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Securities Code: 7955

June 5, 2018

Dear our shareholders:

Hiroshi Takeuchi  
Representative Director and President, Executive Officer  
**Cleanup Corporation**  
6-22-22 Nishi-nippori, Arakawa-ku, Tokyo

## Notice of the 65th Annual General Meeting of Shareholders

We are pleased to invite you to attend the 65th Annual General Meeting of Shareholders of Cleanup Corporation (the “Company”) to be held as outlined below.

**If you are unable to attend the meeting, you may exercise your voting rights in writing or via electromagnetic means (via the internet, etc.). Please review the Reference Documents for General Meeting of Shareholders, which are provided on the following pages, and exercise your voting rights by Tuesday, June 26, 2018, at 5:30 p.m. (JST) by following the information in “Voting Instructions.”**

### Voting Instructions

If you are attending the meeting

- Submit the voting form to the event reception

Please submit the enclosed voting form to the event reception on the day of the meeting.

If you are unable to attend the meeting

- Via mail

Please indicate your vote of approval or disapproval for each proposal on the enclosed voting form and return the form no later than Tuesday, June 26, 2018, at 5:30 p.m. (JST).

- Via internet

Please access the voting website (<https://evote.tr.mufg.jp/>) from a computer or mobile phone, log in with the login ID and tentative password that is included with the enclosed voting form, and submit your vote of approval or disapproval for each proposal by following the instructions on the screen no later than Tuesday, June 26, 2018, at 5:30 p.m. (JST).

### To institutional investors

An electronic voting platform operated by ICJ, Inc. is available in addition to the internet voting above if you apply to use the electronic voting platform in advance.

**1. Date and Time:** Wednesday, June 27, 2018, at 10:00 a.m. (JST) (Reception opens at 9:00 a.m. (JST))

**2. Venue:** “Hishou-no-Ma,” 2nd Floor, Hotel Lungwood  
5-50-5 Higashi-nippori, Arakawa-ku, Tokyo

### 3. Purpose of the Meeting

#### Matters to be reported:

1. Business Report, Consolidated Financial Statements, and Report on Audit Results of Consolidated Financial Statements by the Financial Auditor and Audit & Supervisory Board for the 65th fiscal term (April 1, 2017 to March 31, 2018)
2. Non-Consolidated Financial Statements for the 65th fiscal term (April 1, 2017 to March 31, 2018)

#### Matters to be resolved:

- |                       |  |
|-----------------------|--|
| <b>Proposal No. 1</b> | Appropriation of Surplus                             |
| <b>Proposal No. 2</b> | Election of Nine (9) Directors                       |
| <b>Proposal No. 3</b> | Election of One (1) Audit & Supervisory Board Member |

#### **4. Matters Related to the Exercise of Voting Rights**

##### **Handling of duplicate voting in both writing and via the internet, etc.**

If you exercise your voting rights both in writing and via the internet, etc., the content of the vote you made via the internet, etc. shall be handled as the valid vote.

Moreover, if you exercise your voting rights via the internet, etc. multiple times, the content of the final vote that you made shall be the valid vote.

##### **Voting by proxy**

A shareholder may exercise his or her voting rights through a proxy, who shall be a shareholder of the Company having voting rights in accordance with the Articles of Incorporation of the Company. However, please note that the proxy is requested to submit a written document certifying the authority of proxy.

- If you attend the meeting in person, please submit the enclosed voting form at the reception desk.
- As the following items are posted on our website on the internet (<http://cleanup.jp/>), based on laws and regulations and the provisions of Article 14 of the Company's Articles of Incorporation, they are not described in this notice. Consequently, the documents attached to this notice are part of the documents that were audited by the Audit & Supervisory Board Members and the Financial Auditor in preparing the audit reports.
  1. Notes to Consolidated Financial Statements
  2. Notes to Non-Consolidated Financial Statements
- Note that if there are any modifications in the Reference Documents for General Meeting of Shareholders, Business Report, Non-Consolidated Financial Statements, or Consolidated Financial Statements, they will be posted on the Company's website (<http://cleanup.jp/>).

## Reference Documents for General Meeting of Shareholders

### Proposals and Reference Information

#### Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

The Company strives to improve its profitability and capital efficiency through efficient management of the entire Group, and to provide appropriate return of profit to all of its shareholders on a continual and stable basis.

