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Securities identification code: 9616  
June 9, 2017

To our shareholders:

TAKUMI UEDA  
President  
**KYORITSU MAINTENANCE CO., LTD.**  
2-18-8 Sotokanda, Chiyoda-ku, Tokyo

## **NOTICE OF THE 38TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

You are cordially invited to attend the 38th Ordinary General Meeting of Shareholders of KYORITSU MAINTENANCE CO., LTD. (the “Company”), which will be held as described below.

If you are unable to attend on the day of the Meeting, you can exercise your voting rights in writing or via the Internet; we ask that you refer to the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights by 5:30 p.m., Tuesday, June 27, 2017 (Japan Standard Time).

### **Meeting Details**

**1. Date and Time:** Wednesday, June 28, 2017 at 10:00 a.m. (Japan Standard Time)  
(Reception to begin at 9:00 a.m.)

**2. Venue:** Bellesalle Tokyo Nihombashi B2F Event Hall  
Tokyo Nihombashi Tower, 2-7-1 Nihombashi, Chuo-ku, Tokyo

### **3. Purposes:**

#### **Items to be reported:**

1. Consolidated Financial Statements for the 38th Term (from April 1, 2016 to March 31, 2017), as well as the results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Business Report and Non-Consolidated Financial Statements for the 38th Term (from April 1, 2016 to March 31, 2017)

#### **Items to be resolved:**

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Election of eleven (11) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 3:** Election of three (3) Directors who are Audit and Supervisory Committee Members
- Proposal 4:** Election of one (1) Director who is a substitute Audit and Supervisory Committee Member
- Proposal 5:** Payment of Retirement Benefits for a Retired Director

### **4. Regarding the Exercise of Voting Rights:**

For details, please refer to the “Procedures for Exercise of Voting Rights via the Internet” (Japanese only).

## Reference Documents for the General Meeting of Shareholders

### Proposals and reference information

#### Proposal 1: Appropriation of surplus

The Company's core business—the dormitory business—, and in addition, the hotel business performed much better than in the previous fiscal year, earning favorable reputation among customers. As a result, the profit target under the Medium-Term Management Plan was achieved ahead of schedule and a new record high was reached. In terms of the Company's profit distribution policy, which is to return profits to shareholders with dividends linked to earnings and business performance, for the fiscal year under review we will pay a year-end dividend of 36 yen, which combined with the interim dividend gives an annual dividend of 62 yen, 10 yen increase from the previous fiscal year.

In addition, the Company will establish the internal reserves necessary to carry out far-sighted management policies at the appropriate times, including capital investment and development of new businesses in response to changes in the business environment at the same time.

The Company proposes the appropriation of surplus as follows:

#### 1. Matters related to year-end dividends

##### (1) Type of dividend property

Cash

##### (2) Allocation of dividend property and total amount thereof

36 yen per common share of the Company

Total amount of dividend: 697,192,308 yen

As a result, the dividend for the year under review, including the interim dividend, will be 62 yen per share.

##### (3) Effective date of distribution of dividends of surplus

June 29, 2017

#### 2. Matters related to other appropriation of surplus

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

Retained earnings brought forward: 6,500,000,000 yen

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

General reserve: 6,500,000,000 yen

**Proposal 2: Election of eleven (11) Directors (excluding Directors who are Audit and Supervisory Committee Members)**

The terms of fifteen (15) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same for this Proposal) expire at the end of this General Meeting of Shareholders. We therefore propose the election of eleven (11) Directors.

This Proposal has been reviewed by the Audit and Supervisory Committee and no objections to its implementation were raised.

