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(Securities Code: 8388)

June 2, 2023

(Start date of measures for electronic provision: May 31, 2023)

To Shareholders with Voting Rights:

Takehisa Fukunaga
President and Director
The Awa Bank, Ltd.
24-1, Nishisemba-cho 2-chome,
Tokushima, Japan

**NOTICE OF CONVOCATION OF
THE 211TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Thank you for your continued support and patronage of The Awa Bank, Ltd.

We are pleased to inform our shareholders that the 211th Annual General Meeting of Shareholders of The Awa Bank, Ltd. (the “Bank”) will be held as outlined below.

The Bank has adopted measures for electronic provision for the General Meeting of Shareholders and has posted the matters subject to electronic provision on the websites indicated below.

The Bank’s website (<https://www.awabank.co.jp/about/meeting/>) (in Japanese)

In addition to the above, the materials are also posted on the website indicated below.

Tokyo Stock Exchange website (TSE Listed Company Search)
(<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>)

Access the website above, enter the Bank’s name “Awa Bank” in the “Issue name (company name)” field or the Bank’s securities code “8388” in the “Code” and click “Search,” select “Basic information,” then “Documents for public inspection/PR information” to view the information.

The Bank will take COVID-19 countermeasures in accordance with the national policy, and any changes will be posted on the Bank’s website (<https://www.awabank.co.jp/>).

You can exercise your voting rights in writing or online. Please review the Reference Documents for the General Meeting of Shareholders provided in the paper copy and the matters subject to electronic provision before exercising your voting rights.

- 1. Date and Time:** Thursday, June 29, 2023 from 10:00 a.m. (JST)
- 2. Venue:** Large Conference Room, 3rd Floor, The Awa Bank, Ltd. Head Office
24-1, Nishisemba-cho 2-chome, Tokushima, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank's 211th Fiscal Year (from April 1, 2022 to March 31, 2023)
 2. Consolidated Financial Statements for the Bank's 211th 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 & Supervisory Committee
- Proposals to be resolved:**
- Proposal No. 1:** Election of seven (7) Directors (not including Directors who are Audit & Supervisory Committee Members)
- Proposal No. 2:** Election of three (3) Directors who are Audit & Supervisory Committee Members

How to Exercise Your Voting Rights

In person	Meeting date and time: Thursday, June 29, 2023 at 10:00 a.m. (JST) If you will be attending in person, please present the enclosed Voting Rights Exercise Form to the receptionist on arrival at the General Meeting.
In writing	Deadline: Form must arrive by 5:30 p.m., Wednesday, June 28, 2023 (JST) Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it to the Securities Agent Department of JAPAN SECURITIES AGENTS, LTD. so that it is received by the deadline indicated above. If there is no indication of for or against the proposals on the Voting Rights Exercise Form, it will be treated as an indication of approval.
Online	Deadline: Wednesday June 28, 2023 at 5:30 p.m. (JST) Please access the Bank's designated voting website (https://www.e-sokai.jp/) (in Japanese), follow the instructions on the screen, and indicate your vote for or against the proposals by the deadline indicated above.

1. Rules on duplicate voting

If you exercise your voting rights both in writing and online as described above, only the vote made online will be valid, regardless of the timing of the votes.

In addition, if you submit your vote multiple times online, only the most recent vote will be valid.

2. Exercise of voting rights by proxy

Exercise of voting rights by proxy will be limited to cases where another shareholder with voting rights is appointed as a proxy. Only one such proxy can be appointed.