#### Year-end dividends

The Company has given overall consideration to the business performance of the Group for the current fiscal year and future business development, and as a result, it proposes to pay year-end dividends for the current fiscal year as follows:

- (1) Type of dividend property  
To be paid in cash.
- (2) Allotment of dividend property and their aggregate amount  
The Company proposes to pay a dividend of ¥10 per common share of the Company.  
In this event, the total dividends will be ¥368,917,470.  
Accordingly, the annual dividend for the current fiscal year, including the interim dividend, will be ¥20 per share.
- (3) Effective date of dividends of surplus  
The effective date of dividends will be June 28, 2018.

**Proposal No. 2** Election of Nine (9) Directors

The term of office of all nine (9) Directors will expire at the conclusion of this general meeting of shareholders. Accordingly, the Company proposes the election of nine (9) Directors, including two (2) outside Directors.

The candidates for Director are as follows:

Candidate No.	Name		Position and Responsibilities in the Company
1	Kyoichi Inoue	Reelected	Representative Director and Chairman
2	Hiroshi Takeuchi	Reelected	Representative Director and President, Executive Officer General Manager of Sales Unit, in charge of House & Direct Sales Department
3	Teruo Kojima	Reelected	Director and Vice President, Executive Officer In charge of Legal and Audit Department, General Affairs Department, Human Resources Department, Information Systems Department, and Overseas Business Department
4	Norio Shimazaki	Reelected	Director and Senior Managing Executive Officer General Manager of Sales Management Department, in charge of Corporate Planning Department, Accounting Department, Purchasing Department, and CS Promotion Department
5	Masaji Yamada	Reelected	Director and Managing Executive Officer General Manager of Production Department
6	Shigeo Otake	Newly elected	Managing Executive Officer General Manager of CS Promotion Department
7	Kazuhiro Kawada	Newly elected	Managing Executive Officer General Manager of Accounting Department
8	Atsushi Kawasaki	Reelected Independent Outside	Outside Director
9	Yuko Chiyoda	Reelected Independent Outside	Outside Director

Candidate No.	Name (Date of Birth)	Brief Career Summary		Number of the Company's shares owned
1	Kyoichi Inoue (March 17, 1949)	July 1974	Joined the Company	391,000 shares
	Reelected Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)	Mar. 1978 Mar. 1983 July 1987 Jan. 2017	Director Representative Director and Vice President Representative Director and President Representative Director and Chairman (current Position)	
Reasons for nomination as candidate for Director Kyoichi Inoue has lead management of the Company as Representative Director and President over many years and has guided the growth of the Company with his powerful leadership. After his appointment as Representative Director and Chairman in January 2017, he has spearheaded initiatives to enhance corporate value. The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience. Note: There is no special interest between Kyoichi Inoue and the Company.				

Candidate No.	Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned
2	<p style="text-align: center;">Hiroshi Takeuchi (January 14, 1956)</p> <p style="text-align: center;">Reelected Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)</p>	<p>Apr. 1979      Joined the Company</p> <p>Mar. 2010      General Manager of Kyushu Branch Office of Sales Unit</p> <p>Mar. 2012      General Manager of Chubu Regional Office of Sales Unit</p> <p>July 2012      Executive Officer</p> <p>Mar. 2014      General Manager of Kansai Regional Office of Sales Unit</p> <p>July 2014      Managing Executive Officer</p> <p>Mar. 2015      General Manager of Kansai Regional Office of Sales Unit, and General Manager of Sales Development Department of Kansai Regional Office</p> <p>Mar. 2016      General Manager of House &amp; Direct Sales Department</p> <p>June 2016      Director</p> <p>Jan. 2018      General Manager of Sales Unit (current position)</p> <p>Mar. 2018      In charge of House &amp; Direct Sales Department (current position)</p> <p>Apr. 2018      Representative Director and President, Executive Officer (current position)</p>	10,200 shares
<p>Reasons for nomination as candidate for Director</p> <p>Hiroshi Takeuchi has a wealth of operational experience with his involvement in the operations of the sales department over many years. In particular, he has supervised the sales department after his appointment as Director, and striven to enhance corporate value. Since his appointment as Representative Director and President, Executive Officer in April 2018, he has also cultivated experience as a supervisor overseeing the execution of business. The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p> <p>Note: There is no special interest between Hiroshi Takeuchi and the Company.</p>			

