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Securities Code: 7955

June 4, 2019

Dear our shareholders:

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

Notice of the 66th Annual General Meeting of Shareholders

We are pleased to invite you to attend the 66th 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 25, 2019, 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

If you attend the meeting in person, please submit the enclosed voting form at the reception desk.

Date and Time of the General Meeting of Shareholders: Wednesday, June 26, 2019, at 10:00 a.m. (JST)

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.

Voting Deadline: Votes must arrive no later than Tuesday, June 25, 2019, at 5:30 p.m. (JST)

- Via internet

Please indicate approval or disapproval of the proposals by following the instructions. (In Japanese only)

Voting Deadline: Votes must be cast no later than Tuesday, June 25, 2019, 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 26, 2019, 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 66th fiscal term (April 1, 2018 to March 31, 2019)
2. Non-Consolidated Financial Statements for the 66th fiscal term (April 1, 2018 to March 31, 2019)

Matters to be resolved:

- | | |
|-----------------------|---|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Three (3) Audit & Supervisory Board Members |
| Proposal No. 3 | Election of One (1) Substitute 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.

1. 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 ¥368,916,040.

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 27, 2019.

2. Other appropriation of surplus

- (1) Item of surplus to be decreased and amount of decrease

General reserve: ¥2,000,000,000

- (2) Item of surplus to be increased and amount of increase

Retained earnings brought forward: ¥2,000,000,000

Proposal No. 2 Election of Three (3) Audit & Supervisory Board Members

The term of office of Yasumasa Yamane, Kenichi Araya and Fuminobu Aruga as Audit & Supervisory Board Members will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three (3) Audit & Supervisory Board Members.

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

The candidates for Audit & Supervisory Board Member are as follows:

Candidate No.	Name		Career summary, position in the Company and significant concurrent positions outside the Company
1	Yasumasa Yamane	Reelected	Standing Audit & Supervisory Board Member
2	Kenichi Araya	Reelected Independent Outside	Outside Audit & Supervisory Board Member Attorney at Law Outside Audit & Supervisory Board Member of The Nisshin OilliO Group, Ltd.
3	Akira Takashina	Newly elected Independent Outside	Certified Public Accountant Director of The Japanese Institute of Certified Public Accountants

Candidate No.	Name (Date of Birth)	Brief Career Summary		Number of the Company's shares owned
1	Yasumasa Yamane (April 2, 1949) Reelected Attendance at Board of Directors meetings (Fiscal 2018) 15/15 meetings (100%) Attendance at Audit & Supervisory Board meetings (Fiscal 2018) 15/15 meetings (100%)	Oct. 1974 Apr. 1995 Apr. 1997 June 1997	Joined the Company General Manager of Finance Department General Manager of Accounting Department in charge of Finance Standing Audit & Supervisory Board Member (current position)	14,488 shares
<p>Reasons for nomination as candidate for Audit & Supervisory Board Member</p> <p>Yasumasa Yamane has long been involved with accounting operations in the Accounting Department of the Company, and has a wealth of experience and considerable knowledge in both finance and accounting. The Company 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.</p> <p>Note: There is no special interest between Yasumasa Yamane and the Company.</p>				