End

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- ◎ Documents sent to shareholders regardless of whether they requested a paper copy or not do not include the System to Ensure Appropriate Governance in the Business Report, the Non-Consolidated Statement of Changes in Equity, the Notes to the Non-consolidated Financial Statements, the Consolidated Statement of Changes in Equity, and the Notes to the Consolidated Financial Statements. Therefore, these documents constitute part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditor in preparing their respective audit reports.
 - ◎ Any updates to the matters subject to electronic provision will be posted on each website on which the materials are posted.
 - ◎ Please note that the temperature of the air conditioning at the venue will be set slightly higher than usual to save electricity. Attending shareholders are advised to dress in lighter clothing suitable for warmer temperatures.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Election of seven (7) Directors (Directors who are not Audit & Supervisory Committee Members)

The terms of office of all eight (8) incumbent Directors (Directors who are not Audit & Supervisory Committee Members; the same shall apply hereinafter in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders and Mr. Yoshifumi Okada will retire from office. Accordingly, the Bank proposes the election of seven (7) Directors, decreasing the number of Directors by one (1) in order to enhance efficiency of the management structure.

The Audit & Supervisory Committee discussed this proposal and determined that there were no particular matters that needed to be stated at this General Meeting in accordance the provisions of the Companies Act.

The candidates for Directors have been decided by the Board of Directors upon consultation by the Advisory Committee.

The candidates for Directors are as follows:

Candidate No.	Name	Current positions, etc. at the Bank	Significant concurrent positions	Number of concurrent positions at listed companies
Reappointment 1	Susumu Nagaoka <input type="checkbox"/> Male	Chairman and Director (Representative Director)	Director, Tokushima Economic Research Institute; Director, The Awa Bank Academic and Cultural Promotion Foundation; Director, The Awa Bank Welfare Fund	0
Reappointment 2	Takehisa Fukunaga <input type="checkbox"/> Male	President and Director (Representative Director)	Chairman, Tokushima Prefecture Bankers Association	0
Reappointment 3	Shiro Yamato <input type="checkbox"/> Male	Managing Director	-	0
Reappointment 4	Hirokazu Nishi <input type="checkbox"/> Male	Managing Director	-	0
Reappointment 5	Masahiro Yamashita <input type="checkbox"/> Male	Managing Director	-	0
Reappointment 6	Hiroaki Mikawa <input type="checkbox"/> Male	Director; General Manager, Northern Tokushima Area Branch; General Manager, Naruto Branch and General Manager, Otsu Branch	-	0
Reappointment 7	Teruaki Ito <input type="checkbox"/> Male	Director; General Manager, Tokushima City Area Branch; General Manager, Head Office Sales Division; General Manager, Ryogokubashi Branch; General Manager, Kachidokibashi Branch	-	0

