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(Securities Code 1717)

June 5, 2020

To Shareholders with Voting Rights

Yoshi Onuki
Chief Executive Officer
Meiho Facility Works Limited
2-7-9 Hirakawacho, Chiyoda-ku, Tokyo, Japan

NOTICE OF THE 40TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to notify you of the 40th Annual General Meeting of Shareholders (the “Meeting”) of Meiho Facility Works Limited (the “Company,” together with its subsidiaries, the “Group”). The Meeting will be held as described below.

If you are unable to attend the Meeting, you can exercise your voting rights in writing, so please review the Reference Documents for the General Meeting of Shareholders below and indicate your approval or disapproval of each of the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the end of the Company’s business hours on the day before the Meeting (5:15 p.m., Tuesday, June 23, 2020, Japan time).

- 1. Date and Time:** Wednesday, June 24, 2020 at 10:00 a.m. (Door opens at 9:30 a.m.)
- 2. Place:** Conference Hall, 1F, JA Kyosai Bldg.,
2-7-9 Hirakawacho, Chiyoda-ku, Tokyo, Japan
- 3. Agenda of the Meeting:**
Matters to be reported: The Business Report and the Non-Consolidated Financial Statements for the 40th fiscal year (from April 1, 2019 to March 31, 2020)
Proposals to be resolved:
Proposal No. 1: Election of Four (4) Directors (Excluding Directors Serving as Audit Committee Members)
Proposal No. 2: Election of Three (3) Directors Serving as Audit Committee Members
Proposal No. 3: Election of One (1) Substitute Director Serving as an Audit Committee Member

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- Notice regarding COVID-19
In order to prevent the spread of infectious diseases such as COVID-19, we may ask the shareholders in attendance to wear a mask, etc. at the venue of the General Meeting of Shareholders. If there is any major change in the operation of the General Meeting of Shareholders due to future circumstances, it will be posted on the Company’s website (<https://www.meiho.co.jp/>).
 - When attending the Meeting, please hand in the enclosed Voting Rights Exercise Form to the reception at the venue. Please also bring this Notice with you to save resources.
 - Any revisions to the Reference Documents for the General Meeting of Shareholders, the Business Report or the Non-Consolidated Financial Statements will be posted on the Company’s website (<https://www.meiho.co.jp/>) (in Japanese).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Election of Four (4) Directors (Excluding Directors Serving as Audit Committee Members)

The terms of office of all four (4) Directors (excluding Directors serving as Audit Committee Members) will expire at the conclusion of the Meeting.

We therefore propose that four (4) Directors (excluding Directors serving as Audit Committee Members) be elected.

The Board of Directors determines the selection of the candidates for Directors from those shortlisted by the Representative Director with the consent of the Audit Committee that they are qualified as the Company's Directors upon assessing matters such as their business execution status and their responsibilities.

The candidates for Directors (excluding Directors serving as Audit Committee Members) are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions
1	Akira Sakata (July 30, 1942) ● Number of shares of the Company held: 563,900 shares	September 1980 Established the Company, Chief Executive Officer March 1987 Retired as Chief Executive Officer March 1988 Resumed as Chief Executive Officer June 2006 Chairman and Representative Director June 2007 Chairman and Director March 2009 Chairman and Representative Director April 2009 Chief Executive Officer and Chairman June 2012 Chief Executive Officer April 2017 Chairman and Representative Director (to present)
2	Yoshi Onuki (June 12, 1964) ● Number of shares of the Company held: 125,100 shares	July 1997 Joined the Company June 2003 Operating Director, General Manager, Marketing Department October 2003 Director, General Manager, Marketing Department and Operating Director June 2006 Managing Director, General Manager, Marketing Department April 2010 Managing Director, General Manager, Sales Division February 2011 Managing Director, General Manager, Sales Division and General Manager, Health and Safety Promotion Division April 2011 Managing Director, General Manager, Marketing Division and General Manager, Health and Safety Promotion Division and General Manager, Design Department April 2014 Senior Managing Representative Director, General Manager, Marketing Division and General Manager, Health and Safety Promotion Division and General Manager, Design Department April 2016 Senior Managing Representative Director, General Manager, Marketing Division and General Manager, Health and Safety Promotion Division and General Manager, Design Department and General Manager, PM Division April 2017 Chief Executive Officer April 2020 Chief Executive Officer, General Manager, Marketing Division (to present)

