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(Stock Exchange Code 4975)
June 9, 2018

To Shareholders with Voting Rights:

Keiji Ozawa
Representative Director, Chairman and CEO
JCU CORPORATION
8-1 Higashiueno 4-chome, Taito-ku,
Tokyo, Japan

**NOTICE OF
THE 58TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 58th Annual General Meeting of Shareholders of JCU CORPORATION (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing by submitting the Voting Rights Exercise Form. If exercising your voting rights in writing, please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. on Tuesday, June 26, 2018, Japan time.

- 1. Date and Time:** Wednesday, June 27, 2018, at 10:00 a.m. Japan time
(The reception desk opens at 9:30 a.m.)
- 2. Place:** Conference room at the Head Office of the Company located at
TIXTOWER UENO 16F, 8-1 Higashiueno 4-chome, Taito-ku, Tokyo, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report, Consolidated Financial Statements for the Company's 58th Fiscal Year (April 1, 2017–March 31, 2018) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 58th Fiscal Year (April 1, 2017–March 31, 2018)
 - Proposals to be resolved:**
 - Proposal 1:** Partial Amendments to the Articles of Incorporation
 - Proposal 2:** Election of nine (9) Directors
 - Proposal 3:** Election of one (1) Audit & Supervisory Board Member

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Of the documents that should be provided along with this convocation, matters that should be included in the Notes to the Consolidated Financial Statements and the Notes to the Non-Consolidated Financial Statements are posted on the Company's Web site (<http://www.jcu-i.com/>), based on laws and regulations and provisions of the Articles of Incorporation of the Company, therefore these are not included in the attached document to this convocation.

The Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Company's Audit & Supervisory Board Members and the Accounting Auditor to prepare audit reports are the financial statements included in the attached documents to this convocation, as well as matters that should be included in the Notes to the Consolidated Financial Statements and the Notes to the Non-consolidated Financial Statements.

- Should the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<http://www.jcu-i.com/>).
- We are advocating the Cool Biz campaign. Shareholders are expected to attend the meeting in casualwear.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for Amendments

Based on the Company's current business situations, to clarify the content of the Company's businesses and to address business diversification, it is proposed to include additional businesses in the purpose of the Company in the current Article 2.

2. Details of Amendments

The details of the proposed amendments are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
CHAPTER I. GENERAL PROVISIONS (Purpose)	CHAPTER I. GENERAL PROVISIONS (Purpose)
Article 2 The purpose of the Company is to operate the following businesses.	Article 2 (Unchanged)
(1) Design, manufacturing and sales of apparatus and equipment for surface treatment of metal and plastic, etc., and manufacturing and sales of surface treatment chemicals for metal and plastic, etc.	(1) (Unchanged)
(2) Design, manufacturing and sales of apparatus and equipment for treatment of industrial waste, and manufacturing and sales of chemicals to treat industrial waste	(2) (Unchanged)
(3) Design, manufacturing and sales of apparatus and equipment for treatment of city water and agricultural/industrial-use water, and manufacturing and sales of chemicals to treat city water and agricultural/industrial-use water	(3) (Unchanged)
(4) Manufacturing and sales of materials related to the preceding items	(4) (Unchanged)
(5) Installation work for the apparatus and equipment described in (1) – (3)	(5) (Unchanged)
(6) Manufacturing and sales of organic and inorganic chemical products other than those described in (1) – (3) (excluding fertilizers and agricultural chemicals)	(6) (Unchanged)
(7) Water quality and chemical analyses and environmental ecological survey operation	(7) (Unchanged)

Current Articles of Incorporation	Proposed Amendments
(8) Manufacturing, manufacturing on commission, sales and export/import of functional cosmetics, their raw materials, and quasi-drugs	(8) (Unchanged)
(9) Design, supervision, construction work and subcontracting of electric work (for power generation facilities, transformers, power transmission and distribution facilities and intra-building electric facilities, etc.)	(9) (Unchanged)
(10) Solar power generation and sales of solar power	(10) (Unchanged)
(11) Production, sales and export/import of mineral water and other drinking water (New establishment)	(11) (Unchanged)
(New establishment)	<u>(12) Cultivation, production, processing, sales, storage and export/import of agricultural products</u>
<u>(12)</u> All businesses incidental and relating to the preceding items	<u>(13) Production and sales of wine and other liquor</u>
	<u>(14)</u> (Unchanged)

