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Securities Code: 7955

Date of sending by postal mail: June 4, 2024

Start date of measures for electronic provision: May 28, 2024

Dear our shareholders:

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

Notice of the 71st Annual General Meeting of Shareholders

We are pleased to announce the 71st Annual General Meeting of Shareholders of Cleanup Corporation (the “Company”) to be held as outlined below.

You may exercise your voting rights in writing or 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, 2024, at 5:30 p.m. (JST) by following the information in “Voting Instructions.”

When convening the Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on each of the following websites. Please access any of the websites to review the information.

The Company’s website:

<https://cleanup.jp/ir/report.shtml> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7955/teiji/> (in Japanese)

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the TSE website shown above, enter “Cleanup” in “Issue (company name)” or the Company’s securities code “7955” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting / Informational Materials for a General Shareholders Meeting].”)

Details

1. Date and Time: Wednesday, June 26, 2024, at 10:30 a.m. (JST) (Reception opens at 9:45 a.m. (JST))

2. Venue: Large Hall, Sun Pearl Arakawa
1-1-1 Arakawa, 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 71st fiscal term (April 1, 2023 to March 31, 2024)
2. Non-Consolidated Financial Statements for the 71st fiscal term (April 1, 2023 to March 31, 2024)

Matters to be resolved

- | | |
|-----------------------|---|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Seven (7) Directors |
| Proposal No. 3 | Election of Two (2) Audit & Supervisory Board Members |

4. Matters Related to the Exercise of Voting rights:

Handling of the voting form without indication of approval or disapproval

If there is no indication of approval or disapproval for the respective proposals on the voting form, it shall be deemed as an indication of approval.

Handling of Duplicate Votes

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.
- For this meeting, the Company will send paper-based documents, including items subject to measures for electronic provision, to all shareholders, not just those who have requested them. Among items subject to measures for electronic provision, the following items are not included in the documents to be delivered in accordance with laws and regulations and Article 14 of the Company's Articles of Incorporation.
 - "Principal Business," "Major Offices and Factories," "Status of Employees," "Status of Principal Lenders," "Other Significant Matters on the Current Status of the Group," "Shares of the Company," "Share Acquisition Rights, etc. of the Company," "Overview of Limited Liability Agreement," "Overview of Directors and Officers Liability Insurance Policy" "Status of the Accounting Auditor," "System to Ensure the Appropriateness of Business Operations and the Status of its Implementation" in the Business Report
 - "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
 - "Non-Consolidated Statement of Changes in Equity" and "Notes to Non-Consolidated Financial Statements" in the Non-Consolidated Financial Statements

Consequently, the Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements presented in this document are part of the documents that were audited by the Financial Auditor and the Audit & Supervisory Board Members in preparing their respective audit reports.

- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the websites shown on page 1.

Voting Instructions

Exercising voting rights via mail (in writing)

- 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, 2024, at 5:30 p.m. (JST)

Exercising voting rights via the internet

- 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, 2024, at 5:30 p.m. (JST)

Exercising voting rights at the meeting venue

- 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, 2024, at 10:30 a.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.

Reference documents for the 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. Furthermore, as the Company will celebrate its 75th anniversary on October 5 this year, it would like to show gratitude for its shareholders' support by adding a commemorative dividend of ¥5 to the ordinary dividend. Therefore, 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 ¥18 per common share of the Company (an ordinary dividend of ¥13 and a commemorative dividend of ¥5 celebrating the 75th anniversary).

In this event, the total dividends will be ¥649,172,142.

Accordingly, the annual dividend for the current fiscal year, including the interim dividend, will be ¥31 per share, an increase of ¥5 compared to the previous period.

(3) Effective date of dividends of surplus

The effective date of dividends will be June 27, 2024.

Proposal No. 2 Election of Seven (7) Directors

The term of office of all seven (7) Directors will expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of seven (7) Directors, including two (2) outside Directors.