The candidates for Directors are as follows:

Reference: List of candidates

No.	Name	Current Position and responsibilities in the Company	
1	Haruhisa Ishizuka	Chairman	<u>Reelection</u>
2	Takumi Ueda	President	<u>Reelection</u>
3	Eisuke Inoue	Executive Director, General Manager of Dormitory Business Department	<u>Reelection</u>
4	Koji Nakamura	Director, General Manager of Management Planning Department	<u>Reelection</u>
5	Yukihiro Sagara	Director, General Manager of Dormy Inn Business Department	<u>Reelection</u>
6	Satoru Ito	Director, General Manager of PKP Business Department	<u>Reelection</u>
7	Masaki Suzuki	Director, General Manager of Resorts Business Department	<u>Reelection</u>
8	Yoshio Kimizuka	Director, General Manager of Senior Life Business Department	<u>Reelection</u>
9	Masahiro Ishii	Director, General Manager of Human Resources and General Affairs, and Manager of President's Office	<u>Reelection</u>
10	Hiroshi Yokoyama	Director, General Manager of Business Development Department	<u>Reelection</u>
11	Akihide Terayama	Director	<u>Reelection</u>

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
1	 <p>Haruhisa Ishizuka (October 21, 1947)</p> <p>For reelection</p> <p>Tenure as Director: 37 years</p>	<p>Sept. 1979 Establishment of the Company; President June 2006 Chairman (present position)</p> <p>[Significant concurrent positions outside the Company] Director and Adviser, Kyoritsu Estate Co., Ltd. Chairman, Kyoritsu Foods Service Co., Ltd. Councillor, KYORITSU INTERNATIONAL FOUNDATION President, Milestone International Japan Co., Ltd. Director, Yoei Holding Co., Ltd. Director, TERA Association Inc. Director, KYORITSU FOODS CO., INC. Audit and Supervisory Board Member, SHINSEI FOODS Co., Ltd. Audit and Supervisory Board Member, OT Comnet Co., Ltd. Councillor, KYORITSU IKUEIKAI</p>	526,492
<p>[Reasons for nomination as candidate for Director] The candidate has led the Company's management and contributed to the Company's development for 37 years as a founder. The candidate's management achievements, broad business knowledge, and leadership in continuously raising corporate value will be necessary for the Company's future growth, and accordingly, the Company requests that he be reelected.</p> <p>[Special interest between the candidate and the Company] There is a commercial building leasing relationship between the Company and Haruhisa Ishizuka, and with Milestone International Japan Co., Ltd., where Haruhisa Ishizuka is President.</p>			
2	 <p>Takumi Ueda (January 9, 1949)</p> <p>For reelection</p> <p>Tenure as Director: 17 years</p>	<p>Apr. 2000 Joined the Company. June 2000 Director, General Manager of Group Operations Department Apr. 2002 Executive Vice President, General Manager of Administration Department May 2009 Executive Vice President Responsible for Group Administration Supervisory Department Apr. 2016 Executive Vice President Responsible for Group Administration and General Manager of PKP Business Department Apr. 2017 President (present position)</p> <p>[Significant concurrent positions outside the Company] Director, Kyoritsu Trust Co., Ltd. Director, Kyoritsu Financial Service Co., Ltd.</p>	14,607
<p>[Reasons for nomination as candidate for Director] The candidate has been involved in the management as Director of the Company for 17 years, and since this April he has led management as President of the Company. At the time of launching the Kyoritsu Jump Up Plan, which is the new medium-term management plan centering on advanced development for the quick creation of solid business base, the candidate's business experience, knowledge, and leadership will be necessary, and accordingly, the Company requests that he be reelected.</p> <p>[Special interest between the candidate and the Company] None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	 <p data-bbox="383 745 542 801">Eisuke Inoue (May 17, 1959)</p> <p data-bbox="391 824 534 853">For reelection</p> <p data-bbox="367 882 558 938">Tenure as Director: 10 years</p>	<p data-bbox="614 286 1224 315">Mar. 1986    Joined the Company.