

This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Securities Code 1717)
June 6, 2022

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 42ND ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to notify you of the 42nd 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., Thursday, June 23, 2022, Japan time).

- 1. Date and Time:** Friday, June 24, 2022 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 42nd fiscal year (from April 1, 2021 to March 31, 2022)

Proposals to be resolved:

- Proposal No. 1:** Amendment to the Articles of Incorporation
- Proposal No. 2:** Election of Four (4) Directors (Excluding Directors Serving as Audit Committee Members)
- Proposal No. 3:** Election of Three (3) Directors Serving as Audit Committee Members
- Proposal No. 4:** Election of One (1) Substitute Director Serving as an Audit Committee Member

-
- If there is any major change in the operation of the General Meeting of Shareholders in order to prevent the spread of infectious diseases such as the novel coronavirus disease (COVID-19), it will be posted on the Company’s website (<https://www.meiho.co.jp/>). In addition, other notices regarding COVID-19 are presented on page 1.
 - 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: Amendment to the Articles of Incorporation

1. Reasons for the Amendment

Since the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation in preparation for the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format.

- (1) Article 14, paragraph 1 in “Proposed amendments” below will stipulate that the Company shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.
- (2) Article 14, paragraph 2 in “Proposed amendments” below will establish the provision to limit the scope of the items to be stated in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents.
- (3) Since the provisions for Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc. (Article 14 of the current Articles of Incorporation) will no longer be required, they will be deleted.
- (4) Accompanying the aforementioned establishment and deletion of provisions, supplementary provisions regarding the effective date, etc. will be established.

2. Details of the Amendment

Details of the Amendment are as follows:

Current Articles of Incorporation	Proposed Amendment
<p>Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</p> <p>When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, non-consolidated financial statements and consolidated financial statements through the internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</p> <p style="text-align: center;"><New></p>	<p style="text-align: center;"><Deleted></p> <p>Article 14 (Measures, etc. for Providing Information in Electronic Format)</p> <ol style="list-style-type: none"> 1. When the Company convenes a general meeting of shareholders, it shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format. 2. Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items designated by the Ministry of Justice Order from statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.

Current Articles of Incorporation	Proposed Amendment
<p><New></p>	<p style="text-align: center;">(Supplementary Provisions)</p> <ol style="list-style-type: none"> <li data-bbox="820 264 1398 488">1. The amendment to the Articles of Incorporation pertaining to Article 14 shall be effective from September 1, 2022, which is the date of enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter referred to as the “Date of Enforcement”). <li data-bbox="820 495 1398 689">2. Notwithstanding the provision of the preceding paragraph, Article 14 of the current Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) shall remain effective regarding any general meeting of shareholders held on a date within six months from the Date of Enforcement. <li data-bbox="820 696 1398 835">3. These Supplementary Provisions shall be deleted on the date when six months have elapsed from the Date of Enforcement or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.

Proposal No. 2: 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 Nomination and Compensation Committee and 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: 334,700 shares	September 1980 March 1987 March 1988 June 2006 June 2007 March 2009 April 2009 June 2012 April 2017	Established the Company, Chief Executive Officer Retired as Chief Executive Officer Resumed as Chief Executive Officer Chairman and Representative Director Chairman and Director Chairman and Representative Director Chief Executive Officer and Chairman Chief Executive Officer Chairman and Representative Director (to present)
2	Yoshi Onuki (June 12, 1964) ● Number of shares of the Company held: 149,600 shares	July 1997 June 2003 October 2003 June 2006 April 2010 February 2011 April 2011 April 2014 April 2016 April 2017 April 2021	Joined the Company Operating Director, General Manager, Marketing Department Director, General Manager, Marketing Department and Operating Director Managing Director, General Manager, Marketing Department Managing Director, General Manager, Sales Division Managing Director, General Manager, Sales Division and General Manager, Health and Safety Promotion Division Managing Director, General Manager, Marketing Division and General Manager, Health and Safety Promotion Division and General Manager, Design Department Senior Managing Representative Director, General Manager, Marketing Division and General Manager, Health and Safety Promotion Division and General Manager, Design Department 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 Chief Executive Officer Chief Executive Officer, General Manager, CM Business Creation Division and General Manager, PM Division and General Manager, Knowledge Center (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: 135,400 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	Fujio Murakami (December 20, 1967) ● Number of shares of the Company held: 6,300 shares	July 2012 April 2017 April 2021 June 2021	Joined the Company Chief Engineer and Operating Director Chief Engineer and General Manager, Building Construction Engineering Dept. and Operating Director Director and Chief Engineer and General Manager, Building Construction Engineering Dept. 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, 2022.
 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. Fujio Murakami has a wealth of experience and achievements in the Company's business, including construction technology, marketing and project management as well as a wide range of knowledge and insight. 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.
 - (5) The Company plans to enter into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. It plans to renew the policy in June 2022. Under the terms of this insurance policy, litigation expenses and compensation for damages arising from legal action against the insured by third parties, shareholders or companies shall be supplemented, and a premium for the insurance policy is fully borne by the Company. The candidates for Director are already insureds under the agreement, and remain so subject to the approval of their reelection.

