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(Securities Code: 8338)

June 1, 2023

(Electronic Provision Measures Commencement Date: May 25, 2023)

To Shareholders with Voting Rights:

Masahiko Ikuta
President
Tsukuba Bank, Ltd.
2-11-7 Chuo, Tsuchiura City,
Ibaraki Prefecture, Japan

**NOTICE OF CONVOCATION OF
THE 99TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We are pleased to inform you that the 99th Annual General Meeting of Shareholders of The Tsukuba Bank, Ltd. (the “Bank”) will be held for the purposes as described below, and cordially invite you to the meeting.

In convening this General Meeting, the Bank has provided information electronically, and the matters to be provided electronically are posted on the following website.

The Bank’s website: <https://www.tsukubabank.co.jp/> (only available in Japanese)

Please access the Bank’s website mentioned above, and select “To Shareholders and Investors” and “General Meeting of Shareholders” in this order to confirm the information.

In addition to the above, the information is posted on the following website.

Tokyo Stock Exchange website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Please access the above-mentioned website, enter the Bank’s name or securities code for search, and select “Basic information” and “Documents for public inspection/PR information” in this order to check the information.

If you do not attend the meeting, you can exercise your voting rights in writing by submitting the Voting Rights Exercise Form, or via the Internet, etc. Please review the Reference Documents for the General Meeting of Shareholders (included in the matters to be provided electronically) and exercise your voting rights no later than 5:00 p.m. Japan time on Wednesday, June 21, 2023 by following the instructions described below.

- 1. Date and Time:** Thursday, June 22, 2023 at 10 a.m. Japan time
- 2. Place:** 10F, Main Conference Room, Headquarter Building of the Bank, 1-7 Takezono, Tsukuba City, Ibaraki Prefecture, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank's 99th Fiscal Year (from April 1, 2022 to March 31, 2023)
 2. Consolidated Financial Statements for the Bank's 99th Fiscal Year (from April 1, 2022 to March 31, 2023) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
- Proposal to be resolved:**
- Proposal No. 1:** Election of Seven (7) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)
- Proposal No. 2:** Election of Five (5) Directors Serving as Audit & Supervisory Committee Members

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- ⊙ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk of the Bank's headquarter building on the day of the meeting for confirmation.
- ⊙ For this meeting, the Bank has sent uniformly the paper copy including the matters to be provided electronically to all shareholders, irrespective of whether there was a request for delivery of the paper copy, but this paper copy does not contain the following matters in accordance with laws and regulations as well as Article 16 of the Articles of Incorporation of the Bank. Therefore, this paper copy is part of the documents, which have been audited by Audit and Supervisory Committee and the Accounting Auditors in preparing the Audit Report.
- Non-consolidated Statements of Changes in Equity and Notes to the Non-consolidated Financial Statements
 - Consolidated Statements of Changes in Equity and Notes to the Consolidated Financial Statements
- ⊙ Any amendments to the matters to be provided electronically will be posted on each website where these matters are posted.

Exercise of Voting Rights

Exercise of Voting Rights by Attending the Meeting in Person

Please bring this “Notice of Convocation” to the meeting venue and submit the enclosed “Voting Rights Exercise Form” at the reception desk.

If you wish to exercise your voting rights by proxy, the proxy shall be limited to other shareholders with voting rights of the Bank. Only one proxy may be appointed.

Date and Time: 10 a.m., Thursday, June 22, 2023, Japan Time

Exercise of Voting Rights in Writing

Please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by the voting deadline. If there is no indication of a vote for or against a specific proposal on the Voting Rights Exercise Form, it shall be deemed as an indication of approval to such proposal.

Voting Deadline: 5 p.m., Wednesday, June 21, 2023, Japan Time

Exercise of Voting Rights via the Internet

Please access the Bank’s designated voting website (<https://soukai.mizuho-tb.co.jp/>) using the “Voting Rights Exercise Code” and “Password” indicated on the Voting Rights Exercise Form, follow the instructions on the voting website, and indicate your vote for or against the proposal by the voting deadline.

Voting Deadline: 5 p.m., Wednesday, June 21, 2023, Japan Time

Handling of Duplicate Voting

- If you vote both in writing and via the Internet, only your vote placed via the Internet will be valid.
- If you submit your vote multiple times via the Internet, only the last vote will be valid.
- Platform for Electronic Exercise of Voting Rights
If nominee shareholders such as trust and custody services banks, etc. (including standing proxies) make prior application to use “Electronic Voting Platform” operated by ICJ, Inc., such shareholders may use the said platform.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Election of Seven (7) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)

As the terms of office of all nine (9) current Directors (excluding Directors serving as Audit and Supervisory Committee Members; the same applies hereinafter in this Proposal) will expire at the conclusion of this Annual General Meeting of Shareholders, the election of seven (7) Directors is proposed.

The selection of the candidates has been determined by the Board of Directors upon hearing the opinions of the Nomination Advisory Committee, which is composed of Outside Officers.

The Audit and Supervisory Committee considered this proposal, but there were no special matters to be stated in accordance with the Companies Act.

