialty through strengthening design, construction, and project proposals, our strategy is to further expand and enhance organizational management in upstream areas. At the same time, we will further strengthen our frontline capabilities (overall capabilities created by our organization) and our system for technical follow-up during construction management. We will continue to earn the deep trust of customers and drive evolution toward a business model that increases exclusive (sole-source) contracts.

### Looking Back over the Medium-Term Management Plan

Demand for construction investment is holding steady due to infrastructure development, such as for the hosting of the Tokyo Olympic and Paralympic Games, as well as for the expansion and improvement of the transportation network. Against this backdrop, we are pursuing initiatives for a wide range of clients, from government-sector to private-sector, and we have identified logistics, medical/welfare and developers as our focus areas. We are working to differentiate ourselves from the competition by making optimal structural designs for each building use and making new engineering proposals related to construction methods. At the same time, we are providing broader services, such as building maintenance. We are aggressively honing our company's unique specialty and establishing a collaborative system for making proposals from the planning and design stage in order to provide support for customers' business strategies. With the ratio of orders received



# Main Construction in Fiscal 2016 1. Josho Gakuen Educational Foundation Umeda Campus (tentative name) New Construction Client: Josho Gakuen Educational Foundation Location: Kita Ward, Osaka 2. Prologis Park Chiba New Town Project Client: Asama SPC Location: Inzai, Chiba Prefecture 3. Tohoku University (Aobayama 3) Agriculture Complex New Construction Client: National University Corporation Tohoku University Location: Aoba Ward, Sendai, Miyagi Prefecture 4. Nobeoka City New Government Office Building, First Stage of Primary Construction

Client: Nobeoka City Building Division Location: Nobeoka, Miyazaki Prefecture

### Helping customers provide value through Nishimatsu's unique technologies and expertise

### Akira Maeda

General Manager of Building Division

as a result of our advantages steadily improving from 34% in fiscal 2012 to 71% in fiscal 2017, we have been able to expand and enhance project orders.

With regard to promoting these strategies, our ability to execute has made a major leap forward thanks to carefully

### Toward the Future

As part of our basic strategy to transition from simply receiving business to working with customers as a collaborative partner, we are striving to continuously evolve and contribute to the value our customers provide.

With regard to our focus areas, we will challenge ourselves in new fields that, in accord with national policies, address social issues and do so with the belief that there is demand that Nishimatsu Construction can specifically satisfy. In particular, we are planning projects for lodgings and accommodation facilities, many of which have delayed renovations because building supply and demand has become more of an issue. Other projects include food product facilities, which are demanding greater safety and security, and projects for medical equipment and medical product facilities, which Japan has identified as a growth area and which are experiencing technological advancements. following the PDCA cycle, both in sales activities and on construction sites, based on detailed analysis of each of our activities. The intentions and background of our strategies, in addition to policies for future initiatives, have been spread and shared throughout the entire organization—we consider that a major factor in our progress.

At the same time, we will further strengthen our human resource capabilities, which are the lifeline for Company growth. Bolstering human resource capabilities, which are an operational resource, and frontline capabilities, which are the collective expression of human resource capabilities, is a fundamental task. We believe that mutual skills are accumulated and organizational strength is increased when employees take initiative in solving problems, propose possible solutions, and make suggestions to their supervisors (a process that can be summed up as "reporting, contacting and consulting") in a Company-wide, cross-divisional approach.

By building a system that allows highly skilled employees to further exercise their abilities, and by strengthening cross-divisional ties, we aim to expand and enhance Nishimatsu Construction's quintessential strength of frontline capabilities, while we connect these efforts to providing value.

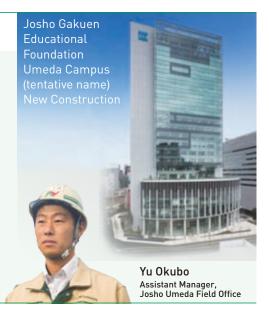
### TOPIC

### Solving Problems by Leveraging Our Frontline Capabilities

Construction has been completed on the Josho Gakuen Educational Foundation Umeda Campus (tentative name), which is a 22-story tower (with two underground floors) located close to JR Osaka Station. It connects directly to railway lines and commercial facilities.

This building, which entailed intricate specifications for its design and facilities, is a good project to showcase our overall capabilities. Our frontline capabilities were demonstrated by the careful planning and execution of construction that had to deal with the soft bedrock, and in the efficient exterior construction, which delivers an exterior design that is distinctive and symbolic.

It was a substantial accomplishment to successfully complete construction without incident, applying experience from inside and outside the Company and combining the diligent efforts of staff and partner companies. Going forward, we plan to utilize this experience and apply it to many more building projects.



# Development Business & Real Estate Division

We provide one-stop real estate solutions with high added value through redevelopment projects that lead to attractive urban development and revitalization of local economies, in addition to commercial facility and office building development and management projects. To these, we add corporate real estate (CRE) and other projects that support companies seeking to efficiently manage their real estate holdings.

Commercial Facility Development and Operation Project- Hareno Terrace

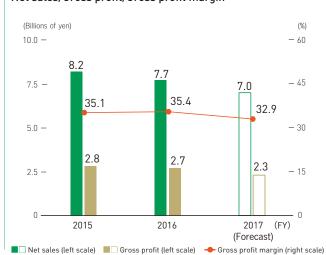
### Vision

We aim to build relationships of trust with our customers and local communities over the medium to long term by providing new added value that enables customers to develop their businesses and helps consumers lead rich, convenient lives. At the same time, we aim to be a team of experts that wins the overwhelming support of our customers by offering the above benefits while growing together alongside those customers.

### Looking Back over the Medium-Term Management Plan

In the six years since the division was established, we have set up a "stock" (or contractual) business model that delivers one-stop real estate solutions and has continued to see steady growth.

We feel that it is necessary to more rapidly expand business targeting sustainable growth by nimbly adapting to changes in the business environment, giving shape to innovative concepts and ideas that cross existing boundaries, and by striving to create high-value-added projects.



### Net sales/Gross profit/Gross profit margin

### Strategies

We give a central role to the overall Company strategy of striving for the optimal mix of "flow and stock," while working to dramatically increase our ability to generate business and develop human resources. At the same time, we seek to achieve business expansion through effective use of operational resources, while working to evolve into a corporation whose overall capabilities combine the Development and Real Estate Business with the Building Construction Business.

### **Toward the Future**

We see each project as a continuum from the initiation phase to the management and operation stages, and believe that this is the key to providing our unique, long-term value. We will continue to provide one-stop real estate solutions that contribute to urban development and revitalization of local economies, while aiming to expand our "stock" business.

As one of the three mainstay business divisions, alongside the Civil Engineering Division and the Building Division, we will effectively invest operational resources in business domains and areas expected to yield growth, and, while coordinating with the other divisions, will combine the know-how and skills of each as we work to enhance and expand the roll out of businesses that meet the needs of society and customers.

Under the slogan of fostering "experts that win the overwhelming support of our customers" by 2020, our division will utilize its diverse human resources and thoroughly pursue our target vision of providing new value to customers and society.

We must raise the level of satisfaction of customers and society, and provide high-value-added solutions that completely surpass those of other companies, as we continually succeed at developing new businesses.

### A team of experts that wins the overwhelming support of our customers while creating high-value-added solutions

### Yoshiyuki Sawai

**General Manager of Development Business & Real Estate Division** 

### **Commercial Facility Development** and Operation Project: Hareno Terrace

A shopping center that helps connect people and the city



Hareno Terrace is one of the Nishimatsu Construction Group's complete-package commercial facility projects. It involves a one-stop solution from project planning to tenant recruitment and operation and management. As the pivotal facility of an urban planning project, Hareno Terrace is on an intersection, centrally located on a new arterial road that connects the city, creating a zone where people and the city interact. At the same time, the project strives to generate urban vitality in a space that can earn the long-term affection of residents.

### City + network in a compact design



Facility Overview

Location: 393 Shima-cho, Minuma Ward, Saitama, Saitama Prefecture

Access: 1 km (approx, 13 min.) on foot from JR Higashi-Omiya Station

By car: Approx. 3 min. from Higashi-Omiya Bypass

Tenant mix: Shops, a supermarket, clinic/healthcare wing, drug store, rental goods shop, others.

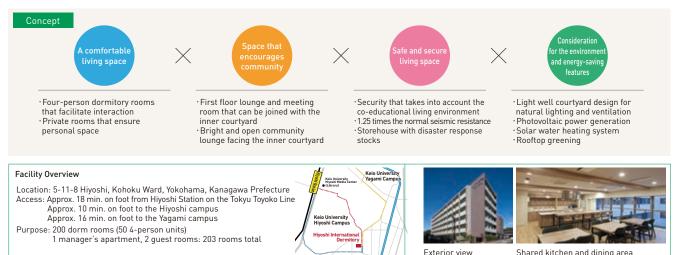


### Keio University: Hiyoshi International **Dormitory Business**

Creating an international student dormitory that facilitates opportunities for communication and fosters top global leaders

NCR 日後国際学生教

As a new CRE business initiative, we worked together with Keio University to plan and start managing the Hiyoshi International Dormitory. The Nishimatsu Construction Group offered a complete-package, one-stop solution, from project planning to operation and management, for this Keio University dormitory, which brings international and Japanese students together in a shared living space.



Shared kitchen and dining area

# International Division

Nishimatsu Construction's international business is focused on Southeast Asia, which includes the seven countries and regions of Thailand, Hong Kong, Singapore, Malaysia, Vietnam, Myanmar and Laos.

We leverage the many years of experience we have accumulated overseas and our robust customer relationships as we engage in civil engineering projects that involve highly public infrastructure development. At the same time, we are involved with the construction of factories and facilities ordered by Japanese companies, and have also begun activities in the development and real estate business.

Hong Kong Subway South Island Line Nam Fung Tunnel and Ventilation Tower Construction

### Vision

We build long-term relationships of trust with customers as we expand our local networks, while striving to develop human resources. We fully leverage our many years of project planning and technical capabilities built up in Japan as we deliver Nishimatsu Construction's unique brand of safe and high-quality infrastructure and facilities. We will continue to contribute to Asian countries' key challenges of economic and industrial development, urban development, and standard of living gains.

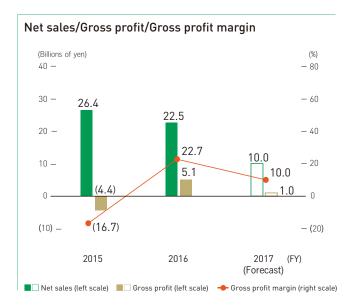
### Strategies

By strengthening our overseas organizations and fostering local employees, we will be in a position to optimize placement of human resources while meeting the particularities and circumstances of each region. At the same time, we will expand the scope of our business while building public infrastructure and strengthening construction of factories and facilities for Japanese companies. As part of our efforts, we are striving to increase the regional scope of our business and create new real estate-related businesses.

Our strategies are "to ensure stable profit and improve overseas management capabilities" and "to take up the challenge of creating new business models."

### Looking Back over the Medium-Term Management Plan

Historically, Nishimatsu Construction has held a dominant position and well-developed relationships with certain customers in countries experiencing rapid economic growth. Our policy has been to focus effort on seven Asian countries and regions as we leverage our areas of specialty. Furthermore, we have been able to display Nishimatsu Construction's unique



brand of project planning, construction and management, and equipment and machinery selection capabilities. We have combined this approach with cooperation with customers from upstream stages, followed by detailed maintenance activities after construction is complete, to achieve a high degree of trust and a robust presence in each region. Additionally, the

 Main Construction in Fiscal 2016

 1. Hong Kong Subway Kwun Tong Line Extension Tunnel Construction and New Ho Man Tin Station Construction

 Client: MTR Corporation Limited Location: Hong Kong

 2. Hong Kong Subway South Island Line Nam Fung Tunnel and Ventilation Tower Construction

 Client: MTR Corporation Limited Location: Hong Kong

 3. Singapore Subway Downtown Line 3, Contract 929A

Client: Land Transit Authority of Singapore Location: Singapore Building trust and providing the long-term value of safety and high quality

Akira Matsumoto General Manager of International Division



resulting safe and high-quality construction has lowered long-term total costs for customers, which has raised approval from customers to an even higher level.

This approach has given us a solid business foundation, which we are currently working to grow into a more stable earnings base while deepening our strategies in each country and region and accelerating expansion. Specifically, our strategy in Singapore and Hong Kong, where demand is strong, is to establish a foundation for stably acquiring a steady flow of public works projects, while in Thailand, where business has focused on construction for Japanese companies, we will expand by targeting multinational companies as well. Meanwhile, in Vietnam, we have established a local corporate entity and are working to increase the number of projects we are involved in. In Myanmar, we are targeting transportation and electrical power infrastructure, which are garnering increasing attention. Our focus in Laos is expanding industrial park business. Furthermore, as new initiatives that leverage our unique know-how, we will consider starting real estate development, real estate investing, and real estate leasing.

### Toward the Future

Going forward, we will continue to provide safe and high-quality planning, design, construction, and maintenance in order to lower long-term total costs for customers while contributing to development in Asian countries. Furthermore, by expanding our "stock" businesses, which include real estate-related solutions, we will build a base for stable, high earnings.

Of foremost importance in pursuing these initiatives are our human resources capabilities. By strengthening our training of local staff in construction technology and better management skills, we have seen remarkable professional growth to the point where we are even considering certain staff members for promotion to the level of Director. Going forward, we will continue to dedicate ourselves to fostering human resources, including further enhancing our training system. Additionally, as we look toward future growth, stronger collaboration between division will become even more essential. We will take a cross-divisional approach to each project and pursue cooperation on training measures and other fronts.

### TOPIC

### **Communication with Customers**

Through meaningful dialogue with customers, we are able to accurately assess their needs. Nishimatsu Construction starts with project planning and design, then manages construction and proceeds to the maintenance stage after construction is complete. In order to achieve productive cooperation with customers, we take care to accurately assess customer needs at each stage and share our ideas regarding the project. This serves to align our approaches and ensures that we provide buildings of the specifications and quality that customers demand, while finishing on schedule and at a satisfactory price.

Legal regulations differ by country, while the types of materials in standard use differ as well. We leverage our Company-wide technologies and experience to meet customer demands from procurement of requested materials to proposals of alternative options.

Masahide Wakazono Project Manager, Kao Vietnam New Warehouse Extension Project (left)

I entered Nishimatsu Construction in February 2016. As I remain constantly aware of safe construction and schedule management, I want to learn Japanese building techniques.

Tran Thanh Phong Building Engineer (right)





### Hong Kong

In 2016, the Hong Kong Branch (HKB) completed the construction work for two railway projects to the satisfaction of the client, MTR Corporation Ltd (MTRC).

Kwun Tong Extension Contract 1001 was completed in May 2016 following completion of the Architectural Builders Work and Finishes (ABWF) and electrical and mechanical (E&M) work by other designated contractors, and successful inspections by the Fire Services Department and the Railway Branch of the Electrical and Mechanical Services Department of the Government of the Hong Kong Special Administrative Region (HKSAR). The project team achieved the MTRC's target opening of the Kwun Tong Line Extension, which includes Ho Man Tin Station and tunnels between Yau Ma Tei station and Whampoa Station, in October 2016.



Kwun Tong Line Extension (Contract 1001 – Ho Man Tin Station)

South Island Line (East) Contract 902 was completed in September 2016 and the entire South Island Line (East) commenced operation in December 2016. However, the MTRC continues to order minor additional work but under a separate contractual arrangement.



Hong Kong Subway South Island Line Nam Fung Tunnel and Ventilation Tower Construction

We are targeting the completion of all rectification work, and to receive maintenance certification for both MTRC projects, in order to close our internal accounts by the third quarter of the year ending March 31, 2018. HKB has received the following Safety and Environmental Awards from MTRC or Government Departments.

| Safety / Environmental Awards                        | Project  | Organization   |
|--|----------|--|
| Best Site Condition Award –<br>March & November 2016 | KTE 1001 | MTR Corporation Limited  |
| Bronze Environmental<br>Award 2016                   | KTE 1001 | MTR Corporation Limited  |
| Stakeholder Engagement<br>Award 2016                 | KTE 1001 | MTR Corporation Limited  |
| Silver Environmental<br>Award 2016                   | SIL 902  | MTR Corporation Limited  |
| Hong Kong Green Organization<br>(2015 - 2017)        | SIL 902  | Environmental Protection<br>Department – Environmental<br>Campaign Committee |
| Hong Kong Green Organization<br>(2015 - 2017)        | KTE 1001 | Environmental Protection<br>Department – Environmental<br>Campaign Committee |

Some mega infrastructure projects are nearing completion, including the Central-Wan Chai Bypass, the Guangzhou–Shenzhen–Hong Kong Express Rail Link and the Hong Kong-Zhuhai-Macau Bridge. In other projects, the HKSAR government has granted approval to expand Hong Kong International Airport into a three-runway system (3RS) and some major 3RS tenders, such as those for deep cement mixing and reclamation works, have been awarded. In addition, due to the aging society and population growth, the building construction market has been steady as building tenders continue to be issued by the Hong Kong Housing Authority and the private sector. However, filibustering in the Legislative Council has continued to delay government funding approval for many infrastructure projects, including the Central Kowloon Route. As a result, Hong Kong's construction market contracted in the previous year, leading to more competition among contractors.

Hong Kong's construction market is still difficult due to political and social problems. However, we believe that the new Chief Executive of the HKSAR government will lead Hong Kong in the right direction and that the situation will improve significantly. Despite the current difficult circumstances, we still believe that building construction related to the living environment and traffic infrastructure and to the Belt and Road Initiative will continue to develop in the coming years. Therefore, in 2017 we will continue to target to new projects that match our capabilities.

# 😑 🔘 🛛 Thailand, Laos

Thailand's economy has continued to grow slowly since 2013. Amid such conditions, Thai Nishimatsu Construction Co., Ltd. has successfully completed the following projects; the Honda Sawadi Project, the Rohm Integrated System Thailand Project, UACJ Canteen Phase 2, the Kato Works Factory, the APC2 Warehouse Expansion Project, and the ANESCO Factory. Additionally, we have also been awarded the tender for the construction of the Gourmet Primo Project (Bangkok Airways), the Maco EC Building and Factory #3 Project (Mitsubishi Heavy Industries), the UACJ Fin Coating Factory, and the UTT & External Project.

Despite an overall economic slowdown over the past few years, the GDP growth rate has recovered from 2.8% in 2015 to 3.2%. The death of King Bhumibol Adulyadej caused concerns about a larger economic slowdown. However, the situation was avoided due to active intervention by the government.

Regarding private investment represented by the automobile industry, annual vehicle production was 1.9 million units due to increased exports, although the domestic market weakened. Annual vehicle production in 2017 is expected to increase to 2 million units due to replacement demand from customers who have enjoyed the tax rebate under the first-time car buyer program.

Furthermore, the Eastern Economic Corridor project, which was adopted at a cabinet meeting in 2016, is expected to attract

1. Isuzu

Project name: Isuzu Truck Service Factory Client: Isuzu Motors Indochina Limited Completed: January 2017 Location: Savan-Seno Special Economic Zone, Savannakhet Province, Laos



2. Kato

Project name: Kato Works (Thailand) Factory Client: Kato Works (Thailand) Co., Ltd. Completed: September 2016 Location: Amata City Industrial Estate, Rayong, Thailand



300 billion baht in investment and contribute to economic growth.

Cambodia, Laos and Myanmar of the ASEAN Economic Community, which are neighbors of Thailand, have increased trade with Thailand. Moreover, exports from Thailand are expected to increase due to the removal of tariffs within the ASEAN region, creating the need for logistic infrastructure, combining customs as it supersedes domestic business to drive Thailand's economy.

In 2017, we will strive to cultivate new business in areas including advanced factory projects with finance leasing conditions, residential projects in cooperation with new business partners, and maintenance operations for civil structures in addition to a new factory building project and the existing factory expansion project.

To accommodate customer demands for "Thai Plus One," Lao Nishimatsu Construction Co., Ltd. has successfully completed its first project, the Isuzu Truck Service Factory in Savannakhet, Laos and contributed to the customer's expansion. In addition, Pakse-Japan SME SEZ Development Co., Ltd., an equity partner of Nishimatsu Construction Co., Ltd., has completed Phase 1 Area development and started to sell to and fully support clients who invest in Laos.

3. APC Project name: APC2 Warehouse Expansion Project Client: Asian Honda Motor Co., Ltd. Completed: October 2016 Location: Wellgrow Industrial Estate, Chachoengsao, Thailand



4. Best Performance & Safety Award for 2016



### Singapore

The Building and Construction Authority (BCA) of Singapore reported in January 2017 that the projected stronger construction demand in 2017 is due to an anticipated increase in public-sector construction. The public sector is expected to contribute about 70% of the total construction demand, which is S\$28-\$35 billion.

Regarding work on the Land Transport Authority of Singapore (LTA)'s Contract 929A for the construction and completion of mainline tunnels between Ubi and Kaki Bukit stations and reception tunnels, contracts were awarded by the LTA in February 2011 and construction was completed in December 2016. Downtown Line 3, which is part of this project, will open on October 21, 2017, making it the longest underground and driverless MRT line in Singapore.

The EW3 Contract of the East-West Transmission Cable Tunnel was awarded by Singapore Power Power Assets (SPPA) to Nishimatsu Construction Co., Ltd. in a joint venture with a local contractor, KTC Civil Engineering & Construction Pte. Ltd. All three tunnel drives on EW3 using tunnel boring machines (TBM) were completed by April 2016. The final M&E fittings and building structural work is currently ongoing.

LTA's T228, for the construction of the Gardens By The Bay station and tunnels for the Thomson Line was awarded on July 25, 2014 to Nishimatsu Construction Co., Ltd in a joint venture with Bachy Soletanche Singapore Pte Ltd. Excavation for the station is mostly complete and both structure and bored tunneling works are ongoing. The contract completion date is in December 2020.

Nishimatsu Singapore Office will work to fulfill its contractual obligations while pursuing new opportunities and building up its core professional and supervisory teams to embrace new challenges.



### 🔀 🛛 Vietnam

The real growth rate of the Vietnamese economy has been steadily rising since 2012, when it was 5.3%, and marked 6.7% in 2015, the highest level since 2007. Although the impact of salt damage and droughts depressed consumption in 2016, continued impact is likely to be moderate in 2017. Individual consumption and export recovery are expected to boost the growth rate slightly to 6.2%.

Concerns regarding TPP due to the presidential inauguration of Mr. Trump are turning the tide of foreign direct investment (FDI) overall, which has recently supported the Vietnamese economy. On the other hand, FDI from Japan in 2016 surpassed U.S.\$2 billion for the first time in two years and the number of FDI increased to 594, the highest ever. In another issue related to TPP, President Trump has threatened to impose a punitive tariff as high as 45% on all Chinese products, whether or not TPP is adopted. This would lead to increased exports of Vietnamese products, taking market share away from Chinese products in the U.S. and the floating effect of exports at least for a certain period of time. Therefore, Vietnam's economic growth rate is expected to be at least 5% for the foreseeable future.

Under such circumstances, in June 2016, Nishimatsu Vietnam Office completed the Rodax Vietnam Factory Project of Rodax Vietnam Co., Ltd., which was commissioned in November 2015.

In addition, we are earnestly working on the SD Vietnam Factory Extension Project of SD Vietnam Industries Ltd. contracted in August 2016 for completion in September 2017; the Kao Vietnam New Warehouse Extension Project of Kao Vietnam Co., Ltd. contracted in March 2017 for completion in July 2017; and the Dragon Logistics Warehouse Extension Project of Dragon Logistics Co., Ltd. contracted in July 2017 for completion in December 2017.

We plan to expand operating activities toward receiving more orders from Japanese companies for new factory building projects. We aim to make full use of the rapid mobility of "Nishimatsu Vietnam Co., Ltd.," a Vietnamese subsidiary established in February 2017, to make proposals that always meet customers' needs and provide services that satisfy customers. To do so, we will take advantage of the know-how, human resources and all other possible resources we have cultivated from past construction experience, putting us in a position to capture business opportunities and steadily establish our foundation as a local Japanese company in Vietnam, where many Japanese companies are also expected to base their factories in the future. We also hope to develop and acquire many more customers by exploring possibilities in new fields such as maintenance construction, renewal construction, building construction of commercial facilities or cooperation on real estate development projects as well as for preparation or infrastructure construction of industrial parks.

Regarding ODA by the Japanese government, the ODArelated construction market is still promising as bids for infrastructure construction, such as city railways, including underground tunnels, and water treatment facilities, are planned in the future.

By thoroughly analyzing the country risk of Vietnam, covering matters such as "opaque approvals and permits, procedures or interpretation of laws," clients capabilities to "expropriate construction sites without delay" or "pay for construction without delay," or contract conditions, we will positively and carefully target only projects in which we can make use of our technology and know-how.



Rodax Vietnam Factory Project



SD Vietnam Factory Extension Project



### Malaysia

In 2016, amid the sluggish and challenging global economy, Malaysia's economy registered a commendable annual growth rate of 4.2%, which is close to the earlier growth forecast. This growth was mainly due to commodity performance and external demand.

Global economic activity is projected to expand at a faster pace in 2017. Premised on the improving global economic conditions and the projected continued positive growth in all local economic sectors, Malaysia's economic growth is projected to be 4.3%-4.8% in 2017.

In Malaysia in 2016, the construction sector grew by 7.4% (RM166 billion) and in 2017, the growth rate is expected to be 8.0% (RM170 billion). Under National Transformation 2050 (TN50), as announced in Malaysia Budget 2017, infrastructure, affordable housing, waterworks and rural connectivity projects are expected to be rolled-out. Of the RM97.9 billion expected to be ear-marked for these project roll-outs, RM62.8 billion will be for railways and roads (e.g. East Coast Rail and the Pan Borneo Highway). In addition to these projects, previous ongoing rail projects such as KVMRT-Line 1 (commenced operation in July 2017), KVMRT-Line 2 and LRT 3

(both targeted for completion by 2020) are progressing smoothly. All the contracts for the civil and structural package were so far won by major local contractors. The Kuala Lumpur-Singapore High Speed Rail (HSR) project has also been launched and it is at the early planning stage with contracts being awarded for Joint Development Partner and Reference Design Consultants. The outlook of successful participation of foreign contractors (i.e. in joint venture with local contractors) in this HSR project is more favorable.

Since being awarded the contract for the Centralized Sewerage for Kuching City Project in March 2016, the reviewing and finalization of contract conditions have been progressing concurrent with the final design on the approved sewer alignment. Finalization and signing of the contract is expected in the third quarter of 2017, after which construction is expected to quickly commence. We are continuing with our efforts and follow-ups with the Japanese companies who have contacted us with interest in building new factories in Malaysia. Based on the outlook of the Japanese Chamber of Trade & Industry, Malaysia for 2017, Japanese investment is expected to increase by 30% if political stability is maintained.



In Myanmar, as a result of the sweeping victory by the National League for Democracy (NLD) led by Aung San Suu Kyi, in the general election of November 2015 (after the replacement of the military regime by civilian rule in 2011), the new government led by NLD was inaugurated and the President Office appointed the new Cabinet for promoting democratization on March 31, 2016.

Since the transition to civilian rule, the government has enacted various laws, regulations and guidelines not only on foreign investment but on corruption, in an attempt to gradually raise awareness of compliance. Moreover, the U.S. government lifted economic sanctions on Myanmar in October 2016.

As a result, since 2012, Myanmar's economy has grown at a high rate of over 7% for four consecutive years. Going forward, The International Monetary Fund (IMF) is forecasting a growth rate of around 8% until 2018.

However, the construction market has not kept up with the rapid growth, because of a variety of factors, including the weak social infrastructure and legal systems, which hamper the socioeconomic growth of the country.

As for the current situation regarding overseas investment, the number of registered foreign firms and branch offices is over 7,000 (which accounts for nearly 10% of the total number of registered firms in Myanmar), and among them, the number of Japanese registered firms is more than 350, according to an announcement of the Directorate of Investment and Company Administration, under the Ministry of National Planning and Economic Development.

Myanmar is blessed with abundant natural resources, including natural gas, copper, nickel and gemstones. This country also adjoins the two major economic giants of China and India, so it has a geographical advantage to enhance its presence.

The ASEAN Economic Community (AEC) was established at the end of 2015 and one of its aims is tariff abolition by 2018. The realization of the goals of the AEC will further accelerate the economic development of Myanmar.

Since construction of the Thilawa Industrial Park in the special economic zone was completed in 2015, many Japanese manufacturers have started businesses there. Infrastructure for electricity, water supply and transportation are being enhanced with the ODA from the Japanese government, the distribution system will be improved around the East-West Economic Corridor, where roads are to be improved, and industrialization will progress rapidly.

The Yangon Office will seek business opportunities with Japanese firms that plan to make inroads into the Myanmar market and also with Myanmar construction firms with which we can build cooperative relationships. We will also aim to participate in construction projects supported by Japanese ODA in order to gain a large share of the market, which has been booming since the general election in 2016. At present, we are discussing how to contribute to Myanmar as a builder through technological transfer, amid many constraints such as the immature legal system for business operation, and hope to develop a business environment that will lead to the growth of Myanmar.

# Supply Chain Management

### Achieving Our Vision

Our goal is to build fair CSR supply chains as part of our vision for the kind of company we hope to be in 2020. We have been working on a number of concrete activities aimed at achieving this goal, including revitalizing Nishimatsu Construction Subcontractors' Association (N-NET) and increasing the number of senior foremen. We have achieved positive results, including an improved rate of orders awarded to N-NET members, on a value basis.

### Achieving Win-Win Relationships with N-NET

### **Revitalizing N-NET**

N-NET was launched in January 2011. As of December 31, 2016, a total of 1,050 companies are registered and the scope of the association's activities continues to grow. At each branch, we hold various workshops that include seminars on the problem of non-subscription to social insurance, training sessions on compliance, and seminars on economic trends.

Subcontractors in the construction industry are extremely important stakeholders. From a foundation of fair and impartial transactions, we are striving to build win-win relationships through diverse activities.

- · Priority orders awarded to members
- Building a construction framework and establishing an environment centered on outstanding foremen
- (Improve special benefits and establish a training system)
- Collaborative community service activities
- Expanding our compensation system for high-caliber technicians (Establishing the Nishimatsu Senior Technician Certification System\*)
- $\cdot$  Various seminars/workshops
- $\cdot$  Construction site tours

\*A system for certifying high-caliber technicians as senior foremen if they meet certain Nishimatsu Construction criteria. The system applies to foremen and technicians working in job categories that are not registered with construction industry associations that provide training to senior technicians.