Proposal 2: Election of nine (9) Directors

The terms of office of all eleven (11) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of nine (9) Directors is proposed.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	[Reappointment] Keiji Ozawa (October 11, 1950)	<p>April 1974 Joined the Company</p> <p>April 1999 General Manager of Osaka Branch</p> <p>January 2002 General Manager of Sales Promotion Department</p> <p>September 2004 Executive Officer and General Manager of Management Planning Office</p> <p>June 2007 Director, Managing Executive Officer and General Manager of Administration Headquarters</p> <p>June 2008 Senior Managing Director, Senior Executive Officer and General Manager of Administration Headquarters</p> <p>June 2009 Director, Vice President and General Manager of Administration Headquarters</p> <p>June 2010 Representative Director, President and COO</p> <p>June 2014 Representative Director and Vice Chairman</p> <p>February 2016 Representative Director, Chairman and CEO (present position)</p> <p>[Significant concurrent positions]</p> <p>Chairman of JCU SHANGHAI TRADING CORPORATION</p> <p>Chairman of JCU TAIWAN CORPORATION</p> <p>Representative Director of JCU KOREA CORPORATION</p> <p>Chairman of JCU SHENZHEN TRADING CORPORATION</p> <p>Chairman of SAKURAROKU SPRING SHANGHAI INTERNATIONAL CO., LTD.</p> <p>Chairman of JCU SURFACE TECHNOLOGY HUBEI CO., LTD.</p>	86,056
<p>(Reasons for selection as candidate for Director)</p> <p>Mr. Keiji Ozawa has held various positions in the sales and administrative departments. He was appointed as Vice President in 2009, and promoted to Representative Director, President and COO in 2010. In view of the sudden passing of Mr. Yoshimasa Kasuya in February 2016, he was appointed as Representative Director, Chairman and CEO of the Company. With his high level of expertise as a top executive and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	[Reappointment] Masashi Kimura (February 9, 1958)	<p>March 1980 Joined EBARA DENSAN LTD.</p> <p>April 2004 General Manager of Printed Circuit Chemicals Department of EBARA DENSAN LTD.</p> <p>April 2010 Joined the Company as General Manager of DENSAN</p> <p>August 2010 Vice President of JCU (THAILAND) CO., LTD.</p> <p>June 2013 Executive Officer</p> <p>April 2016 Executive Officer and General Manager of Management Strategy Office</p> <p>June 2016 Director, Managing Executive Officer and General Manager of Management Strategy Office</p> <p>June 2017 Senior Managing Director, Senior Managing Executive Officer and General Manager of Management Strategy Office</p> <p>February 2018 Senior Managing Director, Senior Managing Executive Officer, General Manager of Management Strategy Office and General Manager of Administration Headquarters</p> <p>April 2018 Representative Director, President and COO (present position)</p>	4,346
<p>(Reasons for selection as candidate for Director)</p> <p>To revamp the Company's business execution structure in line with the launch of the medium-term management plan "Next 50 Innovation," Mr. Masashi Kimura was appointed as Representative Director, President and COO in April 2018. As General Manager of the Management Strategy Office, Mr. Kimura led the formulation of the medium-term management plan. With his leadership, creativity, management capability, high level of expertise and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
4	[Reappointment] Rui Tanino (October 2, 1957)	<p>April 1982 Joined Fuji Machinery Mfg. & Electronics Co., Ltd.</p> <p>June 1999 Operating Executive Officer and General Manager of Substrate Sales Headquarters of Fuji Machinery Mfg. & Electronics Co., Ltd.</p> <p>January 2009 Joined the Company as General Manager of New Business Promotion Department</p> <p>March 2010 General Manager of New Business Sales Promotion Department</p> <p>June 2012 Assistant General Manager of New Business Headquarters</p> <p>April 2014 Executive Officer and Assistant General Manager of New Business Headquarters</p> <p>April 2016 Executive Officer and Assistant General Manager of Sales and Marketing Headquarters</p> <p>June 2016 Director, Managing Executive Officer and Assistant General Manager of Sales and Marketing Headquarters</p> <p>June 2017 Managing Director, Managing Executive Officer and Assistant General Manager of Sales and Marketing Headquarters</p> <p>April 2018 Senior Managing Director, Senior Managing Executive Officer and General Manager of Sales and Marketing Headquarters (present position)</p>	9,278
<p>(Reasons for selection as candidate for Director)</p> <p>Mr. Rui Tanino has played a central role in the business operations of the New Business segment, and has contributed to the diversification of the Company's management. In 2014, he was appointed as an Executive Officer. With his rich experience in managing new business ventures and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
5	[Reappointment] Akihisa Omori (October 2, 1965)	January 1990 Joined the Company April 2010 General Manager of Osaka Branch June 2012 General Manager of Management Strategy Office April 2014 Managing Executive Officer and General Manager of Management Strategy Office June 2014 Director, Managing Executive Officer and General Manager of Management Strategy Office April 2015 Director and Managing Executive Officer June 2016 Managing Director and Managing Executive Officer (present position) [Significant concurrent positions] President of JCU INTERNATIONAL, INC.	5,844
		(Reasons for selection as candidate for Director) Mr. Akihisa Omori has held various key positions mainly in the Company's sales department, and is currently the President of JCU INTERNATIONAL, INC. With his high level of management expertise and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.	
6	[Reappointment] Takanori Arata (May 13, 1967)	September 2006 Joined the Company June 2009 General Manager of Accounting Department of Administration Headquarters April 2014 Managing Executive Officer and General Manager of Administration Headquarters June 2014 Director, Managing Executive Officer and General Manager of Administration Headquarters April 2015 Director, Managing Executive Officer and Assistant General Manager of Chemical Business Headquarters April 2016 Director, Managing Executive Officer and Assistant General Manager of Sales and Marketing Headquarters June 2016 Managing Director, Managing Executive Officer and Assistant General Manager of Sales and Marketing Headquarters (present position)	4,648
		(Reasons for selection as candidate for Director) Mr. Takanori Arata has held various positions including General Manager of Accounting Department and General Manager of Administration Headquarters, and has extensive knowledge of the Company's administrative operations. In addition, in view of his rich experience in international operations, he is currently in charge of controlling domestic and overseas sales/marketing administration in the Sales and Marketing Headquarters. With his high level of insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.	