The candidates are as follows.

No.	Name	Current positions at the Bank	Attendance at the Board of Directors meetings
1	Reappointment Masahiko Ikuta	President	20/20 (100%)
2	Reappointment Satoru Ochi	Vice-President	20/20 (100%)
3	Reappointment Satoru Shinohara	Senior Executive Managing Director	20/20 (100%)
4	Reappointment Tatsuro Seo	Executive Managing Director	20/20 (100%)
5	Reappointment Kenichi Kikuchi	Director	19/20 (95%)
6	Reappointment Tsuyoshi Okano	Director	15/15 (100%)
7	Reappointment Yuichi Nemoto	Candidate for Outside Director Independent Director	Outside Director 20/20 (100%)

Note: Mr. Tsuyoshi Okano attended all 15 meetings of the Board of Directors held after his assumption of office as Director on June 24, 2022.

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
1	Masahiko Ikuta (Oct. 12, 1960) Reappointment	Apr. 1984 Joined the Kanto Bank, Limited Apr. 2006 General Manager, Ishioka Branch, the Kanto Tsukuba Bank, Limited Jul. 2007 Deputy General Manager, General Planning Division, the Kanto Tsukuba Bank, Limited Mar. 2010 Deputy General Manager, General Planning Division, Office Manager, Computer Systems Joint Development Office, the Bank Aug. 2010 General Manger, Kamisu Branch, Senior Chief Assistant, Business Headquarters, the Bank Jul. 2012 Executive Officer, General Manager, General Planning Division, the Bank Apr. 2014 Senior Executive Officer, General Manager, General Planning Division, the Bank Apr. 2015 Senior Executive Officer, Executive General Manager, Business Headquarters, the Bank Jun. 2015 Director, Executive General Manager, Business Headquarters, the Bank Apr. 2016 Executive Managing Director, the Bank Jun. 2017 Executive Managing Director in charge of General Planning Division, Administrative Supervisory Division, Centralized Operation Division and Secretariat, the Bank Jun. 2018 Vice-President in charge of Audit Division, the Bank Apr. 2019 Vice-President, the Bank Jun. 2019 President, the Bank (current position)	113,228 shares
<p>[Reasons for selection as candidate for Director]</p> <p>After having supervised divisions such as the corporate planning division and sales division, Mr. Masahiko Ikuta assumed the office as Director in June 2015. Since then, he has supervised divisions such as the administrative division and audit division, possessing a wealth of experience and ample knowledge. He has served as Representative Director and Deputy President of the Bank since June 2018, appropriately fulfilling these duties and responsibilities, and was appointed the current position of President in June 2019. Since the appointment, he has continued to exercise strong leadership to move the entire Bank forward, engaging in structural reform and improvement of corporate value. By continuing to utilize these experiences and knowledge, he has been judged as a person that can be expected to strengthen effectiveness of the Board of Directors' decision-making and supervisory functions, and was thus selected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
2	Satoru Ochi (Nov. 15, 1960) Reappointment	Apr. 1984 Joined the Ibaraki Mutual Bank, Limited Jun. 2006 General Manager, Ryugasaki Branch, the Ibaraki Bank, Limited Jun. 2008 General Manager, Operations Division, the Ibaraki Bank, Limited Mar. 2010 Senior Executive Officer in charge of Operations and Systems Administration Division and Personnel Division, the Bank Apr. 2011 Senior Executive Officer, Block Manager (in charge of Ushiku Block), the Bank Oct. 2011 Senior Executive Officer, Block Manager (in charge of Mito Block), the Bank Apr. 2012 Senior Executive Officer, General Manager, Administrative Supervisory Division, the Bank Apr. 2013 Managing Executive Officer, Executive General Manager, Business Headquarters, the Bank Apr. 2015 Managing Executive Officer in charge of Financial Markets Division and General Affairs Division, the Bank Jun. 2015 Executive Managing Director, the Bank Jun. 2017 Executive Managing Director in charge of Personnel and General Affairs Division and Financial Markets Division, the Bank Jun. 2018 Representative Director and Senior Executive Managing Director in charge of Personnel and General Affairs Division and Financial Markets Division, the Bank Apr. 2019 Representative Director and Senior Executive Managing Director in charge of Financial Markets Division, the Bank Jun. 2020 Vice-President in charge of Financial Markets Division, the Bank (current position)	95,970 shares
<p>[Reasons for selection as candidate for Director]</p> <p>After having supervised divisions such as the administrative division, sales division, and financial markets division, Mr. Satoru Ochi assumed the office as Director in June 2015. Since then, he has supervised divisions such as the loan supervision division and personnel and general affairs division, possessing a wealth of experience and ample knowledge. He has served as Representative Director and Senior Managing Director of the Bank since June 2018, and currently serves as the Vice-President since June 2020, appropriately fulfilling these duties and responsibilities. By utilizing these insights, he has been judged as a person that can contribute to the managerial perspective based on high managerial capability to improve the Board of Directors' decision-making and supervisory functions, and was thus reselected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
3	Satoru Shinohara (Apr. 22, 1961) Reappointment	Apr. 1985 Joined the Kanto Bank, Limited Apr. 2005 General Manager, Yatabe Branch, the Kanto Tsukuba Bank, Limited Oct. 2007 Deputy General Manager, Corporate Division, the Kanto Tsukuba Bank, Limited Mar. 2010 Deputy General Manager, Business Supervisory Division and General Manager, Asset Management Office, the Bank Oct. 2010 General Manager, Chikusei Branch, the Bank Jul. 2012 Executive Officer, General Manager, Chikusei Branch, General Manager, Shimodate Branch, the Bank Nov. 2012 Executive Officer, Deputy Executive General Manager, Business Headquarters, the Bank Apr. 2014 Senior Executive Officer, Deputy Executive General Manager, Business Headquarters, the Bank Apr. 2015 Senior Executive Officer, General Manager, Marketing Promotion Division, Executive General Manager, Regional Headquarters, the Bank Jul. 2015 Managing Executive Officer, General Manager, Marketing Promotion Division, Executive General Manager, Regional Headquarters, the Bank Oct. 2015 Managing Executive Officer, General Manager, Marketing Promotion Division, the Bank Apr. 2016 Managing Executive Officer, Executive General Manager, Business Headquarters, the Bank Jun. 2016 Director, Executive General Manager, Business Headquarters, the Bank Jun. 2017 Executive Managing Director, Executive General Manager, Business Headquarters, the Bank Jun. 2018 Senior Executive Managing Director, Executive General Manager, Business Headquarters, the Bank Apr. 2019 Senior Executive Managing Director in charge of Personnel and General Affairs Division, Administrative Supervisory Division and Centralized Operation Division, the Bank Jun. 2020 Representative Director and Senior Executive Managing Director in charge of Personnel and General Affairs Division, the Bank Jun. 2022 Representative Director and Senior Executive Managing Director in charge of Loan Supervision Division, the Bank (current position)	82,275 shares
