Name of the company Toyo Construction Co., Ltd.

(1890 TSE Prime Market)

Representative person: Shinya Yoshida

Representative Director,

**Executive Chairperson and CEO** 

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## Notice Concerning Revision of the Interim and Year-end Dividend Forecasts for the Fiscal Year Ending March 31, 2026

Toyo Construction Co., Ltd. (the "Company") hereby announces that, at its Board of Directors' meeting held today, the Company adopted a resolution to revise its dividend forecasts for the fiscal year ending March 2026 which was announced as of August 7, 2025, and not to pay interim dividends and year-end dividends for the fiscal year ending March 2026, considering the planed tender offer (the "Tender Offer") for shares of the Company's common stock (the "Company Stock") by Taisei Corporation (the "Tender Offeror") is consummated as set out in the "Announcement of Expression of Opinion in Support of the Tender Offer for Our Shares by Taisei Corporation and Recommendation to Tender Shares in the Tender Offer" (the "Opinion Press Release"), separately published today.

## 1. Reason for revision

At today's Board of Directors meeting, the Company adopted a resolution to express its opinion supporting the Tender Offer if it commences and to recommend the Company's shareholders to tender their shares in the Tender Offer. The resolution of the board of directors was adopted on the assumption that, the Tender Offeror plans to make the Company a wholly owned subsidiary through the Tender Offer and subsequent series of procedures, and that our shares are expected to be delisted. For further details, please refer to the Opinion Press Release separately announced as of today.

Despite our commitment to shareholder returns through consistent dividends, the price of the purchase of the Company Stock in the Tender Offer has been comprehensively determined and decided on the assumption that the Company will not pay interim dividends with a record date of September 30, 2025, and year-end dividends with a record date of March 31, 2026. Additionally, paying dividends with a record date after the settlement commencement date of the Tender Offer could result in economic disparities between shareholders participating in the Tender Offer and those who do not. Therefore, to ensure fairness among shareholders, it was decided in today's Board of Directors meeting to revise the dividend forecast and not to pay interim and year-end dividends for the fiscal year ending March 2026.

## 2. Details of revision

	Annual dividends per share		
Record date	2nd quarter-end	Fiscal year-end	Total
Previous forecasts (Announced on August 7, 2025)	30.00 yen	60.00 yen	90.00 yen
Revised forecast	0.00 yen	0.00 yen	0.00 yen
(For reference purpose) Previous term dividends (FY2024 ended March 2025)	30.00 yen	58.00 yen	88.00 yen

## Disclamer:

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