### Upgrading the N-NET Website

Y2020 Target 40 200

We upgraded the N-NET website to make it easier to read and simpler to use. We also added new pages that let general users view overview pages for each member company. This helps us support the hiring activities of each member company. Please follow the link below to view the website.

http://nnet.nishimatsu.co.jp/company/ (Japanese only)

### Focus Items

development support

### Number of certified Nishimatsu Meisters and senior foremen

With a view toward developing outstanding foremen, we are expanding our compensation system for high-caliber technicians. By having outstanding foremen at the heart of construction and safety management at work sites, we anticipate that sites will be even more productive.

Senior foreman training development support: ¥50,000/person Nishimatsu Meister benefits: ¥3,000/day

| Nishimatsu Meister benefits: ¥3<br>Senior foremen benefits: ¥2,000 |                               |                  |                               |          |
|--|-------------------------------|------------------|-------------------------------|----------|
| Title  | FY2015<br>Cumulative<br>Total | No. in<br>FY2016 | FY2016<br>Cumulative<br>Total | F)<br>Ti |
| Nishimatsu Meister   | 8                             | 13               | 21                            |          |
| Senior foreman   | 56                            | 61               | 117                           |          |
| Award for technical excellence                                     | 290                           | 130              | 420                           |          |
| Support for acquiring senior technician certification              | 41                            | 13               | 54                            |          |
| Senior foreman training  | 12                            | 25               | 27                            |          |

### Implementing skill improvement training

Training is mandatory at least every five years for foremen and personnel responsible for health and safety. We offer support by covering part of the training costs for participants and by providing subsidies.



### Inviting experts to technical presentations

We invite experts to attend our technical presentations aimed at boosting technical expertise related to construction.

| •Research Results<br>Presentation by<br>the Technology<br>Research Institute<br>(May 31) | No. of participants<br>105 |
|--|----------------------------|
| •Civil Engineering<br>Symposium<br>(September 16)  | No. of participants 59     |
| •Building Construction<br>Technology<br>Presentation<br>(November 2)                     | No. of participants 21     |

# Human Resources Management

### Achieving Our Vision

As part of our vision for 2020, we are targeting "investing vigorously in human resources to ensure sustainability" and "increasing employee satisfaction in order to retain personnel." Hiring, training, and retaining excellent human resources is necessary to ensure our sustainability.

We are actively hiring talented human resources able to share our concept of "frontline capabilities" by communicating the appeal of the construction industry through means such as internships and the "science-engineering challenge" program for female students.

In our human resources development, we support the acquisition of basic knowledge and technical skills, help employees gain qualifications corresponding to their age, and offer programs

### Human Resource Development

We believe that human resources development with an eye toward boosting productivity is necessary for furthering our sustainability.

We are committed to career level-specific training so each employee can enhance his/her interpersonal skills to strengthen cross-divisional ties, and can also manage themselves with the aim of broadening their existing knowledge, expanding the scope of their business activities, and playing an active part in various situations.

Additionally, we advance initiatives that form the foundation for becoming a Nishimatsu technician and continually carry out technical and qualification training so that employees—from new hires to senior staff—can systematically acquire basic knowledge and technical skills that correspond to their seniority level and job category.

Without growth in our employees, there will be no growth in the Company.

We believe that it is necessary to constantly improve our human resource development framework while foreseeing future changes in the environment and the market. The result will facilitate both higher skills for employees and sustainable development for the Company.

### Fiscal 2016 Training Results

| Training title   | Category              | Participants | Schedule and<br>duration |
|--|-----------------------|--------------|--------------------------|
| New employee training  | Career-level-specific | 90           | 4/1-4/13 (10 days)       |
| Introductory management training (newly appointed: SV2)  | Career-level-specific | 33           | 10/11-10/14 (4 days)     |
| Intermediate management training (newly appointed: SV1)  | Career-level-specific | 22           | 9/6-9/9 (4 days)         |
| Skill level enhancement training (next-generation leaders) Phase 1   | Career-level-specific | 31           | 8/23-8/25 (3 days)       |
| Skill level enhancement training (next-generation leaders) Phase 2 (1)   |                       |              | 11/15-11/16 (2 days)     |
| Skill level enhancement training (next-generation leaders) Phase 2 (2)   |                       |              | 12/6-12/7 (2 days)       |
| Senior management training (new managers) (1)  | Career-level-specific | 35           | 6/14-6/16 (3 days)       |
| Senior management training (new managers) (2)  | Career-level-specific | 38           | 7/5-7/7 (3 days)         |
| Senior management training   | Career-level-specific | 23           | 5/27, 6/30 (2 days)      |
| New employee technical training  | Technical             | 90           | 4/14-7/1 (52 days)       |
| Civil engineering training, 2nd year   | Technical             | 41           | 10/3-10/7 (5 days)       |
| Architectural training, 2nd year   | Technical             | 38           | 1/23-2/3 (10 days)       |
| Architectural training, 4th year   | Technical             | 27           | 11/7-11/18 (10 days)     |
| First-class architect training (academic courses)  | Qualification         | 26           | 7/14-7/22 (9 days)       |
| First-class architect training (technical drawing)   | Qualification         | 34           | 9/26-10/1 (6 days)       |
| Notes: 1.Schedule and duration of new employee tec<br>2.Civil engineering training, 6th year was not<br>completed the training in fiscal 2015. |                       |              |                          |

focusing on reforming attitudes and boosting skills in order to raise productivity.

To help ensure the retention of excellent human resources, we must provide a workplace environment that is easy to work in and that offers benefits, employee programs and new approaches to work styles. In fiscal 2017, we implemented a broad increase in base salaries. Additionally, from 2015, we have been working on measures to achieve work-life balance, such as adopting various programs and minimizing long working hours. We intend to make our basic philosophy on diversity—"to create an environment where all employees can demonstrate their potential to the fullest and work with peace of mind"—a reality.

### **Promotion of Diversity**

Our basic philosophy on diversity is to create an environment where all employees can demonstrate their potential to the fullest and work with peace of mind, so that we can be a long-lived company that continuously contributes to society. This entails building workplace environments, frameworks, and programs that allow diverse human resources to work with peace of mind under many different conditions, while truly promoting "work style innovation."

In order to make this philosophy a reality, starting in 2015 we have been fostering acceptance of diversity among employees, established and enhanced work-life balance programs that allow employees with nursing care and childcare needs to work with peace of mind, and created workplace environments that minimize long working hours.

Going forward, we plan to continue promoting current initiatives while also expanding new measures for achieving work-life balance for employees, expanding the areas in which diverse human resources, including women, people with disabilities and foreign students, can actively participate, and reviewing and implementing frameworks and programs for them to further their careers.

| Major el   | ments of the work-life balance system  |  |  |
|--|--|--|--|
| Childcare leave  | Available until a child's third birthday   |  |  |
| Reduced working<br>hours for childcare   | Maximum two hours/day reduction available up to child's third year of elementary school                        |  |  |
| Vacation for child<br>nursing care   | Five days available per fiscal year per child not yet in junior high school (10 days for two or more children) |  |  |
| Nursing care<br>leave  | Up to 186 days of leave available for each person requiring care   |  |  |
| Number of career<br>female employee<br>(As of April 2017)                        |  |  |  |
| Number of emplo<br>using the childcar<br>system in fiscal 2                      | e leave 11 (10 female, 1 male)   |  |  |
| <ul> <li>Number of emplo<br/>using the reduced<br/>hour system in fis</li> </ul> | working 4  |  |  |

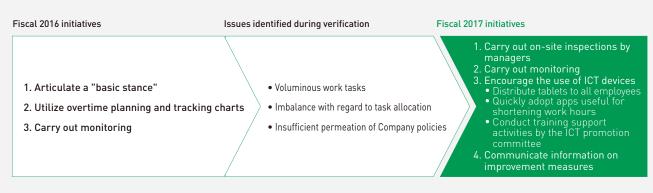
# FOCUS

# Initiatives for Improving Frontline Capabilities

### First Year of Work Style Reform Initiatives for Solving the Problem of Long Working Hours

We have decreed 2017 to be our first year of work style reform, and have started concrete initiatives. As part of this, we have been implementing the following initiatives since fiscal 2016 to solve the pressing problem of long working hours. Upon verifying the series of activities, we identified three issues requiring attention.

We will carry out on-going monitoring of identified issues in the future, and conduct other concrete measures such as promoting the use of ICT devices, in order to make steady progress for improvement.



### Initiatives to Ensure Zero Incidents and Injuries

We implement occupational health and safety measures (COHSMS) to uphold the basic principle of respecting human life, to comply with the law, and in consideration of all people related to our company. All people that work at our offices cooperate to achieve a safe, healthy and comfortable workplace environment.

### Major initiatives

- 1. Eliminating human error to greatly reduce occupational injuries
- Improving safe installations and enhancing education on health and safety, with efforts centered on foremen
- 3. Establishing a standard Company-wide health and safety system

### Results

Record of zero incidents and zero injuries

Occupational injury frequency rate of 0.67% (1.10% in fiscal 2015)

Number of occupational injuries: 16 (25 in fiscal 2015)

Rate of injuries involving slips and falls: 25% (32.0% in fiscal 2015)

Calculated based on 4 or more days o

### Josho Umeda Office Received Award for Excellence from the Minister of Health, Labour and Welfare

We received the Award for Excellence from the Minister of Health, Labour and Welfare in 2017 for our new construction at the Josho Gakuen Educational Foundation Umeda Campus (tentative name). This award is granted to workplaces or companies that are deemed to have health and safety standards that are particularly excellent and a good example to others. Only nine workplaces were selected nationwide.

Cumulative total number of workers: 154,422 Total working hours: 1,389,798

### Tomoyuki Nakasuji Project Manager, Josho Umeda Field Office





### Third CSR Award Recipients

- Opening the Onojo Children's Cafeteria in Mizuhomachi
- Reducing work hours by using the "green (paper-free) website" and tablet devices
- On-going regional contribution activities at the Nakayama Festival

### Making children smile

We run a Children's Cafeteria, which provides a place to spend time and receive a warm meal for local children who are on their own for part of the day.

Once a month since August 2016, we have been opening the cafeteria and meeting rooms of our employee dormitory in Onojo, Fukuoka Prefecture to over 50 children on each occasion. More than just providing free space, Company employees take part as organizing staff who set up and run the cafeteria, including using food products provided by private companies and farmers who support the cause. As it was a first-time initiative, we had to learn as we went along; however, we have tried to listen to participants' wishes and enhance the program every month. Furthermore, many local residents participate as volunteers and the program has provided an opportunity to build positive relationships.

Although Children's Cafeterias are being opened throughout the country, there are few situations where a private company offers its facilities for free and it is rare to have the construction industry, rather than the food products industry, supporting the project, which in this case has been covered by the media and garnered praise as one of Nishimatsu Construction's new community service activities.

When we hear the happy voices of the children and are told that they are looking forward to the next day we are open, it really makes us glad that we are running this project. We will keep providing the Children's Cafeteria in the future.



Children's Cafeteria

Satoshi Tada Fukuoka Administrative Office Manager



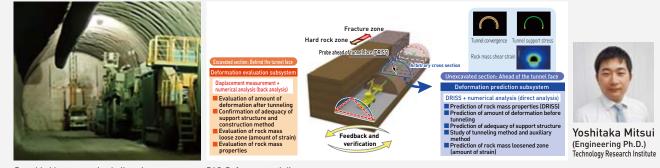
### Initiatives at Our Technology Research Institute

## Technology development aiming for high-speed construction of mountain tunnels

We developed a "portable blast protection balloon" as a technology to aid in high-speed construction of mountain tunnels. The balloon is used to deflect blasted rocks and avoid damage to equipment inside tunnels, thus allowing equipment to be moved closer to the tunnel face and helping reduce the amount of time needed for transporting the excavated rock. Going forward, we are continuing to refine the balloons as we test them in practice at worksites.

### On-site support targeting mountain tunnel safety

Work on mountain tunnels with large amounts of deep excavation always entails the risk of tunnel deformation, so the accuracy of predicting tunnel deformation and the promptness of response are extremely important. It is important to share construction data from workers on site and to discuss the status of the site with them. Additionally, using a Prediction and Analysis System for Tunnel Deformation (PAS-Def), which integrates displacement measurement data, numerical analysis techniques, and a Drilling Survey System (DRISS), which utilizes the rock driller's boring data, we can easily and quickly predict deformation.



Portable blast protection balloon in use

PAS-Def conceptual diagram

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NISHIMATSU CONSTRUCTION CO., LTD. Corporate Report 2017

# Stepping up Efforts to Be a Company with

-For the Next Generation and the Future of the Planet-

### Achieving Our Vision

In order to achieve our three goals of stepping up efforts to be a company with advanced environmental management, establishing the foundations to maintain environmental compliance and ensuring they last, and actively engaging in the environmental solutions business, we have been formulating medium-term management plans regarding the environment since fiscal 2015, and vigorously promote CO<sub>2</sub> reduction, biodiversity preservation, and the 3Rs of construction waste materials in our business activities.

On March 30, 2016, we received Eco-First certification from the Minister of the Environment for our initiatives

toward becoming an environmentally advanced company within our industry.



### The Four Initiatives of Our Eco-First Mission

### Becoming carbon-free

### Reducing $CO_2$ emissions in construction work

The main sources of  $CO_2$  emissions from our construction sites are electrical power consumption for powering construction machinery operated mainly at dams, tunnels and shield tunnels, in addition to consumption of diesel fuel for construction equipment and transportation vehicles.

One of our first efforts to reduce CO<sub>2</sub> emissions was to switch to biodiesel fuel (BDF) for our construction equipment, with approximately 150,000 liters of BDF used in fiscal 2016. Additionally, in the area of electric power, we made progress in switching to LEDs for temporary lighting at construction sites as well as for construction site offices and Company buildings. With regard to mountain tunnels, we have started a CO<sub>2</sub> Reduction Project for systematically decreasing electric power consumption.



LED lighting inside shield tunnel construction sites

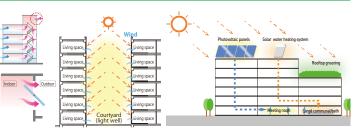
In fiscal 2016, two construction sites adopted a demand monitoring system that provides data allowing us to check the status of electrical power usage accompanying work tasks. Going forward, we will continue to develop the system in order to put it into wider practice in fiscal 2018.

### Environmentally conscious designs

We are also using environmentally conscious plans in the buildings that we design and construct. The Hiyoshi International Dormitory at Keio University received an "S" ranking from CASBEE, indicating high approval for its overall environmental performance. (Acquired A+ rank from Japan Habitat Evaluation and Certification Program (JHEP).)

### Reducing CO<sub>2</sub> emissions from work other than construction work

By the end of fiscal 2016, we had converted nearly 100% of lighting used in our offices and buildings to LEDs. In addition, we are also working to cut  $CO_2$  emissions by using hybrid heavy machinery, holding seminars on fuel efficient driving, installing



photovoltaic panels, lowering light levels across the board in the Company, growing "green curtains," and more.



Nishimatsu Construction ECO FIELD is a system for aggregating data on CO<sub>2</sub> emissions from construction sites and partner companies. We started using this system in fiscal 2017. In the future, we will work to visually represent our environmental performance and share information with audiences inside and outside the Company.

# Advanced Environmental Management

# **2** Preserving biodiversity

## Conducting, teaching and raising awareness of biodiversity preservation, and using certified forest products

We use our own Biodiversity Assessment Checklist and identify target areas for consideration at construction sites, then engage in specific activities accordingly. We also published a guide titled, *Biodiversity? What's That!?—Learn All About It* and use it for in-house education.



## Painting cranes at dam construction sites

Birds and other animals experience significant stress when the scenery of their habitat changes. During construction, we pay particular attention to the animals around the construction site by clearing as few trees as possible and choosing building and equipment colors that match the environment.



Activities to eradicate invasive plant species (bur cucumber) Nishimatsu Construction staff also participate in volunteer activities. In fiscal 2016, staff helped with clean-up activities and invasive plant species eradication in the foothills of Mt. Fuji. (Photo provided by Fujisan Club)

# **3** Zero emissions of waste

Reducing the percentage of waste sent for final landfill disposal and promoting the adoption of the electronic manifests (e-Manifests) Construction waste is generated at construction sites. We set an ambitious target of less than 3.0% for the percentage of construction waste sent for final landfill disposal, and we achieved this target in fiscal 2016. In order to maintain this final disposal rate, we formulated our own waste sorting rules and have bolstered our 3R (reduce, reuse, recycle) practices.

Furthermore, we have switched from paper to an electronic format for the industrial waste management form (or "manifest") used when waste is generated. This switch helps with the efficient use of resources and has virtually a 100% adoption rate as of April 2017.



Waste sorting and segregation following our own sorting rules

# Promoting environmental education

Promotion of Eco Test certification, activities of "Nishimatsu Eco People," and environmental seminars/workshops

In order to raise the level of employee environmental awareness, which is the foundation of environmental management, we are offering Eco Test (a certification test for environmental specialists) and environmental seminars and environmental workshops for all employees.

At present, approximately 78% of employees have received Eco Test certification and we received the Environmental Society Certification Test Promoter Award from the Tokyo Chamber of Commerce and Industry at Eco Test Awards 2016.

Additionally, employees who have successfully passed the Eco Test receive the designation of "Nishimatsu Eco People," and are volunteering in environmental activities such as urban mining and local production for local consumption.



the Company-wide Nishimatsu Eco People meeting

Environmental Society Certification Test Promoter Award

## **Basic Philosophy**

The basic policy of the Company is to improve its corporate governance and maintain good and stable relationships with its stakeholders over the long term, in order to achieve sustainable growth of the Company and increase its corporate value over the medium to long term.

Based on this policy, we will create structures that lead to the acceleration of decision-making and strengthen supervision by the Board of Directors and our business execution systems.

## Our Corporate Governance System

## Company with an Audit and Supervisory Committee

With the goal of increasing the proportion of external directors on the Board of Directors and strengthening management oversight functions, we have chosen to be a company with an Audit and Supervisory Committee.

In addition, we have introduced an executive officer system to accelerate management-related decision-making of the Board of Directors and strengthen our business execution systems.

## External Directors

We believe that the roles and responsibilities of external directors are important for strengthening corporate governance. Consequently, in the Initiatives on Corporate Governance by Nishimatsu Construction Co., Ltd., we have stipulated the following roles and responsibilities for our external directors so that the supervising functions of the Board of Directors can be executed to the fullest extent.

- (1) Provide appropriate advice, based on knowledge of and experience in management policies and improvements.
- (2) Provide management supervision by participating in decision-making on appointment/dismissal of managers, in addition to other important matters of the Board of Directors.

- (3) Carry out supervision of conflicts of interest between the Company, Company management and controlling shareholders.
- (4) From a standpoint independent of Company management and controlling shareholders, appropriately represent minority and other shareholder opinions in the Board of Directors deliberations.

In order for external directors to fulfill the above roles and responsibilities, the independence of said directors is very important. Consequently, candidates for external director shall be selected according to Criteria for Determining the Independence of External Directors, and shall be chosen as individuals judged to be independent from the Company and without the potential for conflicts of interest with general shareholders.

Furthermore, in addition to independence, said directors shall be selected for their expected contributions to candid, active and constructive debate on the Board of Directors.

Please see the Corporate Governance section of our website (https://www.nishimatsu.co.jp/eng/company/business.html) for information on Initiatives on Corporate Governance by Nishimatsu Construction Co., Ltd. and Criteria for Determining the Independence of External Directors.

## Analysis and Review of the Overall Efficacy of the Board of Directors

In order to confirm whether the Board of Directors is appropriately fulfilling its duties for promoting sustainable corporate growth and increasing corporate value, we carry out analysis and review of the board's efficacy once a year and strive to strengthen and improve its functions.

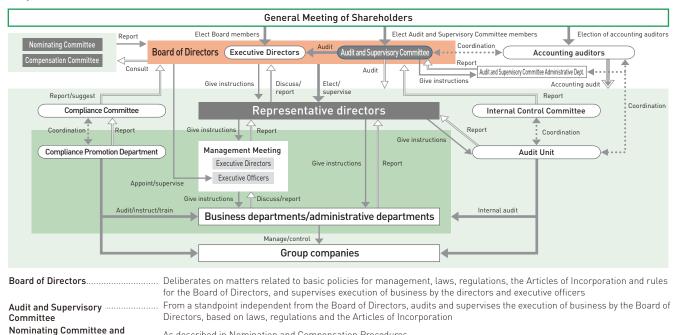
Changes to Our Corporate Governance Framework

An overview of the results of analysis and review of the Board of Directors' efficacy is available in our Corporate Governance Report (Japanese only). Please see "Initiatives on Corporate Governance by Nishimatsu Construction Co., Ltd." in the Corporate Governance section of our website (https://www.nishimatsu.co.jp/eng/ company/business.html) for information on our corporate governance initiatives.

| Composition of the<br>Board of Directors | Number of Board of<br>Directors members<br>stipulated in the Articles<br>of Incorporation:<br>No more than 37 | June 2006:<br>Revised number of Board<br>of Directors members in<br>the Articles of<br>Incorporation to no more<br>than 10<br>June 2006:<br>Executive officer system |                                     | June 2016:<br>Revised number of directors (excluding Audit and<br>Supervisory Committee members) in the Articles of<br>Incorporation to no more than 8<br>Revised number of directors (Audit and Supervisory<br>Committee members) to no more than 6 |
|--|---|--|-------------------------------------|--|
| External directors                       |   |  | June 2009:<br>External directors: 2 | June 2016:<br>External directors (Audit and Supervisory<br>Committee members): 3   |
| External auditors                        | June 1995:<br>External auditors: 2  |  |                                     |  |
| Voluntary meetings                       | Management Meeting  |  |                                     |  |
| Voluntary advisory bodies                |   |  | June 2009: Nominating Committee     |  |
|  |   |  | June 2009: Compensation Committee   |  |
|  | Introduced t  | 2006: June<br>he executive Electi<br>system external   | on of Transitioned to               | e 2016:<br>• a company with<br>ervisory Committee  |

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## **Corporate Governance Framework**



Compensation Committee and ...... As described in Nomination and Compensation Procedures

 Management Meeting
 Reviews matters related to the execution of business, in addition to matters to be brought up to the Board of Directors

 Internal Control Committee
 Reviews matters related to internal control, promotes and upholds the processes of internal control, and manages

 Compliance Committee
 Responds to various issues related to compliance

## Nomination and Compensation Procedures

## **Nominating Committee**

To contribute to building an appropriate management structure, we have instituted a Nominating Committee for the nomination of executive directors and executive officers.

The Nominating Committee accepts inquiries from the Board of Directors, and prepares reports on appointing/dismissing directors, selecting representative directors, appointing the president, and appointing/dismissing and promoting/demoting executive officers.

The Board of Directors accepts these reports from the Nominating Committee and makes final decisions.

## **Compensation Committee**

To ensure transparency and objectivity regarding compensation decisions, we have instituted a Compensation Committee on compensation decisions for executive directors and executive officers.

The Compensation Committee accepts inquiries from the Board of Directors and prepares reports on individual compensation for directors and executive officers. The Board of Directors accepts these reports from the Compensation Committee and makes final decisions.

## Attendance Rate of External Directors at Board of Directors Meetings, Audit and Supervisory Committee Meetings, and Board of Statutory Auditors Meetings (Fiscal 2016)

| Classification                              | Number of meetings held | Average rate of attendance |
|---|-------------------------|----------------------------|
| Board of Directors meetings                 | 22                      | 100%                       |
| Audit and Supervisory<br>Committee meetings | 11                      | 100%                       |
| Board of Statutory<br>Auditors meetings     | 5                       | 90%                        |

Note: Since the transition to a company with an Audit and Supervisory Committee happened in June 2016, attendance figures are given for both Audit and Supervisory Committee meetings and Board of Statutory Auditors meetings.

## **Composition of the Nominating Committee**

|                          | - · · · · · · · · · · · · · · · · · · ·                          |                 |
|--------------------------|--|-----------------|
| Committee<br>chairperson | External Director<br>(Audit and Supervisory<br>Committee member) | Koji Mino       |
| Member                   | Director (Audit and Supervisory<br>Committee member)             | Uichi Mizuguchi |
| Member                   | External Director<br>(Audit and Supervisory<br>Committee member) | Kiyomi Kikuchi  |
| Member                   | External Director (Audit and<br>Supervisory Committee member)    | Jun Ikeda       |
| Member                   | Executive Director   | Akira Maeda     |

## **Composition of the Compensation Committee**

| Committee<br>chairperson | External Director<br>(Audit and Supervisory<br>Committee member) | Kiyomi Kikuchi  |
|--------------------------|--|-----------------|
| Member                   | Director<br>(Audit and Supervisory<br>Committee member)          | Uichi Mizuguchi |
| Member                   | External Director<br>(Audit and Supervisory<br>Committee member) | Koji Mino       |
| Member                   | External Director<br>(Audit and Supervisory<br>Committee member) | Jun Ikeda       |
| Member                   | Executive Director   | Yuichi Kono     |

## Board Members' Remuneration (Fiscal 2016)

| Classification  | Number of board<br>members receiving<br>remuneration | Total amount of remuneration |
|---|--|------------------------------|
| Directors (excluding Audit and<br>Supervisory Committee<br>members) | 10   | ¥234 million                 |
| Directors (Audit and<br>Supervisory Committee<br>members)           | 4  | ¥31 million                  |
| Statutory auditors  | 4  | ¥12 million                  |

Notes: 1. Number of board members receiving remuneration includes four statutory auditors who retired in June 2016.

Remuneration for statutory auditors is for the period prior to the transition to a company with an Audit and Supervisory Committee, while the remuneration for directors (Audit and Supervisory Committee members) is for the period after the transition to a company with an Audit and Supervisory Committee.

# Compliance

Basic Compliance Policy We have stipulated our basic compliance policy based on our Company Motto of "Courage, Courtesy, and Justice," with the strong conviction that "adherence to laws and ethics are the engine of sustainable growth for our company." Furthermore, we printed the basic compliance policy on compliance cards, which we recommend all employees carry so that they can review the compliance policy at any time.



Compliance card

Compliance Promotion System In our compliance promotion system, the heads of each division at the Head Office, the general managers at each regional headquarters, and the presidents of affiliated companies have been appointed as persons in charge of compliance under the Compliance Promotion Department. We are working to publicize and raise awareness about compliance through training and other measures. Furthermore, we established our Compliance Committee chaired by an expert from outside the Company. The committee fulfills functions such as resolving various compliance-related problems. It also makes proposals and recommendations, and provides guidance and training for the Board of Directors. The Compliance Promotion Department acts as the administrative office for the Compliance Committee and works to coordinate with committee activities.

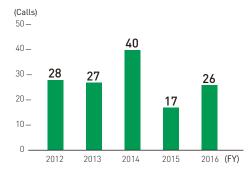
## Whistleblower System and External Consultation Hotline

We have established the Nishimatsu Hotline internal reporting system to improve our corporate culture and deter misconduct, and the Workplace Hotline that enables employees to contact an external professional organization regarding human relations in the workplace or mental health issues.

## **Compliance Training**

Our group training features group discussions about concrete examples in the workplace. We also implement e-training to disseminate information on changes to the law or internal regulations, while conducting tests to check employee understanding, the results of which we then analyze to make improvements.

## Calls to the Nishimatsu Hotline



# **Risk Management**

Basic Philosophy In order to properly manage risk in the Nishimatsu Construction Group, we have established the Risk & Crisis Management Rules and will strive to minimize losses and ensure sustainable growth. Accurately grasping the nature of various risks surrounding our business activities will also enable us to develop appropriate responses to emergencies and unexpected problems.

## Company-Wide Risk Management System

Each fiscal quarter, individual risks are assessed by the responsible departments; then the Audit Unit holds hearings with each department to verify these assessments. The Internal Control Committee then judges these assessments from the perspective of efficacy toward establishing and implementing risk management practices. If necessary, the committee has the department in question define risk levels and revise risk evaluation standards. Furthermore, with regard to the manifestation of high risks, concrete countermeasures are devised and monitoring is carried out to verify and follow the progress of said measures. This ensures thorough risk management to minimize the possibility of risk manifestation and reduce the effect such risk has on operations.

## **Risk Management System**



## **Basic Concept**

We implement a CSR management policy of building win-win relationships with all of our stakeholders, and work toward the 7 + 1 CSR Action Items in response to social issues in order to achieve N-Vision 2020, our company's vision for the year 2020. We set targets and KPIs for each initiative, and verify the level of achievement to implement CSR management.