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	
3	Kazuo Oshima (December 18, 1966) ● Number of shares of the Company held: 114,200 shares	December 2000 June 2003 June 2004 April 2009 October 2009 January 2013 April 2014 March 2017	Joined the Company Operating Director, General Manager, Corporate Planning Department Director, General Manager, Corporate Planning Department and Operating Director Director, General Manager, Corporate Planning Division and Operating Director Managing Director, General Manager, Corporate Planning Division and Operating Director Managing Director, General Manager, Administration Division and Operating Director Managing Director, General Manager, President's Office and General Manager, Administration Division and Operating Director Managing Director, General Manager, Corporate Planning Division and Operating Director (to present)
4	Yoshio Kiuchi (July 28, 1955) ● Number of shares of the Company held: 66,900 shares	August 2006 April 2008 April 2010 April 2011 June 2012 April 2017 May 2018 April 2020	Joined the Company General Manager, Design Department, CM Business Department Operating Director, Deputy General Manager, Engineering Division and General Manager, Architectural Engineering Department Operating Director, General Manager, Architectural Engineering Department Director, General Manager, Engineering Division and Operating Director Director, General Manager, Business Division II and Operating Director Managing Director, General Manager, Business Division II and Operating Director Managing Director, General Manager, PM Division and Operating Director (to present)

- Notes: 1. There are no special interests between each candidate and the Company.
2. The numbers of shares of the Company held by the candidates for Directors stated above are as of March 31, 2020.
3. The reasons for nominating the candidates for Directors are as follows:
- (1) Mr. Akira Sakata has a wealth of experience and achievements mainly in corporate management as well as a wide range of knowledge and insight. He founded the Company in 1980, took the office of the Chairman and Representative Director in 2017, and has taken a leading role in the enhancement of the brand power of the Company. In addition, as a member of the Board of Directors, he has contributed especially to the improvement of the Company's risk management. The Company therefore proposes that he be elected again as Director of the Company.
 - (2) Mr. Yoshi Onuki has a wealth of experience and achievements in the Company's business as well as a wide range of knowledge and insight. He took the office of Chief Executive Officer in 2017 and has taken a major role in the management of the Company with strong leadership. As a member of the Board of Directors, he is expected to contribute to further reinforcement of the decision-making function of the Board of Directors. The Company therefore proposes that he be elected again as Director of the Company.
 - (3) Mr. Kazuo Oshima has a wealth of experience and achievements in the Company's business, including corporate planning and administration as well as a wide range of knowledge and insight. He has been a member of the Board of Directors since 2004 and has appropriately performed his duties such as making decisions on important management matters and supervising business execution. He is expected to contribute to smooth business operation, quality improvement of our

services, reduction of risks, and further enhancement of corporate governance. The Company therefore proposes that he be selected again as Director as a member of the Board of Directors.

- (4) Mr. Yoshio Kiuchi has a wealth of experience and achievements in the Company's business, including architectural engineering, marketing, and project management as well as a wide range of knowledge and insight. He has been a member of the Board of Directors since 2012 and has appropriately performed his duties such as making decisions on important management matters and supervising business execution. He is expected to contribute to smooth business operation, quality improvement of our services, reduction of risks, and further enhancement of corporate governance. The Company therefore proposes that he be selected again as Director as a member of the Board of Directors.

Proposal No. 2: Election of Three (3) Directors Serving as Audit Committee Members

The terms of office of all three (3) Directors serving as Audit Committee Members will expire at the conclusion of the Meeting.

We therefore propose that three (3) Directors serving as Audit Committee Members be elected.

The Audit Committee has given its consent to this proposal.

The candidates for Directors serving as Audit Committee Members are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions
1	Tetsuya Shiga (April 22, 1947) ● Number of shares of the Company held: -	<p>April 1970 Joined JEOL Ltd. June 1975 Retired from JEOL Ltd. July 1975 Joined Nihon Digital Equipment Corporation April 1995 Retired from Nihon Digital Equipment Corporation April 1995 President, Apple Computer Japan, Inc. April 1997 Retired from Apple Computer Japan, Inc. June 1997 President, Autodesk Japan Inc. February 2007 Retired from Autodesk Japan Inc. June 2007 President, BEA Systems Japan Ltd. June 2008 Retired from BEA Systems Japan Ltd. July 2008 Executive Vice President, Oracle Corporation Japan August 2012 Retired from Oracle Corporation Japan January 2013 Advisor, NC Design & Consulting Co., Ltd. (to present) Advisor, CRM Association Japan (to present) Advisor, COACH A Co., Ltd. (to present)</p> <p>June 2016 Outside Director (Audit Committee), the Company (to present) July 2017 Outside Director, QualitySoft Corporation (to present) February 2018 Outside Director, SIG Co., Ltd. (to present) March 2018 Advisor, PTC Japan Inc. (to present)</p>
2	Akiko Kosuda (July 9, 1946) ● Number of shares of the Company held: -	<p>June 1969 Joined British Airways Japan (currently, British Airways Plc) April 1982 Sales Manager April 1992 Human Resources Director September 1999 Retired from British Airways Japan (currently, British Airways Plc)</p> <p>October 1999 Joined Sompo Japan Nipponkoa DC Securities Inc., Deputy General Manager, General Affairs Department June 2001 Retired from Sompo Japan Nipponkoa DC Securities Inc. July 2001 Joined PCA Life Insurance Co., Ltd., Executive Officer in charge of Human Resources and General Affairs March 2004 Retired from PCA Life Insurance Co., Ltd. April 2004 Joined MCI Worldcom Japan, General Manager, Human Resources and General Affairs Department January 2005 Retired from MCI Worldcom Japan February 2005 Joined McDonald's Company (Japan), Ltd., HR Director March 2009 Retired from McDonald's Company (Japan), Ltd. April 2009 Joined DHR International Inc., Executive Vice President October 2013 Retired from DHR International Inc. November 2013 Honorary Advisor, The Canadian Chamber of Commerce in Japan (to present) June 2016 Outside Director (Audit Committee), the Company, (to present)</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions
3	Jun Tsuchiya (October 9, 1950) ● Number of shares of the Company held: -	<p>April 1974 Joined Mitsubishi Corporation</p> <p>November 2000 Retired from Mitsubishi Corporation</p> <p>December 2000 Joined Emerson Electric Co.</p> <p>November 2006 Representative Director</p> <p>September 2015 Senior Advisor</p> <p>September 2016 Retired from Emerson Electric Co.</p> <p>February 2017 Joined Videojet X-Rite K.K., Senior Advisor</p> <p>July 2018 Retired from Videojet X-Rite K.K.</p> <p>March 2018 Joined Indigo Blue Co., Ltd., Senior Partner (to present)</p>

