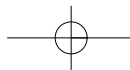
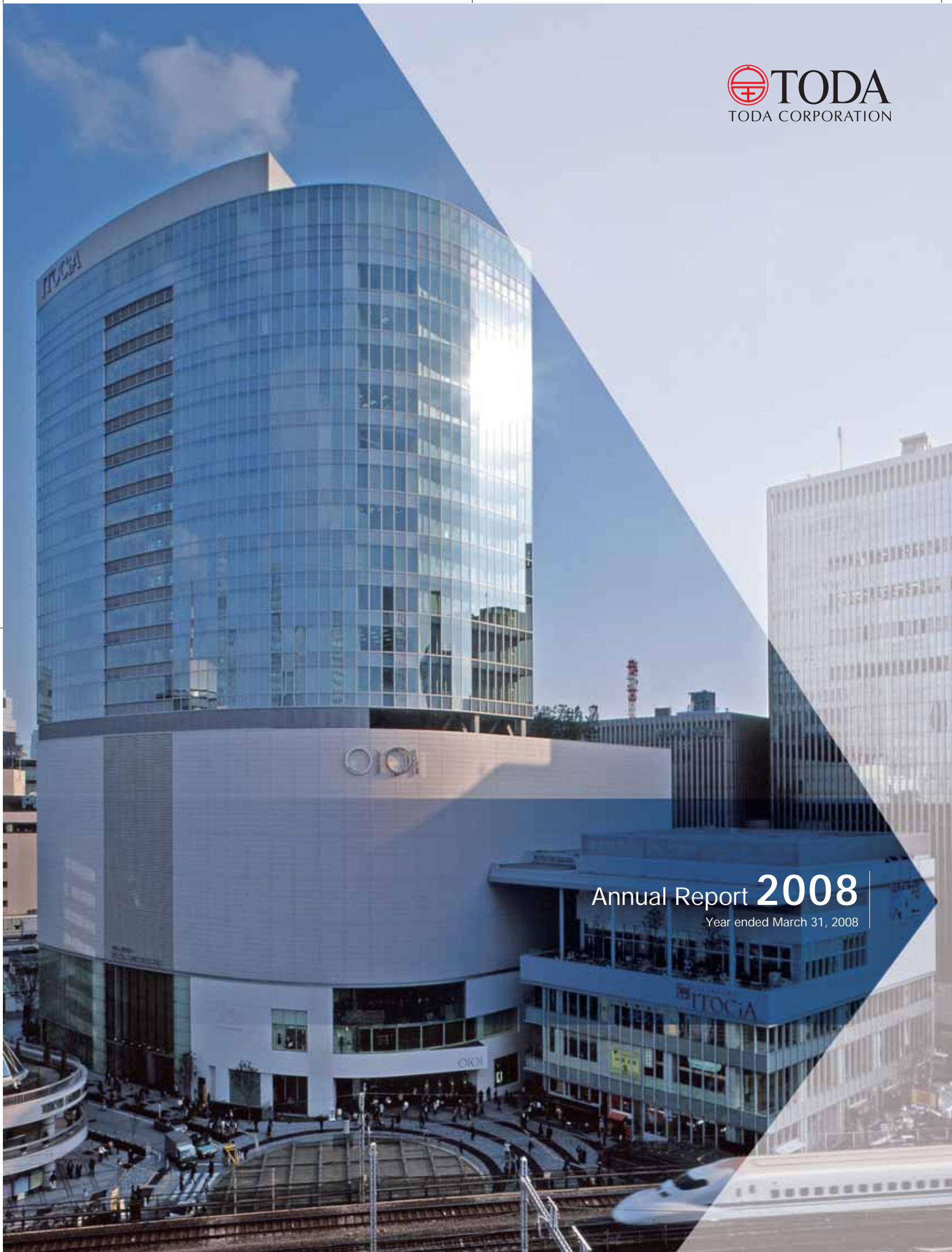
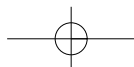


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Phone: +81-3-3535-1591 Fax: +81-3-3561-5745



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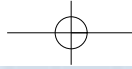




Annual Report **2008**

Year ended March 31, 2008





PROFILE

Under its corporate credo of “Realizing high-quality construction, safely and on time,” Toda Corporation has accumulated extensive technical expertise and experience over the course of its 125-year history.