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held	
7	[Reappointment] Junichi Matsumoto (October 30, 1960)	September 1989 April 2007 April 2011 June 2012 April 2014 June 2016	Joined the Company General Manager of Marketing Strategy Office General Manager of Overseas Business Planning Department of Overseas Business Headquarters General Manager of Overseas Business Promotion Department of Chemical Business Headquarters Executive Officer and General Manager of Production Headquarters Director, Managing Executive Officer and General Manager of Production Headquarters (present position)	23,222
		<p>(Reasons for selection as candidate for Director)</p> <p>Mr. Junichi Matsumoto has led mainly the sales and marketing departments in the Company. In 2014, he was appointed as General Manager of Production Headquarters and became an Executive Officer. As it was deemed appropriate to have a person in charge of the production department involved in the Company's management, it was determined that he should continue to be a candidate for Director.</p>		
8	[Reappointment] Masahiko Takanaka (August 6, 1951)	October 1976 April 1979 June 2005 April 2014 June 2015	Passed the National Bar Examination Registered as a lawyer (present position) Audit & Supervisory Board Member of the Company Chairman of Tokyo Bar Association and Vice Chairman of Japan Federation of Bar Associations Director of the Company (present position)	—
		<p>[Significant concurrent positions]</p> <p>Head of Takanaka Law Office External Audit & Supervisory Board Member of T&D Asset Management Co., Ltd.</p> <p>(Reasons for selection as candidate for External Director)</p> <p>As a lawyer, Mr. Masahiko Takanaka has extensive knowledge of corporate legal affairs, and possesses a high level of professional expertise and insight with regards to legal regulations. Accordingly, he has contributed immensely as an External Director of the Company and in ensuring that decisions made by the Board of Directors are appropriate. In view of his high level of expertise and insight, as well as his actual performance results, it was determined that he should continue to be a candidate for External Director.</p>		