## **Review of Activities**

We conducted a review of our fiscal 2016 CSR activities. We will move forward with activities during fiscal 2017 by taking measures to respond to issues that have emerged from the review and going through the PDCA cycle.

| iscal 2016 Review  | Self-eval  | uation: $\bigcirc$ = Achieved, $\bigcirc$ = Mostly achieved, $\triangle$  | = Not achieve   |
|--|--|---|-----------------|
| The 7+1 CSR Action Items (Vision for 2020)   | Activity review  | Issues emerging from the review   | Self-evaluation |
| <ul> <li>I. Construction and Customers</li> <li>Providing the highest level of construction<br/>work and maximizing the quality of services</li> <li>Ensuring maximum satisfaction for all customers</li> </ul>  | We received high evaluations of an average of 80<br>points or higher in ratings for public works<br>projects under the control of the Ministry of Land,<br>Infrastructure, Transport and Tourism and "A"<br>ratings on surveys from more than 80% of<br>construction customers.  | We need to analyze the factors behind<br>the high evaluations and roll them out<br>nationwide to maintain and improve our<br>construction capabilities.   | O               |
| <ul> <li>I. Safety and Health</li> <li>Achieving the goal of zero occupational injuries</li> <li>Eliminating long working hours and creating comfortable workplaces</li> </ul>   | There were nine fewer injuries requiring four or<br>more days of absence from work compared with<br>fiscal 2015. This was one factor in our very good<br>safety score.<br>In order to solve the problem of long working<br>hours, we had employees utilize overtime planning<br>charts indicating expected overtime hours and we<br>carried out monitoring activities at work sites. | We need to work to prevent injuries<br>caused by unsafe facilities and unsafe<br>actions.<br>We need to improve employee awareness<br>of reducing long work hours.                                    | O               |
| <ul> <li>Investing vigorously in human Rights</li> <li>Investing vigorously in human resources to<br/>ensure sustainability</li> <li>Increasing employee satisfaction in order to<br/>retain personnel</li> </ul>  | We did not meet our target for acquiring<br>certifications, which is one of the indicators of<br>"investing vigorously in human resources."<br>We carried out an employee satisfaction survey in<br>order to understand ways of "increasing employee<br>satisfaction."   | We need to raise individual awareness of acquiring professional qualifications.   | 0               |
| <ul> <li>IV. Governance</li> <li>Establishing corporate governance to achieve accountability</li> <li>Earning trust by visualizing operations and organization</li> <li>Ensuring thorough compliance</li> <li>Securing business sustainability and becoming a trustworthy company through complete risk control</li> </ul> | We thoroughly conducted screenings to completely<br>shut out any connection with antisocial forces.<br>We conducted effective, practical training to<br>prevent harassment.  | We need to be more alert on a daily basis<br>for greater caution.<br>We need to raise awareness of<br>compliance among all employees,<br>including regional headquarters<br>employees and temp staff. | 0               |
| <ul> <li>V. Environment</li> <li>Stepping up efforts to be a company with advanced environmental management</li> <li>Establishing the foundations to maintain environmental compliance and ensuring they last</li> <li>Actively engaging in the environmental solutions business</li> </ul>                                | We implemented CO <sub>2</sub> reduction measures by<br>promoting LED temporary lighting and encouraging<br>the adoption of biodiesel fuel (BDF).<br>At each construction site, we carried out 3R<br>activities (minimizing mixed waste, waste<br>plastic and ceramic glass) based on Nishimatsu<br>Construction's waste sorting rules.  | There were some cases of waste sorting that fell below standard levels of practice in sorting rules.  | O               |
| <ul> <li>VI. Local Communities and Society</li> <li>Taking an active part in society as a corporate citizen</li> <li>Making contributions by capitalizing on business skills</li> </ul>  | We established business continuity plans (BCPs) at<br>each regional headquarters.<br>We carried out BCP training assuming an<br>earthquake directly below the Tokyo metropolitan<br>area or in the Nankai trough.  | Training only covering first response<br>is inadequate.<br>We need disaster simulation drills at the<br>Head Office.  |                 |
| <ul> <li>✓II. Industry and Supply Chains</li> <li>▶ Building fair CSR supply chains</li> </ul>   | By implementing our annual order plan and receiving orders at an early date, we met our target rate of orders to N-NET members.  | Awareness of merits of strengthening<br>ties with N-NET members is not<br>sufficiently widespread.  | O               |
| Communication <ul> <li>Actively expanding CSR activities</li> <li>Maintaining appropriate CSR activities</li> </ul>  | We carried out our second CSR Awards program<br>and issued awards for seven activities chosen<br>through a points system.  | We have not established a way of raising<br>awareness and knowledge of our CSR<br>activities through our awards.  | 0               |

See our website for more details on our fiscal 2017 activities. (https://www.nishimatsu.co.jp/eng/csr/)

## Board of Directors (As of June 29, 2017)



**Representative Director and President** 

## Harusada Kondo

- Apr. 1978 Joined the Company Apr. 2005 Deputy General Manager of Kanto Branch
- . Jun. 2005
- Director, Deputy General Manager of Kanto Branch
- Jun. 2006 Executive Officer, Deputy General Manager of Kanto Branch

- Jun. 2008 Director, Managing Officer, General Manager of Kanto Branch Jun. 2009 Representative Director and President (to present), President and Chief Executive Officer (to present)
- May 2014 Chairman of National General Contractors Association of Japan (to present)



## **Representative Director**

## Akira Maeda

- Apr. 1975 Joined the Company Director, General Manager of Higashi Kanto . Jun. 2005 Branch
- Jun. 2006 Executive Officer, General Manager of
- Jun. 2007
- Higashi Kanto Branch Director, Managing Officer, General Manager of Yokohama Branch Director, Senior Managing Officer, General Manager of Yokohama Branch Patiend from the apecilien of Director Jun. 2008
- Jun. 2009 Retired from the position of Director Senior Managing Officer, General Manager of Kansai Branch
- of Kansai Bränch Senior Managing Officer, General Manager of West Japan Regional Headquarters Senior Managing Officer, General Manager of Building Division Executive Vice President and Representative Director, General Manager of Building Division Jul. 2010
- Apr. 2012
- Jun. 2012
- Executive Vice President and Representative Director, General Manager of Building Division, and in charge of Safety, Environment & Quality Apr. 2016
- Executive Vice President and Representative Apr. 2017 Director, General Manager of Building Division and Safety, Environment & Quality Division (to present)



## Director

## Makoto Isshiki

| Apr. 1984 | Joined the Company  |
|-----------|---|
| Jan. 2003 | General Manager of Building Marketing<br>Department I   |
| Apr. 2005 | General Manager of Civil Engineering,<br>Higashi Kanto Branch   |
| Apr. 2007 | General Manager of Building Marketing<br>Department I   |
| Apr. 2010 | General Manager of Building Marketing<br>Department III   |
| Jul. 2011 | General Manager of Chubu Branch,<br>West Japan Regional Headquarters  |
| Apr. 2014 | Executive Officer, Deputy General<br>Manager of Civil Engineering Division,<br>General Manager of Civil Engineering<br>Business Strategy Department |
| Apr. 2016 | Senior Managing Officer, General<br>Manager of Civil Engineering Division   |
| Jun. 2016 | Director, Senior Managing Officer,<br>General Manager of Civil Engineering<br>Division (to present)   |



#### Director

## Nobutoshi Takase

- Apr. 1980 Joined the Company Sep. 2005 General Manager of Building Department, Chubu Branch Deputy General Manager of Chubu Branch Apr. 2008
- Jul. 2008 General Manager of Building Department Executive Officer, General Manager of Building Headquarters and Building Department Apr. 2010
- Apr. 2011
- Jun. 2011
- Department Managing Officer, General Manager of Building Headquarters Director, Managing Officer, General Manager of Building Headquarters Director, Managing Officer, General Manager of Kanto Architectural Regional Headquarters Director, Senior Managing Officer, Apr. 2012
- Apr. 2017 Director, Senior Managing Officer, General Manager of Kanto Architectural Regional Headquarters (to present)



## Director

## Yoshiyuki Sawai

- Apr. 1980 Joined Fuji Bank, Ltd.
- Executive Officer, General Manager of Corporate Planning Mizuho Bank, Ltd. Mar. 2006
- Apr. 2007 Executive Officer, General Manager of Corporate Business Mizuho Bank, Ltd.
- Executive Officer, General Manager of Shibuya Branch Mizuho Bank, Ltd. Apr. 2008
- Jun. 2010 Director of the Company
- Director, Managing Officer, General Manager of Development Business & Real Estate Headquarters Apr. 2011
- Director, Managing Officer, General Manager of Development Business & Real Estate Division (to present) Apr. 2012



Director

## Akira Matsumoto

| Apr. 1977 | Joined the Company   |
|-----------|--|
| Jan. 2002 | General Manager of Civil Engineering,<br>Kyushu Branch                                   |
| Apr. 2004 | Deputy General Manager, Kyushu<br>Branch   |
| May 2005  | General Manager of Civil Engineering<br>Headquarters                                     |
| Apr. 2008 | Deputy General Manager, Overseas<br>Branch   |
| Jun. 2009 | General Manager, Overseas Branch   |
| Apr. 2011 | Executive Officer, General Manager of International Headquarters                         |
| Apr. 2013 | Managing Officer, General Manager of International Headquarters                          |
| Apr. 2014 | Managing Officer, General Manager of International Division                              |
| Jun. 2014 | Director, Managing Officer, General<br>Manager of International Division (to<br>present) |



Director

## Yuichi Kono

| Apr. 1980 | Joined the Company  |
|-----------|---|
| Apr. 2005 | Deputy General Manager of Finance & Accounting Department   |
| Apr. 2008 | Deputy General Manager of Audit Unit,<br>Deputy General Manager of Finance &<br>Accounting Department |
| Mar. 2009 | General Manager of Audit Unit   |
| May 2009  | General Manager of General Affairs<br>Department  |
| Apr. 2012 | Executive Officer, Chief of the President Office  |
| Apr. 2015 | Managing Officer, General Manager of<br>Management Division, and in charge of<br>Investor Relations   |
| lun 2015  | Director Managing Officer General   |

Jun. 2015 Director, Managing Officer, General Manager of Management Division, and in charge of Investor Relations (to present)



Director (Audit and Supervisory Committee Member) (Full-time)

Apr.

Jun Jun

Jun Apr.

Jun

Apr.

Jun

## Uichi Mizuguchi

| : 1972 | Joined the Company  |
|--------|---|
| . 2006 | Executive Officer, General Manager of<br>Civil Engineering Marketing Department                           |
| . 2007 | Managing Officer, General Manager of<br>Civil Engineering Marketing Department                            |
| . 2009 | Senior Managing Officer, Deputy<br>General Manager of Marketing Division                                  |
| 2010   | Senior Managing Officer, General<br>Manager of Civil Engineering<br>Headquarters                          |
| . 2010 | Director, Senior Managing Officer,<br>General Manager of Civil Engineering<br>Headquarters                |
| 2012   | Director, Senior Managing Officer,<br>General Manager of Civil Engineering<br>Division                    |
| . 2012 | Executive Vice President and Representative<br>Director, General Manager of Civil<br>Engineering Division |

Executive Vice President and Representative Director, General Manager of Civil Engineering Division and Safety, Environment & Quality Division Apr. 2015

- Apr. 2016 Representative Director
- Director (Audit and Supervisory Committee Member) (to present) Apr. 2016



External Director (Audit and Supervisory Committee Member)

## Koji Mino

| Apr. 1979 | Joined Japan Development Bank<br>(current Development Bank of Japan<br>Inc.) |
|-----------|--|
| Mar. 2000 | Deputy General Manager of Kansai<br>Branch, Japan Development Bank           |
| Mar. 2001 | Seconded to The Japan Economic<br>Research Institute                         |
| Jun. 2003 | Executive Director of The Japan<br>Economic Research Institute               |
| Apr. 2005 | Seconded to PLUS Corporation   |
| Apr. 2011 | Director, Institute Educational Environment                                  |
| Jun. 2011 | Retired from Development Bank of Japan Inc.                                  |
| May 2013  | Auditor, Jalec Co., Ltd. (to present)  |
| Jun. 2014 | Auditor, AERAHOME, Co., Ltd.   |
| Jun. 2015 | External Director of the Company   |
| Jun. 2016 | External Director (Audit and Supervisory Committee Member) (to present)      |
| Jan. 2017 | Auditor, Tokyo Telemarketing Inc. (to  |

- present) Director and General Manager of General Affairs Department, Kyoritsuikueikai Educational Corporation (to present) Mar. 2017



External Director (Audit and Supervisory Committee Member)

## Kiyomi Kikuchi

- Joined The Dai-Ichi Kangyo Bank, Limited Apr. 1986 Apr. 1999 Asahi Law Offices (registered in Tokyo Bar Association) Graduated from Law school at Columbia Mar. 2002
- University Sep. 2002 Allen & Overy (London)
- May 2003
- Acquired attorney license at New York State
- Oct. 2003 Asahi Law Offices Sep. 2004
- TAIYO LAW OFFICE (current Paul Hastings LLP.)
- Sep. 2006 JPMorgan Securities Japan Co., Ltd. Apr. 2008 Attorney, TMI Associates (to present) Jun. 2015 External Director of the Company
- Mar. 2016 Outside Auditor, Nissay Asset Management Corporation (to present) Jun. 2016 External Director (Audit and Supervisory
- Committee Member) of the Company (to present) Outside Auditor, GECOSS CORPORATION (to present)



External Director (Audit and Supervisory Committee Member)

## Jun Ikeda

- Apr. 1976 Joined Mitsubishi Corporation Dec. 1998 General Manager, Commodity Chemicals Division, US Mitsubishi Headquarters (New York)
- (New York) Corporate Planning Division, Business Development Division, Mitsubishi Corporation General Manager of Advanced Science Division, Mitsubishi Corporation Executive Officer, Mitsubishi Corporation Deviced Fore Mitsubishi Corporation May 2003
- Jun. 2005
- Apr. 2006 Jun. 2009 Retired from Mitsubishi Corporation President and Representative Director, Mitsubishi Shoji Foodtech Co., Ltd.
- Nov. 2012 President and CEO, Mitsubishi Corporation Life Sciences Limited President and CEO, KOHJIN Life Sciences Co., Ltd.
- Jul. 2015 Advisor, Mitsubishi Corporation Life Sciences Limited
- Jun. 2016 External Director (Audit and Supervisory Committee Member) of the Company (to present)
  - Outside Director, SODA NIKKA CO., LTD. (to present)

# **Financial section**

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# **Consolidated Balance Sheet**

Nishimatsu Construction Co., Ltd. and Consolidated Subsidiaries March 31, 2016 and 2017

|  | Millions | Thousands of U.S. dollars (Note 6 |            |
|--|----------|-----------------------------------|------------|
| —  | 2016     | 2017                              | 2017       |
| Assets                                   |          |                                   |            |
| Current assets:                          |          |                                   |            |
| Cash and time deposits (Notes 2 and 16)  | ¥ 27,904 | ¥ 39,027                          | \$ 347,863 |
| Marketable securities                    | 39       | 61                                | 540        |
| Notes and accounts receivable, trade:    |          |                                   |            |
| Notes (Notes 12 and 16)                  | 4,990    | 2,350                             | 20,943     |
| Accounts (Note 16)                       | 138,924  | 155,225                           | 1,383,591  |
| Allowance for doubtful accounts (Note 2) | (167)    | (168)                             | (1,497)    |
| Inventories (Note 2)                     | 9,512    | 7,751                             | 69,090     |
| Deferred income taxes (Notes 2 and 10)   | 3,924    | 2,705                             | 24,114     |
| Advance paid                             | 14,757   | 16,455                            | 146,670    |
| Other current assets                     | 5,118    | 4,562                             | 40,668     |
| <br>Total current assets                 | 205,000  | 227,968                           | 2,031,982  |

## Investments and other assets:

| Investment securities (Notes 2, 7, 12 and 16)        | 64,930 | 65,599 | 584,714 |
|--|--------|--------|---------|
| Investments in subsidiaries and affiliates (Note 12) | 831    | 796    | 7,096   |
| Others   | 5,142  | 6,335  | 56,466  |
| Allowance for doubtful accounts (Note 2)             | (108)  | (104)  | (929)   |
| Total investments and other assets                   | 70,795 | 72,626 | 647,347 |

## Property and equipment (Notes 2 and 12):

| Land                         | 46,179   | 48,403   | 431,438     |
|------------------------------|----------|----------|-------------|
| Buildings                    | 54,649   | 62,433   | 556,493     |
| Machinery and equipment      | 8,918    | 9,071    | 80,854      |
| Accumulated depreciation     | (34,207) | (34,827) | (310,427)   |
| Total property and equipment | 75,539   | 85,080   | 758,358     |
| Total assets                 | ¥351,334 | ¥385,674 | \$3,437,687 |

|   | Millions of yen               |                              | Thousands of U.S. dollars (Note    |  |
|---|-------------------------------|------------------------------|------------------------------------|--|
|   | 2016                          | 2017                         | 2017                               |  |
| abilities and Net assets  |                               |                              |                                    |  |
| Irrent liabilities:   |                               |                              |                                    |  |
| Short-term debt (Notes 8 and 16)  | ¥ 11,889                      | ¥ 17,114                     | \$ 152,542                         |  |
| Current portion of long-term debt (Notes 8 and 16)  | 15,634                        | 631                          | 5,623                              |  |
| Notes and accounts payable, trade:  |                               |                              |                                    |  |
| Notes (Note 16)   | 36,194                        | 47,188                       | 420,609                            |  |
| Accounts (Note 16)  | 45,637                        | 47,003                       | 418,961                            |  |
| Advances received on uncompleted contracts  | 7,691                         | 15,044                       | 134,090                            |  |
| Provision for warranties for completed construction (Note 2)  | 1,064                         | 2,101                        | 18,728                             |  |
| Provision for bonuses (Note 2)  | 2,524                         | 2,845                        | 25,359                             |  |
| Provision for loss on construction contracts (Note 2)   | 1,680                         | 805                          | 7,175                              |  |
| Accrued income taxes  | 1,716                         | 5,963                        | 53,147                             |  |
| Employees' deposits   | 6,307                         | 7,227                        | 64,418                             |  |
| Provision for loss on real estate business and other (Note 2)   | 17                            | 7                            | 62                                 |  |
| Deposits received   | 15,050                        | 20,277                       | 180,734                            |  |
| Other current liabilities   | 3,757                         | 4,363                        | 38,897                             |  |
| Total current liabilities   | 149,160                       | 170,568                      | 1,520,345                          |  |
|   |                               |                              |                                    |  |
| ong-term liabilities:   |                               |                              |                                    |  |
| ng-term liabilities:<br>Long-term debt (Notes 8 and 16)   | 25,653                        | 25,100                       | 223,728                            |  |
| -   | 25,653<br>11,206              | 25,100<br>9,744              | 223,728<br>86,857                  |  |
| Long-term debt (Notes 8 and 16)   |                               |                              | ,                                  |  |
| Long-term debt (Notes 8 and 16)<br>Net defined benefit liability  | 11,206                        | 9,744                        | 86,857                             |  |
| Long-term debt (Notes 8 and 16)<br>Net defined benefit liability<br>Deferred income taxes (Notes 2 and 10)  | 11,206<br>4,983               | 9,744<br>5,528               | 86,857<br>49,272                   |  |
| Long-term debt (Notes 8 and 16)<br>Net defined benefit liability<br>Deferred income taxes (Notes 2 and 10)<br>Provision for environmental measures (Note 2)   | 11,206<br>4,983<br>227        | 9,744<br>5,528<br>309        | 86,857<br>49,272<br>2,757          |  |
| Long-term debt (Notes 8 and 16)<br>Net defined benefit liability<br>Deferred income taxes (Notes 2 and 10)<br>Provision for environmental measures (Note 2)<br>Asset retirement obligations (Note 18) | 11,206<br>4,983<br>227<br>236 | 9,744<br>5,528<br>309<br>389 | 86,857<br>49,272<br>2,757<br>3,468 |  |

| Retained earnings                                   | 90,202   | 104,982  | 935,749     |
|---|----------|----------|-------------|
| Treasury stock, at cost                             | (306)    | (1,578)  | (14,067)    |
| Unrealized gain on available-for-sale securities    | 21,205   | 20,727   | 184,753     |
| Equity adjustment from foreign currency translation | 84       | (47)     | (415)       |
| Remeasurements of defined benefit plans             | (1,762)  | (575)    | (5,122)     |
| Non-controlling interests                           | 2,437    | 1,985    | 17,689      |
| Total net assets                                    | 156,154  | 169,788  | 1,513,400   |
| Total liabilities and net assets                    | ¥351,334 | ¥385,674 | \$3,437,687 |
|   |          |          |             |

# **Consolidated Statement of Income**

Nishimatsu Construction Co., Ltd. and Consolidated Subsidiaries For the years ended March 31, 2016 and 2017

|  | Millions o | Thousands of U.S. dollars (Note & |             |
|--|------------|-----------------------------------|-------------|
|  | 2016       | 2017                              | 2017        |
| Net sales (Note 2):                                    |            |                                   |             |
| Completed construction contract                        | ¥298,485   | ¥305,041                          | \$2,718,964 |
| Real estate business and other                         | 10,341     | 10,187                            | 90,806      |
|  | 308,826    | 315,228                           | 2,809,770   |
| Cost of sales (Notes 2 and 13):                        |            |                                   |             |
| Cost of completed construction contract                | 270,568    | 265,962                           | 2,370,638   |
| Cost of real estate business and other                 | 7,154      | 7,007                             | 62,455      |
|  | 277,722    | 272,969                           | 2,433,093   |
| Gross profit   |            | 42,259                            | 376,677     |
| selling, general and administrative expenses (Note 13) | 14,920     | 16,999                            | 151,525     |
| Income from operations                                 |            | 25,260                            | 225,152     |
|  |            |                                   |             |
| other income (expenses):                               |            |                                   |             |
| Interest and dividend income                           | 1,041      | 1,098                             | 9,786       |
| Interest expenses                                      | (547)      | (456)                             | (4,066)     |
| Financing expenses                                     | (166)      | (38)                              | (335)       |
| Gain on sales of investment securities                 | 1          | 1,704                             | 15,191      |
| Head office relocation expenses                        | (31)       | -                                 | -           |
| Loss on retirement of non-current assets               | (223)      | (34)                              | (301)       |
| Gain (loss) on sales of fixed assets                   | (853)      | 4                                 | 37          |
| Provision for environmental measures                   |            | (82)                              | (735)       |
| Loss on valuation of investment securities             | (37)       | (51)                              | (450)       |
| Loss of rebuilding                                     | (385)      | (252)                             | (2,249)     |
| Foreign currency exchange loss                         | (576)      | (677)                             | (6,036)     |
| Settlement package                                     | (11)       | (234)                             | (2,085)     |
| Compensation income                                    |            | 417                               | 3,715       |
| Loss on impairment of long-live assets                 | (496)      | _                                 | _           |
| Other-net  | . ,        | 263                               | 2,340       |
|  | (1,976)    | 1,662                             | 14,812      |
| Profit before income taxes                             | 14,208     | 26,922                            | 239,964     |
| ncome taxes (Notes 2 and 10):                          |            |                                   |             |
| Current  | 2,787      | 6,863                             | 61,171      |
| Deferred   | ,          | 0,003<br>1,210                    | 10,787      |
| Deletted   | (1,268)    | 8,073                             | 71,958      |
|  |            | ·                                 |             |
| Profit   | 15,476     | 18,849                            | 168,006     |
| oss attributable to non-controlling interests          | (877)      | (362)                             | (3,229)     |
| Profit attributable to owners of parent                | ¥ 14,599   | ¥ 19,211                          | \$ 171,235  |

|                                       | Yen    |        | U.S. dollars |
|---------------------------------------|--------|--------|--------------|
| Per share of common stock (Note 20):  |        |        |              |
| Profit (loss)                         | ¥52.71 | ¥69.63 | \$0.621      |
| Cash dividends applicable to the year | 16.00  | 21.00  | 0.187        |

# **Consolidated Statement of Comprehensive Income**

## Nishimatsu Construction Co., Ltd. and Consolidated Subsidiaries For the years ended March 31, 2016 and 2017

|  | Millions o | Thousands of<br>U.S. dollars (Note 6) |           |
|--|------------|---------------------------------------|-----------|
| —  | 2016       | 2017                                  | 2017      |
| Profit   | ¥15,476    | ¥18,849                               | \$168,006 |
| Other comprehensive income:                                    |            |                                       |           |
| Unrealized gain on available-for-sale securities               | (6,555)    | (478)                                 | (4,257)   |
| Equity adjustment from foreign currency translation            | (289)      | (217)                                 | (1,932)   |
| Remeasurements of defined benefit plans                        | 743        | 1,187                                 | 10,581    |
|  | (6,101)    | 492                                   | 4,392     |
| Comprehensive income   | ¥ 9,375    | ¥19,341                               | \$172,398 |
| Comprehensive income attributable to:                          |            |                                       |           |
| Comprehensive income attributable to owners of parent          | ¥ 8,646    | ¥19,790                               | \$176,396 |
| Comprehensive income attributable to non-controlling interests | 729        | (449)                                 | (3,998)   |

# **Consolidated Statement of Changes in Net Assets**

## Nishimatsu Construction Co., Ltd. and Consolidated Subsidiaries For the years ended March 31, 2016 and 2017

|  |                 | Millions of yen    |                      |                            |   |  |   |                              |                     |
|--|-----------------|--------------------|----------------------|----------------------------|---|--|---|------------------------------|---------------------|
|  | Common<br>stock | Capital<br>surplus | Retained<br>earnings | Treasury<br>stock, at cost | Unrealized<br>gain on<br>available-for-sale<br>securities | Equity<br>adjustment from<br>foreign currency<br>translation | Remeasurements<br>of defined<br>benefit plans | Non-controlling<br>interests | Total<br>net assets |
| Balance at April 1, 2015                             | ¥23,514         | ¥20,780            | ¥ 78,373             | ¥ (299)                    | ¥27,759   | ¥225   | ¥(2,504)                                      | ¥1,706                       | ¥149,554            |
| Dividends declared                                   |                 |                    | (2,770)              |                            |   |  |   |                              | (2,770)             |
| Profit attributable to owners of<br>parent           |                 |                    | 14,599               |                            |   |  |   |                              | 14,599              |
| Purchase of treasury stock                           |                 |                    |                      | (7)                        |   |  |   |                              | (7)                 |
| Net changes of items other than shareholder's equity |                 |                    |                      |                            | (6,554)   | (141)  | 742   | 731                          | (5,222)             |
| Balance at April 1, 2016                             | ¥23,514         | ¥20,780            | ¥ 90,202             | ¥ (306)                    | ¥21,205   | ¥ 84   | ¥(1,762)                                      | ¥2,437                       | ¥156,154            |
| Dividends declared                                   |                 |                    | (4,431)              |                            |   |  |   |                              | (4,431)             |
| Profit attributable to owners of<br>parent           |                 |                    | 19,211               |                            |   |  |   |                              | 19,211              |
| Purchase of treasury stock                           |                 |                    |                      | (1,272)                    |   |  |   |                              | (1,272)             |
| Net changes of items other than shareholder's equity |                 |                    |                      |                            | (478)   | (131)  | 1,187   | (452)                        | 126                 |
| Balance at March 31, 2017                            | ¥23,514         | ¥20,780            | ¥104,982             | ¥(1,578)                   | ¥20,727   | ¥ (47)   | ¥ (575)                                       | ¥1,985                       | ¥169,788            |

|  |                 | Thousands of U.S. dollars (Note 6) |                      |                            |   |  |   |                              |                     |
|--|-----------------|------------------------------------|----------------------|----------------------------|---|--|---|------------------------------|---------------------|
|  | Common<br>stock | Capital<br>surplus                 | Retained<br>earnings | Treasury<br>stock, at cost | Unrealized<br>gain on<br>available-for-sale<br>securities | Equity<br>adjustment from<br>foreign currency<br>translation | Remeasurements<br>of defined<br>benefit plans | Non-controlling<br>interests | Total<br>net assets |
| Balance at April 1, 2016                             | \$209,588       | \$185,225                          | \$804,009            | \$ (2,726)                 | \$189,010   | \$ 748   | \$(15,703)                                    | \$21,724                     | \$1,391,875         |
| Dividends declared                                   |                 |                                    | (39,495)             |                            |   |  |   |                              | (39,495)            |
| Profit attributable to owners of<br>parent           |                 |                                    | 171,235              |                            |   |  |   |                              | 171,235             |
| Purchase of treasury stock                           |                 |                                    |                      | (11,341)                   |   |  |   |                              | (11,341)            |
| Net changes of items other than shareholder's equity |                 |                                    |                      |                            | (4,257)   | (1,163)  | 10,581  | (4,035)                      | 1,126               |
| Balance at March 31, 2017                            | \$209,588       | \$185,225                          | \$935,749            | \$(14,067)                 | \$184,753   | \$ (415)   | \$ (5,122)                                    | \$17,689                     | \$1,513,400         |

# **Consolidated Statement of Cash Flows**

Nishimatsu Construction Co., Ltd. and Consolidated Subsidiaries For the years ended March 31, 2016 and 2017

|   | Millions o                              | f yen -                                    | Thousands of U.S. dollars (Not                  |  |
|---|---|--|---|--|
|   | 2016                                    | 2017                                       | 2017  |  |
| ash flows from operating activities:  |   |  |   |  |
| Profit before income taxes  | ¥14,208                                 | ¥26,922                                    | \$239,964                                       |  |
| Adjustment for:   |   |  |   |  |
| Depreciation and amortization   | 1,862                                   | 1,825                                      | 16,268  |  |
| Loss on impairment of long-live assets  | 496                                     | -  | -   |  |
| Increase (decrease) in allowance for doubtful accounts  | (82)                                    | (4)  | (35)  |  |
| Increase (decrease) in provision for loss on construction contracts   | (4,352)                                 | (875)                                      | (7,799)   |  |
| Increase (decrease) in net defined benefit liability  | 120                                     | 251  | 2,239   |  |
| Loss (gain) on sales of investment securities   | (1)                                     | (1,705)                                    | (15,197)  |  |
| Loss (gain) on sales of property and equipment  | 853                                     | (4)  | (33)  |  |
| Interest and dividend income  | (1,041)                                 | (1,098)                                    | (9,786)   |  |
| Interest expenses   | 547                                     | 456  | 4,066   |  |
| Decrease (increase) in notes and accounts receivable  | 8,273                                   | (13,702)                                   | (122,132)                                       |  |
| Decrease (increase) in inventories  | 10,832                                  | 2,481                                      | 22,118  |  |
| Increase (decrease) in notes and accounts payable   | (20,466)                                | 12,400                                     | 110,529   |  |
| Increase (decrease) in advances received on uncompleted contracts   | (7,436)                                 | 7,376                                      | 65,742  |  |
| Others  | 2,654                                   | 9,003                                      | 80,244  |  |
| Sub-total   | 6,467                                   | 43,326                                     | 386,188   |  |
| Interest and dividend received  | 1,031                                   | 1,096                                      | 9,770   |  |
| Interest paid   | (553)                                   | (496)                                      | (4,423)   |  |
| Income taxes paid   | (2,824)                                 | (3,163)                                    | (28,192)  |  |
| Net cash provided by (used in) operating activities   | 4,121                                   | 40,763                                     | 363,343   |  |
| Payment for purchases of marketable and investment securities<br>Proceeds from sale of marketable and investment securities<br>Purchase of shares of subsidiaries resulting change in scope of consolidation<br>Acquisition of property and equipment<br>Proceeds from sale of property and equipment | (1,181)<br>179<br>-<br>(9,828)<br>1,080 | (3,449)<br>2,923<br>(862)<br>(11,180)<br>4 | (30,742)<br>26,050<br>(7,683)<br>(99,651)<br>40 |  |
| Payments of loans receivable  | (15)                                    | (1,651)                                    | (14,714)  |  |
| Proceeds from collection of loans   | 53                                      | 323  | 2,875   |  |
| Net decrease (increase) in time deposits  | 150                                     | _  | _   |  |
| Others  | (126)                                   | (54)                                       | (481)   |  |
| Net cash provided by (used in) investing activities   | (9,688)                                 | (13,946)                                   | (124,306)                                       |  |
| ash flows from financing activities:  |   |  |   |  |
| Net increase (decrease) in short-term loans   | 188                                     | 5,292                                      | 47,166  |  |
| Borrowing of long-term debt   | _                                       | 100  | 891   |  |
| Repayment of long-term debt   | (25,107)                                | (5,611)                                    | (50,012)  |  |
| Proceeds from issuance of bonds   | 25,000                                  | _  | -   |  |
| Redemption of bonds   | (825)                                   | (10,000)                                   | (89,135)  |  |
| Cash dividends paid   | (2,764)                                 | (4,420)                                    | (39,398)  |  |
| Proceeds from share issuance to non-controlling shareholders  | 6                                       | _  | _   |  |
| Dividends paid to non-controlling interests   | (4)                                     | (4)  | (36)  |  |
| Others  | 545                                     | (396)                                      | (3,531)   |  |
| Net cash provided by (used in) financing activities   | (2,961)                                 | (15,039)                                   | (134,055)                                       |  |
| ffect of exchange rate changes on cash and cash equivalents   | (991)                                   | (655)                                      | (5,840)   |  |
| et increase (decrease) of cash and cash equivalents   | (9,519)                                 | 11,123                                     | 99,142  |  |
| ash and cash equivalents at beginning of year (Note 2)  | 37,423                                  | 27,904                                     | 248,721   |  |
| ash and cash equivalents at end of year (Note 2)  | ¥27,904                                 | ¥39,027                                    | \$347,863                                       |  |

## 1. Basis of presenting consolidated financial statements

(a) Nishimatsu Construction Co., Ltd. (the "Company") maintains its accounting records and prepares its financial statements in accordance with the provisions set forth in the Japanese Corporation Law and in conformity with generally accepted accounting principles and practices in Japan.

