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June 8, 2018

To our shareholders:

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

NOTICE OF THE 39TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 39th 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 26, 2018 (Japan Standard Time).

Meeting Details

1. Date and Time: Wednesday, June 27, 2018 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. Business Report and Consolidated Financial Statements for the 39th Term (from April 1, 2017 to March 31, 2018), as well as the results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-Consolidated Financial Statements for the 39th Term (from April 1, 2017 to March 31, 2018)

Items to be resolved:

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Partial amendments to the Articles of Incorporation
- Proposal 3:** Election of eleven (11) Directors (excluding Directors who are Audit and Supervisory Committee Members)

4. Regarding the Exercise of Voting Rights:

For details, please refer to the “Procedures for Exercise of Voting Rights via the Internet” (in 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 a favorable reputation among customers. As a result, we made a solid start for the first year of the Medium-Term Management Plan. 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 22 yen, which, combined with the interim dividend, gives an annual dividend of 40 yen, a 9 yen increase, up a substantial 29% , from the previous fiscal year, considering the 1:2 share split implemented on April 1, 2017.

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

22 yen per common share of the Company

Total amount of dividend: 857,648,990 yen

As a result, the dividend for the year under review, including the interim dividend, will be 40 yen per share.

(3) Effective date of distribution of dividends of surplus

June 28, 2018

2. Matters related to other appropriation of surplus

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

Retained earnings brought forward: 4,000,000,000 yen

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

General reserve: 4,000,000,000 yen

Proposal 2: Partial amendments to the Articles of Incorporation

1. Purpose of amendments

In light of the current conditions of its businesses, the Company proposes to add an item to its business purposes in order to prepare for future business development and the diversification of its business activities and to clarify its business purposes.

2. Details of amendments

Details of the amendments are as follows.

(Proposed amendments are underlined.)

Current Articles of Incorporation	Proposed amendments
(Purposes) Article 2 The purpose of the Company shall be to engage in the following business: 1. to 16. (Omitted) (Newly established)	(Purposes) Article 2 The purpose of the Company shall be to engage in the following business: 1. to 16. (Not amended) <u>17. Investigation affairs on Certification of Needed Long-Term Care pursuant to the Long-Term Care Insurance Act</u>
17. to 58. (Omitted)	<u>18.</u> to <u>59.</u> (Changes to article numbers)

Proposal 3: Election of eleven (11) Directors (excluding Directors who are Audit and Supervisory Committee Members)