The candidates for Director are as follows:

Candidate No.	Name	Gender	Position and responsibilities in the Company
1	Kyoichi Inoue Reelected	Male	Representative Director and Chairman
2	Hiroshi Takeuchi Reelected	Male	Representative Director, President and Executive Officer In charge of Sales Headquarters
3	Masaji Yamada Reelected	Male	Director and Senior Managing Executive Officer In charge of Purchasing Department, CS Promotion Department, Quality and Environmental Assurance Department, Development Department and Production Headquarters
4	Kazuhiro Kawada Reelected	Male	Director and Senior Managing Executive Officer In charge of Corporate Planning Department, Accounting Department, and Information Systems Department
5	Yasunobu Inoue Reelected	Male	Director and Senior Managing Executive Officer In charge of Legal and Audit Department, General Affairs Department, Human Resources Department, and Overseas Business Promotion Department
6	Atsushi Kawasaki Reelected Outside Independent	Male	Outside Director
7	Yuko Chiyoda Reelected Outside Independent	Female	Outside Director

Reelected: Candidate for Director to be reelected

Outside: Candidate for Outside Director

Independent: Candidate for independent officer

Candidate No.	Name (Date of birth)	Brief career summary		Number of the Company's shares owned
1	Kyoichi Inoue (March 17, 1949) Reelected Male Attendance at Board of Directors meetings (Fiscal 2023) 12/15 meetings (80%)	July 1974	Joined the Company	391,000 shares
		Mar. 1978	Director	
		Mar. 1983	Representative Director and Vice President	
		July 1987	Representative Director and President	
		Jan. 2017	Representative Director and Chairman (current position)	
Reasons for nomination as candidate for Director Kyoichi Inoue has led 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, he has spearheaded initiatives to enhance corporate value. The Company continues to nominate him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.				
2	Hiroshi Takeuchi (January 14, 1956) Reelected Male Attendance at Board of Directors meetings (Fiscal 2023) 15/15 meetings (100%)	Apr. 1979	Joined the Company	22,000 shares
		July 2012	Executive Officer	
		July 2014	Managing Executive Officer	
		June 2016	Director	
		Jan. 2018	General Manager of Sales Unit	
		Mar. 2018	In charge of House & Direct Sales Department	
		Apr. 2018	Representative Director and President, Executive Officer (current position)	
		Apr. 2020	In charge of Sales Department	
		Apr. 2021	In charge of Sales Department, House Sales Department, and Direct Sales Department	
		Apr. 2022	In charge of Sales Headquarters (current position)	
Reasons for nomination as candidate for Director Hiroshi Takeuchi has a wealth of operational experience with his involvement in the operations of the Sales Department over many years. Since his appointment as director, he has appropriately fulfilled auditing functions in respect to important decision making of management and the execution of business. Since 2018, he has led management of the Company as Representative Director and President, Executive Officer, has guided the growth of the Company with his powerful leadership, and has spearheaded initiatives to enhance corporate value. The Company continues to nominate him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.				