In recent years, Toda has reinforced its existing business—centered on the construction of hospitals, medical facilities and schools—by prioritizing such strategic fields as the construction of production facilities and office buildings. Diligently building a track record in these fields, Toda is concurrently accelerating its activities in business areas peripheral to its mainstay construction business, such as investment projects in the real estate development field.

Toda is steadily expanding its business, while remaining highly regarded by customers for the quality it delivers both in Japan and overseas.

As a provider of comprehensive solutions covering the entire life cycles of structures, Toda Corporation is committed to always providing superior quality work and services.

COVER PHOTO

YURAKUCHO ITOCiA
(YURAKUCHO MARUI)
Location: Tokyo, Japan
Client: Yurakucho Ekimae District 1
Urban Development Association



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Forward-Looking Statements

This report contains forward-looking statements regarding Toda Corporation’s corporate plans, strategies, forecasts and other statements that are not historical facts. They are based on current expectations, estimates, forecasts and projections about the industries in which Toda Corporation operates. As the expectations, estimates, forecasts and projections are subject to a number of risks, uncertainties and assumptions, including and without limitation, changes in economic conditions; fluctuations in currency exchange rates; changes in the competitive environment; the outcome of pending and future litigation; and the continued availability of financing, financial instruments and financial resources, actual results may differ materially from those presented in these forward-looking statements. Toda Corporation, therefore, wishes to caution that readers should not place undue reliance on forward-looking statements and, further, that Toda Corporation undertakes no obligation to update any forward-looking statements as a result of new information, or other future developments.





FINANCIAL HIGHLIGHTS

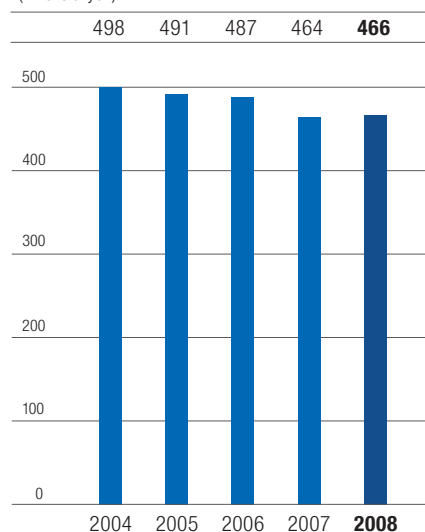
Toda Corporation and Consolidated Subsidiaries Years ended March 31

	Millions of yen					Thousands of U.S. dollars (Note)	
	2004	2005	2006	2007	2008	2008	
Consolidated							
Net sales	¥498,205	¥491,060	¥487,044	¥464,041	¥466,285	\$4,654,013	
Ordinary income	12,456	14,912	10,460	9,241	6,817	68,046	
Net income	5,585	6,302	6,321	3,928	3,733	37,263	
Total net assets	198,455	201,481	244,323	255,005	216,214	2,158,047	
Total assets	600,019	588,883	653,770	672,890	608,899	6,077,448	
Per share of common stock (in yen and U.S. dollars):							
Net assets	619.99	629.90	764.26	786.47	678.20	6.769	
Net income	17.10	19.41	19.75	12.29	11.82	0.118	
Cash dividends applicable to the year	5.00	6.00	7.00	7.00	7.00	0.070	
Net cash provided by (used in) operating activities	1,014	22,223	8,269	1,093	6,669	66,565	
Net cash provided by (used in) investing activities	4,723	(5,793)	(6,625)	(8,509)	(2,171)	(21,672)	
Net cash provided by (used in) financing activities	(12,060)	(12,727)	(6,620)	(7,504)	(6,525)	(65,134)	
Cash and cash equivalents at the end of current period	70,293	73,909	69,168	54,280	52,258	521,588	
Number of employees	4,779	4,611	4,523	4,733	4,866		
Non-Consolidated							
Orders received	427,773	455,805	457,278	414,337	440,785	4,399,497	

Note: The rate of ¥100.19=US\$1.00, the foreign exchange rate on March 31, 2008, has been used for translation.