- Notes :
1. There are no special interests between each candidate and the Company.
 2. All candidates are candidates for Outside Directors.
 3. Mr. Tetsuya Shiga has been nominated for election as an Outside Director as he is deemed to qualify as the Company's Outside Director based on his abundant experience and achievements mainly in corporate management as well as wide-ranging knowledge and insight.
 4. Ms. Akiko Kosuda has been nominated for election as an Outside Director as she is deemed to qualify as the Company's Outside Director based on her abundant experience and achievements mainly in corporate management as well as wide-ranging knowledge and insight.
 5. Mr. Jun Tsuchiya has been nominated for election as an Outside Director as he is deemed to qualify as the Company's Outside Director based on his abundant experience and achievements mainly in corporate management as well as wide-ranging knowledge and insight.
 6. Mr. Tetsuya Shiga and Ms. Akiko Kosuda will have served as the Company's Outside Directors serving as Audit Committee Members for four (4) years at the conclusion of the Meeting.
 7. If the election of Mr. Tetsuya Shiga, Ms. Akiko Kosuda and Mr. Jun Tsuchida is approved as originally proposed, the Company intends to enter into an agreement with each of them to limit their liability based on the provisions of Article 427, Paragraph 1 of the Companies Act. The limit of the liability under the agreement is the amount provided by laws and regulations.
 8. The Company has registered Mr. Tetsuya Shiga and Ms. Akiko Kosuda as independent officers (Outside Directors) with Tokyo Stock Exchange, Inc. If Mr. Jun Tsuchiya takes the office of Director, the Company intends to register him as an independent officer (Outside Director) with Tokyo Stock Exchange, Inc.

Proposal No. 3: Election of One (1) Substitute Director Serving as an Audit Committee Member

The Company proposes to elect one (1) substitute Director serving as an Audit Committee Member in case the number of Directors serving as Audit Committee Members falls short of the number required by laws and regulations.

The Audit Committee has given its consent to this proposal. The candidate for substitute Director serving as an Audit Committee Member is as follows.

The election in this proposal remains effective unless it is cancelled by a Board of Directors' resolution with the consent of the Audit Committee provided it is before the candidate takes office.

Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	
Koichi Matsumura (November 28, 1938)	April 1962	Joined Kurita Water Industries Ltd.
	November 1990	Retired from Kurita Water Industries Ltd.
	December 1990	Joined Meiho Corporation (currently, the Company), Director
	August 2000	Senior Managing Director
	June 2002	Advisor
● Number of shares of the Company held: 155,000 shares	March 2004	Expiry of advisory agreement
	May 2013	Board Member, NPO Midorisupport Hachioji (to present)

Notes: 1. There are no special interests between the candidate and the Company.

2. Mr. Koichi Matsumura is a candidate for substitute Outside Director.

3. Mr. Koichi Matsumura has been nominated for election as a substitute Director as he is deemed to qualify as the Company's Outside Director based on his abundant experience and achievements mainly in corporate management as well as wide-ranging knowledge and insight.

4. If Mr. Koichi Matsumura takes office as a Director serving as an Audit Committee Member, the Company intends to enter into an agreement with him to limit his liability based on the provisions of Article 427, Paragraph 1 of the Companies Act. The limit of the liability under the agreement is the amount provided by laws and regulations.

5. If the candidate for substitute Outside Director Mr. Koichi Matsumura takes office as a Director, the Company intends to register him as independent officer with the Tokyo Stock Exchange.

6. Mr. Koichi Matsumura is a former officer of the Company.