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
1	<p>Susumu Nagaoka (January 12, 1957) (66 years old)</p> <table border="1" data-bbox="277 667 472 721"> <tr> <td>Male</td> </tr> <tr> <td>Reappointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: 12/12 (100%)</p> <p>Number of years in office as Director: 15 years (At the conclusion of this general meeting)</p>	Male	Reappointment	<p>April 1980 Joined the Bank January 1997 General Manager, Edogawa Branch August 2000 General Manager, Aizumi Branch June 2002 General Manager, General Administration Division June 2004 General Manager, Sales Promotion Division June 2006 Executive Officer, General Manager, Credit Division June 2008 Director, General Manager, Human Resources Division June 2010 Director; General Manager, Tokyo Branch June 2012 Managing Director June 2016 Senior Managing Director April 2017 President and Director (Representative Director) April 2023 Chairman and Director (Representative Director) (current position)</p> <p>(Significant concurrent positions) Director, Tokushima Economic Research Institute Director, The Awa Bank Academic and Cultural Promotion Foundation Director, The Awa Bank Welfare Fund</p> <p>[Reason for nomination as a Director candidate] Mr. Nagaoka has extensive work experience in the credit and human resources divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as a Director since 2008, the President and Director since 2017, and the Chairman and Director since 2023, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge.</p>	15,100
Male					
Reappointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
2	<p>Takehisa Fukunaga (August 28, 1961) (61 years old)</p> <table border="1" data-bbox="272 725 477 779"> <tr> <td>Male</td> </tr> <tr> <td>Reappointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: 12/12 (100%)</p> <p>Number of years in office as Director: 11 years (At the conclusion of this general meeting)</p>	Male	Reappointment	<p>April 1984 Joined the Bank June 2003 General Manager, Itano Branch June 2005 General Manager, Sakai Branch June 2007 General Manager, Corporate Administration Division June 2008 General Manager, Credit Division June 2009 General Manager, Corporate Planning Division June 2010 Executive Officer; General Manager, Corporate Planning Division June 2012 Director; General Manager, Corporate Planning Division; General Manager, Management Quality Promotion Division June 2013 Director; General Manager, Human Resources Division June 2014 Managing Director June 2019 Senior Managing Director June 2021 Senior Managing Director (Representative Director) April 2023 President and Director (Representative Director) (current position) (In charge of the Business Management Division)</p> <p>(Significant concurrent positions) Chairman, Tokushima Prefecture Bankers Association</p> <p>[Reason for nomination as a Director candidate] Mr. Fukunaga has extensive work experience in the corporate planning and human resources divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as a Director since 2012, a Senior Managing Director since 2019, and the President and Director since 2023, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge.</p>	7,778
Male					
Reappointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
3	<p>Shiro Yamato (June 26, 1962) (60 years old)</p> <table border="1" data-bbox="277 698 472 752"> <tr> <td data-bbox="277 698 472 725">Male</td> </tr> <tr> <td data-bbox="277 725 472 752">Reappointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: 12/12 (100%)</p> <p>Number of years in office as Director: 5 years (At the conclusion of this general meeting)</p>	Male	Reappointment	<p>April 1986 Joined the Bank</p> <p>February 2004 Section Chief, Human Resources Section, Human Resources Division</p> <p>February 2008 General Manager, Wakimachi Branch</p> <p>June 2010 General Manager, Nishi Osaka Branch</p> <p>June 2013 Department Manager, Corporate Planning Division and General Manager, Management Quality Promotion Division</p> <p>June 2014 Executive Officer; General Manager, Business Management Division; General Manager, Value Project Division</p> <p>June 2015 Executive Officer; General Manager, Credit Division</p> <p>June 2017 Managing Executive Officer; General Manager, Administration Headquarters</p> <p>June 2018 Director; Managing Executive Officer; General Manager, Administration Headquarters</p> <p>June 2020 Managing Director; General Manager, Administration Headquarters (current position) (In charge of Administration Headquarters (Business Administration Division, Risk Management Division))</p> <p>[Reason for nomination as a Director candidate] Mr. Yamato has extensive work experience in the human resources, corporate planning and credit divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as an Executive Officer since 2014, a Director since 2018 and a Managing Director since 2020, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge.</p>	3,040
Male					
Reappointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
4	<p>Hirokazu Nishi (April 27, 1971) (52 years old)</p> <table border="1" data-bbox="277 613 472 667"> <tr> <td>Male</td> </tr> <tr> <td>Reappointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: 11/12 (91%)</p> <p>Number of years in office as Director: 4 years (At the conclusion of this general meeting)</p>	Male	Reappointment	<p>April 1994 Joined the Bank June 2009 General Manager, Management Quality Promotion Division August 2011 Section Chief, Planning Section, Corporate Planning Division June 2013 General Manager, Yamakawa Branch February 2015 General Manager, Matsuyama Branch June 2016 General Manager, Securities and International Division June 2017 Executive Officer; General Manager, Business Management Division; General Manager, Value Project Division June 2019 Director, General Manager, Business Management Division June 2020 Managing Director (current position) (In charge of Sales Promotion Division)</p> <hr/> <p>[Reason for nomination as a Director candidate] Mr. Nishi has extensive work experience in the corporate planning and securities divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as an Executive Officer since 2017, a Director since 2019, and a Managing Director since 2020, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge.</p>	2,800