The accompanying consolidated financial statements of the Company and its consolidated subsidiaries are a translation of the audited consolidated financial statements filed with the Financial Services Agency as required by the Financial Instruments and Exchange Law.

In preparing the consolidated financial statements for the purpose of inclusion in this Annual Report, certain reclassifications and rearrangements have been made to the consolidated financial statements issued domestically in Japan in order to present these statements in a form that is more familiar to readers outside Japan. **(b) Scope of consolidation** 

The Company, its fourteen subsidiaries (of which nine are included in the scope of consolidation), and ten affiliates constitute the Nishimatsu Construction Group (the "Group"). Yoshitomi Shouji Co., Ltd., which had acquired shares, and Nishimatsu Vietnam Co., Ltd., which was established in the consolidated fiscal year ended March 31, 2017 have been included in the scope of consolidation.

Major consolidated subsidiaries are Nishimatsu Jisho Co., Ltd., and Thai Nishimatsu Construction Co., Ltd.

Major non-consolidated subsidiaries are Shimashizu Corporation Co., Ltd., SPC Research Institute for Humanity and Nature Service and Shin Urayasu Ekimae PFI. The non-consolidated subsidiaries have been excluded from the scope of consolidations as they are small in scale and the total amounts of the non-consolidated subsidiaries' assets, net sales, equity in net income/loss, and equity in retained earnings do not have a material impact on the consolidated financial statements.

## (c) Application of the equity method

The Company does not apply the equity method on investments in nonconsolidated subsidiaries and affiliated companies.

Major non-consolidated subsidiaries and affiliates are Shimashizu Corporation, SPC Research Institute for Humanity and Nature Service and Shin Urayasu Ekimae PFI, and, non-consolidated affiliates, Hamamatsu Chuo Nishi Building K.K. and Masunagagumi Co., Ltd.

These non-consolidated subsidiaries and affiliates are excluded from the application of the equity method, as each company has minimal impact on net income/loss, retained earnings and other accounts, and these companies on the whole do not have materiality.

## (d) Fiscal year end of consolidated subsidiaries

The fiscal year end of consolidated subsidiaries Thai Nishimatsu Construction Co., Ltd., Lao Nishimatsu Construction Co., Ltd., Nishimatsu Investment., Ltd., and Nishimatsu Vietnam Co., Ltd. is December 31.

Financial statements of these subsidiaries as of December 31 are included in the consolidated financial statements. However, significant transactions that occurred in the period between January 1 and March 31, the balance sheet date of the Group, have been reflected in the preparation of the consolidated financial statements.

## 2. Summary of significant accounting policies

## (a) Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits placed with banks on demand, and highly liquid investments with insignificant risk of changes in value, with maturities of three months or less when purchased.

The cash and cash equivalent balance of ¥39,027 million (\$347,863 thousand) is in the balance sheet as of March 31, 2017.

#### (b) Standard and methods of assessment of significant assets Investments in securities:

Held-to-maturity securities are either amortized or accumulated to face value.

Other securities with quoted market prices are carried at market value. The difference between the acquisition cost and the carrying value of other securities, including unrealized gains and losses, is recognized as a component of net assets and is reflected as "Unrealized gain on available-for-sale securities held for sale."

The cost of other securities sold is computed by the moving average method

Other securities without quoted market prices are stated at cost based on the moving average method.

Derivatives:

Mark-to-mark method

Inventories:

Inventories other than materials and supplies are stated at the accumulated construction cost for each project, which does not include selling, general and administrative expenses.

Materials and supplies are stated at cost determined by the moving average method.

Regarding real estate held for sale, cost of uncompleted real estate development projects and materials and supplies, when deterioration in profitability is recognized, their book values on balance sheets are devalued.

#### (c) Depreciation and amortization

Property, plant and equipment (excluding lease assets):

Property and equipment, including significant renewals and additions, are carried at cost.

The cost of property and equipment retired or otherwise disposed of and accumulated depreciation in respect thereof are eliminated from the related accounts, and the resulting gain or loss is reflected in income. Maintenance and repairs, including minor renewals and improvements, are charged to income as incurred.

Depreciation is computed generally by the declining balance method at rates based on the useful lives which is determined under the standards that confirm to the methods provided for in the corporation tax act.

The straight-line method is applied to buildings acquired after April 1, 1998 and facilities attached to buildings and structures after April 1, 2016. Intangible assets (excluding lease assets):

Intangible assets are carried at cost.

Useful lives of assets are determined based on the standards that conform to the methods provided for in the corporation tax act. Software for internal use is amortized using the straight-line method based on an internal estimate of its useful life (five years). Lease assets:

Lease assets associated with finance leases that do not transfer

ownership are accounted for based on the straight-line method with the term of lease as the useful life and the residual value as zero.

## (d) Accrued retirement benefits

Accrued retirement benefits are calculated based on an estimate of the projected retirement benefit obligation and the pension fund assets.

Past service cost are amortized on the straight-line method over 10 years.

Actuarial gains and losses are amortized on the straight-line method over 10 years beginning immediately with the following year.

## (e) Recognition of sales and related costs

The Group applies the percentage of completion method to the projects which the percentage of completion can be reliably estimated, while the Group applies the completed contract method to the other projects. Estimation of construction progress at the end of fiscal year applies

the proportional method.

Sales from the percentage of completion method are ¥296,440 million (\$2,642,307 thousand).

#### (f) Income taxes

Deferred income taxes are recognized applying the asset and liability method.

Under this method, deferred tax assets and liabilities are determined based on the difference between the financial reporting and the tax basis of the assets and liabilities, and are measured using enacted tax rates and laws that will be in effect when the differences are expected to reverse.

## (g) Foreign currency transactions

All short-term and long-term monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rates at the balance sheet date.

The foreign exchange gains and losses from translation are recognized in the consolidated statement of income to the extent that they are not hedged by foreign exchange derivatives.

## (h) Hedge accounting

The interest rate swaps are utilized to avoid interest volatility risk on debt. The interest rate swaps which qualify for hedge accounting and meet specific matching criteria are not re-measured at market value but the net amount to be paid or received under the interest rate swap contracts are recognized and included in interest expense and income as incurred.

Forward foreign exchange contracts utilized as a hedging instrument against risk arising from exchange rate fluctuations which meet the required criteria are accounted for by the allocation method. In the allocation method, assets and liabilities subject to foreign forward contract are translated by the contracted rate of exchange.

## (i) Provision for warranties for completed construction

Provision for losses which are expected to occur in the future related to defects of completed work is provided based on the estimated amount calculated using an actual percentage of related losses during a certain past period and the estimate future warranty expense amount for the specific properties.

## 3. Changes in accounting Policy

In the fiscal year ended March 31, 2017, The company applied the Practical Solution on a change in depreciation method due to Tax Reform 2016 (PITF No. 32, June 17, 2016) following the revision of the Corporation Tax Act, and changed the method of depreciation for facilities attached to

## (j) Allowance for doubtful accounts

The Group provides for possible losses due to uncollectibility of notes, accounts, loans receivable and others based on the Groups' past credit loss experience and management's estimate.

## (k) Provision for loss on construction contracts

Provision for loss on construction contracts is provided with respect to construction projects for which the losses can be reasonably estimated. (1) **Provision for bonuses** 

Provision for bonuses is based on the estimated value of the bonus to be paid to employees.

## (m) Provision for loss on real estate business

Provision for losses which are expected to occur in the future related real estate businesses is provided when the loss can be reasonably.

## (n) Provision for environmental measures

It is calculated based on a rational estimate and the Group recognized ¥309 million (\$2,757 thousand) subjected to the Act on Special Measures concerning Promotion of Proper Treatment of PCB Wastes.

## (o) Other account policies on preparing consolidated financial statements

Process of the equivalent of consumption tax and local consumption tax Consumption tax and local consumption tax are accounted for using the tax exclusion method.

buildings and structures acquired on and after April 1, 2016 from the declining-balance method to the straight-line method.

The impact of this change on profit (loss) for the fiscal year ended March 31, 2017, is immaterial.

## 4. Changes in presentation

Notes to consolidated statement of income "Settlement package" which was included in "Other-net" under "Other income (expenses)" in the previous fiscal year, is separately listed from the fiscal year ended March 31, 2016, because of quantitative materiality. The consolidated financial statement of the previous fiscal year have

5. Additional Information

The company has been applying the Revised Implementation Guidance on Recoverability of Deferred Tax Assets (ASBJ Guidance No. 26 of March 28,

## 6. United States dollar amounts

The United States dollar amounts presented in the accompanying consolidated financial statements are included solely for convenience and are stated, as a matter of arithmetical computation only, at the rate of ¥112.19 = US\$1, which was the exchange rate prevailing as of March

been reclassified to reflect this change in presentation. As a result, ¥95 million presented in "Other-net" under "Other income (expenses)" in the consolidated statements of income of the previous fiscal year has been reclassified as ¥11 million of "Settlement package" and ¥84 million of "Other-net".

2016) from the beginning of the fiscal year ended March 31, 2017.

## 31, 2017.

These conversions should not be construed as representations that the Japanese yen amounts actually represent, or have been or could be converted into, United States dollars at that rate.

## 7. Investment in securities

As of March 31, 2016 and 2017, securities with quoted market prices were summarized as follows:

## Held-to-maturity securities with quoted market prices

|   | Millions of yen |               |                              |               |               | Thousands of U.S. dollars    |               |               |                              |  |
|---|-----------------|---------------|------------------------------|---------------|---------------|------------------------------|---------------|---------------|------------------------------|--|
|   | 2016            |               |                              |               | 2017          |                              | 2017          |               |                              |  |
|   | Book<br>value   | Fair<br>value | Unrealized<br>gains (losses) | Book<br>value | Fair<br>value | Unrealized<br>gains (losses) | Book<br>value | Fair<br>value | Unrealized<br>gains (losses) |  |
| Held-to-maturity securities whose market values<br>exceed the amounts recorded in the balance sheet:        |                 |               |                              |               |               |                              |               |               |                              |  |
| Debt securities   | ¥200            | ¥216          | ¥16                          | ¥192          | ¥197          | ¥5                           | \$1,712       | \$1,760       | \$48                         |  |
| Sub-total   | 200             | 216           | 16                           | 192           | 197           | 5                            | 1,712         | 1,760         | 48                           |  |
| Held-to-maturity securities whose market values do not<br>exceed the amounts recorded in the balance sheet: |                 |               |                              |               |               |                              |               |               |                              |  |
| Debt securities   | -               | _             | -                            | -             | -             | -                            | -             | -             | -                            |  |
| Sub-total   | -               | _             | _                            | -             | -             | -                            | -             | -             | -                            |  |
| Tota  | ¥200            | ¥216          | ¥16                          | ¥192          | ¥197          | ¥5                           | \$1,712       | \$1,760       | \$48                         |  |

## Other securities with quoted market prices

|  | Millions of yen     |               |                              |                     | Thousands of U.S. dollars |                              |                     |               |                              |
|--|---------------------|---------------|------------------------------|---------------------|---------------------------|------------------------------|---------------------|---------------|------------------------------|
|  | 2016                |               |                              |                     | 2017                      |                              | 2017                |               |                              |
|  | Acquisition<br>cost | Fair<br>value | Unrealized<br>gains (losses) | Acquisition<br>cost | Fair<br>value             | Unrealized<br>gains (losses) | Acquisition<br>cost | Fair<br>value | Unrealized<br>gains (losses) |
| Other securities whose market values recorded<br>in the balance sheet exceed their acquisition costs:        |                     |               |                              |                     |                           |                              |                     |               |                              |
| Equity securities  | ¥22,931             | ¥53,939       | ¥31,008                      | ¥24,089             | ¥54,422                   | ¥30,333                      | \$214,722           | \$485,092     | \$270,370                    |
| Sub-total  | 22,931              | 53,939        | 31,008                       | 24,089              | 54,422                    | 30,333                       | 214,722             | 485,092       | 270,370                      |
| Other securities whose market values recorded<br>in the balance sheet do not exceed their acquisition costs: |                     |               |                              |                     |                           |                              |                     |               |                              |
| Equity securities  | 1,745               | 1,292         | (453)                        | 2,692               | 2,217                     | (475)                        | 23,992              | 19,764        | (4,228)                      |
| Sub-total  | 1,745               | 1,292         | (453)                        | 2,692               | 2,217                     | (475)                        | 23,992              | 19,764        | (4,228)                      |
| Total  | ¥24,676             | ¥55,231       | ¥30,555                      | ¥26,781             | ¥56,639                   | ¥29,858                      | \$238,714           | \$504,856     | \$266,142                    |

## Available-for-sale securities sold during the fiscal year ended March 31, 2016 and 2017

|                   | Millions of yen |                        |                        |          |                        | Thousands of U.S. dollars |          |                        |                        |
|-------------------|-----------------|------------------------|------------------------|----------|------------------------|---------------------------|----------|------------------------|------------------------|
|                   | 2016            |                        |                        | 2017     |                        | 2017                      |          |                        |                        |
|                   | Proceeds        | Total gain<br>on sales | Total loss<br>on sales | Proceeds | Total gain<br>on sales | Total loss<br>on sales    | Proceeds | Total gain<br>on sales | Total loss<br>on sales |
| Equity securities | 1               | ¥1                     | -                      | ¥2,877   | ¥1,703                 | -                         | \$25,643 | \$15,184               | -                      |

## Loss on valuation of investment securities

FY2015 (April 1, 2015 to March 31, 2016)

As of March 31, 2016, An impairment loss is recognized ¥37 million of securities (other securities of unlisted stocks)

## FY2016 (April 1, 2016 to March 31, 2017)

As of March 31, 2017, An impairment loss is recognized ¥51 million of securities (¥18 million of other securities, and of ¥33 million of affiliate securities)

The Group recognizes an important loss on securities with market prices in cases where the market price at the end of the fiscal year falls 50% or more compared to the book value and is considered to be irrecoverable. An impairment loss is also recognized for any item considered to be irrecoverable when the market price at the end of the fiscal year falls 30% or more and less than 50% compared to the book price and any of the following applies.

- $\cdot$  Market price has continued to drop at a rate of 30% or more over the past year.
- The issuing company of the respective stock is in an excess debt status as of the latest fiscal year.

The issuing company of the respective stock has posted loss attributable to owners of parent for the last two consecutive years and expects to post
loss attributable to owners of parent also in the following fiscal year.

For securities without market prices, the Group recognizes an impairment loss for the value needed in consideration of its recoverability in cases where the substantial value falls 50% or more compared to the book value.

## 8. Short-term and long-term debt

(a) The weighted average interest rates on short-term debt outstanding as of March 31, 2017 was approximately 0.392 per cent.

## (b) Long-term debt comprised the following:

|  |  |   |                      | Million | Thousands of<br>U.S. dollars |           |
|--|--|---|----------------------|---------|------------------------------|-----------|
|  | Issuer                                 | Туре  | Date of<br>issue     | 2016    | 2017                         | 2017      |
| Due 2018 to 2021 with<br>weighted-average interest<br>rate of 5.120 per cent |  | _   | _                    | ¥ 6,286 | ¥ 730                        | \$ 6,514  |
| 0.740 per cent Unsecured<br>Japanese Yen bond due<br>December 19, 2016       | Nishimatsu<br>construction<br>Co., ltd | The 5th<br>unsecured<br>Japanese Yen<br>bonds | December<br>19, 2013 | 10,000  | _                            | _         |
| 0.500 per cent Unsecured<br>Japanese Yen bond due Jul<br>24, 2020            | Nishimatsu<br>construction<br>Co., ltd | The 6th<br>unsecured<br>Japanese Yen<br>bonds | July 24, 2015        | 15,000  | 15,000                       | 133,702   |
| 0.810 per cent Unsecured<br>Japanese Yen bond due Jul<br>22, 2022            | Nishimatsu<br>construction<br>Co., ltd | The 7th<br>unsecured<br>Japanese Yen<br>bonds | July 24, 2015        | 10,000  | 10,000                       | 89,135    |
| Less: Portion due within 1 year  |  |   |                      | 41,286  | 25,730                       | 229,351   |
|  |  |   |                      | 5,633   | 630                          | 5,623     |
|  |  |   |                      | ¥46,919 | ¥26,360                      | \$234,974 |

The aggregate annual maturities of long-term debt on March 31, 2017 were as follows:

|                     | Millions of yen | U.S. dollars |
|---------------------|-----------------|--------------|
| 2018                | ¥ —             | \$ -         |
| 2019                | 100             | 891          |
| 2020                | _               | —            |
| 2021 and thereafter | -               | _            |

The aggregate annual maturities of lease on March 31, 2017 were as follows:

|                     | Millions of yen | Thousands of<br>U.S. dollars |
|---------------------|-----------------|------------------------------|
| 2018                | ¥35             | \$312                        |
| 2019                | 23              | 208                          |
| 2020                | 12              | 109                          |
| 2021 and thereafter | 1               | 12                           |

## 9. Retirement benefit and pension plan

Information on the Projected Benefit Obligation under the retirement benefit and pension plan was as follows:

## FY2015 (April 1, 2015 to March 31, 2016) (a) Retirement benefit obligation

## Recognition of retirement benefit obligation:

|  | Millions of yen |
|--|-----------------|
|  | 2016            |
| Retirement benefit obligation as of April 1, 2015  | ¥24,482         |
| Service cost                                       | 1,136           |
| Interest cost                                      | 170             |
| Actuarial gain or loss                             | 281             |
| Retirement benefits paid                           | (1,520)         |
| Other  | (6)             |
| Retirement benefit obligation as of March 31, 2016 | ¥24,543         |

Method of attributing the retirement benefit obligation to periods of service: Straight-line basis

## (b) Reconciliation of plan assets

|                                  | Millions of yen |
|----------------------------------|-----------------|
|                                  | 2016            |
| Plan assets as of April 1, 2015  | ¥13,424         |
| Expected return on plan assets   | 210             |
| Actuarial gain or loss           | (693)           |
| Contribution by the Company      | 1,607           |
| Retirement benefits paid         | (1,212)         |
| Plan assets as of March 31, 2016 | ¥13,337         |

## (c) Reconciliation of Retirement Benefit Obligation and Plan Assets and Net liability for retirement benefit in the Consolidated Balance sheets

|   | Millions of yen |
|---|-----------------|
|   | 2016            |
| Funded retirement benefit obligation                                      | ¥24,431         |
| Plan assets   | (13,337)        |
|   | 11,094          |
| Unfunded retirement benefit obligation                                    | 112             |
| Net liabilities for reteirement benefit in the Consolidated Balance Sheet | 11,206          |
|   |                 |
| Net defined benefit liability   | 11,206          |
| Net liabilities for reteirement benefit in the Consolidated Balance Sheet | ¥11,206         |

## (d) Components of net periodic pension cost for the year ended March 31, 2016

|  | Millions of yen |
|--|-----------------|
|  | 2016            |
| Service cost                           | ¥1,136          |
| Interest cost                          | 170             |
| Expected return on plan assets         | (210)           |
| Amortization of actuarial gain or loss | 1,031           |
| Unrecognized past service cost         | (91)            |
| Others                                 | 0               |
| Total                                  | ¥2,035          |

Service cost includes the retirement benefit obligation applying Straight-line basis.

## (e) Remeasurements of defined benefit plans

Details of items (before income tax excluded) of Remeasurement of defined benefit plans were as follows:

|                       | Millions of yen |
|-----------------------|-----------------|
|                       | 2016            |
| Past service cost     | ¥(91)           |
| Acturial gain or loss | 57              |
| Total                 | ¥(34)           |

(f) Cumulative remeasurements of defined benefit plans

Details of items (before income tax excluded) of Cumulative remeasurement of defined benefit plans were as follows:

|                                    | Mittions of yen |
|------------------------------------|-----------------|
|                                    | 2016            |
| Unrecognized past service cost     | ¥ (365)         |
| Unrecognized acturial gain or loss | 2,904           |
| Total                              | ¥2,539          |

## (g) Pension assets

#### **Details of plan assets**

Ratio of major each category for plan assets was as follows:

|                  | 2016 |
|------------------|------|
| Bonds            | 50%  |
| Securities       | 24%  |
| General accounts | 18%  |
| Others           | 8%   |
| -<br>Total       | 100% |

Retirement benefits trust established for corporate pension plans accounts for 34% of total plan assets.

## Method for long-term expected return on plan assets

Long-term expected return on plan assets is determined by current and future distribution of plan assets and long-term expected return consists of pension assets.

## (h) Assumptions for actuarial calculations

|                                  | 2016 |
|----------------------------------|------|
| Discount rate                    | 0.7% |
| Expected return on plan assets   |      |
| Except pension trust             | 2.5% |
| Expected return on pension trust | 0.0% |

## (i) Defined contribution

Amount payable for defined contribution of the company and consolidated subsidiary was ¥1 million.

## (j) The Group participates in multi-employer defined benefit pension plans and recognizes as net pension cost the related required contributions for the period.

Information regarding the multi-employer pension plans was summarized as follows:

## (1) Funded status

Multi-employer pension funds

|   | Millions of yen |
|---|-----------------|
|   | 2016            |
| Plan assets   | ¥270,328        |
| Total amount of legal reserve and acturial obligation of<br>the pension finance calculation | 260,102         |
| Net amount  | ¥ 10,226        |

(2) Number of participants of the multi-employer pension plans who are employees of the Company's consolidated subsidiaries as a percentage of total participants of such plans.

|   | 2016 |
|---|------|
| Proportion of the Group total salary of |      |
| multi-employer pension funds            | 6.8% |

Under this plan, past service cost is amortized evenly over 10 years. The Group has recognized the special premium of ¥99 million (\$881 thousand) as costs for the year ended March 31, 2016.

## FY2016 (April 1, 2016 to March 31, 2017) (a) Retirement benefits obligation

Recognition of retirement benefit obligation:

|  | Millions of yen | U.S. dollars |
|--|-----------------|--------------|
|  | 2017            | 2017         |
| Retirement benefit obligation as of April 1, 2016  | ¥24,543         | \$218,764    |
| Service cost                                       | 1,112           | 9,914        |
| Interest cost                                      | 169             | 1,511        |
| Actuarial gain or loss                             | 49              | 440          |
| Retirement benefits paid                           | (958)           | (8,545)      |
| Others   | (2)             | (20)         |
| Retirement benefit obligation as of March 31, 2017 | ¥24,913         | \$222,064    |

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Method of attributing the retirement benefit obligation to periods of service: Straight-line basis

## (b) Reconciliation of plan assets

|                                  | Millions of yen | U.S. dollars |
|----------------------------------|-----------------|--------------|
|                                  | 2017            | 2017         |
| Plan assets as of April 1, 2016  | ¥13,337         | \$118,879    |
| Expected return on plan assets   | 219             | 1,952        |
| Actuarial gain or loss           | 511             | 4,558        |
| Contribution by the Company      | 1,880           | 16,757       |
| Retirement benefits paid         | (778)           | (6,939)      |
| Plan assets as of March 31, 2017 | ¥15,169         | \$135,207    |
|                                  |                 |              |

## (c) Reconciliation of Retirement Benefit Obligation and Plan Assets and Net liability for retirement benefit in the Consolidated Balance sheets

|   | Millions of yen | Thousands of<br>U.S. dollars |
|---|-----------------|------------------------------|
|   | 2017            | 2017                         |
| Funded retirement benefit obligation  | ¥24,795         | \$221,016                    |
| Plan assets   | (15,169)        | (135,207)                    |
|   | 9,626           | 85,809                       |
| Unfunded retirement benefit obligation                                      | 118             | 1,048                        |
| Net liability for reteirement benefit in the<br>Consolidated Balance Sheet  | 9,744           | 86,857                       |
|   |                 |                              |
| Net defined benefit liability   | 9,744           | 86,857                       |
| Net liabilitiy for reteirement benefit in the<br>Consolidated Balance Sheet | ¥ 9,744         | \$ 86,857                    |

## (d) Components of net periodic pension cost for the year ended March 31, 2017

|  | Millions of yen | Thousands of<br>U.S. dollars |
|--|-----------------|------------------------------|
|  | 2017            | 2017                         |
| Service cost                           | ¥1,112          | \$ 9,914                     |
| Interest cost                          | 169             | 1,511                        |
| Expected return on plan assets         | (219)           | (1,952)                      |
| Amortization of actuarial gain or loss | 1,340           | 11,942                       |
| Unrecognized past service cost         | (91)            | (814)                        |
| Others                                 | -               | -                            |
| Total                                  | ¥2,311          | \$20,601                     |

Service cost includes the retirement benefit obligation applying Straight-line basis.

## (e) Remeasurements of defined benefit plans

Details of items (before income tax excluded) of Remeasurement of defined benefit plans were as follows:

|                       | Millions of yen | U.S. dollars |
|-----------------------|-----------------|--------------|
|                       | 2017            | 2017         |
| Past service cost     | ¥ (91)          | \$ (814)     |
| Acturial gain or loss | 1,802           | 16,060       |
| Total                 | ¥1,711          | \$15,246     |

#### (f) Cumulative remeasurements of defined benefit plans

Details of items (before income tax excluded) of Cumulative remeasurement of defined benefit plans were as follows:

|                                     | Millions of yen | Thousands of<br>U.S. dollars |
|-------------------------------------|-----------------|------------------------------|
|                                     | 2017            | 2017                         |
| Unrecognized past service cost      | ¥ (274)         | \$(2,441)                    |
| Unrecognized actuarial gain or loss | 1,102           | 9,822                        |
| Total                               | ¥ 828           | \$ 7,381                     |

## (g) Pension assets

## Details of plan assets

Ratio of major each category for plan assets was as follows:

|                  | 2017 |
|------------------|------|
| Bonds            | 34%  |
| Securities       | 31%  |
| General accounts | 18%  |
| Other            | 17%  |
| Total            | 100% |

Retirement benefits trust established for corporate pension plans accounts for 34% of total plan assets.

## Method for long-term expected return on plan assets

Long-term expected return on plan assets is determined by current and future distribution of plan assets and long-term expected return consists of pension assets.

## (h) Assumptions for actuarial calculations

|                                  | 2017         |
|----------------------------------|--------------|
| Discount rate                    | <b>0.7</b> % |
| Expected return on plan assets   |              |
| Except pension trust             | 2.5%         |
| Expected return on pension trust | 0.0%         |

#### (i) Defined contribution

Amount payable for defined contribution of the company and consolidated subsidiary was ¥91 million.

## (j) The Group participates in multi-employer defined benefit pension plans and recognizes as net pension cost the related required contributions for the period.

Information regarding the multi-employer pension plans was summarized as follows:

## (1) Funded status

Multi-employer pension funds

|   | Millions of yen | Thousands of<br>U.S. dollars |
|---|-----------------|------------------------------|
|   | 2017            | 2017                         |
| Plan assets   | ¥252,968        | \$2,254,818                  |
| Total amount of legal reserve and actuarial obligation of the pension finance calculation | 242,429         | 2,160,881                    |
| Net amount  | ¥ 10,539        | \$ 93,937                    |

(2) Number of participants of the multi-employer pension plans who are employees of the Company's consolidated subsidiaries as a percentage of total participants of such plans.



Under this plan, past service cost is amortized evenly over 10 years. The Group has recognized the special premium of ¥50 million (\$446 thousand) as costs for the year ended March 31, 2017.

## 10. Income taxes

Proportion of the Group total salary

of multi-employer pension funds .