<p>[Reasons for selection as candidate for Director]</p> <p>After having supervised divisions such as the sales division, Mr. Satoru Shinohara assumed the office as Director in June 2016. Since then, he has supervised divisions such as the personnel and general affairs division and administrative division, possessing a wealth of experience and ample knowledge. He has served as Senior Executive Managing Director of the Bank since June 2018, and currently serves as the Representative Director and Senior Executive Managing Director since June 2020, fulfilling these duties and responsibilities. By utilizing these insights, he has been judged as a person that can contribute to the managerial perspective based on high managerial capability to improve the Board of Directors' decision-making and supervisory functions, and was thus reselected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
4	Tatsuro Seo (Aug. 28, 1963) Reappointment	Apr. 1986 Joined the Kanto Bank, Limited Jul. 2005 General Manager, Omika Branch, the Kanto Tsukuba Bank, Limited Oct. 2007 General Manager, Hitachinaka Branch, the Kanto Tsukuba Bank, Limited Mar. 2010 General Manager, Hitachinaka Branch, the Bank Oct. 2011 General Manager, Hitachi Branch, the Bank Apr. 2013 General Manager, Loan Supervision Division, the Bank Apr. 2014 Executive Officer, General Manager, Loan Supervision Division, the Bank Oct. 2015 Executive Officer, Area Manager Tsuchiura, General Manager, Honten Branch, and General Manager, Tsuchiura-ekimae Branch, the Bank Apr. 2016 Senior Executive Officer, Area Manager Tsuchiura, General Manager, Honten Branch, and General Manager, Tsuchiura-ekimae Branch, the Bank Jun. 2017 Director, Area Manager Tsuchiura, General Manager, Honten Branch, and General Manager, Tsuchiura-ekimae Branch, the Bank Jun. 2018 Executive Managing Director in charge of General Planning Division and Secretariat, the Bank Apr. 2022 Executive Managing Director in charge of General Planning Division, the Bank Jun. 2022 Executive Managing Director, Appointed as Executive General Manager, Business Headquarters, the Bank (current position)	58,559 shares
<p>[Reasons for selection as candidate for Director]</p> <p>After having supervised divisions such as the loan supervision division, Mr. Tatsuro Seo has assumed the office as Director in June 2017. Since then, he has supervised divisions such as the corporate planning division, possessing a wealth of experience and ample knowledge. By utilizing these insights, he has been judged as a person that can contribute to the managerial perspective as a member of the Board of Directors with diverse specialty and competence for the management of the Bank, and was thus reselected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
5	Kenichi Kikuchi (Oct. 8, 1962) Reappointment	Apr. 1985 Joined the Kanto Bank, Limited Jul. 2005 Senior Assistant Manager, General Planning Division, the Kanto Tsukuba Bank, Limited Apr. 2008 Assistant General Manager, General Planning Division, the Kanto Tsukuba Bank, Limited Mar. 2010 Deputy General Manager, General Planning Division, the Bank Apr. 2013 General Manager, Systems Supervisory Division, the Bank Apr. 2015 General Manager, Administrative Supervisory Division, the Bank Apr. 2017 Executive Officer, General Manager, Administrative Supervisory Division, the Bank Apr. 2019 Senior Executive Officer, General Manager, Administrative Supervisory Division, the Bank Jun. 2020 Director in charge of Administrative Supervisory Division, Centralized Operation Division, the Bank Apr. 2022 Director, Appointed as Executive General Manager, Administrative Headquarters, the Bank (current position)	36,659 shares
[Reasons for selection as candidate for Director] Mr. Kenichi Kikuchi has a track record of supervising systems and administrative affairs before being appointed as Director in June 2020. In addition, he possesses a wealth of experience in the area of budgetary accounting, which he gained through his earlier career in the corporate planning division, and high levels of expertise related to advancing financial information technology. By utilizing these broad insights, he has been judged as a person that can contribute to the managerial perspective as a member of the Board of Directors with diverse specialty and competence for the management of the Bank, and was thus reselected as a candidate for Director.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
6	Tsuyoshi Okano (Feb. 21, 1966) Reappointment	Apr. 1988 Joined the Ibaraki Mutual Bank, Limited	22,416 shares
		Mar. 2010 Assistant General Manager, Personnel Division, the Bank	
		Apr. 2011 Deputy General Manager, Personnel Division, the Bank	
		Oct. 2011 General Manager, Omika Branch, and General Manager, Omika Ekimae Branch, the Bank	
		Jul. 2013 Senior Chief Assistant, General Planning Division, the Bank	
		Apr. 2014 Office Manager, Public Relations Office, General Planning Division, the Bank	
		Apr. 2016 Deputy General Manager, General Planning Division, the Bank	
		Apr. 2017 General Manager, General Planning Division, the Bank	
		Jul. 2018 Executive Officer, General Manager, General Planning Division, the Bank	
		Jul. 2020 Senior Executive Officer, General Manager, General Planning Division, the Bank	
Jun. 2022 Director, General Manager, General Planning Division, the Bank			
Jul. 2022 Director in charge of General Planning Division, the Bank (current position)			
<p>[Reasons for selection as candidate for Director] Mr. Tsuyoshi Okano has a track record of supervising the corporate planning division before being appointed as Director in June 2022. Since then, he continued to supervise divisions such as the corporate planning division, from which he gained abundant business experience and broad-based capabilities. By utilizing these insights, he has been judged as a person that can contribute to the managerial perspective as a member of the Board of Directors with diverse specialty and competence for the management of the Bank, and was thus reselected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
7	Yuichi Nemoto (Sep. 30, 1952) Reappointment <div style="border: 1px solid black; padding: 2px; display: inline-block;">Candidate for Outside Director</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent Director</div>	Apr. 1976 Joined Credit Guarantee Corporation of Ibaraki Prefecture Apr. 2006 General Manager, Sales Division, Head Office, Credit Guarantee Corporation of Ibaraki Prefecture Apr. 2008 General Manager, Tsuchiura Branch, Credit Guarantee Corporation of Ibaraki Prefecture Apr. 2011 Auditor, Credit Guarantee Corporation of Ibaraki Prefecture Mar. 2015 Resigned as Auditor, Credit Guarantee Corporation of Ibaraki Prefecture Apr. 2015 Director, Credit Guarantee Corporation of Ibaraki Prefecture Mar. 2016 Resigned as Director, Credit Guarantee Corporation of Ibaraki Prefecture Apr. 2016 Councilor, Appointed as Head of Instruction and Inspection Office, Credit Guarantee Corporation of Ibaraki Prefecture Mar. 2018 Resigned from Credit Guarantee Corporation of Ibaraki Prefecture Jun. 2019 Director, the Bank (part-time) (current position)	6,900 shares
<p>[Reasons for selection as candidate for Outside Director and overview of roles expected to fulfill] Mr. Yuichi Nemoto worked for Credit Guarantee Corporation of Ibaraki Prefecture over many years, serving as Director and in other positions consecutively. He facilitated financing to small and medium enterprises/small-scale business operator in the prefecture and contributed to the local economic development. Since assuming the office as Outside Director in June 2019, he has fulfilled these duties and responsibilities by utilizing these experiences and knowledge. He has been judged as a person that can be expected to continue to provide precise advice and checking functions, etc. on regional economic trends and overall management of the Bank from a neutral perspective capitalizing on his experience as Chairman of the Remuneration Advisory Committee, and was thus reselected as a candidate for Outside Director.</p>			