Male					
Reappointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
5	<p data-bbox="293 580 459 685">Masahiro Yamashita (July 16, 1969) (53 years old)</p> <table border="1" data-bbox="277 707 472 763"> <tr> <td data-bbox="277 707 472 734">Male</td> </tr> <tr> <td data-bbox="277 734 472 763">Reappointment</td> </tr> </table> <p data-bbox="268 786 481 882">Attendance at the Board of Directors' meetings: 11/12 (91%)</p> <p data-bbox="258 904 491 1025">Number of years in office as Director: 2 years (At the conclusion of this general meeting)</p>	Male	Reappointment	<p data-bbox="517 293 1203 987"> April 1992 Joined the Bank February 2008 Section Chief, Human Resources Section, Human Resources Division February 2011 General Manager, Showacho Branch June 2012 General Manager, Higashi Osaka Branch June 2014 General Manager, Business Administration Division June 2015 Executive Officer; General Manager, Business Management Division; General Manager, Value Project Division June 2017 Executive Officer; General Manager, Risk Management Division June 2018 Executive Officer; General Manager, Anan Branch and General Manager, Minobayashi Branch June 2020 Managing Executive Officer; General Manager, Osaka Branch June 2021 Director; Managing Executive Officer; General Manager, Osaka Branch April 2022 Director; Managing Executive Officer; General Manager, Kansai Area Branch; General Manager, Osaka Branch June 2022 Managing Director (current position) (In charge of Credit Division, Securities and International Division) </p>	4,900
		Male			
Reappointment					
<p data-bbox="501 1025 1238 1310"> [Reason for nomination as a Director candidate] Mr. Yamashita has extensive work experience in the administration, corporate planning and risk management divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as an Executive Officer since 2015, a Director since 2021, and a Managing Director since 2022, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge. </p>					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
6	<p data-bbox="284 465 466 544">Hiroaki Mikawa (May 1, 1968) (55years old)</p> <table border="1" data-bbox="277 562 472 618"> <tr> <td data-bbox="277 562 472 589">Male</td> </tr> <tr> <td data-bbox="277 589 472 618">Reappointment</td> </tr> </table> <p data-bbox="272 640 480 741">Attendance at the Board of Directors' meetings: 10/10 (100%)</p> <p data-bbox="268 759 491 882">Number of years in office as Director: 1 year (At the conclusion of this general meeting)</p>	Male	Reappointment	<p data-bbox="517 293 1209 763"> April 1991 Joined the Bank February 2010 Section Chief, Credit Section, Credit Division August 2011 General Manager, Katsuura Branch June 2013 General Manager, Marugame Branch June 2015 General Manager, Himeji Branch June 2017 General Manager, Securities and International Division June 2018 General Manager, Risk Management Division June 2020 Executive Officer; General Manager, Naruto Branch; General Manager, Otsu Branch April 2022 Executive Officer; General Manager, Northern Tokushima Area Branch; General Manager, Naruto Branch; General Manager, Otsu Branch June 2022 Director; General Manager, Northern Tokushima Area Branch; General Manager, Naruto Branch; General Manager, Otsu Branch (current positions) </p> <p data-bbox="507 792 1209 1048"> [Reason for nomination as a Director candidate] Mr. Mikawa has extensive work experience in the securities and risk management divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as an Executive Officer since 2020 and a Director since 2022, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge. </p>	8,200
Male					
Reappointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
7	<p>Teruaki Ito (April 26, 1970) (53years old)</p> <table border="1"> <tr> <td>Male</td> </tr> <tr> <td>Reappointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: 10/10 (100%)</p> <p>Number of years in office as Director: 1 year (At the conclusion of this general meeting)</p>	Male	Reappointment	<p>April 1994 Joined the Bank</p> <p>February 2010 Section Chief, Sales Planning Section, Sales Promotion Division</p> <p>June 2010 Manager, Sales Planning Group, Sales Headquarters</p> <p>August 2011 Section Chief, Customer Section, Head Office Sales Division; General Manager, Tokushima Ekimae Branch</p> <p>June 2012 Deputy General Manager, Sako Branch; General Manager, Tamiya Branch; General Manager, Yaso Branch</p> <p>June 2014 General Manager, Higashi Osaka Branch</p> <p>June 2017 Executive Officer; General Manager, Credit Division</p> <p>June 2019 Executive Officer; General Manager, Tokyo Branch</p> <p>April 2022 Executive Officer; General Manager, Kanto Area Branch; General Manager, Tokyo Branch</p> <p>June 2022 Director; General Manager, Tokushima City Area Branch; General Manager, Head Office Sales Division, General Manager, Ryogokubashi Branch; General Manager, Kachidokibashi Branch (current positions)</p>	1,800
Male					
Reappointment					
		<p>[Reason for nomination as a Director candidate] Mr. Ito has extensive work experience in the sales planning and credit divisions, in addition to the sales division, and is well versed in the business of the Bank. He has served as an Executive Officer since 2017 and a Director since 2022, and has properly executed his duties in these positions. He has been nominated as a candidate for Director as he is expected to continue to contribute to the management of the Bank by drawing on this experience and knowledge.</p>			