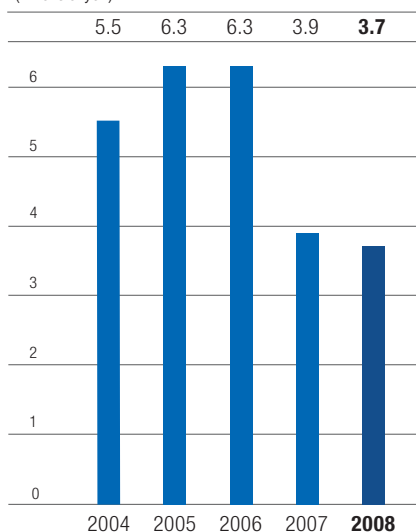
Total net sales (Consolidated)

(Billions of yen)



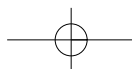
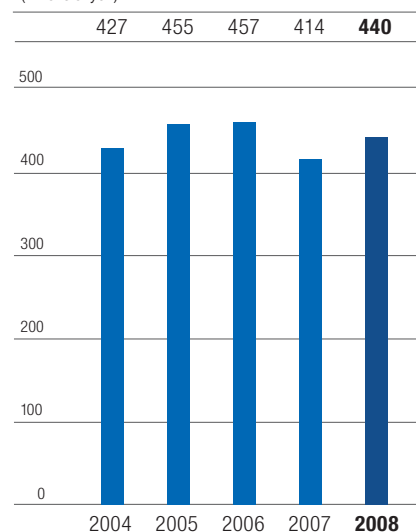
Net income (Consolidated)

(Billions of yen)



Orders received (Non-Consolidated)

(Billions of yen)





MESSAGE FROM THE PRESIDENT



Shunzo Inoue, President

We swiftly respond to challenges, adapting as needed in order to achieve a profit structure that accommodates environmental changes.

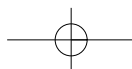
I, Shunzo Inoue, assumed the position of president of Toda Corporation on June 28, 2007. I would like to present a report that includes an overview of Company performance in my inaugural fiscal year in office and future management efforts. I would like to take this opportunity to thank each and every one of our stakeholders for the support they have provided.

CONSOLIDATED BUSINESS PERFORMANCE IN FY 2007 (Ended March 31, 2008)

The Japanese economy in fiscal 2007 initially showed signs of a mild recovery against a backdrop of improved corporate earnings and increased capital investment. In the second half of the term, however, the recovery came to a standstill. This was brought about by a slowdown in the U.S. economy stemming from the subprime housing loan crisis, the impact of which spread to the financial markets of developed countries, and from soaring prices for crude oil and other raw materials.

The business environment in the Japanese construction industry remained harsh, with ongoing reductions in public works and, in the comparatively strong private sector, a sharp decline in the number of new housing starts due to the Revised Building Standards Law.

Under these circumstances, the Group's consolidated net sales edged up 0.5 percentage point compared with the previous fiscal year, to ¥466.2 billion. Operating income declined 32.8 percent, to ¥5.1 billion, because of intensified competition that eroded the gross profit margin, while ordinary income fell 26.2 percent to ¥6.8 billion. Reflecting in part an extraordinary gain on the sale of noncurrent assets of ¥2.3 billion, net income decreased 5.0 percent to ¥3.7 billion.



IMPLEMENTATION OF THE MEDIUM-TERM MANAGEMENT PLAN

Amid heightening risk that is having a downward effect on domestic and overseas economic conditions, the situation in the Japanese construction industry is increasing in severity. Conditions include a drop in demand in the Tokyo metropolitan area construction market, the Company's main arena of competition, and the impact of the Revised Building Standards Law, which is centered on private-sector construction. In public works, competition is intensifying in terms of both technology and price in accordance with reforms made to the bidding system, namely, the comprehensive evaluation and bidding system. This tough economic environment is expected to continue for some time.

In these circumstances, the Company is rapidly addressing issues to ensure steady future performance. It is working to reform its earnings structure in response to the changing environment and is revising its three-year Medium-term Management Plan, set in April 2006, on an annual rolling basis. The Company is developing measures to implement the plan in accordance with the basic concept of ensuring profitable growth by rebuilding and enhancing the company's business foundation through selection and concentration, thoroughly focusing on putting customers first and utilizing its unique strength as a solutions company for complete building life cycles.