</p> <p data-bbox="614 324 1224 405">May 2006    Executive Officer, Manager of First Business Division at the East Japan Branch Office and Manager of Domeal Business Division</p> <p data-bbox="614 414 1224 524">June 2007    Director Responsible for Tokyo Metropolitan Area, East Japan Branch Office, Dormitory Business Department and Manager of Second Business Division</p> <p data-bbox="614 533 1224 642">May 2009    Director, General Manager of Tokyo Metropolitan Area Department and Manager of Domeal Business Division, Dormitory Business Supervisory Department</p> <p data-bbox="614 651 1224 761">May 2010    Director, General Manager of East Japan Department and Manager of Customer Center, Dormitory Business Supervisory Department</p> <p data-bbox="614 770 1224 909">Apr. 2015    Executive Director Responsible for Dormitory Business Tokyo Metropolitan Area Department and Dormitory Business Planning Department, Dormitory Business Supervisory Department</p> <p data-bbox="614 918 1224 974">Apr. 2016    Executive Director Responsible for Dormitory Business</p> <p data-bbox="614 983 1224 1039">Apr. 2017    Executive Director, General Manager of Dormitory Business (present position)</p> <p data-bbox="614 1070 1224 1151">[Significant concurrent positions outside the Company] Director, Kyoritsu Trust Co., Ltd. Audit and Supervisory Board Member, Kyoyu Foods Co., Ltd.</p>	6,248
<p data-bbox="309 1162 1406 1191">[Reasons for nomination as candidate for Director]</p> <p data-bbox="309 1193 1406 1296">The candidate has been involved in execution of the dormitory business and has been responsible for management as Director. He has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p data-bbox="309 1299 1406 1328">[Special interest between the candidate and the Company]</p> <p data-bbox="309 1330 1406 1357">None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
4	 <p data-bbox="383 645 542 698">Koji Nakamura (June 10, 1962)</p> <p data-bbox="391 728 534 757">For reelection</p> <p data-bbox="367 784 558 837">Tenure as Director: 11 years</p>	<p data-bbox="614 286 726 315">Apr. 1995</p> <p data-bbox="766 286 981 315">Joined the Company.</p> <p data-bbox="614 324 726 353">Apr. 1999</p> <p data-bbox="766 324 1093 380">Manager of Accounting Division, Administration Department</p> <p data-bbox="614 389 726 418">May 2004</p> <p data-bbox="766 389 1173 470">Executive Officer, Manager of General Finance and Accounting Division, Group Administration Department</p> <p data-bbox="614 479 726 508">June 2006</p> <p data-bbox="766 479 1189 589">Director, Manager of General Finance and Accounting, and Manager of Management and Administration Division, Group Administration Department</p> <p data-bbox="614 598 726 627">May 2008</p> <p data-bbox="766 598 1204 734">Director Responsible for Management Planning and Manager of General Planning Division, Manager of General Finance and Accounting Division, Group Administration Department</p> <p data-bbox="614 743 726 772">May 2010</p> <p data-bbox="766 743 1204 824">Director, General Manager of Management Planning Department, Group Administration Supervisory Department</p> <p data-bbox="614 833 726 862">Apr. 2016</p> <p data-bbox="766 833 1189 889">Director, General Manager of Management Planning Department (present position)</p> <p data-bbox="614 898 1157 952">[Significant concurrent positions outside the Company] Director, Kyoritsu Financial Service Co., Ltd.</p>	2,600
<p data-bbox="309 965 805 994">[Reasons for nomination as candidate for Director]</p> <p data-bbox="327 994 1380 1104">The candidate has been involved in management planning and financial accounting operations and has been responsible for management as Director. The candidate also has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p data-bbox="309 1104 877 1133">[Special interest between the candidate and the Company]</p> <p data-bbox="327 1133 391 1162">None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
5	 <p data-bbox="375 667 550 719">Yukihiro Sagara (March 17, 1964)</p> <p data-bbox="391 745 534 772">For reelection</p> <p data-bbox="367 799 558 853">Tenure as Director: 11 years</p>	<p data-bbox="619 286 1219 898"> Nov. 1991    Joined the Company.  May 2001    Executive Officer, Manager of Dormy Inn Business Division  June 2006    Director, Manager of Hotel &amp; Spa Division, and General Manager of Spa Therapy Division, Business Development Department  Oct. 2006    Director, General Manager of Hotel Business Department  May 2008    Director Responsible for Dormy Inn, Hotel Business Department  May 2009    Director, General Manager of Dormy Inn Business Department, Hotel Business Supervisory Department  June 2011    Director, General Manager of Dormy Inn Business Department and Manager of West Japan Business Division, and Manager of Overseas Business Development Division, Hotel Business Supervisory Department  Apr. 2016    Director, General Manager of Dormy Inn Business Department (present position) </p> <p data-bbox="619 909 1206 987"> [Significant concurrent positions outside the Company]  President, Kyoritsu Maintenance Korea Co., Ltd. Director, OH-SHIMA FORUM Co., Ltd. </p>	3,645
