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Securities code: 1980

June 7, 2017

To our shareholders:

Shohei Kitano
President and Director
DAI-DAN CO., LTD.
1-9-25 Edobori, Nishi-ku, Osaka-city

NOTICE OF THE 88TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 88th Ordinary General Meeting of Shareholders of DAI-DAN CO., LTD. (the "Company"), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights by postal mail. Please indicate your approval or disapproval of the proposals on the enclosed voting form after reviewing the attached Reference Documents for the General Meeting of Shareholders, and return it by postal mail to reach us no later than 6:00 p.m., Wednesday, June 28, 2017 (Japan Standard Time).

1. Date and Time: Thursday, June 29, 2017 at 10:00a.m. (Japan Standard Time)

2. Place: 7F Conference Room, Osaka Head Office
1-9-25 Edobori, Nishi-ku, Osaka-city

3. Purposes:

Items to be reported:

1. Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements for the 88th Term (from April 1, 2016 to March 31, 2017)
2. The results of audit of the Consolidated Financial Statements for the 88th Term by the Accounting Auditors and the Board of Corporate Auditors

Items to be resolved:

- Proposal 1:** Appropriation of surplus
Proposal 2: Consolidation of shares
Proposal 3: Election of ten (10) Directors

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Matters

Proposal 1: Appropriation of surplus

The Company considers the return of profits to its shareholders to be its top management priority. The Company adopts the basic policy of ensuring the stable and continuous payment of cash dividends while establishing a sound financial position.

Taking into consideration the need to return profits commensurate with the strong performance in the fiscal year, the Company proposes an ordinary dividend of 10 yen per share and a bonus dividend of 3 yen per share, as set forth below. The Company has already paid an interim dividend of 10 yen per share; therefore, the annual dividend totals 23 yen per share (an increase of 3 yen from the previous year).

Matters related to year-end dividends

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount thereof
13 yen per common share of the Company (ordinary dividend: 10 yen; bonus dividend: 3 yen)
Total amount of dividends: 579,676,890 yen
- (3) Effective date of distribution of dividends of surplus
June 30, 2017

Proposal 2: Consolidation of Shares

1. Reason for consolidation

Stock exchanges nationwide aim to unify the trading unit of common shares of all domestic listed companies to 100 shares, announcing the “Action Plan for Consolidating Trading Units.”

As a company listed on the Tokyo Stock Exchange, we respect this purpose, and at the Board of Directors meeting held on May 11, 2017, it was resolved to change the trading unit of the Company’s shares from the current number of 1,000 shares to 100 shares. At the same time, we will set the level of investment unit (50,000 yen or more and less than 500,000 yen) which the stock exchanges deem desirable, and we would like to carry out the share consolidation (consolidate two shares into one share) taking into account stable shareholding of the Company’s shares by shareholders and share price fluctuation in the medium to long term.

2. Ratio of consolidation

For our common shares, we would like to consolidate two shares into one share.

If any fraction of less than one share arises as a result of the share consolidation, it shall be disposed of in accordance with the provisions of the Companies Act, and the proceeds will be distributed to shareholders in proportion to the number of fractional shares held.

3. Effective date for the consolidation of shares

October 1, 2017

4. Total number of authorized shares on the effective date:

40,000,000 shares

5. Others

We would like to request that other matters of procedural requirements to be left to the discretion of the Board of Directors.

(Reference)

In accordance with the provisions of Article 182, Paragraph 2 and Article 195, Paragraph 1 of the Companies Act, the Articles of Incorporation will be amended on October 1, 2017, without resolving the Partial Amendments to the Articles of Incorporation at the General Meeting of Shareholders. The details of the amendments are as follows.

(Underlined text indicates the amended parts.)

Current Articles of Incorporation	Proposed amendments
<p>Chapter 2 Shares</p> <p>(Total number of shares authorized to be issued by the Company) Article 5. The total number of shares authorized to be issued by the Company shall be <u>80,000,000 shares</u>.</p> <p>(Number of Shares per Share Unit) Article 7. The number of shares constituting one unit of shares of the Company shall be <u>1,000 shares</u>.</p>	<p>Chapter 2 Shares</p> <p>(Total number of shares authorized to be issued by the Company) Article 5. The total number of shares authorized to be issued by the Company shall be <u>40,000,000 shares</u>.</p> <p>(Number of Shares per Share Unit) Article 7. The number of shares constituting one unit of shares of the Company shall be <u>100 shares</u>.</p>

Proposal 3: Election of ten (10) Directors

The tenures of all nine (9) Directors will expire at the close of this meeting.