More specifically, in addition to reviewing the profit management and production systems, the Company is endeavoring to improve profitability and has identified several priority areas in which it is making concerted efforts to further expand and upgrade its expertise and technologies. These priority areas include manufacturing, medical facilities, educational facilities, office buildings, urban redevelopment and energy-related projects.

Rigorously customer-centered, the Company also offers proposals that anticipate customer needs. It is endeavoring to improve customer satisfaction by implementing painstaking quality assurance, from the construction phase through handover and beyond. In addition, to improve its cost-competitiveness, the Company is working on effective cost reductions through measures such as enhancing purchasing functions in overseas procurement.

In the fiscal year under review, in addition to making headway on these initiatives, the Company reorganized its real estate-related sector in March 2008 and established an Asset Management Division to strengthen construction-related activities, such as investment in the highly profitable development business.

MAIN MEASURES IN THE MEDIUM-TERM MANAGEMENT PLAN

1. Rebuild the profit structure

- Review the profit management and production structures to establish a robust profit base; encourage initiatives to improve earnings potential
- Reinforce undertakings in fields peripheral to construction, such as development and other investment projects. The real estate-related sector was reorganized and the Asset Management Division was established in March 2008.
- Reinforce purchasing functions in overseas procurement and implement effective cost-reduction measures

2. Improve customer satisfaction (CS) based on project proposals and quality assurance

- Anticipate the needs of customers and build amicable long-term partner relationships by promoting built-in sales backed by technical capabilities
- Thoroughly implement quality management during construction and after handover, gaining and maintaining customer loyalty

3. Deepen involvement in priority areas

- Upgrade expertise and technical capabilities in priority areas, including manufacturing facilities, medical field, educational field, office buildings, urban redevelopment and energy-related projects
- In the fiscal year under review, manufacturing facilities made up 16.1 percent of all building orders received. The medical and

educational segments accounted for 15.1 percent and 8.8 percent, respectively.

- Focusing on urban cores, the Company is endeavoring to gain more orders for office buildings. During the fiscal year under review, office buildings accounted for 16.6 percent of total orders received.

4. Reinforce the consolidated management structure

- Work on initiatives designed to maximize the Group's internal synergies

5. Boost employee morale

- Along with passing down technological expertise, implement measures to maximize employee motivation and potential

6. Promotion of Corporate Social Responsibility (CSR)

- Promote CSR efforts so that they become fully established

Performance Targets (Non-consolidated)

(Billions of yen)

	Fiscal 2007 (Results)	Fiscal 2008 (Forecast)	Fiscal 2010 (Target)
Orders received	440.7	472.0	Approx. 480.0
Net sales	441.0	442.0	Approx. 480.0
Ordinary income	5.7	4.3	Approx. 10.0

Note: Performance targets are set on an annual rolling basis.



CORPORATE GOVERNANCE

The Company believes that its most important management task is to continuously improve its corporate value by means of proactive initiatives aimed at reinforcing corporate governance. In addition to Corporation Law-based company bodies such as shareholders' meetings, board of directors' meetings and auditors' meetings, the Company is building its own mechanisms, including an executive system and internal audits. The audit sector, established to act as an internal audit department, carries out regular audits of the status of business operations within each Company sector.

With regard to maintaining an internal control system, a provision of Japan's Financial Instruments and Exchange Law came into effect during the current fiscal year (ending March 2009). Listed companies must report on the status of internal controls on financial reporting as of the end of each fiscal year. Closely monitoring these developments, the Company had already established an Internal Control Project Office in February 2007 to help obtain a clear picture of the Company's business affairs and to make improvements.

COMPLIANCE

The Company is endeavoring to strengthen its corporate compliance systems. It has established Corporate Ethics and Audit departments and review committees, including a Corporate Ethics Committee. The Corporate Ethics Committee deliberates important policy matters related to compliance and promotes measures to ensure that the Corporate Ethics Department, Audit Department, and review committees undertake measures for full compliance.

In addition, to ensure full awareness of compliance within the Company, it distributes booklets to all employees and carries out intranet-based training.

