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<b>【Document Name】</b>	Extraordinary Report
<b>【Filing to】</b>	Director, Kanto Local Finance Bureau
<b>【Date of Filing】</b>	June 30, 2023
<b>【Company Name】</b>	Toda Kensetsu Kabushiki Gaisha
<b>【Company Name in English】</b>	TODA CORPORATION
<b>【Corporate Representative】</b>	Seisuke Otani, President and Representative Director
<b>【Location of Head Office】</b>	7-1 Kyobashi 1-chome, Chuo-ku, Tokyo (The above is the registered address of the head office, and actual operations are conducted at the following location.) 2-8-5 Hatchobori, Chuo-ku, Tokyo
<b>【Telephone Number】</b>	03-3535-1357
<b>【Name of Contact Person】</b>	Kaname Miwa, Corporate Officer, General Manager of Financial & IR Div.
<b>【Contact Address】</b>	2-8-5 Hatchobori, Chuo-ku, Tokyo
<b>【Telephone Number】</b>	03-3535-1357
<b>【Place Where Available for Public Inspection】</b>	TODA CORPORATION, Chiba Branch (15-1 Honchibacho, Chuo-ku, Chiba-shi) TODA CORPORATION, Kanto Branch (2-6-5 Takasago, Urawa-ku, Saitama-shi) TODA CORPORATION, Yokohama Branch (4-4-2 Minatomirai, Nishi-ku, Yokohama-shi) TODA CORPORATION, Osaka Branch (1-13-47 Nishihonmachi, Nishi-ku, Osaka-shi) TODA CORPORATION, Nagoya Branch (1-22-22 Izumi, Higashi-ku, Nagoya-shi) Tokyo Stock Exchange, Inc. (2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

1. Reason for Filing

The matters for resolution were resolved at the 100th Annual General Meeting of Shareholders held on June 29, 2023, therefore, the Company files the extraordinary report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc.

2. Description of Report

(1) Date on which the Annual General Meeting of Shareholders was held

June 29, 2023

(2) Matters for Resolution

**<Company Proposals>**

**Proposal No. 1** Appropriation of Surplus

(a) Matters concerning dividend from surplus distributed to shareholder and the total amount thereof

¥13.5 per share

¥4,219,382,164 in total

(b) Effective date

June 30, 2023

**Proposal No. 2** Partial Amendments to the Articles of Incorporation

Necessary amendments shall be made to Article 2 [Purpose] of the current Articles of Incorporation in preparation for the future expansion of the Company's business activities.

**Proposal No. 3** Election of Seven (7) Directors

Proposal to elect seven (7) Directors, specifically Masanori Imai, Seisuke Otani, Toshihiro Yamazaki, Shunsuke Amiya, Toshihiko Itami, Kumi Arakane and Masahiro Muroi.

**Proposal No. 4** Election of One (1) Audit & Supervisory Board Member

Proposal to elect one (1) Audit & Supervisory Board Member, specifically Shunji Momoi.

**Proposal No. 5** Partial Amendments to and Continuation of Policy Regarding a Large-Scale Purchase of the Company's Shares and Other Securities (Takeover Defense Measure)

Policy Regarding a Large-Scale Purchase of the Company's Shares and Other

Securities (Takeover Defense Measure) shall be continued with partial amendments.

**<Shareholder Proposal>**

**Proposal No. 6** Acquisition of Treasury Stock

The Company shall acquire up to 30,822,000 shares of its common stock at a total acquisition price of 21,575,400,000 yen by means of cash payment within one year from the conclusion of the Annual General Meeting of Shareholders.

(3) The number of voting rights for, against, or abstained for each proposal; the requirements for approval of each proposal; and results of resolutions

Matters resolved	For	Against	Abstained	Requirements for approval	Results of resolutions and approval ratio (%)
<b>&lt;Company Proposals&gt;</b>					
<b>Proposal No. 1</b> Appropriation of Surplus	2,873,706	3,165	0	Note 1	Approved 99.89
<b>Proposal No. 2</b> Partial Amendments to the Articles of Incorporation	2,873,550	3,331	0	Note 2	Approved 99.88
<b>Proposal No. 3</b> Election of Seven (7) Directors					
Masanori Imai	2,194,615	682,142	0	Note 3	Approved 76.29
Seisuke Otani	2,357,373	519,387	0		Approved 81.95
Toshihiro Yamazaki	2,585,261	291,500	0		Approved 89.87
Shunsuke Amiya	2,502,263	374,498	0		Approved 86.98
Toshihiko Itami	2,502,322	374,439	0		Approved 86.98
Kumi Arakane	2,502,169	374,592	0		Approved 86.98
Masahiro Muroi	2,586,331	290,430	0		Approved 89.90
<b>Proposal No. 4</b> Election of One (1) Audit & Supervisory Board Member					
Shunji Momoi	2,589,694	287,175	0	Note 3	Approved 90.02

Matters resolved	For	Against	Abstained	Requirements for approval	Results of resolutions and approval ratio (%)
<b>Proposal No. 5</b> Partial Amendments to and Continuation of Policy Regarding a Large-Scale Purchase of the Company's Shares and Other Securities (Takeover Defense Measure)	1,728,207	1,148,671	0	Note 1	Approved 60.07
<b>&lt;Shareholder Proposal&gt;</b>					
<b>Proposal No. 6</b> Acquisition of Treasury Stock	683,621	2,192,750	313	Note 1	Not approved 23.76

Notes:

1. Approval of a majority of the voting rights held by the shareholders present at the Meeting is required.
2. Approval of not less than two-thirds (2/3) of the voting rights held by the shareholders present at the Meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.
3. Approval of a majority of the voting rights held by the shareholders present at the Meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.

(4) Reason why a portion of the voting rights held by shareholders present at the Meeting was not added to the total number of voting rights

The proposal had been clearly approved based on a count of the total number of votes exercised in advance by the day prior to the Meeting and the voting rights exercised by the shareholders present at the Meeting for which the Company was able to confirm a vote for the proposal. Therefore, the number of voting rights held by the shareholders present at the Meeting for which the Company was unable to confirm a vote for, against, or abstained from the proposal, was not added to the total number of voting rights.

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