Proposal No. 3: 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 Nomination and Compensation Committee and 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: – shares	April 1970 June 1975 July 1975 April 1995 April 1995 April 1997 June 1997 February 2007 June 2007 June 2008 July 2008 August 2012 January 2013 June 2016 July 2017 February 2018 March 2018 June 2021	Joined JEOL Ltd. Retired from JEOL Ltd. Joined Nihon Digital Equipment Corporation Retired from Nihon Digital Equipment Corporation President, Apple Computer Japan, Inc. Retired from Apple Computer Japan, Inc. President, Autodesk Japan Inc. Retired from Autodesk Japan Inc. President, BEA Systems Japan Ltd. Retired from BEA Systems Japan Ltd. Executive Vice President, Oracle Corporation Japan Retired from Oracle Corporation Japan Advisor, NC Design & Consulting Co., Ltd. (to present) Adviser, CRM Association Japan (to present) Advisor, COACH A Co., Ltd. (to present) Outside Director (Audit Committee), the Company (to present) Outside Director, QualitySoft Corporation Outside Director, SIG Co., Ltd. Advisor, PTC Japan Inc. (to present) Retired from Outside Director, QualitySoft Corporation Retired from Outside Director, SIG Co., Ltd.
2	Akiko Kosuda (July 9, 1946) ● Number of shares of the Company held: – shares	June 1969 April 1982 April 1992 September 1999 October 1999 June 2001 July 2001 March 2004 April 2004 January 2005 February 2005 March 2009 April 2009 October 2013 November 2013 June 2016	Joined British Airways Japan (currently, British Airways Plc) Sales Manager Human Resources Director Retired from British Airways Japan (currently, British Airways Plc) Joined Sompo Japan Nipponkoa DC Securities Inc., Deputy General Manager, General Affairs Department Retired from Sompo Japan Nipponkoa DC Securities Inc. Joined PCA Life Insurance Co., Ltd., Executive Officer in charge of Human Resources and General Affairs Retired from PCA Life Insurance Co., Ltd. Joined MCI Worldcom Japan, General Manager, Human Resources and General Affairs Department Retired from MCI Worldcom Japan Joined McDonald's Company (Japan), Ltd., HR Director Retired from McDonald's Company (Japan), Ltd. Joined DHR International Inc., Senior Vice President Retired from DHR International Inc. Honorary Advisor, The Canadian Chamber of Commerce in Japan (to present) Outside Director (Audit Committee), the Company (to present)

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: – shares	April 1974 November 2000 December 2000 November 2006 September 2015 September 2016 February 2017 July 2018 March 2018 June 2020	Joined Mitsubishi Corporation Retired from Mitsubishi Corporation Joined Emerson Electric Co. Representative Director Senior Advisor Retired from Emerson Electric Co. Joined Videojet X-Rite K.K., Senior Advisor Retired from Videojet X-Rite K.K. Joined Indigo Blue Co., Ltd., Senior Partner (to present) Outside Director (Audit Committee), the Company (to present)

- 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 a wealth of experience and achievements mainly in corporate management as well as a wide range of knowledge and insight. In addition to providing advice and suggestions based on such experience and knowledge, he is expected to make a considerable contribution to the suitable operation of the Company's Board of Directors. Accordingly, judging that he will be a suitable Outside Director of the Company, the Company proposes that he be selected as Outside Director.
 4. Ms. Akiko Kosuda has a wealth of experience and achievements mainly in corporate management as well as a wide range of knowledge and insight. In addition to providing advice and suggestions based on such experience and knowledge, she is expected to make a considerable contribution to the suitable operation of the Company's Board of Directors. Accordingly, judging that she will be a suitable Outside Director of the Company, the Company proposes that she be selected as Outside Director.
 5. Mr. Jun Tsuchiya has a wealth of experience and achievements mainly in corporate management as well as a wide range of knowledge and insight. In addition to providing advice and suggestions based on such experience and knowledge, he is expected to make a considerable contribution to the suitable operation of the Company's Board of Directors. Accordingly, judging that he will be a suitable Outside Director of the Company, the Company proposes that he be selected as Outside Director.
 6. Mr. Tetsuya Shiga and Ms. Akiko Kosuda will have served for six (6) years and Mr. Jun Tsuchiya will have served for two (2) years as the Company's Outside Directors serving as Audit Committee Members at the conclusion of the Meeting.
 7. The Company has concluded limited liability agreements with its Outside Directors based on the provisions of Article 427, Paragraph 1 of the Companies Act. The candidates for Outside Director are already insureds under the agreement, and remain so subject to the approval of their reelection. The limit of the liability under the agreement is the amount provided by laws and regulations.
 8. The Company plans to enter into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. It plans to renew the policy in June 2022. Under the terms of this insurance policy, litigation expenses and compensation for damages arising from legal action against the insured by third parties, shareholders or companies shall be supplemented, and a premium for the insurance policy is fully borne by the Company. The candidates for Outside Director are already insureds under the agreement, and remain so subject to the approval of their reelection.
 9. Each candidate was appointed as a member of the Nomination and Compensation Committee in November 2021, and contributes to strengthening management functions by providing necessary and appropriate advice regarding the determination of officer candidates and officer compensation from an objective and neutral standpoint.
 10. The Company has registered Mr. Tetsuya Shiga, Ms. Akiko Kosuda and Mr. Jun Tsuchiya as independent officers (Outside Directors) with Tokyo Stock Exchange, Inc.

Proposal No. 4: 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 can be cancelled by resolution of the Board of Directors 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) ● Number of shares of the Company held: 155,000 shares	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
	March 2004	Expiry of advisory agreement
	May 2013	Board Member, NPO Midorisupport Hachioji
May 2019	Vice Chairman (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. The Company plans to enter into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. It plans to renew the policy in June 2022. Under the terms of this insurance policy, litigation expenses and compensation for damages arising from legal action against the insured by third parties, shareholders or companies shall be supplemented, and a premium for the insurance policy is fully borne by the Company. If the candidate for substitute Outside Director Mr. Koichi Matsumura takes office as a Director, he will be insured persons under the insurance policy.
 6. If the candidate for substitute Outside Director Mr. Koichi Matsumura takes office as a Director, the Company intends to register him as an independent officer with the Tokyo Stock Exchange.
 7. Mr. Koichi Matsumura is a former officer of the Company.