Candidate No.	Name (Date of birth)	Brief career summary	Number of the Company's shares owned
3	Masaji Yamada (December 5, 1955) Reelected Male Attendance at Board of Directors meetings (Fiscal 2023) 15/15 meetings (100%)	<p>Apr. 1978 Joined the Company</p> <p>July 2012 Executive Officer</p> <p>Mar. 2016 General Manager of Production Department</p> <p>June 2016 Director (current position)</p> <p>July 2016 Managing Executive Officer</p> <p>July 2018 Senior Managing Executive Officer (current position)</p> <p>Mar. 2019 In charge of all development and production departments</p> <p>Apr. 2020 In charge of Purchasing Department and Production Department</p> <p>Apr. 2022 In charge of the Purchasing Department, CS Promotion Department, Development Department, and Production headquarters</p> <p>Apr. 2024 In charge of the Purchasing Department, CS Promotion Department, Quality and Environmental Assurance Department, Development Department, and Production headquarters (current position)</p>	24,300 shares
<p>Reasons for nomination as candidate for Director</p> <p>Masaji Yamada has a wealth of operational experience with his involvement in the Production Department over many years, as well as being involved in Purchasing, CS, Quality and Environmental Assurance, and Development Departments. Since his appointment as Director, he has appropriately fulfilled auditing functions in respect to important decision making of management and the execution of business, and has enhanced the corporate value of the Company. The Company continues to nominate him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p>			
4	Kazuhiro Kawada (June 1, 1959) Reelected Male Attendance at Board of Directors meetings (Fiscal 2023) 14/15 meetings (93%)	<p>Apr. 1982 Joined the Company</p> <p>Mar. 2011 General Manager of Accounting Department</p> <p>July 2014 Executive Officer</p> <p>July 2015 Managing Executive Officer</p> <p>June 2018 Director (current position)</p> <p> In charge of the Corporate Planning Department</p> <p>Mar. 2019 In charge of Accounting Department, Corporate Planning Department, and General Affairs Department</p> <p>July 2019 Senior Managing Executive Officer (current position)</p> <p>Apr. 2020 In charge of Accounting Department, Corporate Planning Department, and General Affairs Department</p> <p>Apr. 2021 In charge of the Accounting Department and Corporate Planning Department</p> <p>Apr. 2024 In charge of Corporate Planning Department, Accounting Department, and Information Systems Department (current position)</p>	13,700 shares
<p>Reasons for nomination as candidate for Director</p> <p>Kazuhiro Kawada has a wealth of operational experience with his involvement in the operations of the Accounting Department over many years, as well as the Corporate Planning, General Affairs, and Information Systems Departments. Since his appointment as director, he has appropriately fulfilled auditing functions in respect to important decision making of management and the execution of business, and has enhanced the corporate value of the Company. The Company continues to nominate him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p>			

Candidate No.	Name (Date of birth)	Brief career summary	Number of the Company's shares owned
5	<p>Yasunobu Inoue (November 16, 1985) Reelected Male Attendance at Board of Directors meetings (Fiscal 2023) 13/15 meetings (87%)</p>	<p>Mar. 2014 Joined the Company Mar. 2017 Executive Officer In charge of General Affairs Department Representative Director of Cleanup Heartful Corporation Mar. 2019 In charge of Corporate Planning Department and General Affairs Department of the Company July 2019 Managing Executive Officer Apr. 2020 In charge of General Affairs Department and Overseas Sales Department June 2020 Director (current position) Apr. 2021 In charge of the General Affairs Department and Overseas Business Promotion Department July 2021 Senior Managing Executive Officer (current position) Apr. 2022 In charge of Overseas Business Promotion Department and Legal and Audit Department, General Affairs Department, Human Resources Department, and Information Systems Department Apr. 2023 In charge of Overseas Business Promotion Department, Legal and Audit Department, General Affairs Department, Human Resources Department, and Information Systems Department Apr. 2024 In charge of Legal and Audit Department, General Affairs Department, Human Resources Department, and Overseas Business Promotion Department (current position)</p>	56,300 shares
<p>Reasons for nomination as candidate for Director Yasunobu Inoue has a wealth of operational experience with his involvement in the operations of the General Affairs Department over many years, as well as being in charge of executing the business of Legal & Audit, Human Resources, Information Systems, and Overseas Business Departments, in addition to working as Representative Director of an affiliate. Since his appointment as director, he has appropriately fulfilled auditing functions in respect to important decision making of management and the execution of business, and has enhanced the corporate value of the Company. The Company continues to nominate him as a candidate for Director with consideration of his achievements, skills and a wealth of experience.</p>			