## Composition of deferred tax assets and liabilities (a) Deferred tax assets and liabilities at March 31, 2016 and 2017 are as follows:

|   | Million   | s of yen  | Thousands of<br>U.S. dollars |
|---|-----------|-----------|------------------------------|
|   | 2016      | 2017      | 2017                         |
| Deferred tax assets:                                      |           |           |                              |
| Net defined benefit liability                             | ¥ 5,319   | ¥ 4,588   | \$ 40,899                    |
| Impairment loss of long-lived assets                      | 2,999     | 2,861     | 25,498                       |
| Allowance for doubtful accounts                           | 1,413     | 1,411     | 12,581                       |
| Provision for bonuses                                     | 780       | 879       | 7,836                        |
| Carry forwards  | 2,585     | 845       | 7,534                        |
| Provision for warranties for completed construction       | 329       | 649       | 5,782                        |
| Loss on valuation of real estate                          | 316       | 316       | 2,818                        |
| Valuation Loss on investment securities                   | 381       | 273       | 2,437                        |
| Provision for allowance for loss on construction projects | 515       | 247       | 2,199                        |
| Others  | 2,225     | 2,697     | 24,035                       |
| Subtotal deferred tax assets                              | 16,862    | 14,766    | 131,619                      |
| Valuation allowance                                       | (7,051)   | (7,015)   | (62,530)                     |
| Gross deferred tax assets                                 | ¥ 9,811   | ¥ 7,751   | \$ 69,089                    |
| Deferred tax liabilities:                                 |           |           |                              |
| Unrealized gain on available-for-sale securities          | ¥ (9,350) | ¥ (9,138) | \$ (81,448)                  |
| Reserve for reduction entry of replaced property          | (491)     | (489)     | (4,359)                      |
| Resignation payment trust                                 | (597)     | (278)     | (2,479)                      |
| Others  | (306)     | (636)     | (5,669)                      |
| Gross deferred tax liabilities                            | ¥(10,744) | ¥(10,541) | \$ (93,955)                  |
| Net deferred tax assets (liabilities)                     | ¥ (933)   | ¥ (2,790) | \$ (24,866)                  |
|   |           |           |                              |

# (b) A reconciliation between the statutory tax rate and the effective tax rate was as follows:

|  | 2016    | 2017   |
|--|---------|--------|
| Statutory tax rate   | 33.1%   | 30.9%  |
| (Adjustment)   |         |        |
| Permanent non-deductible items                                       | 2.6%    | 1.7%   |
| Permanent non-taxable items  | (0.5)%  | (0.2)% |
| Inhabitant taxes on per capita levy                                  | 1.0%    | 0.5%   |
| Difference of tax rate of foreign subsidiaries                       | (2.5)%  | (0.3)% |
| Valuation allowance  | (52.4)% | (0.1)% |
| Reduction of deferred taxes in effect of enacted future tax          | 2.6%    | 0.0%   |
| Difference of the tax base of enterprise tax on corporation $\hdots$ | 5.0%    | 0.3%   |
| Tax credit   | (1.1)%  | (1.8)% |
| Others   | 3.3%    | (1.0)% |
| Effective tax rate   | (8.9)%  | 30.0%  |

## **11. Lease transactions**

## Finance lease transactions that do not transfer ownership

- 1. Leased assets consist of the following types of assets Tangible assets
- Mainly computer system and equipment for the Company.
- 2. Depreciation method for lease assets i) Method Straight line method
  - ii) Term Lease term
  - iii) Residual value Zero
- 12. Notes to Consolidated Balance Sheet
- (a) Investments in non-consolidated subsidiaries and affiliates as of March 31, 2016 and 2017 were as follows:

|                       | Millions of yen |      | Thousands of<br>U.S. dollars |
|-----------------------|-----------------|------|------------------------------|
|                       | 2016            | 2017 | 2017                         |
| Investment securities | ¥831            | ¥796 | \$7,096                      |

## (b) Pledged assets for construction contracts, loans on subsidiaries, affiliates and other obligation as of March 31, 2016 and 2017 were as follows:

|   | Millions of yen |           | Thousands of<br>U.S. dollars |                  |
|---|-----------------|-----------|------------------------------|------------------|
|   | 20              | 016       | 2017                         | 2017             |
| Pledged assets:   |                 |           |                              |                  |
| Building and structures                                     | ¥               | 926       | ¥878                         | \$7,832          |
| Land  |                 | 95        | 95                           | 844              |
| Total   | ¥1              | ,021      | ¥973                         | \$8,676          |
| Secured liabilities:  |                 |           |                              |                  |
| Deposit received  | ¥               | 82        | ¥ 82                         | \$ 732           |
| Other long term liabilities                                 |                 | 472       | 390                          | 3,476            |
| Total   | ¥               | 554       | ¥472                         | 4,208            |
| Pledged assets for loans on subsidiaries<br>and affiliates: | ¥               | 316       | ¥305                         | \$2,724          |
| Building and structures                                     | +               | 310       | ±305<br>37                   | 328              |
| Lang  |                 | 37<br>184 | 37<br>187                    |                  |
| Total   | ¥               | 537       | ¥529                         | 1,663<br>\$4,715 |
|   | T               | 557       | +027                         | 44,710           |
| Pledged assets for construction:                            |                 |           |                              |                  |
| Securities  | ¥               | _         | ¥ 50                         | \$ 446           |
| Investment securities                                       |                 | 50        | -                            | -                |
| Total   | ¥               | 50        | ¥ 50                         | \$ 446           |
| Pledged assets for housing latent defects:<br>Securities    | ¥               | 9         | ¥ 11                         | \$ 94            |
| Investment securities                                       |                 | 141       | 131                          | 1,172            |
| Total   | ¥               | 150       | ¥142                         | \$1,266          |

## (c) Contingent liabilities

The Company provides guarantee for employees' housing loans from banks.

| Millions | s of yen | Thousands of<br>U.S. dollars |
|----------|----------|------------------------------|
| <br>2016 | 2017     | 2017                         |
| ¥77      | ¥56      | \$500                        |
|          |          | _                            |

# (d) Due to have ready working capital efficiently, the Company and its subsidiaries conclude rental commitment contracts.

|                                 | Millions of yen |         | Thousands of<br>U.S. dollars |
|---------------------------------|-----------------|---------|------------------------------|
|                                 | 2016            | 2017    | 2017                         |
| Total amount of loan commitment | ¥25,311         | ¥25,225 | \$224,844                    |
| Loans outstanding               | -               | -       | -                            |

## (e) The Company transfer property and equipment to assets for sale of estate included in Inventories due to purpose of possession

|                         | Million | Thousands of<br>U.S. dollars |         |
|-------------------------|---------|------------------------------|---------|
|                         | 2016    | 2017                         | 2017    |
| Building and structures | ¥ 859   | ¥379                         | \$3,376 |
| Land                    | 167     | 183                          | 1,630   |
| Total                   | ¥1,026  | ¥562                         | \$5,006 |

# (f) The amounts of reduction entry which was conducted in current fiscal year are as follows:

|          | Millions of yen |      | Thousands of<br>U.S. dollars |
|----------|-----------------|------|------------------------------|
|          | 2016            | 2017 | 2017                         |
| Building | ¥-              | ¥199 | \$1,775                      |

## **13. Notes to Consolidated Statement of income**

## (a) Inventories at the end of fiscal year represent the amount derived by writing down the book value according to the decrease in profitability where applicable, and the following loss on valuation of inventories is included in cost of sales on real estate business and other

| Millions | Thousands of<br>U.S. dollars |      |
|----------|------------------------------|------|
| 2016     | 2017                         | 2017 |
| ¥209     | ¥-                           | \$-  |
|          |                              |      |

## (b) Provision for loss on construction contracts included in the cost of completed construction contracts was as follows:

| Million | Millions of yen |         |  |
|---------|-----------------|---------|--|
| 2016    | 2017            | 2017    |  |
| ¥834    | ¥730            | \$6,507 |  |

## (c) Major items and amounts under selling, general and administrative expenses are as follows:

|                                  | Millions of yen |        | Thousands of<br>U.S. dollars |
|----------------------------------|-----------------|--------|------------------------------|
|                                  | 2016            | 2017   | 2017                         |
| Employees' salary and allowances | ¥7,269          | ¥8,358 | \$74,498                     |
| Retirement benefit expenses      | 760             | 906    | 8,080                        |
| Provision for bournuses          | 376             | 505    | 4,500                        |

# (d) Research and development expenses for the years ended March 31, 2016 and 2017 were as follows:

| Millions | s of yen | Thousands of<br>U.S. dollars |
|----------|----------|------------------------------|
| 2016     | 2017     | 2017                         |
| ¥1,254   | ¥1,298   | \$11,571                     |

## (e) Gains on sales of fixed assets were as follows:

|           | Millions | Thousands of<br>U.S. dollars |      |
|-----------|----------|------------------------------|------|
|           | 2016     | 2017                         | 2017 |
| Machinery | ¥ 6      | ¥ 4                          | \$37 |
| Land      | 71       | -                            | -    |
| Total     | ¥77      | ¥ 4                          | \$37 |

## (f) Loss on sales of fixed assets were as follows:

|                          | Millions | Thousands of<br>U.S. dollars |      |
|--------------------------|----------|------------------------------|------|
|                          | 2016     | 2017                         | 2017 |
| Buildings and structures | ¥250     | ¥-                           | \$-  |
| Land                     | 680      | -                            | -    |
| Other                    | 0        | 0                            | 4    |
| Total                    | ¥930     | ¥ 0                          | \$4  |

## (g) Loss on retirement of non-current assets was follows:

|                          | Millions | Thousands of<br>U.S. dollars |       |
|--------------------------|----------|------------------------------|-------|
|                          | 2016     | 2017                         | 2017  |
| Buildings and structures | ¥221     | ¥34                          | \$304 |
| Machinery and equipment  | 1        | 0                            | 1     |
| Other                    | 0        | 0                            | 3     |
| Total                    | ¥222     | ¥34                          | \$308 |

# (h) Loss on Impairment of long-lived assets FY2015 (April 1, 2015 to March 31, 2016)

The Group recognized impairment loss on the following asset groups for the year ended March 31, 2016.

The asset grouping is made by business location for assets used by the Group and by property for individual assets for rent.

The book value of the following real estate for rent was reduced to the recoverable amount due to the change in the purpose of holding, decreased profitability, etc. The difference between the book value and the recoverable amount was posted as loss on impairment (¥496 million)

Millions of

|           |              |                                  | yen  |
|-----------|--------------|----------------------------------|------|
| Location  | pourpose     | Type of asset                    | 2016 |
| Hiroshima | For rent     | Land, Building                   | ¥253 |
| Kagawa    | For business | Land, Building                   | ¥119 |
|           |              | Facilities attahed to buildings, |      |
| Kanagawa  | For business | machinery and equipment other    | ¥ 66 |
| Hyougo    | For rent     | Land, Building                   | ¥ 28 |
| Tokyo     | For rent     | Land                             | ¥ 16 |
| Kanagawa  | For rent     | Land, Building                   | ¥ 15 |

In addition, the recoverable value of the rental property was estimated based on the estimated future cash flow discounted by the rate of 2.4% or the fair value less costs to sell based on the real-estate appraisal, etc.

## FY2016 (April 1, 2016 to March 31, 2017)

Not Applicable.

## 14. Notes to Consolidated Comprehensive Income

Other comprehensive income for the year ended March 31, 2016 and 2017 was as follows:

1. Reclassification adjustments of each component of other

comprehensive income (loss) were as follows:

|   | Millions  | s of yen | Thousands of<br>U.S. dollars |
|---|-----------|----------|------------------------------|
|   | 2016      | 2017     | 2017                         |
| Unrealized gain on available for sale securities    |           |          |                              |
| Amount arising during the year                      | ¥(10,448) | ¥ 997    | \$ 8,886                     |
| Reclassification adjustments                        | (1)       | (1,687)  | (15,034)                     |
| Equity adjustment from foreign currency translation |           |          |                              |
| Amount arising during the year                      | (289)     | (217)    | (1,932)                      |
| Remeasurements of defined benefit plans             |           |          |                              |
| Amount arising during the year                      | (973)     | 462      | 4,118                        |
| Reclassification adjustments                        | 939       | 1,248    | 11,128                       |
| Amount before income tax effect                     | (10,772)  | 803      | 7,166                        |
| Income tax effect                                   | 4,671     | (311)    | (2,774)                      |
| Total   | ¥ (6,101) | ¥ 492    | \$ 4,392                     |

Tax effects for each component of other comprehensive income (loss) were as follows:

|  | Millions  | s of yen | Thousands of<br>U.S. dollars |
|--|-----------|----------|------------------------------|
|  | 2016      | 2017     | 2017                         |
| Unrealized gain on available for sale securities |           |          |                              |
| Amount before income tax effect                  | ¥(10,449) | ¥ (690)  | \$(6,148)                    |
| Income tax effect                                | 3,895     | 212      | 1,891                        |
| Amount after adjustment of income tax effect     | (6,554)   | (478)    | (4,257)                      |
| Foreign currency tlanslation adjustment          |           |          |                              |
| Amount before income tax effect                  | (289)     | (217)    | (1,932)                      |
| Income tax effect                                | -         | -        | -                            |
| Amount after adjustment of income tax effect     | (289)     | (217)    | (1,932)                      |
| Remesurements of defined benefit plans           |           |          |                              |
| Amount before income tax effect                  | (34)      | 1,710    | 15,246                       |
| Income tax effect                                | 777       | (523)    | (4,665)                      |
| Amount after adjustment of income tax effect     | 743       | 1,187    | 10,581                       |
| Other comprehensive income                       |           |          |                              |
| Amount total of othe comprehensive income        | (10,772)  | 803      | 7,166                        |
| Income tax effect                                | 4,671     | (311)    | (2,774)                      |
| Amount after adjustment of income tax effect     | ¥ (6,101) | ¥ 492    | \$ 4,392                     |

# 15. Notes to Consolidated Statement of Changes in Net Assets

## (a) Class and total number of shares issued were as follows:

|   | Ihousand | l shares |
|---|----------|----------|
|   | 2016     | 2017     |
| Common stock                              |          |          |
| Number of shares at the beginning of year | 277,958  | 277,958  |
| Number of shares increased                | 0        | 0        |
| Number of shares decreased                | 0        | 0        |
| Number of shares at the end of year       | 277,958  | 277,958  |

## (b) Class and number of shares of treasury stock were as follows:

|   | Thousand shares |       |  |
|---|-----------------|-------|--|
|   | 2016            | 2017  |  |
| Common stock                              |                 |       |  |
| Number of shares at the beginning of year | 1,006           | 1,020 |  |
| Number of shares increased                | 14              | 2,509 |  |
| Number of shares decreased                | -               | -     |  |
| Number of shares at the end of year       | 1,020           | 3,529 |  |

a) FY2015 (April 1, 2015 to March 31, 2016)

- 1. The increase of shares was due to the purchase of shares below one unit.
- b) FY2016 (April 1, 2016 to March 31, 2017)
- The increase of shares was due to the acquisition of the resolution by the Board of Directors' meeting, and the purchase of shares below one unit.

## (c) Dividends FY2015 (April 1, 2015 to March 31, 2016)

1. Dividends paid

|                               |                 | Millions of yen | Thousands of<br>U.S. dollars | Yen        | U.S. dollars |                |                |
|-------------------------------|-----------------|-----------------|------------------------------|------------|--------------|----------------|----------------|
| Resolution                    | Class of shares | Total d         | ividend                      | Dividend p | er shares    | Record date    | Effective date |
| Ordinary general meeting of   |                 |                 |                              |            |              |                |                |
| shareholders on June 26, 2015 | Common stock    | ¥2,770          | \$24,579                     | ¥10.00     | \$0.089      | March 31, 2015 | June 29, 2015  |

#### 2. Dividend whose record date falls during the fiscal year and whose effective date falls in the following fiscal year

|   |                 |                    | Millions of yen | Thousands of<br>U.S. dollars | Yen        | U.S. dollars |                |                |
|---|-----------------|--------------------|-----------------|------------------------------|------------|--------------|----------------|----------------|
| Resolution  | Class of shares | Source of dividend | Total di        | vidend                       | Dividend p | er shares    | Record date    | Effective date |
| Ordinary general meeting of shareholders on June 29, 2016 | Common stock    | Retained earnings  | ¥4,431          | \$39,324                     | ¥16.00     | \$0.142      | March 31, 2016 | June 30, 2016  |

## FY2016 (April 1, 2016 to March 31, 2017)

1. Dividends paid

|   |                 | Millions of yen | Thousands of<br>U.S. dollars | Yen        | U.S. dollars |                |                |
|---|-----------------|-----------------|------------------------------|------------|--------------|----------------|----------------|
| Resolution  | Class of shares | Total div       | idend                        | Dividend p | er shares    | Record date    | Effective date |
| Ordinary general meeting of shareholders on June 29, 2016 | Common stock    | ¥4,431          | \$39,495                     | ¥16.00     | \$0.142      | March 31, 2016 | June 30, 2016  |

2. Dividend whose record date falls during the fiscal year and whose effective date falls in the following fiscal year

|   |                 |                    | Millions of yen | Thousands of<br>U.S. dollars | Yen        | U.S. dollars |                |                |
|---|-----------------|--------------------|-----------------|------------------------------|------------|--------------|----------------|----------------|
| Resolution  | Class of shares | Source of dividend | Total di        | vidend                       | Dividend p | er shares    | Record date    | Effective date |
| Ordinary general meeting of shareholders on June 29, 2017 | Common stock    | Retained earnings  | ¥5,763          | \$51,368                     | ¥21.00     | \$0.186      | March 31, 2017 | June 30, 2017  |

## 16. Financial Instruments

## (a) Disclosure on financial instruments

#### (1) Policy on financial instruments

Funds are limited to short-term deposits, and methods of rising funds are debt from banks and bond issuance.

The Group utilize derivatives to hedge risks against the fluctuation of foreign exchange rate and interest rate related to debt, and do not engage in speculative financial transactions.

(2) Types of financial instruments, related risks, and financial risk management

Notes receivable, accounts receivable from completed construction contracts and other are subject to customer credit risk.

The Group evaluates each customer's credit before receiving an order, and monitors due dates and outstanding balances after receiving an order to find out and reduce the risk of uncollectibility.

Investment securities, mainly held-to-maturity securities or equity of the Company related in business, are subject to the risk derived from future changes in market prices.

The Group monitors fair value and financial position periodically and reviewed the status of their holdings in instruments on an ongoing basis.

Loans, mainly provided to business partners, are subject to customer credit risk.

The Group evaluates each customer's credit in advance.

The Group monitors due dates and outstanding balances, and confirms the credibility of the client periodically.

Due dates of notes payable, accounts payable for construction contracts and other come mostly within one year.

Short-term debt is mainly for business operations, and long-term debt, for investment in facilities. Floating interest debt is subject to interest-rate risk, therefore, the Group utilizes derivatives for some long-term floating interest debt in each transaction (interest rate swap) as a hedging instrument to fix the payment interest.

Evaluating hedge effectiveness is omitted because requirements for an exceptional accounting treatment in interest rate swap are satisfied. The Group reviews derivative transaction in advance, and regularly confirms the conditions and details in conformity with the policy on risk management.

The Group enters into derivative contracts only with financial institutions of high credit to reduce credit risks.

Operating liabilities, debt and bond are subject to liquidity risks. The Group manages these risks with monthly cash report and so on. The internal control board makes each department responsible for a specific risk, and establishes control systems of preventive risk management and heuristic risk management.

(3) Supplemental explanation for fair value of financial instruments The fair value of financial instruments includes either the value determined based on market prices or the value based on a reasonable calculation if no market price is available.

However, as certain variables are used for these calculations, the result of such calculations may vary in if different assumptions are used.

The contract amounts of derivatives do not measure the market risk in derivative transactions.

## (b) Fair value of financial instruments

The book value, fair value, and difference of the financial instruments on the consolidated balance sheet as of March 31, 2016 and 2017 were as follows.

This table does not include financial instruments for which it is extremely difficult to determine the fair value.

|   | Millions of yen |            |            |  |
|---|-----------------|------------|------------|--|
|   | 2016            |            |            |  |
|   | Book value      | Fair value | Difference |  |
| Cash and deposits   | ¥ 27,904        | ¥ 27,904   | ¥ —        |  |
| Notes receivable,<br>accounts receivable from<br>completed construction |                 |            |            |  |
| contracts and other   | 143,914         | 143,887    | (27)       |  |
| Investment in securities  | 55,430          | 55,447     | 17         |  |
| Long-term loans   | 142             | -          | -          |  |
| Allowance for doubtful accounts *                                       | (100)           | -          | _          |  |
|   | 42              | 41         | ¥ (1)      |  |
| Assets  | ¥227,290        | ¥227,279   | ¥ (11)     |  |
| Notes payable, accounts payable<br>for construction contracts and other | ¥ 81,830        | ¥ 81,830   | ¥ —        |  |
| Short-term debt   | 17,523          | 17,523     | -          |  |
| Current portion of bond   | 10,000          | 10,000     | -          |  |
| Bond  | 25,000          | 25,344     | 344        |  |
| Long term debt  | 653             | 653        | _          |  |
| Liabilities   | ¥135,006        | ¥135,350   | ¥344       |  |
| Derivative  |                 | _          |            |  |

|   | Millions of yen |            |            |  |  |
|---|-----------------|------------|------------|--|--|
|   | 2017            |            |            |  |  |
|   | Book value      | Fair value | Difference |  |  |
| Cash and deposits   | ¥ 39,027        | ¥ 39,027   | ¥ -        |  |  |
| Notes receivable, accounts receivable from                              |                 |            |            |  |  |
| completed construction  |                 |            |            |  |  |
| contracts and other   | 157,575         | 157,549    | (26)       |  |  |
| Investment in securities  | 56,832          | 56,837     | 5          |  |  |
| Long-term loans   | 1,309           | -          | -          |  |  |
| Allowance for doubtful accounts *                                       | (96)            | -          | -          |  |  |
|   | 1,213           | 1,203      | 10         |  |  |
| Assets  | ¥254,647        | ¥254,616   | ¥ (31)     |  |  |
| Notes payable, accounts payable<br>for construction contracts and other | ¥ 94,191        | ¥ 94,191   | ¥ -        |  |  |
| Short-term debt   | 17,745          | 17,745     | -          |  |  |
| Current portion of bond   | -               | -          | -          |  |  |
| Bond  | 25,000          | 25,143     | 143        |  |  |
| Long term debt  | 100             | 100        | 0          |  |  |
| Liabilities   | ¥137,036        | ¥137,179   | ¥143       |  |  |
| Derivative  | -               | -          | -          |  |  |

|  | Thousands of U.S. dollars |                       |            |  |
|--|---------------------------|-----------------------|------------|--|
|  |                           | 2017                  |            |  |
|  | Book value                | Fair value            | Difference |  |
| Cash and deposits  | \$ 347,863                | \$ 347,863            | \$ -       |  |
| Notes receivable,<br>accounts receivable from<br>completed construction                    |                           |                       |            |  |
| contracts and other  | 1,404,534                 | 1,404,306             | (228)      |  |
| Investment in securities   | 506,568                   | 506,615               | 47         |  |
| Long-term loans  | 11,671                    | -                     | -          |  |
| Allowance for doubtful accounts *  | (855)                     | -                     | -          |  |
|  | 10,816                    | 10,719                | (97)       |  |
| Assets   | \$2,269,781               | \$2,269,503           | \$ (278)   |  |
| Notes payable, accounts payable<br>for construction contracts and other<br>Short-term debt | \$ 839,569<br>158,165     | \$ 839,569<br>158,165 | _          |  |
| Current portion of bond  | -                         | _                     | -          |  |
| Bond   | 222,836                   | 224,113               | 1,277      |  |
| Long term debt   | 891                       | 891                   | -          |  |
| Liabilities  | \$1,221,461               | \$1,222,738           | \$1,277    |  |
| Derivative   | _                         | -                     | -          |  |

\*Allowance for doubtful accounts individually accrued to long-term loan are omitted.

 Methods to determine the fair value of financial instruments and other matters related to securities and derivative transactions.

#### Assets

1) Cash and deposits

The book value approximates fair value because it is settled in shortterm.

2) Notes receivable, accounts receivable from completed construction contracts and other

The fair value of notes receivable and accounts receivable is based on the present value of a periodically divided the amount, discounted by the rate assumed based on its maturity and credit risk.

3) Investment in securities

The fair value of equity securities is based on quoted market prices. The fair value of debt securities is based on either quoted market prices or prices provided by the financial institutions making markets in these securities.

4) Long-term loan

The fair value of long-term loan is based on the present value of a periodically divided cash flows, discounted by the rate assumed based on credit risk.

#### Liabilities

1) Notes payable, accounts payable for construction contracts and other, short term debt, and current portion of bond.

As the book value approximates fair value because it is settled in short term, the relevant book value is used.

2) Bond

The fair value of bond is determined by discounting cash flows related to the bond at the rate assumed based on bond's maturity and credit risk.

3) Long-term debt

The fair value of long-term debt is based on the present value of the total amount including principal and interest, discounted by the expected interest rate to be applied to similar loans.

2. Financial instruments for which it is extremely difficult to determine the fair value at March 31, 2016 and 2017 were as follows:

|   | Million    | Thousands of<br>U.S. dollars |               |
|---|------------|------------------------------|---------------|
|   | 2016       | 2017                         | 2017          |
| Classification  | Book value | Book value                   | Book<br>value |
| Unlisted receivables                                      | ¥ 30       | ¥ –                          | \$ -          |
| Unlisted securities                                       | 8,223      | 7,386                        | 65,835        |
| Investment in anonymous association                       | 1,286      | 1,442                        | 12,851        |
| Stock for non-consolidated<br>subsidiaries and affiliates | ¥ 831      | ¥ 796                        | \$ 7,096      |

3. Redemption schedule for receivable and securities to maturity at March 31, 2016 and 2017

|  | Millions of yen |                               |                                 |                  |  |  |
|--|-----------------|-------------------------------|---------------------------------|------------------|--|--|
|  |                 | 20                            | 116                             |                  |  |  |
|  | Within 1 year   | Over 1 year<br>within 5 years | Over 5 years<br>within 10 years | Over 10<br>years |  |  |
| Cash and deposits  | ¥ 27,904        | ¥ —                           | ¥-                              | ¥-               |  |  |
| Notes receivable,<br>accounts receivable from<br>completed construction<br>contracts and other | 142,487         | 1,427                         | _                               | _                |  |  |
| Investment in securities   |                 |                               |                                 |                  |  |  |
| Debt security held to maturity (government bonds)  | 9               | 190                           | _                               | -                |  |  |
| Debt security held to maturity<br>(other)  | 30              | _                             | _                               | _                |  |  |
| Long-term loan   | -               | 61                            | 26                              | 55               |  |  |
| Total  | ¥170,430        | ¥1,678                        | ¥26                             | ¥55              |  |  |

|  | Millions of yen |                               |                              |                  |  |
|--|-----------------|-------------------------------|------------------------------|------------------|--|
|  |                 | 20                            | 17                           |                  |  |
|  | Within 1 year   | Over 1 year<br>within 5 years | Over 5 years within 10 years | Over 10<br>years |  |
| Cash and deposits  | ¥ 39,027        | ¥ —                           | ¥-                           | ¥-               |  |
| Notes receivable,<br>accounts receivable from<br>completed construction<br>contracts and other | 154,352         | 3,222                         | _                            | _                |  |
| Investment in securities   |                 |                               |                              |                  |  |
| Debt security held to maturity<br>(government bonds)<br>Debt security held to maturity         | 61              | 131                           | -                            | -                |  |
| (other)  | -               | -                             | -                            | -                |  |
| Long-term loan   | -               | 1,233                         | 26                           | 50               |  |
| Total  | ¥193,440        | ¥4,586                        | ¥26                          | ¥50              |  |

|  | Thousands of U.S. dollars |                               |                              |                  |  |
|--|---------------------------|-------------------------------|------------------------------|------------------|--|
|  |                           | 20                            | 17                           |                  |  |
|  | Within 1 year             | Over 1 year<br>within 5 years | Over 5 years within 10 years | Over 10<br>years |  |
| Cash and deposits  | \$ 347,863                | \$ -                          | \$ -                         | \$ -             |  |
| Notes receivable,<br>accounts receivable from<br>completed construction<br>contracts and other | 1,375,811                 | 28,723                        | _                            | -                |  |
| Investment in securities<br>Debt security held to maturity<br>(government bonds)               | 540                       | 1,172                         | -                            | -                |  |
| Debt security held to maturity<br>(other)  | -                         | _                             | _                            | _                |  |
| Long-term loan   | -                         | 10,992                        | 236                          | 443              |  |
| Total  | \$1,724,214               | \$40,887                      | \$236                        | \$443            |  |

4. Redemption schedule for bond, long-term debt, and lease liability as of March 31, 2016 and 2017.

|                 | Millions of yen  |                                     |                                      |                                      |                                      |                 |  |
|-----------------|------------------|-------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|-----------------|--|
|                 |                  | 2016                                |                                      |                                      |                                      |                 |  |
|                 | Within<br>1 year | Over<br>1 year<br>within<br>2 years | Over<br>2 years<br>within<br>3 years | Over<br>3 years<br>within<br>4 years | Over<br>4 years<br>within<br>5 years | Over<br>5 years |  |
| Bond            | ¥10,000          | ¥ —                                 | ¥-                                   | ¥-                                   | ¥15,000                              | ¥10,000         |  |
| Long-term debt  | 5,634            | 653                                 | -                                    | _                                    | -                                    | _               |  |
| Lease liability | 40               | 38                                  | 31                                   | 19                                   | 8                                    | -               |  |
| Total           | ¥15,674          | ¥691                                | ¥31                                  | ¥19                                  | ¥15,008                              | ¥10,000         |  |

|                 | Millions of yen  |                                     |                                      |                                      |                                      |                 |
|-----------------|------------------|-------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|-----------------|
|                 | 2017             |                                     |                                      |                                      |                                      |                 |
|                 | Within<br>1 year | Over<br>1 year<br>within<br>2 years | Over<br>2 years<br>within<br>3 years | Over<br>3 years<br>within<br>4 years | Over<br>4 years<br>within<br>5 years | Over<br>5 years |
| Bond            | ¥ —              | ¥ —                                 | ¥ -                                  | ¥15,000                              | ¥-                                   | ¥10,000         |
| Long-term debt  | 631              | -                                   | 100                                  | -                                    | -                                    | -               |
| Lease liability | 42               | 35                                  | 23                                   | 12                                   | 1                                    | -               |
| Total           | ¥673             | ¥35                                 | ¥123                                 | ¥15,012                              | ¥ 1                                  | ¥10,000         |

|                 | Thousands of U.S. dollars |                                     |                                      |                                      |                                      |                 |
|-----------------|---------------------------|-------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|-----------------|
|                 | 2017                      |                                     |                                      |                                      |                                      |                 |
|                 | Within<br>1 year          | Over<br>1 year<br>within<br>2 years | Over<br>2 years<br>within<br>3 years | Over<br>3 years<br>within<br>4 years | Over<br>4 years<br>within<br>5 years | Over<br>5 years |
| Bond            | \$ -                      | \$ -                                | \$ -                                 | \$133,702                            | \$-                                  | \$89,135        |
| Long-term debt  | 5,623                     | -                                   | 891                                  | -                                    | -                                    | -               |
| Lease liability | 370                       | 312                                 | 208                                  | 109                                  | 12                                   | -               |
| Total           | \$5,993                   | \$312                               | \$1,099                              | \$133,811                            | \$12                                 | \$89,135        |

## **17. Investment and rental properties**

The Company and some subsidiaries have office buildings (including land) for rent in Tokyo district and other area.

Profit for investment and rental properties in 2016 was  $\pm$ 2,041 million, in 2017 was  $\pm$ 1,931 million ( $\pm$ 17,211 thousand).