(Notes)

1. There is no special interest between the Bank and any of the candidates.
2. The Bank has entered into a directors and officers (D&O) liability insurance contract with an insurance company and plans to renew the insurance policy in October 2023. The insurance policy covers the costs of litigation and compensation for damages, etc. that the insured would bear for damages incurred in litigation brought by companies, third parties or shareholder representatives. Other details are described in the Business Report (available in Japanese only). Candidates who are reappointed or elected will be included as the insured in the insurance policy.

Proposal No. 2: Election of Three (3) Directors Who are Audit & Supervisory Committee Members

The terms of office of the Directors who are Audit & Supervisory Committee Members Mr. Yasuo Onishi, Mr. Yasuhiko Sumitomo, and Mr. Takeshi Yabe will expire at the conclusion of this Annual General Meeting of Shareholders and Mr. Yasuhiko Sumitomo will retire from office. Therefore, the Bank proposes the election of three (3) Directors who are Audit & Supervisory Committee Members. The Bank has obtained the consent of the Audit & Supervisory Committee for this proposal. The candidates for Directors who are Audit & Supervisory Committee Members were decided by the Board of Directors upon consultation by the Advisory Committee.

The candidates for Directors who are Audit & Supervisory Committee Members are as follows:

Candidate No.	Name	Current positions, etc. at the Bank	Significant concurrent positions	Number of concurrent positions at listed companies
<div style="border: 1px solid black; padding: 2px; width: fit-content;">Reappointment</div> 1	Yasuo Onishi <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-left: 10px;">Male</div>	Director (Full-time Audit & Supervisory Committee Member)	-	0
<div style="border: 1px solid black; padding: 2px; width: fit-content;">New appointment</div> 2	Katsuya Hamao <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-left: 10px;">Male</div>	Executive Officer; General Manager, Chushikoku Area Branch; General Manager, Takamatsu Branch; General Manager, Marugame Branch	-	0
<div style="border: 1px solid black; padding: 2px; width: fit-content;">Reappointment</div> 3	Takeshi Yabe <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-left: 10px;">Male</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-left: 10px;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-left: 10px;">Independent</div>	Director (Audit & Supervisory Committee Member)	Chairman, Nissay Information Technology Co., Ltd.	0