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
9	[New appointment] Yasuhiko Fujiki (November 27, 1945)	November 1976 Joined Orient Leasing Co., Ltd. (currently ORIX Corporation) February 1994 Manager of Corporate Administration Department June 1994 Director, Responsible for Corporate Administration Department August 1997 Director and General Manager of President's Office June 1999 Director and Corporate Senior Vice President April 2000 Director, Representative Executive Officer, President and COO January 2008 Director, Executive Officer, Vice Chairman and CFO June 2009 Advisor July 2013 Special Advisor December 2016 Honorary Advisor (present position)	6,000
(Reasons for selection as candidate for External Director) Since Mr. Yasuhiko Fujiki joined Orient Leasing Co., Ltd. (currently ORIX Corporation) in 1976, he has accumulated a track record including the credit division. Mr. Fujiki was appointed as President and COO in 2000, Vice Chairman and CFO in 2008, and has been in the position of Honorary Advisor since 2016. As the Company believes his extensive knowledge and experience as President and Vice Chairman of Japan's leading leasing company will fully contribute to the Company, it was determined that he should be a candidate for External Director.			

(Notes)

1. There is no special interest between each candidate for Director and the Company.
2. Mr. Masahiko Takanaka is a candidate for External Director. Mr. Takanaka is currently an External Director of the Company. At the conclusion of this year's Annual General Meeting of Shareholders, Mr. Masahiko Takanaka's term of office as External Director will be three (3) years. In addition, Mr. Masahiko Takanaka was an External Audit & Supervisory Board Member of the Company from June 2005 to June 2014.
3. The Company has appointed Mr. Masahiko Takanaka as an Independent Officer prescribed by Tokyo Stock Exchange and submitted a notification of the appointments to said Exchange. If his reelection is approved, the Company plans to continue appointing him as an Independent Officer and to submit a notification of the appointments to said Exchange. Also, if this proposal for the election of Mr. Yasuhiko Fujiki is approved, the Company plans to appoint Mr. Fujiki as an Independent Officer and submit a notification of such appointment to said Exchange as well.
4. The Company has agreements with Mr. Masahiko Takanaka to limit his liabilities under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the amount stipulated by Article 425, Paragraph 1 of said Act. If the candidate for External Director Mr. Masahiko Takanaka is reelected, the Company plans to continue the same agreement with him.
5. Between the Company and Mr. Yasuhiko Fujiki, if Mr. Fujiki's election is approved, the Company plans to conclude a same agreement with him.
6. The Company conducted a 2-for-1 stock split of its common stock as of April 1, 2018. The "Number of shares of the Company held" by each candidate shown above is the number of shares after the stock split.

Proposal 3: Election of one (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Mr. Mitsuru Ichikawa will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of one (1) Audit & Supervisory Board Members is proposed.

The Audit & Supervisory Board has provided its consent to this proposal.

The candidate is as follows:

Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
[Reappointment] Mitsuru Ichikawa (April 15, 1960)	November 1992 Passed the National Bar Examination April 1995 Registered as a lawyer (present position) June 2014 Audit & Supervisory Board Member of the Company (present position) [Significant concurrent positions] Partner of Risolute Law Office	—
(Reasons for selection as candidate for External Audit & Supervisory Board Member) As a lawyer, Mr. Mitsuru Ichikawa has extensive knowledge of corporate legal affairs, and possesses deep insights and rich experience. Mr. Ichikawa has provided opinions proactively at the Board of Directors' meetings and Audit & Supervisory Board meetings. The Company believes he will continue to contribute to maintaining and strengthening the audit structure of the Company and determined that he should continue to be a candidate for External Audit & Supervisory Board Member.		—

(Notes)

1. There is no special interest between the candidate for Audit & Supervisory Board Member and the Company.
2. Mr. Mitsuru Ichikawa is a candidate for External Audit & Supervisory Board Member of the Company. Mr. Ichikawa is currently an External Audit & Supervisory Board Member of the Company. At the conclusion of this year's Annual General Meeting of Shareholders, Mr. Ichikawa's term of office as an External Audit & Supervisory Board Member will be four (4) years.
3. The Company has concluded an agreement with Mr. Ichikawa to limit his liability under Article 423, Paragraph 1 of the Companies Act, pursuant to the provisions of Article 427, Paragraph 1 of said Act, with the maximum amount of liability under the agreement being the amount stipulated by Article 425, Paragraph 1 of said Act. If Mr. Ichikawa is reelected as an External Audit & Supervisory Board Member, the Company will continue the same agreement with him.
4. The Company has appointed Mr. Mitsuru Ichikawa as an Independent Officer as prescribed by the Tokyo Stock Exchange and submitted a notification of the appointment to said Exchange. If his reelection is approved, the Company plans to continue appointing him as an Independent Officer.