PROFIT SHARING

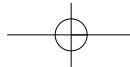
To furnish each of its shareholders with stable dividend payments over the long term, the Company adheres to a basic profit-sharing policy that takes into account its performance, the business environment and the internal reserves essential for strengthening its competitiveness and financial position.

Based on the above policy, the full-year dividend for the fiscal year under review was ¥7 per share. In addition, at the Board of Directors' Meeting held on April 25, 2008, the decision was taken to introduce measures to prevent large-scale acquisitions of the Company's stock. The resolution was unanimously passed at the General Meeting of Shareholders held on June 27, 2008 and will be in effect for the next three years.

To continue to be the trusted company its stakeholders in Japan and overseas expect it to be, Toda Corporation will create true value through its construction business and endeavor to provide complete satisfaction.

We thank our stakeholders, including our shareholders, for their continued support and understanding of Toda Corporation's business operations.

"We are passionate about our business and meticulous about ensuring comprehensive compliance."





TOPICS

PRACTICAL APPLICATION OF SUPERHIGH-STRENGTH RC COLUMNS

Toda has successfully developed reinforced concrete (RC) columns based on super-high-strength concrete boasting a compressive strength of F_c130N/mm^2 . The Company has commenced the practical application of these revolutionary columns in the construction of a 49-story super-high-rise residential building.

Toda has succeeded in developing the new Super HRC System, which enables the construction of high-quality, high-rise, skeleton-infill (SI) residential buildings based on the themes of flexible, secure and durable homes. Toda has already applied the system to the development of high-rise RC residential complexes, ranging from 19- to 54-story buildings.

With particular focus placed on improving general strength, seismic isolation and vibration control performance as well as increasing the use of pre-cast (PCa) units, Toda has advanced the technological upgrading of RC systems. These upgraded RC systems have been utilized in the construction of high-rise residential buildings. Toda successfully designed and is constructing buildings using super-high-strength concrete with a compressive strength of F_c100N/mm^2 .

The new super-high-strength RC columns based on super-high-strength concrete are being utilized in the A-1 Building, a 1-basement, 49-story RC residential building currently being constructed in Harumi 3-chome, Chuo-ku, Tokyo. More specifically, these columns have been used on the first floor of the building, which is approximately 169 meters high.

Toda has already commenced R&D activities on RC columns that utilize concrete with a compressive strength of F_c150N/mm^2 . Looking to the future, Toda will aim to further reinforce its RC systems and their seismic isolation and vibration control performance and upgrade its PCa units. To achieve a greater market share, the Company will complement its Super HRC System options with these upgraded RC technologies and work to accelerate the application of its proprietary technologies in the development of super-high-rise residential buildings.



Structural testing of superhigh-strength RC columns

SUISUI-MOP: RAPID CONSTRUCTION TECHNOLOGY FOR TWO-LEVEL CROSSINGS

CONTRIBUTES TO BOTH REDUCED CONSTRUCTION TIMES AND THE ALLEVIATION OF TRAFFIC CONGESTION DURING CONSTRUCTION WORK

Utilization of SUISUI-MOP—jointly developed by TODA CORPORATION and MITSUBISHI HEAVY INDUSTRIES BRIDGE & STEEL STRUCTURES ENGINEERING CO., LTD.—has brought about significant reductions in construction times and alleviated traffic congestion during construction work. Two recent examples are the Tatsumi overhead bridge crossing site, where prompt action was necessary because it is one of the main areas of gridlock in Tokyo, and the grade separation viaduct on National Route 2 in Okayama City, one of the most congested areas in the Chugoku and Shikoku regions.

SUISUI-MOP enables the rapid construction of grade-separation viaducts and minimizes traffic buildups during construction. With the groundbreaking technology of folding bridge girders, construction can be carried out on smaller sites than is possible with conventional methods. By employing the module element method, SUISUI-MOP enables right-turn lanes to be kept open for traffic during construction. Moreover, the key technology provided by the pier pillar precedence build method—building the bridge pier pillars at an earlier stage—enables the simultaneous construction of substructure and superstructure.

Judging Toda Corporation's contribution to society based on its performance in the two instances given, the Japan Society of Civil Engineers awarded the Company its Innovative Technique Award for 2007.