- (Notes)
1. There is no special interest between the candidates and the Bank.
 2. Mr. Yuichi Nemoto is a candidate for Outside Director.
 3. Mr. Yuichi Nemoto has been registered as Independent Director with the Tokyo Stock Exchange, pursuant to the provisions stipulated by the Tokyo Stock Exchange. If his reelection is approved as proposed, he will continue to be registered as Independent Director.
 4. Mr. Yuichi Nemoto is currently Outside Director of the Bank, and his term of office will be four (4) years as of the conclusion of this Annual General Meeting of Shareholders.
 5. About liability limitation agreements with Outside Directors
With respect to the liability provided for in Article 423, Paragraph 1 of the Companies Act, the Bank stipulates that Outside Directors shall be liable for damages caused in the course of their duties up to the minimum liability amount as stipulated by Article 425, Paragraph 1 of the Companies Act in the event that their actions are in good faith and without gross negligence.
If the election of the Outside Director is approved at this General Meeting, the Bank plans to continue such agreements with the Outside Director.
 6. Directors and officers liability insurance for Directors (excluding Directors serving as Audit and Supervisory Committee Members)
The Bank has concluded a directors and officers liability insurance policy with an insurance company provided for under Article 430-3, Paragraph 1 of the Companies Act. The insurance policy shall cover legal expenses, compensation for damages, and other losses to be borne by the insureds. Candidates for Directors shall be included among the insureds under the policy. The Bank plans to renew this insurance policy under the same conditions at the time of the next renewal.