In that regard, the Company proposes the election of ten (10) Directors, raising the number of Directors by one (1) to enhance the Company's management system.

The candidate for Director is as follows:

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Setsu Sugaya (May 9, 1943) Reelection	<p>Apr. 1967 Joined The Sumitomo Bank, Limited (currently Sumitomo Mitsui Banking Corporation)</p> <p>July 1971 Joined the Company</p> <p>June 1981 Director, Head of International Business Department, and Manager of Singapore Branch</p> <p>June 1983 Representative Director, Senior Managing Director, General Manager of Tokyo Office, General Manager of Tokyo Branch, and in charge of International Business Department</p> <p>Apr. 1985 Representative Director, President, and Head of Sales Division</p> <p>July 2000 Representative Director, Chairman, Head of Coordination Division, Storewide Sales Coordination, and Storewide Technical Coordination</p> <p>Apr. 2011 Representative Director, Chairman, and CEO</p> <p>Apr. 2017 Representative Director, Chairman, Corporate Officer, and in charge of General Administration Division (present position)</p>	323,499
<p>[Reasons for nomination as candidate for Director]</p> <p>Setsu Sugaya assumed office as a Director of the Company in June 1981, and has served as Representative Director, Chairman and Chairman of the Board, and based on his strong leadership as a driving force for the management as a whole for a long time, we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.</p>			
2	Shohei Kitano (October 13, 1955) Reelection	<p>Apr. 1979 Joined the Company</p> <p>Apr. 2009 Corporate Officer, Deputy General Manager of Tokyo Head Office, and Manager of Administration Department</p> <p>June 2009 Director, Corporate Officer, Deputy General Manager of Tokyo Head Office, and Manager of Administration Department</p> <p>Apr. 2011 Director, Executive Corporate Officer, in charge of East Japan Area, and General Manager of Tokyo Head Office</p> <p>Apr. 2013 Representative Director, President, Corporate Officer, COO, and Head of Sales Division</p> <p>Apr. 2014 Representative Director, President, Corporate Officer, and COO</p> <p>Apr. 2017 Representative Director, President, Corporate Officer, in charge of Sales Division, and in charge of International Business (present position)</p>	44,000
<p>[Reasons for nomination as candidate for Director]</p> <p>Shohei Kitano is familiar with a wide range of businesses including the Accounting Division. He assumed office as a Director of the Company in June 2009 and is leading the management as a whole. Based on this we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
3	<p style="text-align: center;">Ichiro Fujisawa (October 19, 1956)</p> <p style="text-align: center;">Reelection</p>	<p>Apr. 1979 Joined the Company</p> <p>Apr. 2009 Corporate Officer, Head of Industrial Facilities Division, and Manager of Technical Department</p> <p>June 2009 Director, Corporate Officer, Head of Industrial Facilities Division, and Manager of Technical Department</p> <p>Apr. 2010 Director, Corporate Officer, and Head of Technical Division</p> <p>Apr. 2011 Director, Executive Corporate Officer, and Head of Technical Division</p> <p>Oct. 2011 Director, Executive Corporate Officer, and Head of Technical Development Division</p> <p>Apr. 2013 Director, Senior Executive Corporate Officer, in charge of East Japan Area, and General Manager of Tokyo Head Office</p> <p>Apr. 2016 Director and Vice President, Corporate Officer, in charge of East Japan Area, General Manager of Tokyo Head Office, and Head of Technical Development Group (present position)</p>	34,000
<p>[Reasons for nomination as candidate for Director]</p> <p>Ichiro Fujisawa is familiar with a wide range of businesses, including the Research and Development Division, and Technical Construction Division, etc. He assumed office as a Director of the Company in June 2009 and in his current role in charge of the East Japan Area he is leading with excellent management skills. Also, based on the fact that he is promoting quality improvement and research and development as the person responsible for research and development, we have determined that he is qualified for the realization of sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.</p>			