Candidate No.	Name (Date of birth)	Brief career summary	Number of the Company's shares owned
6	Atsushi Kawasaki (April 28, 1965) Reelected Outside Independent Male Attendance at Board of Directors meetings (Fiscal 2023) 15/15 meetings (100%)	Oct. 1995 Representative Director and President of Kawasaki Denki Engineering K.K. Dec. 2001 Representative Director and President of C & K Co., Ltd. May 2009 Director of NPS Management Institute Limited May 2013 Representative Director and President of NPS Management Institute Limited (current position) May 2015 Outside Director of RINGER HUT CO., LTD (current position) June 2016 Outside Director of the Company (current position) Significant Concurrent Positions outside the Company Representative Director and President of NPS Management Institute Limited Outside Director of RINGER HUT CO., LTD	6,000 shares
Reasons for nomination as candidate for Outside Director and Overview of Expected Role Atsushi Kawasaki has long been involved in corporate management as a corporate manager over many years, and also has gained experience as outside Director for other companies. The Company nominated him as a candidate for Outside Director with consideration of his wealth of experience and broad insights, which the Company expects that he will make use of in his involvement in the selection of candidates for officers of the Company and in the remuneration, etc. of officers, as a member of the management advisory committee, mainly from the standpoint of a corporate manager, as well as auditing the Board of Directors from an objective and neutral standpoint.			
7	Yuko Chiyoda (January 14, 1961) Reelected Outside Independent Female Attendance at Board of Directors meetings (Fiscal 2023) 15/15 meetings (100%)	Apr. 1994 Registered as an attorney at law and commenced business Jan. 2002 Established CHIYODA & CHIYODA law firm, Representative of CHIYODA & CHIYODA law firm (current position) June 2016 Outside Director of the Company (current position) June 2018 Outside Director of Kosaido Co., Ltd. June 2020 Outside Director of TBK Co., Ltd. (current position) Significant Concurrent Positions outside the Company Representative of CHIYODA & CHIYODA law firm Outside Director of TBK Co., Ltd.	- shares
Reasons for nomination as candidate for Outside Director and Overview of Expected Role Yuko Chiyoda is familiar with corporate legal affairs as an attorney at law. The Company nominated her as a candidate for Outside Director with consideration of her wealth of experience and broad insights, which the Company expects that she will make use of in her involvement in the selection of candidates for officers of the Company and in the remuneration, etc. of officers, as a member of the management advisory committee, mainly from the standpoint of a lawyer, as well as auditing the Board of Directors from an objective and neutral standpoint. 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.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Atsushi Kawasaki and Yuko Chiyoda are candidates for outside Director.
 3. The Company has a business relationship with NPS Management Institute Limited where Atsushi Kawasaki serves as Representative Director and President 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.
 4. If the reelection of Atsushi Kawasaki and Yuko Chiyoda is approved, the Company plans to continue the agreement to limit their 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.
 5. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Atsushi Kawasaki and Yuko Chiyoda have been appointed as independent officers as provided for by the aforementioned exchange. If their reelection is approved,

the Company plans to continue their appointment as independent officers. Furthermore, they satisfy the “Criteria for Independence of Outside Officers” established by the Company.

6. The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, to provide insurance cover for the directors, including outside directors, and auditors. The insurance policy is intended to cover the amount of indemnification and litigation expenses incurred by the insured for the claim for damages caused by the insured’s actions as an officer or a person at a certain position of the Company, with the cost of all premiums to be borne by the Company. Each director will be included in the policy as an insured upon appointment. The Company plans to renew the insurance policy under the same terms and conditions during the terms of the officers.
7. The name of Yuko Chiyoda in her family registry is Yuko Nakajima.
8. Atsushi Kawasaki and Yuko Chiyoda are currently Outside Directors of the Company, with both having an incumbency of eight (8) years as of the closing of the general meeting of shareholders.

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

The term of office of Audit & Supervisory Board Member Norio Shimazaki will expire at the conclusion of this meeting. In addition, Audit & Supervisory Board Member Yasumasa Yamane will resign at the conclusion of this meeting. Therefore, the Company proposes the election of two (2) Audit & Supervisory Board Members.