Proposal No. 2: Election of Five (5) Directors Serving as Audit and Supervisory Committee Members

As the terms of office of all five (5) current Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this Annual General Meeting of Shareholders, the election of five (5) Directors serving as Audit and Supervisory Committee Members is proposed.

The Bank has obtained approval for this proposal by the Audit and Supervisory Committee.

The candidates are as follows.

No.	Name	Current positions at the Bank	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Reappointment Satoshi Ozaki	Director serving as Full-time Audit and Supervisory Committee Member	20/20 (100%)	17/17 (100%)
2	Reappointment Norie Yokoi	Candidate for Outside Director Independent Director	Outside Director serving as Audit and Supervisory Committee Member	18/20 (90%) 16/17 (94%)
3	Reappointment Daisuke Suzuki	Candidate for Outside Director Independent Director	Outside Director serving as Audit and Supervisory Committee Member	19/20 (95%) 16/17 (94%)
4	Reappointment Junichiro Seo	Candidate for Outside Director Independent Director	Outside Director serving as Audit and Supervisory Committee Member	20/20 (100%) 17/17 (100%)
5	New candidate Hitoshi Saito	Candidate for Outside Director Independent Director	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
1	Satoshi Ozaki (Mar. 24, 1962) Reappointment	Apr. 1984 Joined the Kanto Bank, Limited Jul. 2007 Deputy General Manager, Loan Supervision Division, the Kanto Tsukuba Bank, Limited Mar. 2010 Deputy General Manager, Loan Supervision Division, the Bank Aug. 2010 General Manager, Ushiku Branch, the Bank Oct. 2011 General Manager, Loan Control Division, the Bank Jul. 2012 General Manager, Loan Supervision Division, the Bank Apr. 2013 Executive Officer, Deputy Executive General Manager, Loan Business Headquarters, the Bank Jul. 2013 Executive Officer, Executive General Manager, Loan Business Headquarters, the Bank Apr. 2014 Senior Executive Officer, Executive General Manager, Loan Business Headquarters, the Bank Jun. 2015 Director, Executive General Manager, Loan Business Headquarters, the Bank Apr. 2016 Director, the Bank Jun. 2017 Full-time Audit & Supervisory Board Member, the Bank Jun. 2021 Full-time Audit and Supervisory Committee Member, the Bank (current position)	54,000 shares
<p>[Reasons for selection as candidate for Director]</p> <p>Mr. Satoshi Ozaki has a track record of supervising the loan business division before assuming the office as Director in June 2015. He remained committed thereafter to the supervision of the loan business division, and possesses a wealth of experience and broad knowledge. He has been fulfilling his duties and responsibilities by serving as Full-time Audit & Supervisory Board Member from June 2017, and as Full-time Audit and Supervisory Committee Member from June 2021. By utilizing these experiences and knowledge for audit and supervision of the Bank, he has been judged as a person that can fulfill his duties appropriately, and was thus reselected as a candidate for Director serving as Audit and Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
2	Norie Yokoi (Jun. 27, 1972) Reappointment <div style="border: 1px solid black; padding: 2px; display: inline-block;">Candidate for Outside Director</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent Director</div>	Mar. 1998 Joined Andersen Consulting Jun. 2000 Resigned from Andersen Consulting Jul. 2000 Joined TOHCS CORPORATION Jun. 2003 Resigned from TOHCS CORPORATION Jul. 2003 Joined The Distribution Economics Institute of Japan Mar. 2011 Resigned from The Distribution Economics Institute of Japan Apr. 2011 Full-time Instructor, Department of Distribution and Logistics Systems, Ryutsu Keizai University Apr. 2014 Associate Professor, Department of Distribution and Logistics Systems, Ryutsu Keizai University Jun. 2016 Director, the Bank (part-time) Mar. 2019 Resigned as Associate Professor, Department of Distribution and Logistics Systems, Ryutsu Keizai University Apr. 2019 Associate Professor, Nihon University College of Economics Apr. 2019 Instructor (part-time), Department of Distribution and Logistics Systems, Ryutsu Keizai University Mar. 2020 Resigned as Instructor (part-time), Department of Distribution and Logistics Systems, Ryutsu Keizai University Jun. 2021 Outside Director serving as Audit and Supervisory Committee Member, the Bank (current position) Apr. 2022 Professor, Nihon University College of Economics (current position)	10,600 shares
		<p>[Reasons for selection as candidate for Outside Director and overview of roles expected to fulfill] Ms. Norie Yokoi has studied the economic industry for many years through a management consultant company and an economic institute, and subsequently entered the world of university education. As a professor of private universities, she has been involved in the fostering of personnel that can contribute to the development of local and international societies and actively participated in social activities regarding the vitalization of regional economies. Since assuming the office as Outside Director in June 2016, and as Outside Director serving as Audit and Supervisory Committee Member in June 2021, she has fulfilled these duties and responsibilities by utilizing these experiences and knowledge. She has been judged as a person that can be expected to conduct precise audit and supervision of overall management of the Bank from the viewpoint of a specialist in regional reinvigoration, and was thus reselected as a candidate for Outside Director serving as Audit and Supervisory Committee Member.</p>	