Balance sheet amount, change in this and preceding fiscal years, and fair value for properties were as follows:

|               | Millions of yen       |                |                |  |  |  |  |
|---------------|-----------------------|----------------|----------------|--|--|--|--|
|               | Carrying amount       |                |                |  |  |  |  |
| April 1, 2015 | Increased (Decreased) | March 31, 2016 | March 31, 2016 |  |  |  |  |
| ¥49,295       | ¥159                  | ¥49,454        | ¥53,681        |  |  |  |  |

|                       | Millions of yen       |   |
|-----------------------|-----------------------|---|
| Carrying amount       |                       | Fair value  |
| Increased (Decreased) | March 31, 2017        | March 31, 2017  |
| ¥6,019                | ¥55,473               | ¥60,070   |
|                       | Increased (Decreased) | Carrying amount<br>Increased (Decreased) March 31, 2017 |

| Thousands of U.S. dollars |                       |                |                |  |  |
|---------------------------|-----------------------|----------------|----------------|--|--|
|                           | Carrying amount       |                |                |  |  |
| April 1, 2016             | Increased (Decreased) | March 31, 2017 | March 31, 2017 |  |  |
| \$440,809                 | \$53,647              | \$494,456      | \$535,427      |  |  |

1. Carrying amount is net of accumulated depreciation and accumulated impairment losses from acquisition cost.

 The main reason of increase in 2016 were the purchase, ¥2,470 million, and the transfer from business use ¥523 million, those of decrease were transfer to sales of real estate ¥971 million, the selling ¥869 million, Depreciation ¥795 million and loss on impairment of long-lived assets ¥414 million.

The main reason of increase in 2017 were the purchase, ¥10,002

million (\$89,152 thousand), those of decrease were transfer to sales of real estate ¥3,228 million (\$28,773 thousand), and Depreciation ¥829 million (\$7,387 thousand).

3. Fair value at the end of this fiscal year is assessed by the Company mainly based on "real-estate appraisal criterion".

## **18. Asset retirement obligations**

The asset retirement obligations included in financial statement for the years ended March 31, 2016 and 2017 were as follows:

- (a) Outline of asset retirement obligations and methods used to calculate asset retirement obligations
- 1. Obligation to remove asbestos based on 'Act on Asbestos Health Damage Relief'

The estimated period of service of the building is mainly 18 to 50 years from acquisition and the discount rate has calculated the adjustment amount of an asset retirement obligations by having mainly used 1.592 to 2.308%.

2. Obligation to soil investigation based on 'Soil Contamination Countermeasures Act'

The estimated period of service of the building is mainly 8 to 17 years from acquisition and the discount rate has calculated the adjustment amount of an asset retirement obligation by having mainly used 1.035 to 1.989%.

3. Rationally estimated cost of obligation to restore to original state based on real estate rental contract

The estimated period of service of rental stores owned by the Group is 20 years based on periodical lease contract and the discount rate has calculated the adjustment amount of an asset retirement obligations by having used 2.155%.

The estimated period of service of the offices which the Group rents is from 1 years to 42 years based on periodical lease contract and the discount rate has calculated the adjustment amount of an asset retirement obligations by having used from 0.000% to 0.889%.

# (b) Increase (decrease) of asset retirement obligations as of March 31, 2016 and 2017 was as follows:

|  | Millions of yen |      | Thousands of<br>U.S. dollars |
|--|-----------------|------|------------------------------|
|  | 2016            | 2017 | 2017                         |
| Balance at beginning of year                       | ¥207            | ¥236 | \$2,100                      |
| New obligations by acquisition of fixed assets     | 21              | 129  | 1,153                        |
| Increase because of resonable estimate can be made | 28              | 22   | 198                          |
| Adjustment for time's passage                      | 2               | 2    | 17                           |
| Decrease because of executed obligation            | (22)            | -    | -                            |
| Balance at end of year                             | ¥236            | ¥389 | \$3,468                      |

## **19. Segment information**

#### (a) Decision of reportable segments

The Groups' reportable business segments are components of the units for which separate financial information is available and such information is used regularly by the board of directors in deciding how to allocate resources and in assessing results of performance.

The Company has management divisions for each operating segment such as civil engineering, building construction, and Development and Real Estate, and develop their domestic and overseas business.

Therefore, the Group consists of three reportable business segments according to the business based on each management division as follows:

| 5 5                         | . Contract for civil engineering project<br>. Contract for architecture construction |
|-----------------------------|--|
|                             | project  |
| Development and Real Estate | . Lease and sale of real estate, sale of   |
|                             | material, and asset management   |

Notice of the change in reportable segments

The name of reportable segments has changed "Real estate and others" to "Development and Real Estate".

Additionally, the change of the name does not affect segment information.

The changed name is displayed in segment information of the last fiscal year.

## (b) Methods used to calculate net sales, profit (loss), assets, liabilities, and other items for each reportable business segment

The accounting policies of the reportable business segments are mostly the same as those disclosed in "Summary of significant accounting policies".

And the internal profit between segments and amount transfer to other segment are based on market price.

## (c) Net sales, profit or loss, assets and liabilities by reportable business segments for the year ended March 31, 2016 and 2017.

Millions of v

|                               | Mittions of yen   |          |         |          |          |  |
|-------------------------------|---|----------|---------|----------|----------|--|
|                               | 2016  |          |         |          |          |  |
|                               | Civil Building Development<br>Engineering Construction Estate |          |         |          |          |  |
| Net sales:                    |   |          |         |          |          |  |
| Customers                     | ¥126,834  | ¥173,105 | ¥ 8,887 | ¥ —      | ¥308,826 |  |
| Intersegment or transfer      | 1   | 25       | 1,218   | (1,243)  | -        |  |
| Total                         | ¥126,835  | ¥173,130 | ¥10,105 | ¥(1,243) | ¥308,826 |  |
| Operating income (loss)       | 4,754   | 9,270    | 2,160   | -        | 16,185   |  |
| Depreciation and amortization | 496   | 538      | 828     | -        | 1,862    |  |
|                               |   |          |         |          |          |  |

1. Operating income (loss) matches income from operations which is described in consolidated statements of income.

2. Assets of each segment are not mentioned because of not distribution to the business segment.

|                               | Millions of yen      |                          |                                   |             |              |
|-------------------------------|----------------------|--------------------------|-----------------------------------|-------------|--------------|
|                               | 2017                 |                          |                                   |             |              |
|                               | Civil<br>Engineering | Building<br>Construction | Development<br>and Real<br>Estate | Elimination | Consolidated |
| Net sales:                    |                      |                          |                                   |             |              |
| Customers                     | ¥113,224             | ¥193,197                 | ¥ 8,808                           | ¥ –         | ¥315,229     |
| Intersegment or transfer      | -                    | 45                       | 3,967                             | (4,012)     | -            |
| Total                         | ¥113,224             | ¥193,242                 | ¥12,775                           | ¥(4,012)    | ¥315,229     |
| Operating income (loss)       | 10,984               | 12,365                   | 1,913                             | (3)         | 25,260       |
| Depreciation and amortization | 429                  | 577                      | 819                               | -           | 1,825        |

1. "Adjustments" of negative 3 million yen in "Operating income" is due to the deletion with which segments transact.

2. Assets of each segment are not mentioned because of not distribution to the business segment.

|                               | Thousands of U.S. dollars |                          |                                   |            |                |
|-------------------------------|---------------------------|--------------------------|-----------------------------------|------------|----------------|
|                               | 2017                      |                          |                                   |            |                |
|                               | Civil<br>Engineering      | Building<br>Construction | Development<br>and Real<br>Estate | Eliminatio | n Consolidated |
| Net sales:                    |                           |                          |                                   |            |                |
| Customers                     | \$1,009,212               | \$1,722,053              | \$ 78,505                         | \$ -       | - \$2,809,770  |
| Intersegment or transfer      | -                         | 222                      | 35,363                            | (35,76     | 5) —           |
| Total                         | \$1,009,212               | \$1,722,275              | \$113,868                         | \$(35,76   | 5) \$2,809,770 |
| Operating income (loss)       | 97,909                    | 110,219                  | 17,054                            | (3         | 0) 225,152     |
| Depreciation and amortization | 3,828                     | 5,144                    | 7,296                             | -          | - 16,268       |

## **Related information**

## (1) Products and services

Information about products and services is included in "(c) Net sales, profit or loss, assets and liabilities by reportable business segments for the year ended March 31, 2016 and 2017.

## (2) Geographical areas

Information by geographical segment for the year ended March 31, 2016 and 2017 were summarized as follows:

|            | Millions of yen |                   |              |              |  |
|------------|-----------------|-------------------|--------------|--------------|--|
|            |                 | 20                | 16           |              |  |
|            | Domestic        | Southeast<br>Asia | Other area   | Consolidated |  |
| Net sales: |                 |                   |              |              |  |
| Customers  | ¥272,683        | ¥41,953           | ¥(5,810)     | ¥308,826     |  |
|            |                 |                   |              |              |  |
|            | Millions of yen |                   |              |              |  |
|            |                 | 20                | 17           |              |  |
|            | Domestic        | Southeast<br>Asia | Other area   | Consolidated |  |
| Net sales: |                 |                   |              |              |  |
| Customers  | ¥285,994        | ¥28,583           | ¥652         | ¥315,229     |  |
|            |                 |                   |              |              |  |
|            |                 | Thousand of       | U.S. dollars |              |  |
|            | 2017            |                   |              |              |  |

|            | 2017        |                   |            |              |  |
|------------|-------------|-------------------|------------|--------------|--|
|            | Domestic    | Southeast<br>Asia | Other area | Consolidated |  |
| Net sales: |             |                   |            |              |  |
| Customers  | \$2,549,193 | \$254,769         | \$5,808    | \$2,809,770  |  |

## Information about tangible assets

This item is omitted because the tangible assets located in Japan represented over 90% of the tangible assets on the consolidated balance sheet.

## (3) Major customers

This item for the year end March 31, 2016 and 2017 is omitted because net sales to no single customer represented 10% or more of total net sales of the consolidated statement of income.

(4) Loss on impairment of long-lived assets

There is no loss on impairment of long-lived assets on fixed assets by reportable business segment for the year end March 31, 2017. The detail for the year ended March 31, 2016 was as follow:

|  | Millions of yen      |                          |                                   |             |              |
|--|----------------------|--------------------------|-----------------------------------|-------------|--------------|
|  | 2016                 |                          |                                   |             |              |
|  | Civil<br>Engineering | Building<br>Construction | Development<br>and Real<br>Estate | Elimination | Consolidated |
| Loss on impairment of<br>long-lived assets | ¥-                   | ¥-                       | ¥496                              | ¥-          | ¥496         |

(5) Information on Amortization of Goodwill and Unamortized Balance by Reported Segment Not Applicable.

(6) Information on Gains on Negative Goodwill by Reported Segment This item is omitted because of not importance

## 20. Per share information

Basic net income per share shown below is computed based on the weighted average number of shares of common stock outstanding during each year.

Diluted net income per share is not disclosed as the Group had no dilutive potential of common shares as of March 31, 2016 and 2017 (a) Per share information

| Yen     |                 | U.S. dollars                 |
|---------|-----------------|------------------------------|
| 2016    | 2017            | 2017                         |
|         |                 |                              |
| ¥ 52.71 | ¥ 69.63         | \$0.621                      |
| 555.06  | 611.47          | 5.450                        |
|         | 2016<br>¥ 52.71 | 2016 2017<br>¥ 52.71 ¥ 69.63 |

 Diluted net income per share for the year March 31, 2016 and 2017 were not presented because the Company had no shares with dilutive effects.

## (b) The basis of calculating net income per share was as follows:

|   | Millions of yen |          | Thousands of<br>U.S. dollars |
|---|-----------------|----------|------------------------------|
|   | 2016            | 2017     | 2017                         |
| Prfofit attributable to owners of parent                                | ¥ 14,599        | ¥ 19,211 | \$171,235                    |
| Amount that does not belong to<br>general shareholders                  | _               | -        | -                            |
| Prfofit attributable to owners of parent                                | 14,599          | 19,211   | 171,235                      |
| Average number of shares of common<br>stock during the year (Unit:1000) | 276,944         | 275,892  |                              |

## (c) The basis of calculating net assets per share was as follows:

|  | Millions of yen |          | Thousands of<br>U.S. dollars |
|--|-----------------|----------|------------------------------|
|  | 2016            | 2017     | 2017                         |
| Total amount under net assets  | ¥156,154        | ¥169,788 | \$1,513,400                  |
| Amount deducted from the total<br>amount under net assets  | 2,437           | 1,985    | 17,689                       |
| (Of which non controling interests)  | (2,437)         | (1,985)  | (17,689)                     |
| Net assets at the end of the year<br>related to common stock<br>Number of shares of common stock | 153,717         | 167,803  | 1,495,711                    |
| at the end of the year used in the calculation of<br>net assets per share (Unit:1000)            | 276,937         | 274,428  |                              |

## 21. Quarterly information for FY2016 (April 1, 2016 to March 31, 2017) (a) Accumulated period

|  | Millions of yen       |                               |                               |                               |
|--|-----------------------|-------------------------------|-------------------------------|-------------------------------|
|  | Three months<br>ended | Six months<br>ended           | Nine months<br>ended          | Year ended                    |
|  |                       | Jul. 1, 2016<br>Sep. 30, 2016 | Oct. 1, 2016<br>Dec. 31, 2016 | Jan. 1, 2017<br>Mar. 31, 2017 |
| Net sales                                  | ¥74,334               | ¥150,913                      | ¥232,590                      | ¥315,228                      |
| Profit before income taxes                 | 3,543                 | 11,054                        | 23,469                        | 26,922                        |
| Profit attributable to<br>owners of parent | 2,205                 | 7,254                         | 16,401                        | 19,211                        |
| Per share of net income<br>(Yen)           | 7.96                  | 26.19                         | 59.34                         | 69.63                         |

|  | Thousands of U.S. dollars |                               |                      |             |  |
|--|---------------------------|-------------------------------|----------------------|-------------|--|
|  | Three months<br>ended     | Six months<br>ended           | Nine months<br>ended | Year ended  |  |
|  |                           | Jul. 1, 2016<br>Sep. 30, 2016 |                      |             |  |
| Net sales                                  | \$662,574                 | \$1,345,156                   | \$2,073,180          | \$2,809,771 |  |
| Profit before income taxes                 | 31,580                    | 98,529                        | 209,190              | 239,964     |  |
| Profit attributable to<br>owners of parent | 19,657                    | 64,660                        | 146,193              | 171,235     |  |
| Per share of net income<br>(U.S. dollars)  | 0.071                     | 0.233                         | 0.529                | 0.621       |  |

<sup>(7)</sup> Information on Related Parties Not Applicable.

## (b) Each period

| Yen                           |  |   |   |  |
|-------------------------------|--|---|---|--|
| 1st quarter                   | 2nd quarter  | 3rd quarter   | 4th quarter   |  |
| Apr. 1, 2016<br>Jun. 30, 2016 |  |   | Jan. 1, 2017<br>Mar. 31, 2017   |  |
| 7.96                          | 18.23  | 33.23   | 10.24   |  |
|                               |  |   |   |  |
|                               | U.S. d   | ollars  |   |  |
| 1st quarter                   | 2nd quarter  | 3rd quarter   | 4th quarter   |  |
| Apr. 1, 2016<br>Jun. 30, 2016 |  |   | Jan. 1, 2017<br>Mar. 31, 2017   |  |
| 0.071                         | 0.162  | 0.296   | 0.091   |  |
|                               | Apr. 1, 2016<br>Jun. 30, 2016<br><b>7.96</b><br>1st quarter<br>Apr. 1, 2016<br>Jun. 30, 2016 | 1st quarter         2nd quarter           Apr. 1, 2016         Jul. 1, 2016           Jun. 30, 2016         Sep. 30, 2016 <b>7.96 18.23</b> U.S. d         U.S. d           1st quarter         2nd quarter           Apr. 1, 2016         Jul. 1, 2016           Jun. 30, 2016         Sep. 30, 2016 | 1st quarter         2nd quarter         3rd quarter           Apr. 1, 2016         Jul. 1, 2016         Oct. 1, 2016           Jun. 30, 2016         Sep. 30, 2016         Dec. 31, 2016 <b>7.96 18.23 33.23</b> U.S. dollars         U.S. dollars           1st quarter         2nd quarter         3rd quarter           Apr. 1, 2016         Jul. 1, 2016         Oct. 1, 2016           Jun. 30, 2016         Sep. 30, 2016         Dec. 31, 2016 |  |

## **22. Subsequent Events**

Change in the Number of Shares per Share Unit and Consolidation of Shares

The company resolved to partial change the articles of association including the number of shares per share unit, based on the provisions of Articles 195 paragraph 1 of the Companies Act of Japan.

The company also resolved to submit the proposal for the consolidation of shares, and this proposal was approved and adopted at the 80th ordinary general meeting of shareholders to be held on June 29 2017.

# (a) Purpose of change in the number of shares per share unit and consolidation of shares

All Japanese securities exchanges announced and are promoting the "Action Plan for Consolidating Trading Units" under which the trading units of common shares for domestically listed companies are uniformly set at 100 shares until October 1st, 2018.

In the light of the intent of this action plan, the Company, whose shares are listed on the Tokyo Stock Exchange, will change the share unit number from the current 1,000 shares to 100 shares.

Along with the change in the share unit, the Company will also carry out a consolidation of the Company's shares in order to adjust the appropriate standard of per trading unit, considered stock price change over a mid-to-long term.

#### (b) Details of changes in number of shares per share unit

The company will change the number of shares per share unit for common stock from 1,000 to 100 on October 1st, 2017.

## (c) Details of consolidation of shares

(1) Class of shares to be to be consolidated

Common stock

(2) Consolidation method and ratio

The company will consolidate every 5 shares into one share on October 1st, 2017 based on the number of shares held by shareholders listed in the final shareholders' register as of September 30th, 2017

(3) Decrease in number of shares due to consolidation

| Number of outstanding shares before consolidation<br>(as of March 31, 2017) | 277,957,513 | shares |
|---|-------------|--------|
| Decrease in number of shares due to consolidation                           | 222,366,011 | shares |
| Number of outstanding shares after consolidation                            | 55,591,502  | shares |

Note: The "Decrease in number of shares due to consolidation" and "Number of outstanding shares before consolidation" are theoretical value calculated by multiplying the number of outstanding shares before consolidation by the consolidation ratio.

(4) Handling of fractional shares of less than one share

If any fractional shares arise as a result of the consolidation of shares, pursuant to the provisions of Article 235 of the Companies Act, The company will sell all such fractional shares and distribute the proceeds to shareholders having fractional shares in proportion to their respective fractions. (5) Total number of authorized shares after consolidation

The number of authorized shares will be decreased from 800 million shares to 160 million shares, the effective date for the consolidation of shares on October 1st, 2017.

Pursuant to Article 182, paragraph 2 of the Companies Act, The Article of Incorporation, prescribed total number of authorized shares, shall be deemed to be changed from the same date.

## (d) Dates for consolidation of shares and change in number of shares per share unit

| Resolution at the board of directors meeting   | May 18, 2017   |
|--|----------------|
| Resolution at the general meeting of shareholders  | June 29, 2017  |
| Effective date of consolidation of shares and change in number<br>of shares per share unit | October 1,2017 |

## (e) Effect on per share information

Per share information for the years ended March 31, 2017 and 2016 on assumption that the consolidation of shares had been implemented as of April 1, 2015 is as follows:

| Y         | U.S. dollars      |  |
|-----------|-------------------|--|
| 2016      | 2017              | 2017   |
| ¥2,775.31 | ¥3,057.34         | \$27.25  |
| ¥ 263.57  | ¥ 348.16          | \$ 3.10  |
|           | 2016<br>¥2,775.31 | Yen<br>2016 2017<br>¥2,775.31 ¥3,057.34<br>¥ 263.57 ¥ 348.16 |

Note: Diluted net income per share was not disclosed because there were no dilutive shares.

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Nishimatsu Construction Co., Ltd.

We have audited the accompanying consolidated financial statements of Nishimatsu Construction Co., Ltd. and its subsidiaries, which comprise the consolidated balance sheet as of March 31, 2017, and the consolidated statement of income, comprehensive income, changes in net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, all expressed in Japanese yen.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

## Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the

effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Nishimatsu Construction Co., Ltd. and its subsidiaries as of March 31, 2017, and their financial performance and cash flows for the year then ended in accordance with accounting principles generally accepted in Japan.

#### Convenience Translation

The United States dollar amounts shown in the consolidated financial statements referred to above have been translated solely for convenience. We have recomputed the translation and, in our opinion, the consolidated financial statements expressed in Japanese yen have been translated into United States dollars on the basis described in Note6.

Tokyo, Japan June 29, 2017

Gyosei & Co.

GYOSEI & Co. Certified Public Accountants

# Non-Consolidated Five-Year Summary

Nishimatsu Construction Co., Ltd.

|   | Millions of yen |          |          |          |          |
|---|-----------------|----------|----------|----------|----------|
|   | 2013            | 2014     | 2015     | 2016     | 2017     |
| Orders received                               | ¥244,674        | ¥299,056 | ¥339,095 | ¥298,758 | ¥355,488 |
| Orders received from overseas                 | . 24,724        | 34,624   | 25,764   | 11,160   | 18,317   |
| Percentage of orders received from overseas   | . 10.1%         | 11.6%    | 7.6%     | 3.7%     | 5.2%     |
| Net sales                                     | 239,980         | 299,610  | 325,464  | 297,850  | 307,045  |
| Cost of sales                                 | 226,280         | 283,860  | 306,186  | 269,494  | 266,004  |
| Selling, general and administrative expenses  | . 12,449        | 12,725   | 13,506   | 14,381   | 16,186   |
| Profit before income taxes                    | . 3,330         | 2,165    | 9,201    | 12,706   | 27,283   |
| Profit  | 2,848           | 5,453    | 8,624    | 14,618   | 19,336   |
| Percentage of income against net sales        | . 1.2%          | 1.8%     | 2.6%     | 4.9%     | 6.3%     |
| Total assets                                  | . 328,229       | 359,090  | 370,622  | 337,242  | 373,539  |
| Net assets                                    | . 124,978       | 133,499  | 145,127  | 150,410  | 163,564  |
| Percentage of net assets against total assets | . 38.1%         | 37.2%    | 39.2%    | 44.6%    | 43.8%    |
| Common stock                                  | 23,514          | 23,514   | 23,514   | 23,514   | 23,514   |
| Per share of common stock (in yen):           |                 |          |          |          |          |
| Profit *                                      | ¥ 10.28         | ¥ 19.68  | ¥ 31.14  | ¥ 52.78  | ¥ 70.08  |
| Cash dividends applicable to the year         | 4.00            | 6.00     | 10.00    | 16.00    | 21.00    |
| Net assets                                    | 450.99          | 481.98   | 524.02   | 543.12   | 596.02   |
| Number of shareholders                        | 26,915          | 20,049   | 30,009   | 23,290   | 18,599   |
| Number of employees                           | 2,309           | 2,648    | 2,424    | 2,467    | 2,504    |

Note: Profit per share of common stock is based upon the weighted average number of common stock outstanding during each year.

# Non-Consolidated Balance Sheet

Nishimatsu Construction Co., Ltd. March 31, 2016 and 2017

|   | Millions of yen |          | Thousands of U.S. dollars (Note 6 |
|---|-----------------|----------|-----------------------------------|
| —   | 2016            | 2017     | 2017                              |
| Assets  |                 |          |                                   |
| Current assets:   |                 |          |                                   |
| Cash and time deposits (Note 15)                          | ¥ 19,901        | ¥ 30,671 | \$ 273,385                        |
| Marketable securities (Note 12)                           | 39              | 61       | 540                               |
| Notes and accounts receivable, trade:                     |                 |          |                                   |
| Notes (Notes 10 and 15)                                   | 4,984           | 2,346    | 20,907                            |
| Accounts (Note 15)  | 137,512         | 155,068  | 1,382,191                         |
| Allowance for doubtful accounts (Notes 2 and 14)          | (167)           | (168)    | (1,497)                           |
| Inventories (Notes 2 and 7)                               | 9,051           | 7,570    | 67,472                            |
| Short-term loans to subsidiaries and affiliates (Note 15) | 30              | 362      | 3,223                             |
| Deferred income taxes (Note 9)                            | 4,103           | 2,832    | 25,241                            |
| Advance paid  | 14,783          | 16,479   | 146,889                           |
| Other current assets                                      | 4,917           | 4,286    | 38,214                            |
| <br>Total current assets                                  | 195,153         | 219,507  | 1,956,565                         |

## Investments and other assets:

| Investment securities (Notes 2 and 12)                      | 60,758 | 62,264 | 554,983 |
|---|--------|--------|---------|
| Investments in subsidiaries and affiliates (Notes 2 and 10) | 2,274  | 3,319  | 29,583  |
| Long-term loans to subsidiaries and affiliates (Note 10)    | 36     | 14     | 121     |
| Others  | 4,706  | 5,984  | 53,352  |
| Allowance for doubtful accounts (Notes 2, 9 and 14)         | (109)  | (104)  | (929)   |
| –<br>Total investments and other assets                     | 67,665 | 71,477 | 637,110 |

## Property and equipment (Notes 2 and 13):

| Land                              | 45,491   | 47,194   | 420,657     |
|-----------------------------------|----------|----------|-------------|
| Buildings                         | 53,468   | 60,388   | 538,264     |
| Machinery and equipment           | 8,731    | 8,877    | 79,122      |
| Accumulated depreciation          | (33,266) | (33,904) | (302,198)   |
| -<br>Total property and equipment | 74,424   | 82,555   | 735,845     |
| -<br>Total assets                 | ¥337,242 | ¥373,539 | \$3,329,520 |

|   | Millions of yen |          | Thousands of U.S. dollars (Not |
|---|-----------------|----------|--------------------------------|
|   | 2016            | 2017     | 2017                           |
| Liabilities and Net assets  |                 |          |                                |
| Current liabilities:  |                 |          |                                |
| Short-term debt from banks (Note 15)                                  | ¥ 9,439         | ¥ 14,358 | \$ 127,981                     |
| Short-term debt from subsidiaries and affiliates                      | 460             | -        | -                              |
| Current portion of long-term debt (Note 15)                           | 4,950           | 631      | 5,623                          |
| Notes and accounts payable, trade:                                    |                 |          |                                |
| Notes (Note 15)   | 36,533          | 47,438   | 422,841                        |
| Accounts (Note 15)  | 43,849          | 45,515   | 405,699                        |
| Advances received on uncompleted contracts (Note 15)                  | 6,924           | 14,913   | 132,928                        |
| Provision for warranties for completed construction (Notes 2 and 14)  | 1,064           | 2,101    | 18,728                         |
| Provision for bonuses (Notes 2 and 14)                                | 2,483           | 2,792    | 24,890                         |
| Provision for loss on construction contracts (Notes 2 and 14)         | 1,639           | 805      | 7,175                          |
| Accrued income taxes  | 1,554           | 5,960    | 53,123                         |
| Employees' deposits   | 6,237           | 7,149    | 63,724                         |
| Provision for loss on real estate business and other (Notes 2 and 14) | 17              | 7        | 62                             |
| Deposits received   | 15,023          | 20,265   | 180,632                        |
| Other current liabilities   | 13,445          | 4,071    | 36,275                         |
| Total current liabilities   | 143,617         | 166,005  | 1,479,681                      |

| Long-term debt (Note 15)                              | 25,000  | 25,100  | 223,728   |
|---|---------|---------|-----------|
| Accrued retirement benefits                           | 8,555   | 8,799   | 78,428    |
| Deferred income taxes (Notes 2 and 9)                 | 5,789   | 5,490   | 48,936    |
| Provision for environmental measures (Notes 2 and 14) | 227     | 309     | 2,757     |
| Asset retirement obligations                          | 228     | 381     | 3,397     |
| Other long-term liabilities                           | 3,416   | 3,891   | 34,675    |
| -<br>Total long-term liabilities                      | 43,215  | 43,970  | 391,921   |
| -<br>Total liabilities                                | 186,832 | 209,975 | 1,871,602 |

## Net assets:

| Common stock:                                    |          |          |             |
|--|----------|----------|-------------|
| Authorized - 800,000,000 shares                  |          |          |             |
| Issued and outstanding - 277,957,513 shares      | 23,514   | 23,514   | 209,588     |
| Capital surplus                                  | 20,780   | 20,780   | 185,225     |
| Legal reserve                                    | 5,878    | 5,878    | 52,396      |
| Retained earnings                                | 79,357   | 94,262   | 840,199     |
| Treasury stock, at cost                          | (306)    | (1,578)  | (14,067)    |
| Unrealized gain on available-for-sale securities | 21,187   | 20,708   | 184,577     |
| Total net assets                                 | 150,410  | 163,564  | 1,457,918   |
| Total liabilities and net assets                 | ¥337,242 | ¥373,539 | \$3,329,520 |

# **Non-Consolidated Statement of Income**

Nishimatsu Construction Co., Ltd. For the years ended March 31, 2016 and 2017

|   | Millions o         | Thousands of U.S. dollars (N |                  |
|---|--------------------|------------------------------|------------------|
|   | 2016               | 2017                         | 2017             |
| Net sales (Note 2):                         |                    |                              |                  |
| Completed construction contract             | ¥289,608           | ¥299,293                     | \$2,667,733      |
| Real estate business and other              | 8,242              | 7,752                        | 69,100           |
|   | 297,850            | 307,045                      | 2,736,833        |
| cost of sales (Note 2):                     |                    |                              |                  |
| Cost of completed construction contract     | 264,147            | 260,999                      | 2,326,397        |
| Cost of real estate business and other      | 5,347              | 5,005                        | 44,616           |
|   | 269,494            | 266,004                      | 2,371,013        |
| Gross profit                                | 28,356             | 41,041                       | 365,820          |
| elling, general and administrative expenses | 14,381             | 16,186                       | 144,273          |
| Income (loss) from operations               | 13,975             | 24,855                       | 221,547          |
| )ther income (expenses):                    |                    |                              |                  |
| Interest and dividend income                |                    | 2.042                        | 18,202           |
| Interest expenses                           |                    | (455)                        | (4,059)          |
| Financing expenses                          | . ,                | (38)                         | (334)            |
| Gain on sales of investment securities      | . ,                | 1,703                        | 15,184           |
| Reversal of allowance for doubtful accounts |                    | _                            | -                |
| Gain (loss) on sales of fixed assets        |                    | 4                            | 33               |
| Loss on retirement of non-current assets    | . ,                | (34)                         | (301)            |
| Loss on impairment of long-lived assets     |                    | -                            | (001)            |
| Provision for environmental measures        |                    | (82)                         | (735)            |
| Loss on valuation of investment securities  |                    | (39)                         | (346)            |
| Loss of rebuilding                          |                    | (211)                        | (1,882)          |
| Foreign currency exchange loss              | . ,                | (676)                        | (6,029)          |
| Settlement package                          |                    | (234)                        | (2,085)          |
| Compensation income                         | . ,                | 250                          | 2,227            |
| Head office relocation expenses             |                    | _                            |                  |
| Other-net                                   | 58                 | 198                          | 1,759            |
|   | (1,269)            | 2,428                        | 21,634           |
| rofit before income taxes                   | 12,706             | 27,283                       | 243,181          |
| ncome taxes (Notes 2 and 9)                 |                    |                              |                  |
| ncome taxes (Notes 2 and 9):<br>Current     | 2,377              | 6,763                        | 60,281           |
| Deferred                                    |                    |                              |                  |
|   | (4,289)<br>(1,912) | 1,184<br>7,947               | 10,553<br>70,834 |
|   |                    |                              |                  |

|                                       | Ye     | 20     | U.S. dollars |
|---------------------------------------|--------|--------|--------------|
| Per share of common stock             |        |        |              |
| Net income                            | ¥52.78 | ¥70.08 | \$0.625      |
| Cash dividends applicable to the year | 16.00  | 21.00  | 0.187        |

# Non-Consolidated Statement of Changes in Net Assets

Nishimatsu Construction Co., Ltd. For the years ended March 31, 2016 and 2017

|                            |                 |                    |                  | Millions of yen      |                            |   |                     |
|----------------------------|-----------------|--------------------|------------------|----------------------|----------------------------|---|---------------------|
|                            | Common<br>stock | Capital<br>surplus | Legal<br>reserve | Retained<br>earnings | Treasury stock,<br>at cost | Unrealized<br>gain on available-<br>for-sale securities | Total<br>net assets |
| Balance at April 1, 2015   | ¥23,514         | ¥20,780            | ¥5,878           | ¥67,509              | ¥ (299)                    | ¥27,745   | ¥145,127            |
| Dividends declared         |                 |                    |                  | (2,770)              |                            |   | (2,770)             |
| Profit                     |                 |                    |                  | 14,618               |                            |   | 14,618              |
| Purchase of treasury stock |                 |                    |                  |                      | (7)                        |   | (7)                 |
| Disposal of treasury stock |                 |                    |                  |                      |                            | (6,558)   | (6,558)             |
| Balance at April 1, 2016   | ¥23,514         | ¥20,780            | ¥5,878           | ¥79,357              | ¥ (306)                    | ¥21,187   | ¥150,410            |
| Dividends declared         |                 |                    |                  | (4,431)              |                            |   | (4,431)             |
| Profit                     |                 |                    |                  | 19,336               |                            |   | 19,336              |
| Purchase of treasury stock |                 |                    |                  |                      | (1,272)                    |   | (1,272)             |
| Disposal of treasury stock |                 |                    |                  |                      |                            | (479)   | (479)               |
| Balance at March 31, 2017  | ¥23,514         | ¥20,780            | ¥5,878           | ¥94,262              | ¥(1,578)                   | ¥20,708   | ¥163,564            |

|                            | Thousands of U.S. dollars (Note 6) |                    |                  |                      |                            |   |                     |
|----------------------------|------------------------------------|--------------------|------------------|----------------------|----------------------------|---|---------------------|
|                            | Common<br>stock                    | Capital<br>surplus | Legal<br>reserve | Retained<br>earnings | Treasury stock,<br>at cost | Unrealized<br>gain on available-<br>for-sale securities | Total<br>net assets |
| Balance at April 1, 2016   | \$209,588                          | \$185,225          | \$52,396         | \$707,348            | \$ (2,726)                 | \$188,841   | \$1,340,672         |
| Dividends declared         |                                    |                    |                  | (39,496)             |                            |   | (39,496)            |
| Profit                     |                                    |                    |                  | 172,347              |                            |   | 172,347             |
| Purchase of treasury stock |                                    |                    |                  |                      | (11,341)                   |   | (11,341)            |
| Disposal of treasury stock |                                    |                    |                  |                      |                            | (4,264)   | (4,264)             |
| Balance at March 31, 2017  | \$209,588                          | \$185,225          | \$52,396         | \$840,199            | \$(14,067)                 | \$184,577   | \$1,457,918         |

## 1. Basis of presenting non-consolidated financial statements

The accompanying non-consolidated financial statements of Nishimatsu Construction Co., Ltd. (the "Company") have been prepared in accordance with the provisions set forth in the Japanese Corporation Law and in conformity with generally accepted accounting principles and practices in Japan.