Candidate No.	Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned
3	<p style="text-align: center;">Teruo Kojima (May 5, 1952)</p> <p style="text-align: center;">Reelected Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)</p>	<p>Apr. 1975      Joined the Company</p> <p>Apr. 2004      Executive Officer</p> <p>Mar. 2006      Managing Executive Officer</p> <p>June 2006      Director (current position)</p> <p>Mar. 2012      In charge of Administrative Department and Human Resources Department</p> <p>Mar. 2013      In charge of Communications Department, Legal and Audit Department, General Affairs Department, Accounting Department, Purchasing Department, and Human Resources Department</p> <p>Mar. 2014      In charge of Communications Department, Legal and Audit Department, General Affairs Department, Accounting Department, Purchasing Department, Overseas Business Department, and Human Resources Department</p> <p>July 2014      Senior Managing Executive Officer</p> <p>Mar. 2015      In charge of Human Resources Department, Accounting Department, Purchasing Department, Overseas Business Department, and Legal and Audit Department</p> <p>Mar. 2016      In charge of Legal and Audit Department, General Affairs Department, Human Resources Department, Information Systems Department, and Overseas Business Department</p> <p>July 2016      Vice President and Executive Officer (current position)</p> <p>Mar. 2017      In charge of Legal and Audit Department, General Affairs Department, Human Resources Department, Information Systems Department, and Overseas Business Department (current position)</p>	17,192 shares
<p>Reasons for nomination as candidate for Director</p> <p>Teruo Kojima has a wealth of operational experience with his involvement in general administrative departments over many years. In particular, he has been in charge of administrative departments in general after his appointment as Director, and has contributed to enhancing corporate value. The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p> <p>Note: There is no special interest between Teruo Kojima and the Company.</p>			

Candidate No.	Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned
4	<p data-bbox="352 703 520 763">Norio Shimazaki (May 3, 1954)</p> <p data-bbox="277 801 593 920">Reelected Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)</p>	<p data-bbox="612 264 1233 1361"> Apr. 1978    Joined the Company  Mar. 2006    General Manager of General Affairs  Department  May 2008    Executive Officer  Mar. 2011    General Manager of General Affairs  Department, in charge of Legal and Audit  Department  July 2012    General Manager of General Affairs  Department and General Manager of Legal and  Audit Department  Mar. 2013    General Manager of General Affairs  Department, in charge of Legal and Audit  Department  June 2014    Director (current position)  July 2014    Managing Executive Officer  Mar. 2015    General Manager of General Affairs  Department, in charge of Communications  Department and OISHII-KURASHI Living  Laboratory  Mar. 2016    In charge of Corporate Planning Department,  Communication Department, Accounting  Department and Purchasing Department  July 2016    Senior Managing Executive Officer (current  position)  Mar. 2017    In charge of the Communications Department,  Corporate Planning Department, New Business  Promotion Department, Accounting  Department, Purchasing Department, and CS  Promotion Department  Mar. 2018    General Manager of Sales Management  Department, in charge of Corporate Planning  Department, Accounting Department,  Purchasing Department, and CS Promotion  Department (current position) </p>	11,000 shares
<p data-bbox="272 1375 754 1397">Reasons for nomination as candidate for Director</p> <p data-bbox="272 1406 1422 1592">Norio Shimazaki has a wealth of operational experience with his involvement in operations of the Corporate Planning Department, General Affairs Department as well as Legal and Audit Department over many years. In particular, he has been in charge of administrative departments after his appointment as Director. Further, he has been in charge of sales strategy department after his appointment as General Manager of Sales Management Department in March 2018, and has contributed to enhancing corporate value. The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p> <p data-bbox="272 1599 1054 1621">Note: There is no special interest between Norio Shimazaki and the Company.</p>			