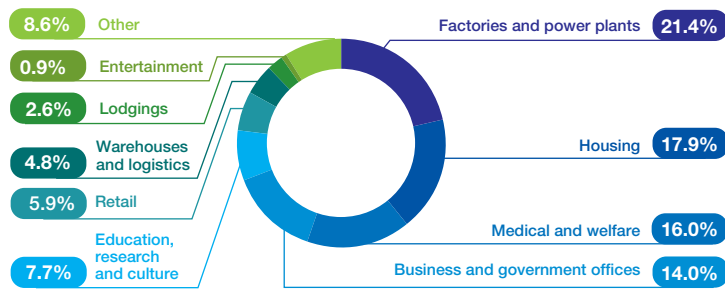
SUISUI-MOP



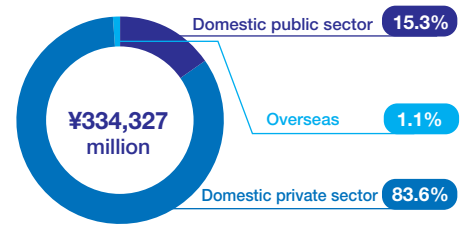
REVIEW OF OPERATIONS

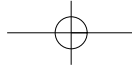
BUILDING CONSTRUCTION

Completions Breakdown by Project



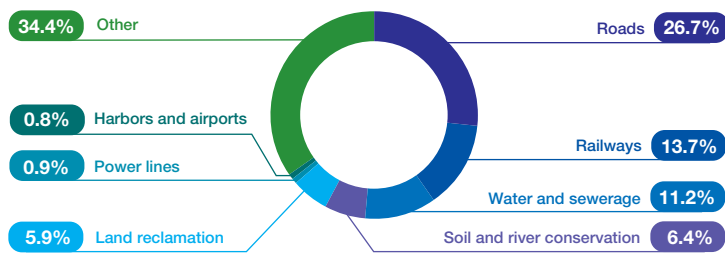
Net Sales by Client



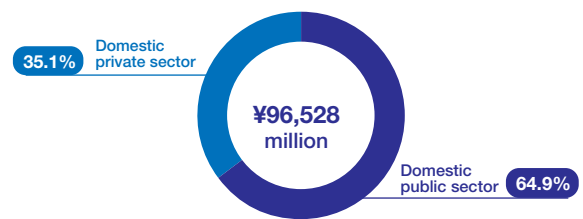


CIVIL ENGINEERING

Completions Breakdown by Project



Net Sales by Client



Construction on Otsu Junction, Second Meishin Expressway
Location: Shiga, Japan
Client: Kansai Branch Office, West Nippon Expressway Co., Ltd.



Construction on Iwase Tunnel East, Kita-Kanto Expressway
Location: Ibaraki, Japan
Client: East Nippon Expressway Co., Ltd.

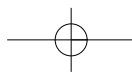
OVERSEAS

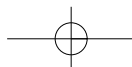


Elementary School in Mali
Location: Segou, Mali
Client: Republic of Mali



Yakult Vietnam Factory
Location: Ho Chi Minh City, Vietnam
Client: YAKULT HONSHA CO., LTD.





NETWORK OF COMPANIES

As of June 27, 2008



Head Office

7-1, Kyobashi 1-chome, Chuo-ku, Tokyo 104-8388, Japan
Phone: +81-3-3535-1591 Fax: +81-3561-5745

Branch Offices

Tokyo/Chiba/Kanto/Yokohama/
Osaka/Hokuriku/Nagoya/Sapporo/
Tohoku/Hiroshima/Shikoku/Kyushu

Laboratory

Toda Institute of Construction Technology
315, Kaname, Tsukuba City, Ibaraki 300-2622, Japan

Subsidiaries and Affiliates

Toda Road Co., Ltd.
Toda Reform Co., Ltd.
Chiyoda Kenkou Co., Ltd.
Sipco Industries Co., Ltd.
Chiyoda Tochi Tatemono Co., Ltd.
Yachiyo Urban Co., Ltd.
Toda Finance Co., Ltd.
Towa Kanko Kaihatsu Co., Ltd.
Chiyoda Staff Service Co., Ltd.