The terms of eleven (11) 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, Manager of IR Section	<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	<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: 38 years</p>	<p>Sept. 1979 Establishment of the Company; President</p> <p>June 2006 Chairman (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Director and Adviser, Kyoritsu Estate Co., Ltd.</p> <p>Chairman, Kyoritsu Foods Service Co., Ltd.</p> <p>Councilor, KYORITSU INTERNATIONAL FOUNDATION</p> <p>President, Milestone International Japan Co., Ltd.</p> <p>Director, Yoei Holding Co., Ltd.</p> <p>Director, TERA Association Inc.</p> <p>Director, KYORITSU FOODS CO., INC.</p> <p>Audit and Supervisory Board Member, SHINSEI FOODS Co., Ltd.</p> <p>Audit and Supervisory Board Member, OT Comnet Co., Ltd.</p> <p>Councillor, KYORITSU IKUEIKAI</p>	1,052,984
<p>[Reasons for nomination as candidate for Director]</p> <p>The candidate has led the Company's management and contributed to the Company's development for 38 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]</p> <p>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: 18 years</p>	<p>Apr. 2000 Joined the Company.</p> <p>June 2000 Director, General Manager of Group Operations Department</p> <p>Apr. 2002 Executive Vice President, General Manager of Administration Department</p> <p>May 2009 Executive Vice President Responsible for Group Administration Supervisory Department</p> <p>Apr. 2016 Executive Vice President Responsible for Group Administration and General Manager of PKP Business Department</p> <p>Apr. 2017 President (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>None</p>	29,914
<p>[Reasons for nomination as candidate for Director]</p> <p>The candidate has been involved in the management as Director of the Company for 18 years, and since April 2017, he has led management as President of the Company. In order to realize 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]</p> <p>None</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	 <p>Eisuke Inoue (May 17, 1959)</p> <p>For reelection</p> <p>Tenure as Director: 11 years</p>	<p>Mar. 1986 Joined the Company.</p> <p>May 2006 Executive Officer, Manager of First Business Division at the East Japan Branch Office and Manager of Domeal Business Division</p> <p>June 2007 Director Responsible for Tokyo Metropolitan Area, East Japan Branch Office, Dormitory Business Department and Manager of Second Business Division</p> <p>May 2009 Director, General Manager of Tokyo Metropolitan Area Department and Manager of Domeal Business Division, Dormitory Business Supervisory Department</p> <p>May 2010 Director, General Manager of East Japan Department and Manager of Customer Center, Dormitory Business Supervisory Department</p> <p>Apr. 2015 Executive Director Responsible for Dormitory Business Tokyo Metropolitan Area Department and Dormitory Business Planning Department, Dormitory Business Supervisory Department</p> <p>Apr. 2016 Executive Director Responsible for Dormitory Business</p> <p>Apr. 2017 Executive Director, General Manager of Dormitory Business (present position)</p> <p>[Significant concurrent positions outside the Company] Director, Kyoritsu Financial Service Co., Ltd., Director, Kyoritsu Trust Co., Ltd. Audit and Supervisory Board Member, Kyoyu Foods Co., Ltd.</p>	12,796
<p>[Reasons for nomination as candidate for Director] 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>[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
4	 <p>Koji Nakamura (June 10, 1962)</p> <p>For reelection</p> <p>Tenure as Director: 12 years</p>	<p>Apr. 1995 Joined the Company.</p> <p>Apr. 1999 Manager of Accounting Division, Administration Department</p> <p>May 2004 Executive Officer, Manager of General Finance and Accounting Division, Group Administration Department</p> <p>June 2006 Director, Manager of General Finance and Accounting, and Manager of Management and Administration Division, Group Administration Department</p> <p>May 2008 Director Responsible for Management Planning and Manager of General Planning Division, Manager of General Finance and Accounting Division, Group Administration Department</p> <p>May 2010 Director, General Manager of Management Planning Department, Group Administration Supervisory Department</p> <p>Apr. 2016 Director, General Manager of Management Planning Department</p> <p>Apr. 2018 Director, General Manager of Management Planning Department and Manager of IR Section (present position)</p> <p>[Significant concurrent positions outside the Company] Director, Kyoritsu Financial Service Co., Ltd. and Director, Kyoritsu Trust Co., Ltd.</p>	5,400
<p>[Reasons for nomination as candidate for Director] 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>[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
5	 <p>Yukihiro Sagara (March 17, 1964)</p> <p>For reelection</p> <p>Tenure as Director: 12 years</p>	<p>Nov. 1991 Joined the Company.</p> <p>May 2001 Executive Officer, Manager of Dormy Inn Business Division</p> <p>June 2006 Director, Manager of HOTEL & SPA Division, and General Manager of Spa Therapy Division, Business Development Department</p> <p>Oct. 2006 Director, General Manager of Hotel Business Department</p> <p>May 2008 Director Responsible for Dormy Inn, Hotel Business Department</p> <p>May 2009 Director, General Manager of Dormy Inn Business Department, Hotel Business Supervisory Department</p> <p>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</p> <p>Apr. 2016 Director, General Manager of Dormy Inn Business Department (present position)</p> <p>[Significant concurrent positions outside the Company] President, Kyoritsu Maintenance Korea Co., Ltd. Director, OH-SHIMA FORUM Co., Ltd.</p>	7,590