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
3	Daisuke Suzuki (May 30, 1972) Reappointment <input type="checkbox"/> Candidate for Outside Director <input type="checkbox"/> Independent Director	Apr. 2000 Legal apprentice of the Legal Training and Research Institute of the Supreme Court of Japan Oct. 2001 Public prosecutor Nov. 2012 Joined Minato Law Office Jul. 2017 Resigned from Minato Law Office Aug. 2017 Joined Atsumi & Sakai (current position) Jun. 2019 Part-time Audit & Supervisory Board Member, the Bank Jun. 2021 Outside Director serving as Audit and Supervisory Committee Member, the Bank (current position)	6,900 shares
<p>[Reasons for selection as candidate for Outside Director and overview of roles expected to fulfill] Mr. Daisuke Suzuki has served as a prosecutor and a lawyer for many years, possessing a wealth of experience and ample specialized knowledge in the field of law as a lawyer. Since assuming the office as Outside Audit & Supervisory Board Member in June 2019, and as Outside Director serving as Audit and Supervisory Committee Member in June 2021, he has fulfilled these duties and responsibilities by utilizing these experiences and knowledge. He has been judged as a person that can be expected to conduct precise audit and supervision of overall management of the Bank from an expert's viewpoint as a lawyer, and was thus selected as a candidate for Outside Director serving as Audit and Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
4	<p data-bbox="204 875 384 936">Junichiro Seo (Dec. 27, 1948)</p> <p data-bbox="204 969 384 1003">Reappointment</p> <div data-bbox="193 1037 400 1093" style="border: 1px solid black; padding: 2px;">Candidate for Outside Director</div> <div data-bbox="193 1115 400 1171" style="border: 1px solid black; padding: 2px;">Independent Director</div>	<p data-bbox="427 315 1283 1738"> Apr. 1973 Joined the Bank of Japan May 1991 Deputy Associate Director-General, Research and Statistics Department, the Bank of Japan May 1993 Head of Corporate Affairs Section, Personnel Department, the Bank of Japan May 1995 General Manager, Aomori Branch, the Bank of Japan Apr. 1998 Senior Examiner, Bank Supervision Department, the Bank of Japan May 1998 Associate Director-General, Personnel Department and Associate Director-General, Management Planning Office, the Bank of Japan Jul. 1998 Senior Examiner, Bank Supervision Department, the Bank of Japan Oct. 1998 General Manager, Fukuoka Branch, the Bank of Japan Jun. 2001 Resigned from the Bank of Japan Jun. 2001 General Manager, Information System Department, Administration Division, Banyu Pharmaceutical Co., Ltd. Dec. 2003 Resigned from Banyu Pharmaceutical Co., Ltd. Jan. 2004 Chief of Executive Office, CRD Management Council May 2004 Director, CRD Management Council May 2004 Part-time Auditor, Sanwado Co., Ltd. (currently DCM SANWA CO., LTD.) Apr. 2005 Vice Chairman CEO, CRD Association Jun. 2009 Resigned from CRD Association Jun. 2009 Standing Audit & Supervisory Board Member, the Chiba Bank, Ltd. Jun. 2013 Resigned from the ChibaBank, Ltd. Jul. 2013 Director and Vice President, J Mortgage Bank Co., Ltd. Apr. 2014 Director and President, J Mortgage Bank Co., Ltd. Jun. 2017 Chairman, J Mortgage Bank Co., Ltd. Jun. 2017 President and Representative Director, ThinkDyneCo., Ltd. (currently Kashiwabara Hands Co., Ltd.) Jun. 2019 Resigned from J Mortgage Bank Co., Ltd. Oct. 2019 Chairman of the Board, Kashiwabara Hands Co., Ltd. Mar. 2020 Resigned as Chairman of the Board, Kashiwabara Hands Co., Ltd. Apr. 2020 Advisor to the President's Office, KASHIWABARA CORPORATION May 2020 Resigned as Part-time Auditor from DCM SANWA CO., LTD. Mar. 2021 Resigned as Advisor to the President's Office, KASHIWABARA CORPORATION Jun. 2021 Outside Director serving as Audit and Supervisory Committee Member, the Bank (current position) </p>	2,900 shares
<p data-bbox="188 1742 1294 2051"> [Reasons for selection as candidate for Outside Director and overview of roles expected to fulfill] Mr. Junichiro Seo has a wealth of experience and possesses proper knowledge in finance and accounting he gained through his service at the Bank of Japan over a number of years. He also served as Standing Audit & Supervisory Board Member of a financial institution and President & Representative Director of a consulting firm, and possesses a wealth of experience and broad insight as a corporate manager. By utilizing these experiences and knowledge, he has fulfilled duties and responsibilities as Outside Director serving as Audit and Supervisory Committee Member since June 2021. He has been judged as a person that can be expected to conduct precise audit and supervision on regional economic trends and overall management of the Bank, and was thus reselected as a candidate for Director serving as Audit and Supervisory Committee Member. </p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of common shares of the Bank held
5	<p data-bbox="204 577 384 680">Hitoshi Saito (May 27, 1961) New candidate</p> <div data-bbox="188 712 400 775" style="border: 1px solid black; padding: 2px;">Candidate for Outside Director</div> <div data-bbox="188 784 400 846" style="border: 1px solid black; padding: 2px;">Independent Director</div>	<p data-bbox="427 315 1283 1061"> Apr. 1985 Joined The Koa Fire & Marine Insurance Co., Ltd. Apr. 2009 General Manager, Hamamatsu Branch, NIPPONKOA Insurance Company, Limited Apr. 2012 General Manager, Ibaraki Branch, NIPPONKOA Insurance Company, Limited Apr. 2013 General Manager, Ibaraki Automotive and Corporate Clients Business Department, NIPPONKOA Insurance Company, Limited Apr. 2014 General Manager, Yokohama Bayside Branch, NIPPONKOA Insurance Company, Limited Sep. 2014 General Manager, Yokohama Bayside Branch, Sompo Japan Nipponkoa Insurance Inc. (currently Sompo Japan Insurance Inc.) Apr. 2016 Director; General Manager, Yokohama Bayside Branch, Sompo Japan Nipponkoa Insurance Inc. Apr. 2017 Executive Officer; General Manager, Nishi-Tokyo Branch, Sompo Japan Nipponkoa Insurance Inc. Mar. 2019 Resigned from Sompo Japan Nipponkoa Insurance Inc. Mar. 2019 Vice President and Representative Director, Nagoya Hilton Co., Ltd. Mar. 2023 Resigned from Nagoya Hilton Co., Ltd. Jun. 2023 Scheduled to be appointed to Senior Managing Director (full-time), SOMPO WELFARE FOUNDATION Jun. 2023 Scheduled to be appointed to Outside Audit & Supervisory Board Member, Mysurance Co., Ltd. </p>	—
<p data-bbox="188 1077 1294 1326">[Reasons for selection as candidate for Outside Director and overview of roles expected to fulfill] Mr. Hitoshi Saito worked for insurance companies over many years, serving as Director and Executive Officer, as well as Vice President and Representative Director of a hotel operating company and other positions, and possesses a wealth of experience and broad insight as a corporate manager. By utilizing his experiences and knowledge, he has been judged as a person that can be expected to conduct precise audit and supervision of overall management of the Bank, and was thus selected as a candidate for Outside Director serving as Audit and Supervisory Committee Member.</p>			