Candidate No.	Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned
2	Kenichi Araya (July 23, 1957) Reelected Outside Independent Attendance at Board of Directors meetings (Fiscal 2018) 14/15 meetings (93%) Attendance at Audit & Supervisory Board meetings (Fiscal 2018) 15/15 meetings (100%)	Apr. 1985 Registered as an attorney at law and commenced business June 2000 Outside Audit & Supervisory Board Member of the Company (current position) Significant concurrent positions outside the Company Outside Audit & Supervisory Board Member of The Nisshin OilliO Group, Ltd.	- shares
	<p>Reasons for nomination as candidate for outside Audit & Supervisory Board Member Kenichi Araya is familiar with corporate legal affairs as an attorney at law. The Company judges he can audit the management of the Company as an outside Audit & Supervisory Board Member with his abundant experience and extensive knowledge. Please note that he has never been involved in the management of a company, except as an outside Audit & Supervisory Board Member. However, the Company believes he will be able to appropriately execute his duties as outside Audit & Supervisory Board Member based on the above reasons.</p> <p>Notes:</p> <ol style="list-style-type: none"> 1. There is no special interest between Kenichi Araya and the Company. 2. The Company has entered into an agreement with Kenichi Araya pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, to limit his liability for damages under Article 423, paragraph 1 of the Companies Act to the minimum liability amount provided in Article 425, paragraph 1 of the Companies Act. If his reelection is approved, the Company plans to continue the aforementioned agreement with him. 3. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Kenichi Araya 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. 4. At the conclusion of this general meeting of shareholders, Kenichi Araya's term of office as an Audit & Supervisory Board Member of the Company will have been nineteen (19) years. 		
3	Akira Takashina (November 15, 1948) Newly elected Outside Independent	Sept. 1983 Registered as Certified Public Accountant and commenced business June 2004 Representative Partner of Meiwa Auditing Firm July 2013 Chief Executive of The Japanese Institute of Certified Public Accountants (current position) June 2014 Resigned from Meiwa Auditing Firm June 2016 Chairman of The Japanese Institute of Certified Public Accountants KANAGAWA Chapter Significant Concurrent Positions outside the Company Chief Executive of The Japanese Institute of Certified Public Accountants	- shares
	<p>Reasons for nomination as candidate for outside Audit & Supervisory Board Member Akira Takashina is familiar with accounting and tax services as a certified public accountant. The Company judges he can audit the management of the Company as an outside Audit & Supervisory Board Member with his abundant experience and extensive knowledge. Please note that he has never been involved in the management of a company. However, the Company believes he will be able to appropriately execute his duties as outside Audit & Supervisory Board Member based on the above reasons.</p> <p>Notes:</p> <ol style="list-style-type: none"> 1. There is no special interest between Akira Takashina and the Company. 2. If the election of Akira Takashina is approved, the Company plans to enter into an agreement pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, to limit his liability for damages under Article 423, paragraph 1 of the Companies Act to the minimum liability amount provided in Article 425, paragraph 1 of the Companies Act. 3. If the election of Akira Takashina is approved, the Company plans to submit notification to Tokyo Stock Exchange, Inc. that he has been appointed as an independent officer as provided for by the aforementioned exchange. Furthermore, he satisfies the "Criteria for Independence of Outside Officers" established by the Company. 		

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

The validity of the election of substitute Audit & Supervisory Board Member Magozo Tate is until the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of one (1) substitute Audit & Supervisory Board Member as a substitute officer as provided for by Article 329, paragraph 3 of the Companies Act, to be ready to fill a vacant position should the number of Audit & Supervisory Board Members fall below the number required by laws and regulations.

Furthermore, because the candidate satisfies the requirements for outside Audit & Supervisory Board Member as provided for in Article 2, Item 16 of the Companies Act, the Company asks the election for appointment as a substitute outside Audit & Supervisory Board Member.

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

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

Name (Date of Birth)	Brief Career Summary	Number of the Company's shares owned
<p>Fuminobu Aruga (March 30, 1944)</p> <p>Newly elected</p> <p>Attendance at Board of Directors meetings (Fiscal 2018) 14/15 meetings (93%)</p> <p>Attendance at Audit & Supervisory Board meetings (Fiscal 2018) 15/15 meetings (100%)</p>	<p>July 2000 Manager of National Tax Office, Tokyo Bureau of Taxation</p> <p>July 2002 District Director of Nihonbashi Tax Office</p> <p>Aug. 2003 Registered tax accountant and commenced business</p> <p>June 2007 Outside Audit & Supervisory Board Member of the Company (current position)</p>	<p>- shares</p>

Reasons for nomination as candidate for substitute outside Audit & Supervisory Board Member

Fuminobu Aruga has a wealth of knowledge in accounting and tax services as a tax accountant. In addition, he has vast experience and broad expertise from working as an Audit & Supervisory Board Member for the Company for many years. The Company judges he is suitable as an outside Audit & Supervisory Board Member with his abundant experience and extensive knowledge. Please note that he has never been involved in the management of a company, except as an outside officer. However, the Company believes he will be able to appropriately execute his duties as outside Audit & Supervisory Board Member based on the above reasons.

Notes:

1. There is no special interest between Fuminobu Aruga and the Company.
2. If the election of Fuminobu Aruga is approved and he is appointed as outside Audit & Supervisory Board Member, the Company plans to enter into an agreement pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, to limit his liability for damages under Article 423, paragraph 1 of the Companies Act to the minimum liability amount provided in Article 425, paragraph 1 of the Companies Act.
3. If the election of Fuminobu Aruga is approved and he is appointed as outside Audit & Supervisory Board Member, the Company plans to submit notification to Tokyo Stock Exchange, Inc. that he has been appointed as an independent officer as provided for by the aforementioned exchange. Furthermore, he satisfies the "Criteria for Independence of Outside Officers" established by the Company.
4. Fuminobu Aruga is currently an outside Audit & Supervisory Board Member of the Company, and at the conclusion of this meeting, his term of office will have been twelve (12) years.