<p>[Reasons for nomination as candidate for Director] 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>[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
6	 <p>Satoru Ito (June 4, 1962)</p> <p>For reelection</p> <p>Tenure as Director: 10 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>		8,620
<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: 7 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>		4,260
<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>Yoshio Kimizuka (June 8, 1962)</p> <p>For reelection</p> <p>Tenure as Director: 3 years</p>	<p>May 2009 Joined the Company. Executive Officer, Manager of Second Business Division, East Japan Department, Dormitory Business Supervisory Department</p> <p>Apr. 2015 Executive Officer, General Manager of Dormitory Business Branch Office Supervisory Department, Dormitory Business Supervisory Department</p> <p>June 2015 Director, General Manager of Dormitory Business Branch Office Supervisory Department, Dormitory Business Supervisory Department</p> <p>Nov. 2016 Director, General Manager of Senior Life Business Department (present position)</p> <p>[Significant concurrent positions outside the Company] Director, Kyoritsu Financial Service Co., Ltd.</p>	2,810
	<p>[Reasons for nomination as candidate for Director] 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>[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
9	 <p>Masahiro Ishii (October 25, 1963)</p> <p>For reelection</p> <p>Tenure as Director: 3 years</p>	<p>Nov. 1997 Joined the Company.</p> <p>May 2002 Manager of President's Office, Management Planning Department</p> <p>May 2010 Manager of President's Office and Manager of Business Development Office</p> <p>May 2011 Manager of General Affairs Division, Group Administration Supervisory Department and Manager of President's Office</p> <p>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</p> <p>Apr. 2015 Executive Officer, General Manager of Human Resources and General Affairs Department, Group Administration Supervisory Department and Manager of President's Office</p> <p>June 2015 Director, General Manager of Human Resources and General Affairs Department, Group Administration Supervisory Department and Manager of President's Office</p> <p>Apr. 2016 Director, General Manager of Human Resources and General Affairs Department and Manager of President's Office</p> <p>Apr. 2018 Director, General Manager of Human Resources and General Affairs Department (present position)</p> <p>[Significant concurrent positions outside the Company] Audit & Supervisory Board Member, Builnet Co., Ltd.</p>	3,520
<p>[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>[Special interest between the candidate and the Company] Masahiro Ishii utilizes the employees' financing system of KYORITSU Group benefit program.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
10	 <p>Hiroshi Yokoyama (February 20, 1962)</p> <p>For reelection</p> <p>Tenure as Director: 2 years</p>	<p>Nov. 1992 Joined the Company.</p> <p>June 2007 Joined Builnet Co., Ltd. Executive Vice President of Builnet Co., Ltd.</p> <p>Apr. 2009 President of Builnet Co., Ltd.</p> <p>Apr. 2016 Joined the Company. Executive Officer, General Manager of Business Development Department</p> <p>June 2016 Director, General Manager of Business Development Department (present position)</p> <p>[Significant concurrent positions outside the Company] Director, Kyoritsu Estate Co., Ltd.</p>	18,504
<p>[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>[Special interest between the candidate and the Company] None</p>			
11	 <p>Akihide Terayama (November 13, 1945)</p> <p>For reelection</p> <p>Tenure as Director: 23 years</p>	<p>May 1991 Executive Director of Famil Co., Ltd.</p> <p>Jan. 1995 Joined the Company.</p> <p>May 1995 General Manager of Business Development Department</p> <p>June 1995 Executive Director, General Manager of Business Development Department</p> <p>Apr. 1999 Director (present position)</p> <p>May 1999 Senior Managing Director of Kasumi Convenience Networks Co., Ltd.</p> <p>Oct. 2001 Senior Managing Director of Papasu Co., Ltd.</p> <p>Jan. 2003 President of TERA Association Inc.</p> <p>Aug. 2004 President of HotLand Co., Ltd.</p> <p>June 2015 Chairman, President of TERA Association Inc. (present position)</p> <p>May 2016 Audit and Supervisory Board Member of FRYSTAR CO., LTD. (present position)</p> <p>Mar. 2018 Director of HotLand Co., Ltd. (present position)</p> <p>[Significant concurrent positions outside the Company] Chairman, President, TERA Association Inc. Audit and Supervisory Board Member, FRYSTAR CO., LTD. Director, HotLand Co., Ltd.</p>	53,538
<p>[Reasons for nomination as candidate for Director] The candidate has extensive business experience and possesses managerial knowledge gained through the logistics area. In addition, the candidate has outstanding character and insight, and the Company, accordingly, requests that he be reelected as Director.</p> <p>[Special interest between the candidate and the Company] None</p>			