Certain reclassification of the prior year's non-consolidated financial statements has been made to conform to the current year presentation.

## 2. Summary of significant accounting policies

## (a) Foreign currency transactions

All short-term and long-term monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rates at the balance sheet date. The foreign exchange gains and losses from translation are recognized in the consolidated statements of income to the extent that they are not hedged by foreign exchange derivatives.

## (b) Investments in securities

Held-to-maturity securities are either amortized or accumulated to face value.

Other securities with quoted market prices are carried at market value. The difference between the acquisition costs and the carrying value of other securities, including unrealized gains and losses, is recognized as a component of net assets and is reflected as "Unrealized gain on available-for-sale securities".

The cost of other securities sold is computed by the moving average method.

Other securities without quoted market prices are stated at cost based on the moving average method.

## (c) Inventories

Inventories other than materials and supplies are stated at the accumulated construction cost for each project, which does not include selling, general and administrative expenses.

Materials and supplies are stated at cost determined by the moving average method.

Regarding real estate held for sale, cost of uncompleted real estate development projects and materials and supplies, when deterioration in profitability is recognized, their book values on balance sheets are devalued.

## (d) Depreciation and amortization

Property and equipment (excluding lease assets): Property and equipment, including significant renewals and additions, are carried at cost.

The cost of property and equipment retired or otherwise disposed of and accumulated depreciation in respect thereof are eliminated from the related accounts, and the resulting gain or loss is reflected in income.

Maintenance and repairs, including minor renewals and improvements, are charged to income as incurred.

Depreciation is computed generally by the declining balance method at rates based on the useful lives which is determined under the standards that confirm to the methods provided for in the corporation tax act.

The straight-line method is applied to buildings acquired after April 1, 1998 and facilities attached to buildings and structures acquired on and after April 1, 2016.

## Intangible assets (excluding lease assets):

Intangible assets are carried at cost.

Useful lives of assets are determined based on the standards that conform to the methods provided for in the corporation tax act. Software for internal use is amortized using the straight-line method based on an internal estimate of its useful life (five years).

## Lease assets:

Lease assets associated with finance leases that do not transfer ownership are accounted for based on the straight-line method with the term of lease as the useful life and the residual value as zero. In preparing the non-consolidated financial statements for the purpose of inclusion in this Annual Report, certain reclassifications and rearrangements have been made to the Non-consolidated financial statements issued domestically in Japan in order to present these statements in a form which is more familiar to readers of these statements outside Japan.

Long-term prepaid expenses The straight-line method is applied.

## (e) Investments in subsidiaries and affiliates

Investments in subsidiaries and affiliates are stated at cost.

#### (f) Accrued retirement benefits

Accrued retirement benefits are calculated based on an estimate of the projected retirement benefit obligation and the plan assets.

Past service costs are amortized on the straight-line method over 10 years.

Actuarial gains or losses are amortized on the straight-line method over 10 years beginning immediately the following year.

## (g) Recognition of sales and related costs

The Company applies the percentage of completion method to the projects which the percentage of completion can be reliably estimated, while the Company applies the completed contract method for other projects.

Estimation of construction progress at the end of fiscal year applies the proportional method.

Sales from the percentage of completion method is ¥290,648 million (\$2,591,675 thousand).

## (h) Income taxes

Deferred income taxes are recognized applying the asset and liability method.

Under this method, deferred tax assets and liabilities are determined based on the difference between the financial reporting and tax basis of the assets and liabilities, and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse.

## (i) Hedge accounting

The interest rate swaps are utilized to avoid interest volatility risk on debt.

The interest rate swaps which qualify for hedge accounting and meet specific matching criteria are not remeasured at market value but the net amount to be paid or received under the interest rate swap contracts are recognized and included in interest expense and income as incurred.

Forward foreign exchange contracts utilized as a hedging instrument against risk arising from exchange rate fluctuations which meet the required criteria are accounted for by the allocation method. In the allocation method, assets and liabilities subject to foreign forward contract are translated by the contracted rate of exchange.

## (j) Appropriations of retained earnings

Appropriations of retained earnings are accounted for and reflected in the accompanying non-consolidated financial statements when approved by the shareholders.

#### (k) Accounting for net sales of estate business

Net sales of real estate business are posted on delivery basis. For largescale contracts with deferred payment terms, however, the Company applies the deferred payment standard under which the amount of net sales deferred and the corresponding deferred cost of sales are posted at every contracted collection date.

## (l) Provision for warranties for completed construction

Provision for losses which are expected to occur in the future related to

defects of completed work is provided based on the estimated amount calculated using an actual percentage of related losses during a certain past period and the estimate future warranty expense amount for the specific properties.

#### (m) Allowance for doubtful accounts

The Company provides for possible losses due to uncollectibility of notes, accounts, loans receivable and others based on the Company's past credit loss experience and management's estimate.

#### (n) Provision for loss on construction contracts

Provision for loss on construction contracts is provided with respect to construction projects for which the losses can be reasonably estimated.

#### (o) Provision for bonuses

Provision for bonus based on the estimated value of the bonus to be paid to employees.

#### (p) Provision for loss on real estate business

Provision for losses which are expected to occur in the future related real estate businesses is provided when the losses can be reasonably estimated.

#### (q) Provision for environmental measures

It is calculated based on an rational estimate and the Company recognized ¥309 million (\$2,757 thousand) subjected to the Act on Special Measures concerning Promotion of Proper Treatment of PCB Wastes.

#### (r) Other account policies in preparing non-consolidated financial statements

- (1) Accounting for unrecognized actuarial gain or loss or unrecognized past service cost on non-consolidated balance sheets are different from the accounting on consolidated balance sheets.
- (2) Process of the equivalent of consumption tax and local consumption tax Consumption tax and local consumption tax are accounted for using the tax exclusion method.

#### 3. Changes in accounting policy

In the fiscal year ended March 31, 2017, The company applied the Practical Solution on a change in depreciation method due to Tax Reform 2016 (PITF No. 32, June 17, 2016) following the revision of the Corporation Tax Act, and changed the method of depreciation for facilities attached to buildings and structures acquired on and after April 1, 2016 from the declining-balance method to the straight-line method.

The impact of this change on profit (loss) for the fiscal year ended March 31, 2017, is immaterial.

#### 4. Changes in presentation

Notes to non-consolidated statement of income "Settlement package" which was included in "Other-net" under "Other income (expenses)" in the previous fiscal year, is separately listed from the fiscal year ended March 31, 2016, because of quantitative materiality.

The non-consolidated financial statements of the previous fiscal year have been reclassified to reflect this change in presentation. As a result, ¥145 million presented in "Other-net" under "Other income (expenses)" in the consolidated statement of income of the previous fiscal year has been reclassified as ¥11 million of "Settlement package" and ¥134 million of "Other-net".

#### 5. Additional Informations

The company has been applying the Revised Implementation Guidance on Recoverability of Deferred Tax Assets (ASBJ Guidance No. 26 of March 28, 2016) from the beginning of the fiscal year ended March 31, 2017.

### 6. United States dollar amounts

The United States dollar amounts presented in the accompanying nonconsolidated financial statements are included solely for convenience and are stated, as a matter of arithmetical computation only, at the rate of ¥112.19 = US\$1, which was the exchange rate prevailing as of March 31, 2017.

These conversions should not be construed as representations that the Japanese yen amounts actually represent, or have been or could be converted into, United States dollars at that rate.

#### 7. Inventories

Inventories comprised the following:

|   | Million | Thousands of<br>U.S. dollars |          |
|---|---------|------------------------------|----------|
|   | 2016    | 2017                         | 2017     |
| Costs on uncompleted construction contracts | ¥4,960  | ¥3,416                       | \$30,445 |
| Real estate for sale                        | 3,916   | 3,762                        | 33,531   |
| Raw materials and supplies                  | 175     | 392                          | 3,496    |
| Total                                       | ¥9,051  | ¥7,570                       | \$67,472 |

#### 8. Securities

As no quoted market prices are available and it is extremely difficult to determine the fair value of stocks of subsidiaries are not mentioned book values.

|                        | Million | Thousands of<br>U.S. dollars |          |
|------------------------|---------|------------------------------|----------|
|                        | 2016    | 2017                         | 2017     |
| Stocks of subsidiaries | ¥2,106  | ¥3,175                       | \$28,298 |
| Stocks of affiliates   | 168     | 144                          | 1,285    |
| Total                  | ¥2,274  | ¥3,319                       | \$29,583 |

# 9. Income taxes

Composition of deferred tax assets and liabilities

(a) Deferred tax assets and liabilities as of March 31, 2016 and 2017 were as follows:

Thousands of

|   | Millions of yen |           | Thousands of<br>U.S. dollars |
|---|-----------------|-----------|------------------------------|
|   | 2016            | 2017      | 2017                         |
| Deferred tax assets:                                      |                 |           |                              |
| Accrued retirement obligations                            | ¥ 4,516         | ¥ 4,308   | \$ 38,395                    |
| Carry forwards  | 1,820           | 0         | 0                            |
| Impairment loss of long-lived assets                      | 2,598           | 2,560     | 22,820                       |
| Provision for allowance for loss on construction projects | 506             | 247       | 2,199                        |
| Allowance for doubtful accounts                           | 1,413           | 1,411     | 12,581                       |
| Portion for bonus   | 767             | 863       | 7,691                        |
| Provision for warranties for completed construction       | 329             | 649       | 5,782                        |
| Valuation loss on investment securities                   | 381             | 270       | 2,405                        |
| Loss on valuation of real estate                          | 316             | 316       | 2,818                        |
| Other   | 1,904           | 2,372     | 21,144                       |
| Subtotal deferred tax assets                              | ¥14,550         | ¥12,996   | \$115,835                    |
| Valuation allowance                                       | (5,768)         | (5,687)   | (50,686)                     |
| Gross deferred tax assets                                 | ¥8,782          | ¥ 7,309   | \$ 65,149                    |
| Deferred tax liabilities:                                 |                 |           |                              |
| Unrealized gain on available-for-sale securities          | (9,341)         | (9,129)   | (81,370)                     |
| Resignation payment trust                                 | (597)           | (278)     | (2,479)                      |
| Reserve for reduction entry of replaced property          | (491)           | (489)     | (4,359)                      |
| Others  | (40)            | (71)      | (636)                        |
| Gross deferred tax liabilities                            | (10,469)        | (9,967)   | (88,844)                     |
| Net deferred tax assets (liabilities)                     | ¥ (1,687)       | ¥ (2,658) | \$ (23,695)                  |

# (b) A reconciliation between the statutory tax rate and the effective tax rate was as follows:

|   | 2016    | 2017          |
|---|---------|---------------|
| Statutory tax rate  | 33.1%   | 30.9%         |
| (Adjustment)  |         |               |
| Permanent non-deductible items                              | 3.4%    | 1.7%          |
| Permanent non-taxable items                                 | (0.6)%  | (1.3)%        |
| Inhabitant taxes on per capita levy                         | 1.0%    | 0.5%          |
| Valuation allowance   | (60.4)% | (0.3)%        |
| Reduction of deferred taxes in effect of enacted future tax | 2.9%    | -             |
| Difference of base of enterprise tax on corporation         | 5.6%    | 0.3%          |
| Tax credit  | (1.3)%  | (1.8)%        |
| Other   | 1.3%    | <b>(0.9)%</b> |
| Effective tax rate  | (15.0)% | (29.1)%       |

## 10. Notes to non-consolidated balance sheet

(a) Pledged assets for construction contracts, loans on subsidiaries, affiliates and other obligation as of March 31, 2016 and 2017 were as follows:

TI I (

|  | Millions of yen |       |   | n   |     | ands of<br>Iollars |
|--|-----------------|-------|---|-----|-----|--------------------|
|  | 20              | 2016  |   | 17  | 20  | 17                 |
| Pledged assets:  |                 |       |   |     |     |                    |
| Buildings  | ¥               | 920   | ¥ | 873 | \$7 | 7,785              |
| Structures   |                 | 6     |   | 5   |     | 47                 |
| Land   |                 | 95    |   | 95  |     | 844                |
| Total  | ¥               | 1,021 | ¥ | 973 | \$8 | 3,676              |
|  |                 |       |   |     |     |                    |
| Secured liabilities:                                     |                 |       |   |     |     |                    |
| Deposit received   | ¥               | 82    | ¥ | 82  | \$  | 732                |
| Other long-term liabilities                              |                 | 472   |   | 390 | 3   | 3,476              |
| -<br>Total   | ¥               | 554   | ¥ | 472 | \$4 | <b>4,208</b>       |
|  |                 |       |   |     |     |                    |
| Pledged assets for loans on subsidiaries and affiliates: |                 |       |   |     |     |                    |
| Buildings  | ¥               | 316   | ¥ | 306 | \$2 | 2,725              |
| Land   |                 | 37    |   | 37  |     | 328                |
| Investment securities                                    |                 | 177   |   | 179 | 1   | ,596               |
| -<br>Total   | ¥               | 530   | ¥ | 522 | \$4 | 4,649              |
|  |                 |       |   |     |     |                    |
| Pledged assets for construction:                         |                 |       |   |     |     |                    |
| Marketable securities                                    | ¥               | 0     | ¥ | 50  | \$  | 446                |
| Investment securities                                    | ¥               | 50    | ¥ | 0   | \$  | 0                  |
|  |                 |       |   |     |     |                    |
| Pledged assets for housing latent defects:               |                 |       |   |     |     |                    |
| Marketable securities                                    | ¥               | 9     | ¥ | 11  | \$  | 94                 |
| Investment securities                                    |                 | 141   |   | 131 | 1   | ,172               |
| Total  | ¥               | 150   | ¥ | 142 | \$1 | ,266               |
|  |                 |       |   | -   |     |                    |

# (b) Contingent liabilities

The Company provides guarantee for banks loans of the following.

|                              | Millions | Thousands of<br>U.S. dollars |         |
|------------------------------|----------|------------------------------|---------|
|                              | 2016     | 2017                         | 2017    |
| Nishimatsu Investments., Ltd | ¥930     | ¥289                         | \$2,574 |
| Total                        | ¥930     | ¥289                         | \$2,574 |

The Company provides guarantee for employees' housing loans from bank:

| ¥77     | ¥56          | \$500 |
|---------|--------------|-------|
| 2016    | 2017         | 2017  |
| Million | U.S. dollars |       |

#### (c) Due to have ready working capital efficiently, the Company concludes rental commitment contracts.

|                                 | Million | Thousands of<br>U.S. dollars |           |
|---------------------------------|---------|------------------------------|-----------|
|                                 | 2016    | 2017                         | 2017      |
| Total amount of loan commitment | ¥25,000 | ¥25,000                      | \$222,836 |
| Loans outstanding               | -       | -                            | -         |

# (d) The company transfer assets for property and equipment to sale of estate included in inventories due to purpose of possession.

| Millions | Thousands of<br>U.S. dollars |                                   |
|----------|------------------------------|-----------------------------------|
| 2016     | 2017                         | 2017                              |
| ¥728     | ¥379                         | \$3,376                           |
| 22       | 183                          | 1,630                             |
| ¥750     | ¥562                         | \$5,006                           |
|          | 2016<br>¥728<br>22           | ¥728 <b>¥379</b><br>22 <b>183</b> |

# (e) The amounts of reduction entry which was conducted in current fiscal year are as follows:

|          | Millions of yen |      | Thousands of<br>U.S. dollars |
|----------|-----------------|------|------------------------------|
|          | 2016            | 2017 | 2017                         |
| Building | ¥-              | ¥199 | \$1,775                      |

# 11. Notes to non-consolidated statement of income (a) Gain on sales of fixed assets was as follows:

|           | Millions | Thousands of<br>U.S. dollars |      |
|-----------|----------|------------------------------|------|
|           | 2016     | 2017                         | 2017 |
| Machinery | ¥6       | ¥4                           | \$37 |

#### (b) Loss on sales of fixed assets was as follows:

|                          | Millions of yen |      | Thousands of<br>U.S. dollars |
|--------------------------|-----------------|------|------------------------------|
|                          | 2016            | 2017 | 2017                         |
| Buildings and structures | ¥152            | ¥-   | \$-                          |
| Land                     | 61              | -    | -                            |
| Other                    | 0               | 0    | 4                            |
| Total                    | ¥213            | ¥O   | \$ 4                         |

#### (c) Loss on retirement of non-current assets was as follows:

|                          | Million | Thousands of<br>U.S. dollars |       |
|--------------------------|---------|------------------------------|-------|
|                          | 2016    | 2017                         | 2017  |
| Buildings and structures | ¥219    | ¥33                          | \$298 |
| Land                     | 0       | 0                            | 1     |
| Other                    | 2       | 1                            | 2     |
| Total                    | ¥220    | ¥34                          | \$301 |

# 12. Details of securities

# (a) Stock

Investment Securities-Available-for-sale securities

| Investment Securities-Available-for-sale securities |                  | Millions of<br>yen | Thousands of<br>U.S. dollars |
|---|------------------|--------------------|------------------------------|
| lssuer  | Number of shares | Balance as of M    | March 31, 2017               |
| SUMITOMO REALTY & DEVELOPMENT CO., LTD.             | 4,000,000        | ¥11,544            | \$102,896                    |
| SHOCHIKU CO., LTD.                                  | 3,288,000        | 4,311              | 38,422                       |
| TOKYO TATEMONO CO., LTD.                            | 2,037,699        | 2,991              | 26,663                       |
| MITSUI FUDOSAN CO., LTD.                            | 1,098,354        | 2,607              | 23,241                       |
| CENTRAL JAPAN RAILWAY COMPANY                       | 137,500          | 2,494              | 22,232                       |
| MIZUHO FINANCIAL GROUP, INC.                        | 11,055,481       | 2,255              | 20,103                       |
| KEIKYU CORPORATION                                  | 1,574,989        | 1,925              | 17,155                       |
| ASAHI KASEI CORPORATION                             | 1,557,759        | 1,682              | 14,996                       |
| HULIC CO., LTD.                                     | 1,405,500        | 1,472              | 13,117                       |
| EAST JAPAN RAILWAY COMPANY                          | 150,000          | 1,454              | 12,961                       |
| KYUSHU FINANCIAL GROUP, INC.                        | 1,983,999        | 1,351              | 12,043                       |
| TEIKOKU SEN-I CO., LTD.                             | 800,000          | 1,315              | 11,723                       |
| KOBE STEEL, LTD.                                    | 1,224,125        | 1,244              | 11,086                       |
| HANKYU HANSHIN HOLDINGS, INC.                       | 334,994          | 1,213              | 10,809                       |
| KEIHAN HOLDINGS, CO., LTD.                          | 1,710,849        | 1,165              | 10,385                       |
| SAPPORO HOLDINGS LIMITED                            | 373,774          | 1,125              | 10,028                       |
| TSURUYA DEPARTMENT STORE INC.                       | 12,000           | 1,104              | 9,840                        |
| KYUSHU RAILWAY COMPANY                              | 271,100          | 929                | 8,276                        |
| SOMPO JAPAN NIPPONKOA HOLDINGS, INC.                | 221,122          | 902                | 8,040                        |
| SHIKOKU ELECTRIC POWER CO., INC                     | 625,055          | 764                | 6,814                        |
| WEST JAPAN RAILWAY COMPANY                          | 100,000          | 724                | 6,454                        |
| JFE HOLDINGS, INC.                                  | 375,786          | 717                | 6,393                        |
| FUKUYAMA TRANSPORTING CO., LTD.                     | 1,000,000        | 668                | 5,954                        |
| JAPAN NUCLEAR FUEL LIMITED                          | 66,664           | 667                | 5,942                        |
| KANSAI ELECTRIC POWER CO., INC.                     | 467,107          | 639                | 5,692                        |
| ELECTRIC POWER DEVELOPMENT CO., LTD.                | 236,000          | 615                | 5,480                        |
| KYUSHU ELECTRIC POWER COMPANY, INC.                 | 437,788          | 519                | 4,628                        |
| TOKYO ELECTRIC POWER COMPANY HOLDINGS, INC.         | 1,159,375        | 505                | 4,506                        |
| TAIHEIYO CEMENT CORPORATION                         | 1,335,625        | 497                | 4,429                        |
| JSR CORPORATION                                     | 251,416          | 472                | 4,206                        |
| MITSUBOSHI BELTING LTD.                             | 400,000          | 414                | 3,687                        |
| DAIWA HOUSE INDUSTRY CO., LTD.                      | 118,595          | 379                | 3,378                        |
| CHUBU ELECTRIC POWER COMPANY, INC.                  | 243,154          | 363                | 3,232                        |
| KUBOTA CORPORATION                                  | 200,000          | 334                | 2,979                        |
| OKAMOTO INDUSTRIES, INC.                            | 280,400          | 334                | 2,977                        |
| TOKIO MARINE HOLDINGS, INC.                         | 69,000           | 324                | 2,888                        |
| KANSAI INTERNATIONAL AIRPORT LAND COMPANY, LTD.     | 6,300            | 315                | 2,808                        |
| METROPOLITAN INTERCITY RAILWAY COMPANY              | 6,000            | 300                | 2,674                        |
| NANKAI ELECRIC RAILWAY CO., LTD.                    | 500,000          | 271                | 2,416                        |
| THE CHUGOKU ELECTRIC POWER COMPANY, INC.            | 217,898          | 268                | 2,393                        |
| TPR CO., LTD.                                       | 73,036           | 267                | 3,271                        |
| THE OGAKI KYORITSU BANK. LTD.                       | 795,750          | 263                | 2,348                        |
| MS & AD INSURANCE GROUP HOLDINGS, INC.              | 73,041           | 259                | 2,305                        |
| FUJI KYUKO CO., LTD.                                | 250,000          | 247                | 2,199                        |
| SUMITOMO OSAKA CEMENT CO., LTD.                     | 530,000          | 245                | 2,187                        |
| FURUKAWA CO., LTD.                                  | 1,190,000        | 244                | 2,174                        |
| KAWASAKI HEAVY INDUSTRIES., LTD.                    | 700,000          | 237                | 2,109                        |
| OTHER (117 ISSUES)                                  | 7,01,000         | 5,757              | 50,421                       |
| Total   | 52,058,706       | ¥60,691            | \$540,961                    |

# (b) Bonds

Marketable Securities-Held-to-maturity securities Millions of Thousands of Millions of Thousands of

|                            | yen      | U.S. dollars | yen                      | U.S. dollars |  |
|----------------------------|----------|--------------|--------------------------|--------------|--|
| Issuer                     | Total fa | ace value    | ue Figure on balance she |              |  |
| Government bond (3 issues) | ¥61      | \$540        | ¥61                      | \$540        |  |
| Total                      | ¥61      | \$540        | ¥61                      | \$540        |  |

# Investment securities-Held-to-maturity securities

|                            | Millions of<br>yen | Thousands of U.S. dollars | Millions of<br>yen      | Thousands of U.S. dollars |  |
|----------------------------|--------------------|---------------------------|-------------------------|---------------------------|--|
| Issuer                     | Total fa           | ce value                  | Figure on balance sheet |                           |  |
| Government bond (3 issues) | ¥136               | \$1,212                   | ¥131                    | \$1,172                   |  |
| Total                      | ¥136               | \$1,212                   | ¥131                    | \$1,172                   |  |

# (c) Other

Investment Securities-Available-for-sale securities

|   | Number of<br>investment | Millions of<br>yen | Thousands of<br>U.S. dollars |
|---|-------------------------|--------------------|------------------------------|
| Type and issue                                  | units, etc.             | Figure on ba       | alance sheet                 |
| Investment in anonymous association             |                         |                    |                              |
| (Toranomon Ichigo Godogaisha)                   | ¥ —                     | ¥ 750              | \$ 6,685                     |
| Mitsui Fudosan Private REIT Inc                 | 300                     | 300                | 2,674                        |
| Investment in limited investment association    |                         |                    |                              |
| (one issue)                                     | 3                       | 292                | 2,600                        |
| Investment in anonymous association (one issue) | -                       | 100                | 891                          |
| Total   | ¥303                    | ¥1.442             | \$12.850                     |

# 13. Details of property and equipment

|   |                             |                             |                             | Millions of yen              |  |                              |                                  |
|---|-----------------------------|-----------------------------|-----------------------------|------------------------------|--|------------------------------|----------------------------------|
| Type of assets                                | Balance at<br>April 1, 2016 | Increase during<br>the year | Decrease during<br>the year | Balance at<br>March 31, 2017 | Accumulated<br>depreciation or<br>accumulated<br>amortization at<br>March 31, 2017 | Depreciation for<br>the year | Net balance at<br>March 31, 2017 |
| Tangible assets                               |                             |                             |                             |                              |  |                              |                                  |
| Buildings                                     | ¥ 45,171                    | ¥ 5,261                     | ¥1,134                      | ¥ 49,298                     | ¥24,329  | ¥1,240                       | ¥24,969                          |
| Structures                                    | 2,009                       | 377                         | 8                           | 2,378                        | 1,662  | 45                           | 716                              |
| Machinery and equipment                       | 6,350                       | 270                         | 178                         | 6,442                        | 5,834  | 168                          | 608                              |
| Vehicles                                      | 448                         | 4                           | 16                          | 436                          | 391  | 24                           | 45                               |
| Tools, furniture, and fixtures                | 1,560                       | 90                          | 41                          | 1,609                        | 1,406  | 88                           | 203                              |
| Land  | 45,491                      | 2,980                       | 1,277                       | 47,194                       | -  | -                            | 47,194                           |
| Lease assets                                  | 372                         | 18                          | -                           | 390                          | 282  | 40                           | 108                              |
| Construction in progress                      | 6,289                       | 6,016                       | 3,593                       | 8,712                        | -  | -                            | 8,712                            |
| Total tangible assets                         | ¥107,690                    | ¥15,016                     | ¥6,247                      | ¥116,459                     | ¥33,904  | ¥1,605                       | ¥82,555                          |
|   |                             |                             |                             |                              |  |                              |                                  |
| Intangible assets                             | _                           | _                           | _                           | 2 ( 22                       | 2.004  | 168                          | 429                              |
| Software<br>Other                             |                             |                             |                             | 2,433<br>460                 | 2,004  | 100                          | 427                              |
|   |                             |                             |                             | 2.893                        | 2.274  | 168                          |                                  |
| Total intangible assets                       | 35                          | 0                           |                             | 2,893                        | 2,274  | 108                          | <u>619</u><br>9                  |
| Long-term prepaid expenses<br>Deffered assets | 35                          | U                           | 11                          | 24                           | 15   | 5                            | 9                                |
|   | _                           | _                           | _                           | _                            |  | _                            | _                                |
| Total deferred assets                         | -                           | -                           | -                           | -                            | -  | -                            |                                  |

|                                |                             |                             | The                         | ousands of U.S. doll         | ars  |                              |                                  |
|--------------------------------|-----------------------------|-----------------------------|-----------------------------|------------------------------|--|------------------------------|----------------------------------|
| Type of assets                 | Balance at<br>April 1, 2016 | Increase during<br>the year | Decrease during<br>the year | Balance at<br>March 31, 2017 | Accumulated<br>depreciation or<br>accumulated<br>amortization at<br>March 31, 2017 | Depreciation for<br>the year | Net balance at<br>March 31, 2017 |
| Tangible assets                |                             |                             |                             |                              |  |                              |                                  |
| Buildings                      | \$402,629                   | \$ 46,892                   | \$10,108                    | \$ 439,413                   | \$216,851  | \$11,053                     | \$222,562                        |
| Structures                     | 17,904                      | 3,364                       | 67                          | 21,201                       | 14,811   | 401                          | 6,390                            |
| Machinery and equipment        | 56,605                      | 2,410                       | 1,598                       | 57,417                       | 52,001   | 1,496                        | 5,416                            |
| Vehicles                       | 3,997                       | 33                          | 141                         | 3,889                        | 3,485  | 214                          | 404                              |
| Tools, furniture, and fixtures | 13,908                      | 800                         | 365                         | 14,343                       | 12,534   | 788                          | 1,809                            |
| Land                           | 405,481                     | 26,557                      | 11,381                      | 420,657                      | -  | -                            | 420,657                          |
| Lease assets                   | 3,312                       | 161                         | -                           | 3,473                        | 2,516  | 360                          | 957                              |
| Construction in progress       | 56,053                      | 53,624                      | 32,027                      | 77,650                       | -  | -                            | 77,650                           |
| Total deferred assets          | \$959,889                   | \$133,841                   | \$55,687                    | \$1,038,043                  | \$302,198  | \$14,312                     | \$735,845                        |
| Intangible assets              |                             |                             |                             |                              |  |                              |                                  |
| Software                       | _                           | _                           | _                           | 21.687                       | 17.865   | 1.501                        | 3.823                            |
| Other                          | _                           | _                           | _                           | 4.101                        | 2.409  | 1,501                        | 1.692                            |
| Total intangible assets        | _                           | _                           | _                           | 25,788                       | 2,407  | 1,502                        | 5,514                            |
| Long-term prepaid expenses     | 312                         | 3                           | 96                          | 23,788                       | 142  | 44                           | 77                               |
| Deffered assets                | 512                         | -                           |                             |                              | - 142  | - 44                         | -                                |
| Total deferred assets          | _                           |                             | _                           | _                            |  |                              | _                                |
| Total deletted assets          |                             |                             |                             |                              |  |                              |                                  |

## (a) Major increase during the year

| Type of asset            | Location               | Purpose  | Millions of yen | Thousands of<br>U.S. dollars |
|--------------------------|------------------------|----------|-----------------|------------------------------|
| Building                 | Yokohama-shi, Kanagawa | For rent | ¥1,464          | \$13,050                     |
| Building                 | Saitama-shi, Saitama   | For rent | 1,594           | 14,208                       |
| Land                     | Choufu-shi, Tokyo      | For rent | 1,416           | 12,624                       |
| Construction in progress | Minato-ku, Tokyo       | For rent | 1,064           | 9,481                        |

## (b) Major decrease during the year

| Type of asset | Location            | Purpose      | Millions of yen | Thousands of<br>U.S. dollars |
|---------------|---------------------|--------------|-----------------|------------------------------|
| Building      | Toyokawa-shi, Aichi | For business | ¥816            | \$7,273                      |

(c) Descriptions on intangible assets, "Balance at the beginning of the year", "Increase during the year" and "Decrease during the year," are omitted, as the assets account for 1% or less of total assets.