Candidate No.	Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned	
5	Masaji Yamada (December 5, 1955)  Reelected Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)	Apr. 1978 June 2012 July 2012 Mar. 2013 Mar. 2016 June 2016 July 2016	Joined the Company Representative Director and President of Cleanup Okayama Industrial Co., Ltd. (merged with the Company in April 2017) Executive Officer of the Company In charge of Western Japan area in Production System Restructuring Committee of Production Department General Manager of Production Department (current position) Director (current position) Managing Executive Officer (current position)	12,500 shares
		<p>Reasons for nomination as candidate for Director Masaji Yamada has a wealth of operational experience with his involvement in the operations of the Production Department over many years. In particular, he has furthered innovation in the Production Department after his appointment as Director, and has contributed to enhancing corporate value. The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p> <p>Note: There is no special interest between Masaji Yamada and the Company.</p>		
6	Shigeo Otake (October 22, 1956)  Newly elected	Apr. 1979 Oct. 2002 Mar. 2014 July 2014	Joined the Company Representative Director and President of Cleanup Logistics Co., Ltd General Manager of CS Promotion Department of the Company (current position) Managing Executive Officer (current position)	5,900 shares
		<p>Reasons for nomination as candidate for Director Shigeo Otake has been involved in the operations of CS department and logistics department over many years, and has contributed to enhancing corporate value.</p> <p>The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p> <p>Note: There is no special interest between Shigeo Otake and the Company.</p>		
7	Kazuhiro Kawada (June 1, 1959)  Newly elected	Apr. 1982 Mar. 2006 Mar. 2011 July 2014 July 2015	Joined the Company General Manager of Sales Administration Department of Sales Unit General Manager of Accounting Department (current position) Executive Officer Managing Executive Officer (current position)	4,600 shares
		<p>Reasons for nomination as candidate for Director Kazuhiro Kawada has been involved in operations of the Accounting Department over many years, promoting greater efficiency in accounting and finance operations, and has contributed to enhancing corporate value. The Company nominated him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p> <p>Note: There is no special interest between Kazuhiro Kawada and the Company.</p>		



Candidate No.	Name (Date of Birth)	Brief Career Summary and Significant Concurrent Positions	Number of the Company's shares owned
	<p style="text-align: center;">Atsushi Kawasaki (April 28, 1965)</p> <p style="text-align: center;">Reelected Outside Independent Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)</p>	<p>Oct. 1995 Representative Director and President of Kawasaki Denki Engineering K.K.</p> <p>Dec. 2001 Representative Director and President of C &amp; K Co., Ltd.</p> <p>May 2008 Joined The NPS Management Institute, Inc.</p> <p>May 2013 Representative Director and President of The NPS Management Institute, Inc. (current position)</p> <p>May 2015 Outside Director of RINGER HUT CO., LTD (current position)</p> <p>June 2016 Outside Director of the Company (current position)</p> <p>Significant Concurrent Positions outside the Company Representative Director and President of The NPS Management Institute, Inc. Outside Director of RINGER HUT CO., LTD</p>	6,000 shares
8	<p>Reasons for nomination as candidate for outside Director Atsushi Kawasaki has long been involved in corporate management as a corporate manager, and also has gained experience as outside Director for other companies. The Company judges he can provide supervision and advice about management of the Company as an outside Director with his abundant experiences and broad discretion.</p> <p>Notes:</p> <ol style="list-style-type: none"> <li>1. There is no special interest between Atsushi Kawasaki and the Company.</li> <li>2. The Company has a business relationship with The NPS Management Institute, Inc., where Atsushi Kawasaki serves as Representative Director and President of The NPS Management Institute, Inc., for consulting related to production management of the Company. However, the amount of business transactions for this fiscal year is less than 0.1% of consolidated selling, general and administrative expenses for this fiscal year of the Company.</li> <li>3. Kyoichi Inoue, who is Representative Director of and Chairman of the Company, is an outside Auditor of The NPS Management Institute, Inc., where Atsushi Kawasaki serves as Representative Director and President. If the reelection of Atsushi Kawasaki is approved, then a situation will arise where both Cleanup Corporation and The NPS Management Institute, Inc. will reciprocally have an officer who concurrently serves as an officer of the other company.</li> <li>4. If the reelection of Atsushi Kawasaki is approved, the Company plans to continue the agreement to limit his liability for damages under Article 423, paragraph 1 of the Companies Act pursuant to the provisions of Article 427, paragraph 1 of the Companies Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the minimum liability amount provided for under Article 425, paragraph 1 of the Companies Act.</li> <li>5. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Atsushi Kawasaki has been appointed as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans to continue his appointment as an independent officer. Furthermore, he satisfies the "Criteria for Independence of Outside Officers" established by the Company.</li> <li>6. At the conclusion of this general meeting of shareholders, Atsushi Kawasaki's term of office as an outside Director of the Company will have been two (2) years.</li> </ol>		