<p data-bbox="319 1001 810 1028">[Reasons for nomination as candidate for Director]</p> <p data-bbox="331 1028 1374 1135">The candidate has been involved in execution of the Dormy Inn business and has been responsible for management as Director. He has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p data-bbox="319 1137 879 1164">[Special interest between the candidate and the Company]</p> <p data-bbox="331 1164 389 1191">None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
6	 <p>Satoru Ito (June 4, 1962)</p> <p>For reelection</p> <p>Tenure as Director: 9 years</p>	<p>Mar. 1985    Joined the Company.</p> <p>May 2006    Executive Officer, Manager of Human Resources and General Affairs Division, Group Administration Department</p> <p>June 2008    Director, Manager of Human Resources and General Affairs Division, Group Administration</p> <p>Oct. 2012    Director, General Manager of Human Resources and General Affairs Department, Manager of Public Relations Division, General Manager of PKP Business Department, and Manager of Planning and Sales Division, Group Administration Supervisory Department</p> <p>Oct. 2013    Director, General Manager of PKP Business Department</p> <p>Apr. 2014    Director Responsible for New Business Planning, Group Administration Supervisory Department</p> <p>Apr. 2016    Director Responsible for PKP Business Department</p> <p>Dec. 2016    Director, General Manager of PKP Business Department (present position)</p> <p>[Significant concurrent positions outside the Company] None</p>	4,160
<p>[Reasons for nomination as candidate for Director] The candidate has been involved in execution of the PKP business and has been responsible for management as Director. He has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p>[Special interest between the candidate and the Company] None</p>			
7	 <p>Masaki Suzuki (November 14, 1968)</p> <p>For reelection</p> <p>Tenure as Director: 6 years</p>	<p>Jan. 2003    Joined the Company.</p> <p>May 2009    Executive Officer, General Manager of Resorts Business Department, Hotel Business Supervisory Department</p> <p>June 2011    Director, General Manager of Resorts Business Department, and Manager of East Japan Business Division, and Manager of Hotel Sales Promotion Division, Hotel Business Supervisory Department</p> <p>May 2012    Director, General Manager of Resorts Business Department, Hotel Business Supervisory Department</p> <p>Apr. 2016    Director, General Manager of Resorts Business Department (present position)</p> <p>[Significant concurrent positions outside the Company] None</p>	1,880
<p>[Reasons for nomination as candidate for Director] The candidate has been involved in execution of the Resorts Hotel business and has been responsible for management as Director. He has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p>[Special interest between the candidate and the Company] None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
8	 <p data-bbox="368 548 555 607">Yoshio Kimizuka (June 8, 1962)</p> <p data-bbox="392 629 531 658">For reelection</p> <p data-bbox="368 685 555 743">Tenure as Director: 2 years</p>	<p data-bbox="620 286 1219 398">May 2009    Joined the Company. Executive Officer, Manager of Second Business Division, East Japan Department, Dormitory Business Supervisory Department</p> <p data-bbox="620 405 1219 517">Apr. 2015    Executive Officer, General Manager of Dormitory Business Branch Office Supervisory Department, Dormitory Business Supervisory Department</p> <p data-bbox="620 524 1219 636">June 2015    Director, General Manager of Dormitory Business Branch Office Supervisory Department, Dormitory Business Supervisory Department</p> <p data-bbox="620 642 1174 701">Nov. 2016    Director, General Manager of Senior Life Business Department (present position)</p> <p data-bbox="620 707 1158 766">[Significant concurrent positions outside the Company] Director, Kyoritsu Financial Service Co., Ltd.</p>	1,305
<p data-bbox="316 772 810 801">[Reasons for nomination as candidate for Director]</p> <p data-bbox="331 801 1374 913">The candidate has been involved in execution of the Senior Life business and has been responsible for management as Director. He has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p data-bbox="316 913 879 943">[Special interest between the candidate and the Company]</p> <p data-bbox="331 943 389 972">None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