A candidate for Audit & Supervisory Board Member Keiichi Ito will be elected to fill the vacancy of Audit & Supervisory Board Member Yasumasa Yamane. Pursuant to the Articles of Incorporation of the Company, his term of office will be until the conclusion of the 74th Annual General Meeting of Shareholders scheduled to be held in June 2027, when Yasumasa Yamane's term of office will expire.

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	Gender	Position in the Company and significant concurrent positions outside the Company
1	Norio Shimazaki Reelected	Male	Full-time Audit & Supervisory Board Member
2	Keiichi Ito Newly elected	Male	Assistant to Audit & Supervisory Board members

Reelected: Candidate for Audit & Supervisory Board Member to be reelected

Newly elected: Candidate for Audit & Supervisory Board Member to be newly elected

Candidate No.	Name (Date of birth)	Brief career summary		Number of the Company's shares owned
1	Norio Shimazaki (May 3, 1954) Reelected Male Attendance at Board of Directors meetings (Fiscal 2023) 15/15 meetings (100%) Attendance at Audit & Supervisory Board meetings (Fiscal 2023) 15/15 meetings (100%)	Apr. 1978 May 2008 Mar. 2011 June 2014 July 2014 July 2016 Mar. 2019 June 2020	Joined the Company Executive Officer General Manager of General Affairs Department, in charge of Legal and Audit Department Director Managing Executive Officer Senior Managing Executive Officer In charge of all sales departments Full-time Audit & Supervisory Board Member (current position)	12,200 shares
	Reasons for nomination as candidate for Audit & Supervisory Board Member Norio Shimazaki has a wealth of operational experience with his involvement in the operations of the Legal and Audit Department and General Affairs Department over many years. He also has extensive management experience as a Director, and as a Full-time Audit & Supervisory Board Member since 2020, he has appropriately fulfilled his duties as Audit & Supervisory Board Member by providing insight from an objective and neutral standpoint. The Company continues to nominate him as a candidate for Audit & Supervisory Board Member with consideration of his achievements, skills and a wealth of experience.			
2	Keiichi Ito (April 30, 1969) Newly elected Male	Apr. 1992 Apr. 2022 Apr. 2024	Joined the Company General Manager of Accounting Department Assistant to Audit & Supervisory Board members (current position)	3,600 shares
	Reasons for nomination as candidate for Audit & Supervisory Board Member Keiichi Ito 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 nominated him as a candidate for Audit & Supervisory Board Member because it judges he will provide insight from an objective and neutral standpoint and he will be able to fulfill his duties appropriately as Audit & Supervisory Board Member.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, to provide insurance cover for the directors, including outside directors, and auditors. The insurance policy is intended to cover the amount of indemnification and litigation expenses incurred by the insured for the claim for damages caused by the insured's actions as an officer or a person at a certain position of the Company, with the cost of all premiums to be borne by the Company. Each Audit & Supervisory Board Member will be included in the policy as an insured upon appointment. The Company plans to renew the insurance policy under the same terms and conditions during the terms of the officers.

Reference

“Skill Matrix of the Directors and Audit & Supervisory Board Members”

In the event that Proposal No. 2 and Proposal No. 3 are approved and adopted as originally proposed, the skill matrix of the Directors and Audit & Supervisory Board Members will be as follows.

		Outside and independent	Corporate management/management strategy	Sales/marketing	Production/procurement/R&D/Quality	Finance/Accounting	Legal/Risk management	HR/Labor	Global (International)	IT/DX
Directors	Kyoichi Inoue		•	•		•				
	Hiroshi Takeuchi		•	•						
	Masaji Yamada		•		•					
	Kazuhiro Kawada		•	•		•		•		•
	Yasunobu Inoue		•				•	•	•	•
	Atsushi Kawasaki	•	•		•				•	
	Yuko Chiyoda	•					•		•	

Audit & Supervisory Board members	Norio Shimazaki		•	•	•	•	•	•		•
	Keiichi Ito					•	•			
	Kenichi Araya	•					•			
	Akira Takashina	•				•	•			

* ESG/Sustainability and SCM are included in “Corporate management/management strategy.”