Overseas Offices

Bangkok Regional Office
Somerset Lake Point (Tower-A, 5th Floor), 41 Soi Sukhumvit 16,
Sukhumvit Road, Klongtoey Bangkok 10110, Thailand
Phone: +66-2-261-6544 Fax: +66-2-261-6545

Hanoi Representative Office

No. 7, Lot 2B Trung Hoa St., Yen Hoa Ward, Cau Giay District,
Hanoi, Vietnam
Phone: +84-4-3783-1385 Fax: +84-4-3783-1384

Ho Chi Minh Representative Office

R117 TECASIN, 243-243B Hoang Van Thu St., Tan Binh District,
Ho Chi Minh City, Vietnam
Phone: +84-8-3997-4525 Fax: +84-8-3997-4478

Overseas Subsidiaries

Construtora Toda do Brasil S/A
Rua Manoel da Nobrega, 1280-3 Andar, Sao Paulo, Brazil
Phone: +55-11-3886-5844 Fax: +55-11-3885-0705

Toda Construction (Shanghai) Co., Ltd.

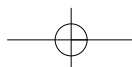
6A, 9 Joytower, 9 Zhenning Road, Changing District,
Shanghai, China 200050
Phone: +86-21-6252-0777 Fax: +86-21-6252-5030

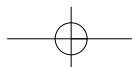
Thai Toda Corporation Ltd.

Somerset Lake Point (Tower-A, 5th Floor), 41 Soi Sukhumvit 16,
Sukhumvit Road, Klongtoey Bangkok 10110, Thailand
Phone: +66-2-261-6544 Fax: +66-2-261-6545

Toda America, Inc.

5816 Corporate Avenue, Suite 160, Cypress, CA 90630, U.S.A.
Phone: +1-714-220-3141 Fax: +1-714-220-1360

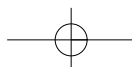
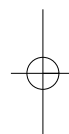
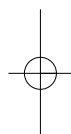




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FINANCIAL SECTION





CORPORATE INFORMATION

As of June 27, 2008

Company Name:
TODA CORPORATION

Founded:
January 5, 1881

Company Headquarters:
7-1, Kyobashi 1-chome, Chuo-ku, Tokyo 104-8388, Japan

Stock Listing:
Tokyo Stock Exchange
Osaka Securities Exchange

Areas of Business:

1. Civil engineering/construction, design/application contracts
2. Local development; research, planning, administration of municipal development; and other comprehensive engineering and consulting services
3. Sale, rental, management, and intermediary services for real estate

Capital Stock:
¥23.0 billion (as of March 31, 2008)

Number of Employees (Non-Consolidated):
4,103 (as of March 31, 2008)

BOARD OF DIRECTORS, CORPORATE AUDITORS AND MANAGING OFFICERS

As of June 27, 2008

Directors

Director and Honorary Chairman

Junnosuke Toda

Director and Senior Adviser

Moriji Toda

Chairman and Representative Director

Hisao Kato

President and Representative Director

Shunzo Inoue

Representative Directors

Satoshi Kosai
Masayuki Shirai
Shozaburo Kanamori

Directors

Michio Suzuki
Hideshige Toda

Corporate Auditors

Standing Corporate Auditors

Morimichi Toda
Hiroyuki Naito

Corporate Auditors

Yoshiaki Kaji
Kenichi Masuda
Katsutoshi Suzuki

Managing Officers

President and Chief Executive Officer

Shunzo Inoue

Executive Vice President

Satoshi Kosai

Senior Executive Managing Officers

Masayuki Shirai
Shozaburo Kanamori
Michio Suzuki
Takumi Nishiyama
Hirosi Onishi

Executive Managing Officers

Masami Yamashita
Hatsuaki Matsumoto
Hiroyuki Ushijima
Kazuo Yamane
Noboru Nomura
Toshiro Oka
Kuniaki Ishimaru
Shoji Takahashi
Etsuo Nonoguchi

Managing Officers

Takeshi Kida
Osamu Chiba
Kikuo Sumi
Norimasa Togami
Morihiro Wada
Takashi Doi
Toshihiro Abe
Katsuaki Fukushima
Yushi Kikutani
Yasushi Miyazaki
Noboru Yamaki
Tetsunaga Yamaguchi
Koichi Iwamori
Masatoshi Murayama
Masashi Nishimura
Masanori Imai