9	 <p data-bbox="368 763 555 819">Masahiro Ishii (October 25, 1963)</p> <p data-bbox="392 846 531 875">For reelection</p> <p data-bbox="368 902 555 958">Tenure as Director: 2 years</p>	<p data-bbox="619 286 1206 1122"> Nov. 1997    Joined the Company.  May 2002    Manager of President's Office, Management Planning Department  May 2010    Manager of President's Office and Manager of Business Development Office  May 2011    Manager of General Affairs Division, Group Administration Supervisory Department and Manager of President's Office  Apr. 2013    Executive Officer, General Manager of Human Resources and General Affairs Department and Manager of General Affairs Division, Group Administration Supervisory Department and Manager of President's Office  Apr. 2015    Executive Officer, General Manager of Human Resources and General Affairs Department, Group Administration Supervisory Department and Manager of President's Office  June 2015    Director, General Manager of Human Resources and General Affairs Department, Group Administration Supervisory Department and Manager of President's Office  Apr. 2016    Director, General Manager of Human Resources and General Affairs Department and Manager of President's Office (present position) </p> <p data-bbox="619 1126 1166 1182">[Significant concurrent positions outside the Company] Audit &amp; Supervisory Board Member, Builnet Co., Ltd.</p>	1,660
<p data-bbox="316 1202 810 1232">[Reasons for nomination as candidate for Director] The candidate has been involved in human resource and general affairs operations and has been responsible for management as Director. The candidate also has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as a Director.</p> <p data-bbox="316 1236 1374 1339">[Special interest between the candidate and the Company] Masahiro Ishii utilizes the employees' financing system of KYORITSU Group benefit program.</p>			
10	 <p data-bbox="363 1644 560 1700">Hiroshi Yokoyama (February 20, 1962)</p> <p data-bbox="392 1727 531 1756">For reelection</p> <p data-bbox="368 1783 555 1839">Tenure as Director: 1 year</p>	<p data-bbox="619 1404 1206 1684"> Nov. 1992    Joined the Company.  June 2007    Joined Builnet Co., Ltd.  Executive Vice President of Builnet Co., Ltd.  Apr. 2009    President of Builnet Co., Ltd.  Apr. 2016    Joined the Company.  Executive Officer, General Manager of Business Development Department  June 2016    Director, General Manager of Business Development Department (present position) </p> <p data-bbox="619 1688 1158 1744">[Significant concurrent positions outside the Company] Director, Kyoritsu Estate Co., Ltd.</p>	9,102
<p data-bbox="316 1848 1396 1980">[Reasons for nomination as candidate for Director] The candidate has been involved in carrying out operations in business development and has been responsible for management as Director. The candidate also has extensive business experience in the Company and possesses management knowledge. In addition, the candidate has outstanding character and insight, and accordingly, the Company requests that he be reelected as Director.</p> <p data-bbox="316 1984 879 2031">[Special interest between the candidate and the Company] None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
11	 <p data-bbox="359 649 566 705">Akihide Terayama (November 13, 1945)</p> <p data-bbox="391 728 534 761">For reelection</p> <p data-bbox="367 784 558 840">Tenure as Director: 22 years</p>	<p data-bbox="622 286 1141 320">May 1991 Executive Director of Famil Co., Ltd.</p> <p data-bbox="622 324 981 358">Jan. 1995 Joined the Company.</p> <p data-bbox="622 362 1197 418">May 1995 General Manager of Business Development Department</p> <p data-bbox="622 423 1165 479">June 1995 Executive Director, General Manager of Business Development Department</p> <p data-bbox="622 483 1029 517">Apr. 1999 Director (present position)</p> <p data-bbox="622 521 1157 577">May 1999 Senior Managing Director of Cocostore Corporation</p> <p data-bbox="622 582 1173 638">Oct. 2001 Senior Managing Director of Papsu Co., Ltd.</p> <p data-bbox="622 642 1117 676">Jan. 2003 President of TERA Association Inc.</p> <p data-bbox="622 680 1069 714">Aug. 2004 President of HotLand Co., Ltd.</p> <p data-bbox="622 719 1181 775">June 2015 Chairman, President of TERA Association Inc. (present position)</p> <p data-bbox="622 779 1173 835">May 2016 Audit and Supervisory Board Member of FRYSTAR CO., LTD. (present position)</p> <p data-bbox="622 840 1181 958">[Significant concurrent positions outside the Company] Chairman, President, TERA Association Inc. Audit and Supervisory Board Member, FRYSTAR CO., LTD.</p>	26,769
<p data-bbox="319 969 813 1003">[Reasons for nomination as candidate for Director] The candidate has extensive business experience in logistics and possesses managerial knowledge. The candidate also has outstanding character and insight and is expected to reflect his opinions from an outside perspective in the Company's management. Accordingly, the Company requests that he be reelected as Director.</p> <p data-bbox="319 1104 877 1160">[Special interest between the candidate and the Company] None</p>			