- (Notes)
1. There is no special interest between the candidates and the Bank.
 2. Ms. Yokoi Norie, Mr. Daisuke Suzuki, Mr. Junichiro Seo and Mr. Hitoshi Saito are candidates for Outside Director serving as Audit and Supervisory Committee Members.
 3. Ms. Yokoi Norie, Mr. Daisuke Suzuki, Mr. Junichiro Seo have been registered as Independent Directors with the Tokyo Stock Exchange, pursuant to the provisions stipulated by the Tokyo Stock Exchange. If their reelection is approved as proposed, they will continue to be registered as Independent Directors. On the condition that this proposal is approved and passed, Mr. Hitoshi Saito will be registered as Independent Director with the Tokyo Stock Exchange, pursuant to the provisions stipulated by the Tokyo Stock Exchange.
 4. Ms. Norie Yokoi's term of office as Outside Director will be seven (7) years as of the conclusion of this Annual General Meeting of Shareholders, including the term of office of two (2) years as an Outside Audit and Supervisory Committee Member. The term of office of Mr. Daisuke Suzuki and Mr. Junichiro Seo as Outside Audit and Supervisory Committee Members will be two (2) years as of the conclusion of this Annual General Meeting of Shareholders.
 5. About liability limitation agreements with Outside Directors
With respect to the liability provided for in Article 423, Paragraph 1 of the Companies Act, the Bank stipulates that Outside Directors shall be liable for damages caused in the course of their duties up to the minimum liability amount as stipulated by Article 425, Paragraph 1 of the Companies Act in the event that their actions are in good faith and without gross negligence.
If the election of Ms. Yokoi Norie, Mr. Daisuke Suzuki and Mr. Junichiro Seo is approved at this General Meeting, the Bank plans to continue such agreements with them.
If Mr. Hitoshi Saito is elected, the Bank plans to enter into the same agreement with him.
 6. Directors and officers liability insurance for Directors serving as Audit and Supervisory Committee Members
The Bank has concluded a directors and officers liability insurance policy with an insurance company provided for under Article 430-3, Paragraph 1 of the Companies Act. The insurance policy shall cover legal expenses, compensation for damages, and other losses to be borne by the insureds. Candidates for Directors shall be included among the insureds under the policy. The Bank plans to renew this insurance policy under the same conditions at the time of the next renewal.