Candidate No.	Name (Date of Birth)	Brief Career Summary and Significant Concurrent Positions	Number of the Company's shares owned
9	<p>Yuko Chiyoda (January 14, 1961)</p> <p>Reelected Outside Independent Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)</p>	<p>Apr. 1994 Registered as an attorney at law and commenced business</p> <p>Jan. 2002 Established CHIYODA &amp; CHIYODA law firm, Representative of CHIYODA &amp; CHIYODA law firm (current position)</p> <p>June 2016 Outside Director of the Company (current position)</p> <p>Significant Concurrent Positions outside the Company Representative of CHIYODA &amp; CHIYODA law firm</p>	-
	<p>Reasons for nomination as candidate for outside Director</p> <p>Yuko Chiyoda is familiar with corporate legal affairs as an attorney at law. The Company judges she can provide supervision and advice about management of the Company as an outside Director with her abundant experiences and extensive knowledge. Please note that she has never been involved in the management of a company, except as an outside Director. However, the Company believes she will be able to appropriately execute her duties as outside Director based on the above reasons.</p> <p>Notes:</p> <ol style="list-style-type: none"> <li>1. There is no special interest between Yuko Chiyoda and the Company.</li> <li>2. If the reelection of Yuko Chiyoda is approved, the Company plans to continue the agreement to limit her liability for damages under Article 423, paragraph 1 of the Companies Act pursuant to the provisions of Article 427, paragraph 1 of the Companies Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the minimum liability amount provided for under Article 425, paragraph 1 of the Companies Act.</li> <li>3. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Yuko Chiyoda has been appointed as an independent officer as provided for by the aforementioned exchange. If her reelection is approved, the Company plans to continue her appointment as an independent officer. Furthermore, she satisfies the "Criteria for Independence of Outside Officers" established by the Company.</li> <li>4. The name of Yuko Chiyoda in her family registry is Yuko Nakajima.</li> <li>5. At the conclusion of this general meeting of shareholders, Yuko Chiyoda's term of office as an outside Director of the Company will have been two (2) years.</li> </ol>		

**Proposal No. 3** Election of One (1) Audit & Supervisory Board Member

Audit & Supervisory Board Member Yukio Yamamoto will resign at the conclusion of this general meeting of shareholders. Accordingly, the Company proposes the election of one (1) Audit & Supervisory Board Member as his substitute. As provided for by the Company's Articles of Incorporation, if the candidate for Audit & Supervisory Board Member is appointed as a substitute, his term of office will be until the expiration date of his predecessor's term of office.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned
<p style="text-align: center;">Shinichi Fujimoto (January 29, 1955)</p> <p style="text-align: center;">Newly elected Attendance at Board of Directors meetings (Fiscal 2017) 15/15 meetings (100%)</p>	<p>Apr. 1978      Joined the Company</p> <p>Mar. 2006      General Manager of Sales Promotion Department of Sales Unit</p> <p>July 2010      Executive Officer</p> <p>July 2012      Managing Executive Officer</p> <p>June 2014      Director (current position)</p> <p>Mar. 2015      General Manager of Sales Unit, in charge of House Department</p> <p>Mar. 2016      General Manager of Sales Unit, in charge of House &amp; Direct Sales Department and CS Promotion Department</p> <p>July 2016      Senior Managing Executive Officer</p> <p>Mar. 2017      General Manager of Sales Unit</p>	<p>11,400 shares</p>

Reasons for nomination as candidate for Audit & Supervisory Board Member

Shinichi Fujimoto has a wealth of operational experience with his involvement in the operations of the Sales Department over many years. The Company nominated him as a candidate for Audit & Supervisory Board Member because he has extensive management experience as a Director and it judges he will provide insight from an objective and neutral standpoint and he will be able to execute his duties appropriately as Audit & Supervisory Board Member.

Note: There is no special interest between Shinichi Fujimoto and the Company.