**Proposal 3: Election of three (3) Directors who are Audit and Supervisory Committee Members**

The terms of three (3) Directors who are Audit and Supervisory Committee Members expire at the end of this General Meeting of Shareholders. We therefore propose the election of three (3) Directors who are Audit and Supervisory Committee Members.

The Company has obtained the prior consent of the Audit and Supervisory Committee with respect to this proposal, and no objections to any Audit and Supervisory Committee Member were raised.

Candidates for the role of Director who is an Audit and Supervisory Committee Member are as follows:

No.	Name	Position and responsibilities in the Company
1	Sei Kakizaki	Director <span style="float: right;">New election</span>
2	Kyozo Motoki	Outside Director who is an Audit and Supervisory Committee Member, <span style="float: right;">Independent Officer Outside Director, Reelection</span>
3	Toshiaki Miyagi	Outside Director who is an Audit and Supervisory Committee Member <span style="float: right;">Independent Officer Outside Director, Reelection</span>

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
1	 <p>Sei Kakizaki (July 17, 1953)</p> <p>New election</p> <p>Tenure as Director: 25 years</p>	<p>Nov. 1980    Joined the Company.</p> <p>June 1992    Director, General Manager of Business Development Department</p> <p>Apr. 2002    Executive Director, Manager of West Japan Branch Office</p> <p>May 2007    Executive Vice President Responsible for Hotel Business Department</p> <p>May 2010    Executive Vice President Responsible for Wellness Life Business</p> <p>Apr. 2015    Executive Vice President Responsible for Dormitory Business Branch Office Supervisory Department</p> <p>Apr. 2016    Executive Vice President Responsible for Business Development</p> <p>Apr. 2017    Director (present position)</p> <p>[Significant concurrent positions outside the Company] Audit &amp; Supervisory Board Member, Kyoritsu Estate Co., Ltd. (scheduled) Audit &amp; Supervisory Board Member, Kyoritsu Financial Service Co., Ltd. (scheduled) Audit &amp; Supervisory Board Member, Kyoritsu Foods Service Co., Ltd. (scheduled)</p>	63,635
<p>[Reasons for nomination as candidate for Director] The candidate has been involved in management as Director of the Company and has served as General Manager responsible for the dormitory business, hotel business, and Senior Life business. The Company believes that the candidate possesses the qualifications necessary to perform the duties of an Audit and Supervisory Committee Member from a perspective of comprehensive auditing of management, and accordingly, the Company requests that he be elected as Director who is an Audit and Supervisory Committee Member.</p> <p>[Special interest between the candidate and the Company] None</p>			
2	 <p>Kyozo Motoki (November 20, 1948)</p> <p>For reelection</p> <p>Independent Officer</p> <p>Outside Director</p> <p>Tenure as Director: 2 years</p>	<p>Oct. 1998    General Manager of Inspection Division The Bank of Tokyo-Mitsubishi UFJ, Ltd.</p> <p>June 2000    Managing Director of The Diamond Mortgage Co., Ltd.</p> <p>June 2001    Full-time Audit &amp; Supervisory Board Member of The Mitsubishi UFJ Factors Limited</p> <p>June 2003    Managing Director of Chitose Kosan Co., Ltd.</p> <p>June 2009    Full-time Audit &amp; Supervisory Board Member of Nihon Shurui Hanbai Co., Ltd.</p> <p>June 2012    Outside Audit and Supervisory Board Member of the Company (present position)</p> <p>June 2015    Director (Audit and Supervisory Committee Member) (present position)</p> <p>[Significant concurrent positions outside the Company] Audit and Supervisory Board Member, Kyoritsu Trust Co., Ltd.</p>	-