4	<p style="text-align: center;">Takashi Ohta (October 13, 1950)</p> <p style="text-align: center;">Reelection</p>	<p>Apr. 1973 Joined the Company</p> <p>Apr. 2010 Corporate Officer and Manager of Hokuriku Branch</p> <p>Apr. 2011 Senior Corporate Officer, in charge of Central Japan Area, and General Manager of Nagoya Branch</p> <p>June 2011 Director, Corporate Officer, in charge of Central Japan Area, and General Manager of Nagoya Branch</p> <p>Apr. 2013 Director, Senior Executive Corporate Officer, in charge of West Japan Area, and General Manager of Osaka Head Office</p> <p>Apr. 2016 Director and Vice President, Corporate Officer, in charge of Osaka Head Office, in charge of Nagoya Branch, in charge of General Administration Division, and in charge of Technical Construction Division</p> <p>Apr. 2017 Director and Vice President, Corporate Officer, Head of Technical Construction Group (present position)</p>	29,000
<p>[Reasons for nomination as candidate for Director]</p> <p>Takashi Ohta is familiar with a wide range of business, including the Technical Construction Division and Sales Division, etc. He assumed office as a Director of the Company in June 2011 and is now responsible for securing quality and safety at the Technical Construction Division. Based on this we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Ryoei Koshin (April 11, 1954) Reelection	Apr. 1975 Joined the Company	13,000
		Apr. 2013 Corporate Officer, Deputy General Manager of Nagoya Branch, and Technical Development Coordination	
Feb. 2014 Senior Corporate Officer, in charge of Central Japan Area, and General Manager of Nagoya Branch			
June 2014 Director, Corporate Officer, in charge of Central Japan Area, and General Manager of Nagoya Branch			
Apr. 2016 Director, Executive Corporate Officer, in charge of West Japan Area, and General Manager of Osaka Head Office (present position)			
[Reasons for nomination as candidate for Director] Ryoei Koshin has long experience of the Technical Construction Division. He assumed office as a Director of the Company in June 2014 and in his current role in charge of the West Japan Area he is leading with excellent management skills. Based on this we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.			
6	Takayuki Ikeda (July 25, 1961) Reelection	Apr. 1985 Joined the Company	5,000
		Apr. 2014 Corporate Officer, Deputy Head of General Administration Division, Manager of Accounting Department, and in charge of Compliance Committee	
May 2015 Senior Corporate Officer and Head of General Administration Division			
June 2015 Director, Corporate Officer, Head of General Administration Division			
Apr. 2016 Director, Executive Corporate Officer, Head of General Administration Division, and Manager of International Affairs Office (present position)			
[Reasons for nomination as candidate for Director] Takayuki Ikeda has long experience of the Accounting Division and assumed office as a Director of the Company in June 2015. Based on the fact that he currently responds quickly to changes in the business environment as the General Manager of the General Administration Division, we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.			
7	Tomoki Tateishi (October 21, 1957) Reelection	Apr. 1980 Joined the Company	10,000
		May 2015 Corporate Officer, Deputy General Manager of Osaka Head Office, Technical Development Coordination	
Apr. 2016 Senior Corporate Officer, in charge of Central Japan Area, General Manager of Nagoya Branch			
June 2016 Director, Corporate Officer, in charge of Central Japan Area, and General Manager of Nagoya Branch (present position)			
[Reasons for nomination as candidate for Director] Tomoki Tateishi is familiar with a wide range of businesses, including the Design Division and Sales Division, etc. He assumed office as a Director of the Company in June 2016 and in his current role in charge of the Central Japan Area he is leading with excellent management skills. Based on this we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
8	Kazuhiko Chikaraishi (August 3, 1959) New election	Apr. 1983 Joined the Company Apr. 2010 Deputy Technical Development Coordination in Tokyo Head Office and Manager of Engineering Department 4 Apr. 2013 Technical Development Coordination in Tokyo Head Office Apr. 2014 Deputy General Manager of Tokyo Head Office, and Technical Development Coordination May 2015 Corporate Officer, Deputy General Manager of Tokyo Head Office, and Technical Development Coordination Apr. 2016 Senior Corporate Officer and Head of Technical Construction Division Apr. 2017 Senior Corporate Officer, Deputy Head of Technical Construction Group, Head of Technical Construction Division, and Deputy General Manager of Tokyo Head Office (present position)	2,000