<Reference>

Standards for Independence of Independent Officers

In principle, the Bank judges the Outside Officers to be independent if they do not correspond to any of the following conditions.

1. Executive Directors, Executive Officers, General Managers of branches or other employees (all employees) of the Bank, its subsidiary companies, or affiliated companies, or those who corresponded thereto during the past ten (10) years.
2. Counterparties to major transactions (note 1) with the Bank or their executives if such counterparties are corporations, etc., or those who corresponded thereto during the past five (5) years.
3. The Bank's major business partners (note 1) or their executives if such business partners are corporations, etc., or those who corresponded thereto during the past five (5) years.
4. The Bank's current or recent (note 2) major shareholders (note 3) or their executives if such shareholders are corporations, etc.
5. Consultants, accounting professionals, legal professionals or the like, who received from the Bank or its subsidiary or affiliated companies revenues totaling 10 million yen or more per year on average in monetary or other assets during the past three (3) years, other than officer remuneration from the Bank, or those who are expected to receive such revenue in the future.
6. Current or recent (note 2) Partners or employees engaged in the Bank's audits at the Bank's Accounting Auditor.
7. Executives of organizations that receive or expect to receive in the future donations exceeding a certain amount (note 4) from the Bank.
8. Close relatives (note 6) of the following persons (excluding unimportant persons (note 5)).
 - Persons corresponding to (2) to (7) above.
 - Executive Directors, Executive Officers, General Managers of branches or other employees (all employees) of the Bank, its subsidiaries or affiliated companies, or persons who corresponded thereto during the past five (5) years.

(Note 1) Definition of "counterparties to major transactions":

A counterparty to a transaction that represents 1% or more of annual consolidated gross sales (annual consolidated gross profit in the case of the Bank) in each of the three (3) business years including the most recent business year.

(Note 2) Definition of "recent":

Judged on the basis of within one (1) year prior to appointment.

(Note 3) Definition of "major shareholders":

Shareholders who hold shares in the Bank that represent 10% or more of the total voting rights.

(Note 4) Definition of "donations exceeding a certain amount":

Donations that exceed the larger of either 10 million yen on average over the past three (3) years, or 2% of the organization's total earnings or ordinary profit.

(Note 5) Definition of "unimportant persons":

Company officers, employees holding a department manager or higher position, certified public accountants or attorneys working at accounting firms or law offices, etc. are defined as "important persons," while all other persons are defined as "unimportant persons."

(Note 6) Definition of "close relatives":

Relatives within two degrees of kinship.

<Reference>

The Board of Directors of the Bank believes that it is necessary to secure persons, as members of the Board of Directors, who are well versed in the Bank's operations and issues, as well as highly knowledgeable and experienced in their respective fields of expertise in order to effectively fulfill the roles and responsibilities of the Board of Directors of the Bank and to ensure effective supervision of business execution.

The Board of Directors also believes that it is important to ensure the diversity of knowledge, experience, and competence of the members comprising the Board of Directors in order to implement the Corporate Philosophy and realize the Medium-term Management Plan.

The areas in which Inside Directors (including the candidates) have specialties and experience, as well as the areas in which Outside Directors (including the candidates) are particularly expected to have specialties and experience, are as follows:

[Skill Matrix]

Name	Areas in which Inside Directors have specialties and experience									Areas in which Outside Directors are particularly expected to have specialties and experience			
	Management strategies	Risk management	Market operation	Personnel management	Sales/ Core business support	Corporate review	Sustainability	IT/ Digital	Corporate management	Financing	Legal affairs	Finance/ Accounting	
Candidates for Directors who are not Audit and Supervisory Committee Members	Masahiko Ikuta	●	●			●		●	●				
	Satoru Ochi			●	●	●	●	●	●				
	Satoru Shinohara				●	●	●	●	●				
	Tatsuro Seo	●				●	●	●					
	Kenichi Kikuchi							●	●				
	Tsuyoshi Okano	●						●					
	Yuichi Nemoto	Outside								●	●		
Candidates for Directors serving as Audit and Supervisory Committee Members	Satoshi Ozaki		●	●		●	●						
	Norie Yokoi	Outside								●		●	
	Daisuke Suzuki	Outside								●	●	●	
	Junichiro Seo	Outside							●	●		●	
	Hitoshi Saito	Outside							●	●			

*The skill matrix does not represent all the knowledge and experience possessed by each individual.

- For Inside Directors (including the candidates), areas are selected in which they can particularly demonstrate specialties based on their experience, etc.
- For Outside Directors (including candidates), areas are selected in which they are particularly expected to demonstrate specialties based on their qualifications and their experience, knowledge, and competence at other companies.

End