<p>[Reasons for nomination as candidate for Outside Director] The candidate has practical experience and has been responsible in management in the financial sector and possesses extensive experience and broad knowledge regarding finance and accounting. The Company has determined that he will properly perform his duties as Outside Director and requests that he be elected.</p> <p>[Special interest between the candidate and the Company] None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	 <p>Toshiaki Miyagi (December 27, 1947)</p> <p>For reelection</p> <p>Independent Officer</p> <p>Outside Director</p> <p>Tenure as Director: 2 years</p>	<p>Aug. 1992 General Manager of Business Corporate Department, Nagoya Branch of SMBC Nikko Securities Inc.</p> <p>Feb. 1997 Branch Manager of Seibu Branch of SMBC Nikko Securities Inc.</p> <p>Feb. 1998 General Manager of Financial Institution I, Headquarters of SMBC Nikko Securities Inc.</p> <p>Mar. 2000 Branch Manager of Kabuto-cho Branch of SMBC Nikko Securities Inc.</p> <p>Sept. 2001 General Manager of Customer Consultation Salon of SMBC Nikko Securities Inc.</p> <p>June 2004 Full-time Statutory Auditor of Nikko Financial Intelligence, Inc.</p> <p>June 2008 Director of NAITO Securities Co., Ltd.</p> <p>June 2010 Audit &amp; Supervisory Board Member of NAITO Securities Co., Ltd.</p> <p>June 2015 Directors (Audit and Supervisory Committee Member)</p> <p>[Significant concurrent positions outside the Company] Audit &amp; Supervisory Board Member, JAPAN PLACEMENT CENTER CO., LTD.</p>	—
<p>[Reasons for nomination as candidate for Outside Director] The candidate has been responsible for management in the securities business sector and possesses experience and knowledge in business management. The Company has determined that he will properly perform his duties as Outside Director and requests that he be elected.</p> <p>[Special interest between the candidate and the Company] None</p>			

- Notes: 1. Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, The Company has entered into limited liability agreements with Kyozo Motoki and Toshiaki Miyagi to limit their liability for damages under Article 423, paragraph 1 of the same Act. Furthermore, the Company has entered into an agreement with them to limit liability amount of Directors who are Audit and Supervisory Committee Members to the minimum liability limit amount as provided for by Article 425, Paragraph 1 of the Companies Act. If their reelection is approved, the Company plans to continue the said limited liability agreement.
- If the election of Sei Kakizaki is approved, the Company plans to enter into the same limited liability agreement with him.
2. The Company has submitted notifications to Tokyo Stock Exchange, Inc. that Kyozo Motoki and Toshiaki Miyagi have been appointed as independent officers. If their reelection is approved, the Company plans to renew their appointment as independent officers.