[Reasons for nomination as candidate for Director] Kazuhiko Chikaraishi has long experience of the Technical Construction Division in Tokyo Head Office and is now responsible for securing quality and safety as the General Manager of the Technical Construction Division. Based on this we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we newly propose his election as a Director.			
9	Hiroshi Yoshida (October 20, 1947) Reelection <Candidate for outside Director>	Apr. 1970 Joined Mitsubishi Petrochemical Co., Ltd. (Currently Mitsubishi Chemical Corporation) Apr. 2006 Managing Executive Officer, Head of Polymer Division, and President and Director of Japan Polychem Corporation Apr. 2008 Representative Director and President, Mitsubishi Plastics, Inc. (Currently Mitsubishi Chemical Corporation) June 2008 Director of the Board of Mitsubishi Chemical Holdings Corporation Apr. 2012 Senior Advisor, Mitsubishi Plastics, Inc. (Currently Mitsubishi Chemical Corporation) Apr. 2014 Special Advisor, Mitsubishi Plastics, Inc. June 2015 Director of the Company (present position)	0
[Reasons for nomination as candidate for outside Director] Hiroshi Yoshida has extensive experience and a wide range of insight as a corporate manager, and has worked hard to strengthen management oversight functions. Based on his track record of positive opinions and suggestions about the Company's management we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director.			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
10	<p>Fumio Matsubara March 20, 1950</p> <p>Reelection <Candidate for outside Director></p>	<p>Apr. 1973 Joined Ministry of Construction (currently Ministry of Land, Infrastructure, Transport and Tourism)</p> <p>July 2004 Senior Executive Director, Development Bank of Japan</p> <p>July 2006 Director-General, Land and Water Resources Bureau, Ministry of Land, Infrastructure, Transport and Tourism</p> <p>Apr. 2008 Senior General Manager, Mizuho Research Institute Ltd.</p> <p>July 2009 Vice President, Japan Sewage Works Agency</p> <p>July 2011 Registered as an Attorney at Law Joined Asunaro Law Firm (present position)</p> <p>Aug. 2011 Commission, Construction Industry Transaction Improvement Organization</p> <p>June 2013 Executive Officer, Urban Renewal Fund Investment Corp. (present position) President, Sewerage Business Management Centre (present position)</p> <p>June 2015 Director of the Company (present position)</p> <p>[Significant concurrent positions outside the Company] Attorney at Law, Asunaro Law Firm Executive Officer, Urban Renewal Fund Investment Corp. Director, Sewerage Business Management Centre</p>	0
<p>[Reasons for nomination as candidate for outside Director] Fumio Matsubara has extensive experience as a government administrator, extensive insight into the construction industry and wide knowledge through his activities as an attorney at law. He has worked hard to strengthen management oversight functions and based on his track record of positive opinions and suggestions about the Company's management we have determined that he is qualified to realize sustainable growth and improvement of corporate value of the Company, and we propose his reelection as a Director. Please note that he has never in the past been involved in the management of a company except as an outside Director. However, the Company judges he will appropriately fulfill his duties as an outside Director based on the above reasons.</p>			

- Notes:
1. There is no special interest between the candidates and the Company.
 2. Hiroshi Yoshida and Fumio Matsubara are candidates for outside Director.
 3. Hiroshi Yoshida and Fumio Matsubara are currently outside Directors of the Company, and at the conclusion of this meeting, their tenure as outside Directors will be two years each.
 4. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Hiroshi Yoshida and Fumio Matsubara, who are currently outside Directors of the Company, to limit their liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. The maximum amount of the liability for damages under this agreement is up to the total of the amounts specified in Article 425, Paragraph 1 of the Companies Act. If the reelection of Hiroshi Yoshida and Fumio Matsubara is approved, the Company plans to renew the aforementioned agreements with them.
 5. The Company has submitted notification to the Tokyo Stock Exchange that Hiroshi Yoshida and Fumio Matsubara, who are currently outside Directors of the Company, have been designated as independent officers as provided for by the aforementioned exchange. If the election of Hiroshi Yoshida and Fumio Matsubara is approved, the Company plans to continue to appoint them as independent officers.