# 14. Details of provision

|                              |     | Millions of yen         |       |                      |                                   |               |                         |      |      |                         |
|------------------------------|-----|-------------------------|-------|----------------------|-----------------------------------|---------------|-------------------------|------|------|-------------------------|
|                              | Apr | nce at<br>ril 1,<br>116 | durir | ease<br>ig the<br>ar | Decr<br>durin<br>year (<br>for pu | g the<br>used | Decr<br>durin<br>year ( |      | Marc | nce at<br>ch 31,<br>)17 |
| Allowance for                |     |                         |       |                      |                                   |               |                         |      |      |                         |
| doubtful accounts            | ¥   | 276                     | ¥     | 18                   | ¥                                 | -             | ¥                       | 22   | ¥    | 272                     |
| Provision for warranties for |     |                         |       |                      |                                   |               |                         |      |      |                         |
| completed construction       | 1   | ,064                    | 1     | ,728                 |                                   | 687           |                         | - 4  | 2    | ,101                    |
| Provision for bonus          | 2   | ,483                    | 2     | ,792                 | 2,                                | 483           |                         | -    | 2    | ,792                    |
| Provision for loss on        |     |                         |       |                      |                                   |               |                         |      |      |                         |
| construction contracts       | 1   | ,639                    |       | 730                  |                                   | 362           | 1                       | ,202 |      | 805                     |
| Provision for loss on real   |     |                         |       |                      |                                   |               |                         |      |      |                         |
| estate business and other    |     | 17                      |       | 2                    |                                   | 12            |                         | -    |      | 7                       |
| Provision for environmental  |     |                         |       |                      |                                   |               |                         |      |      |                         |
| measures                     |     | 227                     |       | 82                   |                                   | -             |                         | -    |      | 309                     |

|                              | Thousands of U.S. dollars      |                                |  |                                       |          |  |  |  |
|------------------------------|--------------------------------|--------------------------------|--|---------------------------------------|----------|--|--|--|
|                              | Balance at<br>April 1,<br>2016 | Increase<br>during the<br>year | Decrease<br>during the<br>year (used<br>for purpose) | during the<br>year (used voar (other) |          |  |  |  |
| Allowance for                |                                |                                |  |                                       |          |  |  |  |
| doubtful accounts            | \$ 2,460                       | <b>\$</b> 158                  | \$ -   | <b>\$</b> 192                         | \$ 2,426 |  |  |  |
| Provision for warranties for |                                |                                |  |                                       |          |  |  |  |
| completed construction       | 9,481                          | 15,405                         | 6,126  | 32                                    | 18,728   |  |  |  |
| Provision for bonus          | 22,129                         | 24,890                         | 22,129   | -                                     | 24,890   |  |  |  |
| Provision for loss on        |                                |                                |  |                                       |          |  |  |  |
| construction contracts       | 14,613                         | 6,506                          | 3,227  | 10,717                                | 7,175    |  |  |  |
| Provision for loss on real   |                                |                                |  |                                       |          |  |  |  |
| estate business and other    | 153                            | 18                             | 109  | -                                     | 62       |  |  |  |
| Provision for environmental  |                                |                                |  |                                       |          |  |  |  |
| measures                     | 2,022                          | 735                            | -  | -                                     | 2,757    |  |  |  |

- (a) "Decrease during the year (Other)" for allowance for doubtful accounts represents the reversal amount based on the actual ratio of bad debts in the past for general accounts receivables of ¥16 million and collect of loans receivable of ¥6 million.
- (b) "Decrease during the year (Other)" for provision for warranties for completed construction and provision for loss on construction contracts represents the reversal amount due to the decrease in the expected loss amount.

# 15. Major assets and liabilities (Assets)

# 1. Cash and deposits

| Cash and deposits | Millions | of yen |     | ands of<br>Iollars |
|-------------------|----------|--------|-----|--------------------|
| Cash              | ¥        | 49     | \$  | 436                |
| Deposits          |          |        |     |                    |
| Current deposits  | 20       | ),167  | 13  | 79,757             |
| Saving deposits   | 9        | 7,940  | 8   | 38,600             |
| Time deposits     |          | 515    |     | 4,592              |
| Total             | ¥3(      | ),671  | \$2 | 73,285             |

# 2. Notes receivable

### (a) Breakdown by payer

| Payer                             | Millions of yen | Thousands of<br>U.S. dollars |
|-----------------------------------|-----------------|------------------------------|
| Chiyoda Corporation               | ¥ 652           | \$ 5,812                     |
| Bunka Shutter Co., Ltd            | 463             | 4,128                        |
| Chiyoda TechnoAce Co., Ltd        | 228             | 2,029                        |
| Tsuruya Department Store Co., Ltd | 203             | 1,813                        |
| Aeon Mall Co., Ltd                | 193             | 1,718                        |
| Other                             | 607             | 5,407                        |
| Total                             | ¥2.346          | \$20,907                     |

# (b) Breakdown by settlement month

| Settlement month     | Millions of yen | Thousands of<br>U.S. dollars |
|----------------------|-----------------|------------------------------|
| 2017, April          | ¥ 966           | \$ 8,609                     |
| May                  | 615             | 5,484                        |
| June                 | 587             | 5,228                        |
| July                 | 77              | 686                          |
| August               | 101             | 900                          |
| September and beyond | -               | -                            |
| Total                | ¥2,346          | ¥20,907                      |

The figure for May includes items unsettled as of April 30 (worth ¥37 million) as April 30, 2017 were bank holiday.

# 3. Accounts receivable from completed construction contracts (a) Breakdown by payer

| Payer  | Millions of yen | Thousands of<br>U.S. dollars |
|--|-----------------|------------------------------|
| Aeon Mall Co., Ltd   | ¥ 17,792        | \$ 158,591                   |
| The Organization of the Ministry of Land,<br>Infrastructure, Transport and Tourism | 17,331          | 154,477                      |
| Urban Renaissance Agency   | 8,367           | 74,576                       |
| Peoples Democratic Republic of Algeria,<br>Ministry of Public Works                | 6,211           | 55,363                       |
| MTR Corporation Ltd  | 4,954           | 44,159                       |
| Other  | 100,413         | 895,025                      |
| Total  | ¥155,068        | \$1,382,191                  |

## (b) Stagnation

|                                      | Millions of yen | U.S. dollars |
|--------------------------------------|-----------------|--------------|
| Posted in fiscal year 2017           | ¥153,673        | \$1,369,757  |
| Posted in fiscal year 2016 or before | 1,395           | 12,434       |
| Total                                | ¥155,068        | \$1,382,191  |

#### 4. Real estate for sale

| Item              | Millions of yen | Thousands of<br>U.S. dollars |
|-------------------|-----------------|------------------------------|
| Land for sale     | ¥1,363          | \$12,148                     |
| Building for sale | 826             | 7,363                        |
| Total             | ¥2,189          | \$19,511                     |

#### Breakdown of land is as follows:

| Region        | Square<br>meters | Millions of yen | Thousands of<br>U.S. dollars |
|---------------|------------------|-----------------|------------------------------|
| Tohoku region | 38,690.34        | ¥1,325          | \$11,810                     |
| Other region  | 1,493.00         | 38              | 338                          |
| <br>Total     | 40,183.34        | ¥1,363          | \$12,148                     |

#### 5. Cost on uncompleted construction contracts

|                                 | Millions of yen      |  |                                 |
|---------------------------------|----------------------|--|---------------------------------|
| <br>Balance at<br>April 1, 2016 | Cost for the<br>year | Amount<br>transferred<br>to cost of<br>completed<br>construction<br>contract | Balance at<br>March 31,<br>2017 |
| ¥4,960                          | ¥259,455             | ¥260,999   | ¥3,416                          |
|                                 | Thousands o          | f U.S. dollars   |                                 |
| Balance at<br>April 1, 2016     | Cost for the<br>year | Amount<br>transferred<br>to cost of<br>completed<br>construction             | Balance at<br>March 31,<br>2017 |

contract

\$30,445

\$44,209 \$2,312,633 \$2,326,397

#### Breakdown of the balance at March 31, 2017 is as follows:

| Item              | Millions of yen | Thousands of<br>U.S. dollars |
|-------------------|-----------------|------------------------------|
| Materials cost    | ¥2,532          | \$22,568                     |
| Labor cost        | 27              | 238                          |
| Subcontracts cost | 468             | 4,172                        |
| Other region      | 389             | 3,467                        |
| Total             | ¥3,416          | \$30,445                     |

## 6. Payment on estate trade

| Item                   | Millions of yen | Thousands of<br>U.S. dollars |
|------------------------|-----------------|------------------------------|
| Operation cost payment | ¥ 437           | \$ 3,896                     |
| Others                 | 1,136           | 10,124                       |
| Total                  | ¥1,573          | \$14,020                     |

## 7. Raw materials & supplies

| Item                     | Millions of yen | Thousands of<br>U.S. dollars |
|--------------------------|-----------------|------------------------------|
| Raw materials & supplies | ¥ 51            | \$ 455                       |
| Materials for sale       | 309             | 2,754                        |
| Others                   | 32              | 287                          |
| Total                    | ¥392            | \$3,496                      |

#### (Liabilities) 1. Notes payable

# (a) Breakdown by recipient

| Recipient                        | Millions of yen | Thousands of<br>U.S. dollars |
|----------------------------------|-----------------|------------------------------|
| Kitagawa Iron Works Co., Ltd     | ¥ 1,491         | \$ 13,294                    |
| Marubeni-Itochu Techno Steel Inc | 1,234           | 10,997                       |
| GECOSS CORPORATION               | 296             | 2,635                        |
| FUJIPASSC Co., Ltd               | 293             | 2,616                        |
| Kagasan Co., Ltd                 | 284             | 2,532                        |
| Other                            | 11,143          | 99,323                       |
| Total                            | ¥14,741         | \$131,397                    |

# (b) Breakdown by settlement month

| Settlement month | Millions of yen | Thousands of<br>U.S. dollars |
|------------------|-----------------|------------------------------|
| 2017, April      | ¥ 3,845         | \$ 34,274                    |
| May              | 3,798           | 33,854                       |
| June             | 3,524           | 31,413                       |
| July             | 3,574           | 31,856                       |
| Total            | ¥14,741         | \$131,397                    |

### 2. Electrically recorded obligation (a) Breakdown by recipient

| Recipient                | Millions of yen | Thousands of<br>U.S. dollars |
|--------------------------|-----------------|------------------------------|
| Kinden Corporation       | ¥ 3,661         | \$ 32,632                    |
| CONCHEM Co., Ltd         | 1,269           | 11,313                       |
| ASAHI KOGYOUSHA CO., LTD | 1,125           | 10,027                       |
| Kyudenko Corporation     | 724             | 6,450                        |
| Rokko & Associates, Inc  | 712             | 6,344                        |
| Other                    | 25,206          | 224,678                      |
| Total                    | ¥32,697         | \$291,444                    |

#### (b) Breakdown by settlement month

| Settlement month | Millions of yen | Thousands of<br>U.S. dollars |
|------------------|-----------------|------------------------------|
| 2017, April      | ¥ 7,756         | \$ 69,135                    |
| Мау              | 9,550           | 85,121                       |
| June             | 6,997           | 62,369                       |
| July             | 8,394           | 74,819                       |
| Total            | ¥32,697         | \$291,444                    |

# 3. Accounts for payable for construction

| Recipient                            | Millions of yen | Thousands of<br>U.S. dollars |
|--------------------------------------|-----------------|------------------------------|
| GECOSS CORPORATION                   | ¥ 3,301         | \$ 29,433                    |
| CONCHEM Co., Ltd                     | 1,769           | 15,767                       |
| Kinden Corporation                   | 1,509           | 13,453                       |
| TAKEHARA STEEL CONSTRACTION CO., LTD | 927             | 8,259                        |
| Marubeni-Itochu Techno Steel Inc     | 643             | 5,729                        |
| Other                                | 37,366          | 333,058                      |
| Total                                | ¥45,515         | \$405,699                    |

### 4. Short-term debt

| Lender                              | Millions of yen | Thousands of<br>U.S. dollars |
|-------------------------------------|-----------------|------------------------------|
| Mizuho Bank, Ltd                    | ¥ 7,000         | \$ 62,394                    |
| Higo Bank, Ltd                      | 870             | 7,755                        |
| Mizuho Trust & Banking Co., Ltd     | 867             | 7,728                        |
| Resona Bank, Ltd                    | 858             | 7,648                        |
| Sumitomo Mitsui Banking Corporation | 850             | 7,576                        |
| The Ogaki Kyoritsu Bank, Ltd        | 500             | 4,457                        |
| The Hyaku Jushi Bank, Ltd           | 500             | 4,457                        |
| North Pacific Bank, Ltd             | 500             | 4,457                        |
| The Norinchukin Bank                | 500             | 4,456                        |
| Other                               | 2,544           | 22,676                       |
| Long-term debt due within one year  | -               | -                            |
| Total                               | ¥14,989         | \$133,604                    |

# 5. Advances received on uncompleted construction

| Millions of yen             |                                    |   |                                 |
|-----------------------------|------------------------------------|---|---------------------------------|
| Balance at<br>April 1, 2016 | Amount<br>received for<br>the year | Amount<br>transfered to<br>cost of<br>completed<br>construction<br>contract | Balance at<br>March 31,<br>2017 |
| ¥6,924                      | ¥164,298                           | ¥156,309  | ¥14,913                         |
|                             | Thousands o                        | f U.S. dollars  |                                 |
| Balance at<br>April 1, 2016 | Amount<br>received for<br>the year | Amount<br>transfered to<br>cost of<br>completed<br>construction<br>contract | Balance at<br>March 31,<br>2017 |
| \$61,716                    | \$1,464,463                        | \$1,393,251   | \$132,928                       |

The difference of ¥150,736 million between total sales of ¥307,045 million on the non-consolidated statements of income and the amount of transfered to net sales of ¥156,309 million indicated above is equal to the sum of accounts receivable from completed construction contracts of ¥150,499 million for fiscal 2017 and the increase of ¥237 million as a result of making adjustment to the contract value of prior-period settled construction contracts.

#### 6. Corporate bonds

| Issued by                                 | Millions of yen | Thousands of<br>dollar U.S.<br>dollars |
|---|-----------------|--|
| Corporation (6th unsecured straight bond) | ¥15,000         | \$133,702                              |
| Corporation (7th unsecured straight bond) | 10,000          | 89,134                                 |
| Total                                     | ¥25,000         | \$222,836                              |

More details mentioned at FINANCIAL SECTION, 1 CONSOLIDATED FINANCIAL STATEMENTS ©CONSOLIDATED FINANCIAL SPECIFICATIONS, "CORPORATE BOND SPECIFICATION"

# 16. Cost of completed construction

### 1. Cost of completed construction

|                                   | Millions of yen |            | Millions of<br>yen |            | Thousands<br>of U.S.<br>dollars |
|-----------------------------------|-----------------|------------|--------------------|------------|---------------------------------|
| Item                              | 2016            | % to Total | 2017               | % to Total | 2017                            |
| Raw materials                     | ¥ 47,438        | 18.0%      | ¥ 44,700           | 17.1%      | \$ 398,428                      |
| Labor                             | 16,281          | 6.1%       | 13,198             | 5.1%       | 117,642                         |
| (of which, outsourced labor cost) | (16,281)        | (6.1)%     | (13,198)           | (5.1)%     | (117,642)                       |
| Outsourcing cost                  | 157,667         | 59.7%      | 162,272            | 62.2%      | 1,446,403                       |
| Expenses                          | 42,761          | 16.2%      | 40,829             | 15.6%      | 363,924                         |
| (of which personnel expenses)     | (17,255)        | (6.5)%     | (17,752)           | (6.8)%     | (158,231)                       |
| Total                             | ¥264,147        | 100.0%     | ¥260,999           | 100.0%     | ¥2,326,397                      |

Cost is calculated under the job-oder cost method.

#### 2. Cost of sales on estate business and other

|           | Millions of<br>yen |            | Millions of<br>yen |                | Thousands<br>of U.S.<br>dollars |
|-----------|--------------------|------------|--------------------|----------------|---------------------------------|
| Item      | 2016               | % to total | 2017               | % to total     | 2017                            |
| Land      | ¥ 371              | 7.0%       | ¥ 66               | 1.4%           | \$ 587                          |
| Buildings | 1,034              | 19.3%      | 837                | 1 <b>6.7</b> % | 7,464                           |
| Expenses  | 2,556              | 47.8%      | 2,830              | 56.5%          | 25,227                          |
| Sub-Total | 3,961              | 74.1%      | 3,733              | 74.6%          | 33,278                          |
| Other     | 1,386              | 25.9%      | 1,272              | 25.4%          | 11,338                          |
| Total     | ¥5,347             | 100.0%     | ¥5,005             | 100.0%         | ¥44,616                         |

Cost is calculated under the job-oder cost method.

## **17. Subsequent Events**

# Change in number of shares per share unit and consolidation of shares

For details, Refer to the "Note to Consolidated Financial Statements, 22. Subsequent Events"

Per share information for the years ended March 31, 2017 and 2016 on the assumption that the consolidation of shares had been implemented as of April 1, 2015 is as follows:

|                             | Yen       |           | U.S. dollars |
|-----------------------------|-----------|-----------|--------------|
|                             | 2016      | 2017      | 2017         |
| Net assets per share        | ¥2,715.60 | ¥2,980.09 | \$26.56      |
| Net income (loss) per share | 263.92    | 350.42    | 3.12         |

Note: Diluted net income per share was not disclosed because there were no dilutive shares.

#### INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Nishimatsu Construction Co., Ltd.

We have audited the accompanying financial statements of Nishimatsu Construction Co., Ltd. which comprise the balance sheet as of March 31, 2017, and the statement of income and changes in net assets for the year then ended, and a summary of significant accounting policies and other explanatory information, all expressed in Japanese yen.

#### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Nishimatsu Construction Co., Ltd. as of March 31, 2017, and its financial performance for the year then ended in accordance with accounting principles generally accepted in Japan.

#### Convenience Translation

The United States dollar amounts shown in the financial statements referred to above have been translated solely for convenience. We have recomputed the translation and, ir our opinion, the financial statements expressed in Japanese yen have been translated into United States dollars on the basis described in Note4.

Tokyo, Japan June 29, 2017

Gyosei & Co.

GYOSEI & Co. Certified Public Accountants

# Corporate Outline (As of June 29, 2017)

| Registered Name | Nishimatsu Construction Co., Ltd.          |
|-----------------|--|
| Head Office     | 10th Floor Toranomon Hills Mori Tower,     |
|                 | 23-1, Toranomon 1-chome, Minato-ku, Tokyo, |
|                 | 105-6310 Japan                             |
| Representative  | Harusada Kondo, Representative Director    |
|                 | and President                              |

# **Regional Headquarters & Branch Offices**

#### **Domestic Offices**

North Japan Regional Headquarters 8-33, Omachi 2-chome, Aoba-ku, Sendai, 980-0804 Japan Phone: 81-22-261-8161

Sapporo Branch

20 2-chome, Kita 7-jo Nishi, Kita-ku, Sapporo, 060-8575 Japan Phone: 81-11-728-0211

#### Tohoku Branch

8-33, Omachi 2-chome, Aoba-ku, Sendai, 980-0804 Japan Phone: 81-22-261-8958

Kanto Civil Engineering Regional Headquarters 1-18, Toranomon 1-chome, Minato-ku, Tokyo,

105-0001 Japan Phone: 81-3-3502-7558

# Hokuriku Branch

16-8, Kamitokorokami 1-chome, Chuo-ku, Niigata, 950-0992 Japan Phone: 81-25-285-0661

Kanto Architectural Regional Headquarters 17-21 Shinbashi 6-chome, Minato-ku, Tokyo,

105-0004 Japan Phone: 81-3-3502-0287

# West Japan Regional Headquarters

4-7, Tsurigane-cho 2-chome, Chuo-ku, Osaka, 540-8515 Japan Phone: 81-6-6942-1173

#### Chubu Branch

27-14, Izumi 2-chome, Higashi-ku, Nagoya, 461-8558 Japan Phone: 81-52-931-8471 Kansai Branch 4-7, Tsurigane-cho 2-chome, Chuo-ku, Osaka, 540-8515 Japan Phone: 81-6-6942-1298

Founded

Established

Paid-up Capital

Number of Employees

Chugoku Branch 2-28, Kokutaijimachi 2-chome, Naka-ku,

Hiroshima, 730-8589 Japan Phone: 81-82-247-9281

Shikoku Branch 8-11, Ban-cho 3-chome, Takamatsu, 760-8503 Japan Phone: 81-87-831-1471

Kyushu Regional Headquarters 14-5, Yakuin 1-chome, Chuo-ku, Fukuoka, 810-0022 Japan Phone: 81-92-771-3120

# **Overseas Offices**

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#### Bangkok Office

Great Mekong Sub-region Office 19th Floor, Sino-Thai Tower 32/48 Sukhumvit 21 (Soi Asoke) , Klongtoey-Nua, Wattana, Bangkok 10110 Thailand Phone: 66-2258-9590-7 Fax: 66-2258-9599

### Singapore Office

70 Bendemeer Road #05-04 Luzerne, Singapore 339940 Phone: 65-6298-0566 Fax: 65-6291-1449 Malaysia Office Unit 23.02 Menara Haw Par, Jalan Sultan Ismail, 50250 Kuala Lumpur Phone: 60-3-2070-9911 Fax: 60-3-2078-9911

1874

September 20, 1937

2,504 (As of March 31, 2017)

¥23.513.643.819

Vietnam Offices Hanoi Office #402, D10 Giang Vo, Ba Dinh District, Hanoi, Vietnam Phone: 84-24-3772-3034~6 Fax: 84-24-3772-3032

Ho Chi Minh Office 8 Floor, Thien Phuoc 2 Building, 110 CMT 8 Street, Ward 7, District 3, Ho Chi Minh City, Vietnam Phone: 84-28-6263-8380 Fax: 84-28-6298-3716

## Yangon Office

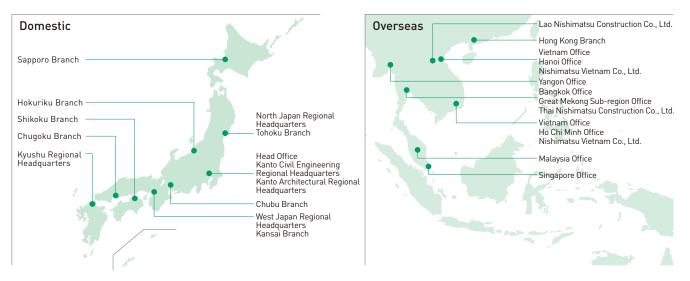
No. 70, Yaw Min Gyi Condominium Rm. 408, Yaw Min Gyi Street, Dagon Township, Yangon, Myanmar Phone: 95-1-379-697

Thai Nishimatsu Construction Co., Ltd. Note: Location and other information is the same as the Bangkok Office of Nishimatsu Construction Co., Ltd.

Lao Nishimatsu Construction Co., Ltd.

1st Floor Savan-SENO Special Economic Zone Authority's Office, No. 9 Phetsalad Road, Nakea Village, Kaisone Phomvihanh District, Savannakhet Province, Lao PDR, P.O. Box 200 Phone: 85-6-41-219-044 Fax: 85-6-41-219-049

Nishimatsu Vietnam Co., Ltd. Note: Location and other information is the same as the Hanoi and Ho Chi Minh offices of Nishimatsu Construction Co., Ltd.



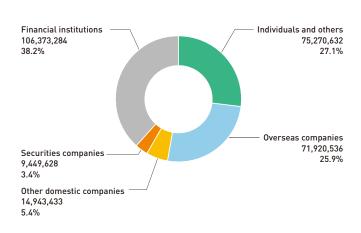
# Stock Status (As of March 31, 2017)

Total number of authorized shares: 800,000,000 Total number of issued shares: 277,957,513 (including 3,529,441 shares of treasury stock) Number of shareholders: 21,524

# Major Shareholders

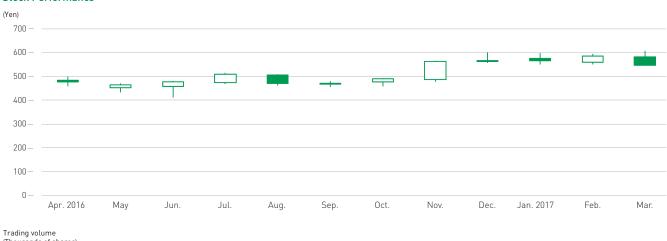
| Shareholders  | Shares held<br>(Thousands) | Shareholding ratio<br>(%) |
|---|----------------------------|---------------------------|
| Japan Trustee Services Bank Ltd.<br>(Trust account)                         | 20,398                     | 7.43                      |
| The Master Trust Bank of Japan Ltd.<br>(Trust account)                      | 19,395                     | 7.07                      |
| Japan Trustee Services Bank Ltd.<br>(Trust account 4)                       | 9,728                      | 3.54                      |
| Trust & Custody Services Bank Ltd.<br>(Securities investment trust account) | 6,267                      | 2.28                      |
| Japan Trustee Services Bank Ltd.<br>(Trust account 9)                       | 5,141                      | 1.87                      |
| Japan Trustee Services Bank Ltd.<br>(Trust account 5)                       | 4,758                      | 1.73                      |
| Meiji Yasuda Life Insurance Company   | 4,577                      | 1.67                      |
| Japan Trustee Services Bank Ltd.<br>(Trust account 2)                       | 3,478                      | 1.27                      |
| Japan Trustee Services Bank Ltd.<br>(Trust account 1)                       | 3,438                      | 1.25                      |
| Nishimatsu Construction Employees<br>Shareholders' Association              | 3,237                      | 1.18                      |

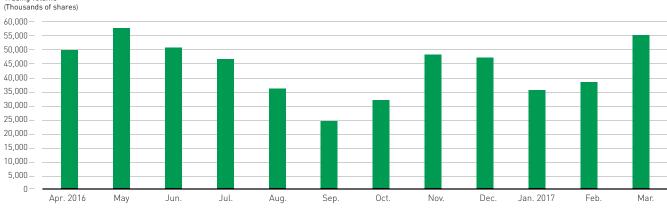
Shareholder Distribution



Note: Our treasury stock of 3,529,441 shares is excluded from the above list. The shareholding ratio is calculated excluding treasury stock.

# Stock Performance







# Inquiries:

Nishimatsu Construction Co., Ltd. CSR Planning Section, Corporate Planning Department 10th Floor Toranomon Hills Mori Tower, 23-1, Toranomon 1-chome, Minato-ku, Tokyo, 105-6310 Japan Phone: 81-3-3502-7554 Fax: 81-3-3502-7593





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