**Proposal 4: Election of one (1) Director who is a substitute Audit and Supervisory Committee Member**

We propose the election of one (1) Director to be a substitute Audit and Supervisory Committee Member to prepare for a situation in which the number of Audit and Supervisory Committee Members falls below the number specified by laws and regulations.

The validity of the election of substitute Audit and Supervisory Committee Member can be nullified by a resolution of the Board of Directors if the consent of the Audit and Supervisory Committee has been obtained; provided, however, that this applies only before the substitute Audit and Supervisory Committee Member assumes office.

The Company has obtained the prior consent of the Audit and Supervisory Committee regarding this proposal, and no objections to any Audit and Supervisory Committee Member were raised.

Candidates for the role of Director who is a substitute Audit and Supervisory Committee Member are as follows:

Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
<p>Harunobu Kameyama (May 15, 1959)</p> <p>substitute Outside Director</p>	<p>Apr. 1992 Registered as an attorney at law (Daiichi Tokyo BAR Association) Joined Okamura Law Office</p> <p>Apr. 1997 Established Kameyama Sogo Law Office, Head of Office</p> <p>June 2007 Outside Audit &amp; Supervisory Board Member of KOMORI Corporation</p> <p>Apr. 2010 Member of Civil Mediation Committee of Tokyo Summary Court (present position)</p> <p>Oct. 2012 Outside Director of TAKAOKA TOKO CO., LTD. (current position)</p> <p>June 2013 Outside Director of KOMORI Corporation (current position)</p> <p>Oct. 2013 Outside Audit &amp; Supervisory Board Member of SOMAR Corporation (current position)</p> <p>[Significant concurrent positions outside the Company] Head, Kameyama Sogo Law Office Outside Director, TAKAOKA TOKO CO., LTD. Outside Director, KOMORI Corporation Outside Audit &amp; Supervisory Board Member, SOMAR Corporation</p>	<p>—</p>
<p>[Reasons for nomination as candidate for substitute Outside Director] The candidate is expected to make use of his knowledge and experience obtained as an attorney in auditing of the Company, and consequently, the Company has determined that he will properly perform his duties as Director who is an Outside Audit and Supervisory Committee Member. The Company requests that he be elected as Director who is a substitute Audit and Supervisory Committee Member.</p> <p>[Special interest between the candidate and the Company] None</p>		

- Note:
1. Harunobu Kameyama is a candidate for substitute Outside Director.
  2. If the election of Harunobu Kameyama as Outside Director who is an Audit and Supervisory Committee Member is approved, the Company plans to enter into limited liability agreements with him pursuant to the provisions of Article 427, paragraph 1 of the Companies Act. The maximum amount of liability for Directors who are Audit and Supervisory Committee Members for damages under these agreements is the minimum liability amount provided for in Article 425, paragraph 1 of the Companies Act.

**Proposal 5: Payment of Retirement Benefits for a Retiring Director**

Director Akira Iizuka will retire at the end of this General Meeting of Shareholders. The Company therefore will pay him a reasonable amount of retirement benefits to reward his services during his terms in accordance with the Company's internal rules. It is also proposed that determination as to specific monetary amounts, timing, method of payment and other matters be left to the Board of Directors.

The career summary of the retiring Director is as follows:

Name	Career summary	
Akira Iizuka	Apr. 1991	Director, General Manager of Sales Department
	June 1994	Executive Director, General Manager of Second Business Department
	June 1998	Senior Executive Director, General Manager of Tokyo Metropolitan Area Department
	Apr. 2002	Executive Vice President, General Manager of East Japan Department
	May 2004	Executive Vice President, General Manager of Dormitory Business Department and General Manager of Operation Planning Department
	May 2008	Executive Vice President Responsible for Dormitory Business Department and General Manager of Food Department
	May 2009	Executive Vice President Responsible for Dormitory Business Supervisory Department and General Manager of Food Department
	May 2010	Executive Vice President Responsible for Dormitory Business
	Apr. 2015	Executive Vice Chairman
Apr. 2017	Director (present position)	