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
1	<p>Yasuo Onishi (September 23, 1955) (67 years old)</p> <table border="1" data-bbox="277 412 472 465"> <tr> <td>Male</td> </tr> <tr> <td>Reappointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: 12/12 (100%)</p> <p>Attendance at the Audit & Supervisory Committee meetings: 14/14 (100%)</p> <p>Number of years in office as Director: 19 years (At the conclusion of this general meeting)</p> <p>Number of years in office as Director who is an Audit & Supervisory Committee Member: 2 years (At the conclusion of this general meeting)</p>	Male	Reappointment	<p>April 1979 Joined the Bank</p> <p>February 1999 General Manager, Itano Branch</p> <p>August 2000 General Manager, Okayama Branch</p> <p>February 2002 General Manager, Sales Promotion Division</p> <p>June 2004 Director, General Manager, Human Resources Division</p> <p>June 2006 Managing Director</p> <p>June 2014 Senior Managing Director (Representative Director)</p> <p>April 2017 Vice President and Director (Representative Director)</p> <p>June 2021 Director who is an Audit & Supervisory Committee Member (current position)</p> <p>[Reason for nomination as a Director candidate] Mr. Onishi has extensive work experience in the sales promotion and human resources divisions in addition to the sales division and is well versed in the business of the Bank. He has served as a Senior Managing Director since 2014, the Vice President and Director since 2017, and a Director who is an Audit & Supervisory Committee Member since 2021, and has properly executed his duties in these positions. He has been nominated as a candidate for Director who is an Audit & Supervisory Committee Member as he is expected to be capable of properly performing management supervision functions as an Audit & Supervisory Committee Member by drawing on this experience and knowledge.</p>	11,800
Male					
Reappointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held		
2	<p>Katsuya Hamao (April 1, 1964) (59 years old)</p> <table border="1" data-bbox="277 450 472 506"> <tr> <td>Male</td> </tr> <tr> <td>New appointment</td> </tr> </table> <p>Attendance at the Board of Directors' meetings: -</p> <p>Attendance at the Audit & Supervisory Committee meetings: -</p> <p>Number of years in office as Director: - years (At the conclusion of this general meeting)</p> <p>Number of years in office as Director who is an Audit & Supervisory Committee Member: - years (At the conclusion of this general meeting)</p>	Male	New appointment	<p>April 1986 Joined the Bank</p> <p>February 2005 Section Chief, Loan Section, Head Office Sales Division</p> <p>February 2008 General Manager, Akui Branch</p> <p>June 2009 General Manager, Kita Osaka Branch</p> <p>June 2012 General Manager, Securities and International Division</p> <p>June 2014 General Manager, Risk Management Division</p> <p>June 2017 General Manager, Business Administration Division</p> <p>June 2019 Executive Officer; General Manager, Internal Audit Division</p> <p>June 2021 Executive Officer; General Manager, Takamatsu Branch; General Manager, Marugame Branch</p> <p>April 2022 Executive Officer; General Manager, Chushikoku Area Branch; General Manager, Takamatsu Branch; General Manager, Marugame Branch (current positions)</p> <p>[Reason for nomination as a Director candidate] Mr. Hamao has extensive work experience in the securities, risk management, and administration divisions and is well versed in the business of the Bank. He has served as an Executive Officer since 2019 and has properly executed his duties in this position. He has been nominated as a candidate for Director who is an Audit & Supervisory Committee Member as he is expected to be capable of properly performing management supervision functions as an Audit & Supervisory Committee Member by drawing on this experience and knowledge.</p>	800
Male					
New appointment					

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Bank and significant concurrent positions	Number of shares of the Bank held				
3	<p style="text-align: center;">Takeshi Yabe (May 1, 1959) (64 years old)</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <tr><td style="text-align: center;">Male</td></tr> <tr><td style="text-align: center;">Reappointment</td></tr> <tr><td style="text-align: center;">Outside</td></tr> <tr><td style="text-align: center;">Independent</td></tr> </table> <p>Attendance at the Board of Directors' meetings: 12/12 (100%)</p> <p>Attendance at the Audit & Supervisory Committee meetings: 14/14 (100%)</p> <p>Number of years in office as Outside Director: 2 years (At the conclusion of this general meeting)</p> <p>Number of years in office as Director who is an Audit & Supervisory Committee Member: 2 years (At the conclusion of this general meeting)</p>	Male	Reappointment	Outside	Independent	<p>April 1984 Joined Nippon Life Insurance Company</p> <p>March 2005 General Manager, Planning and Research Dept., Nippon Life Insurance Company</p> <p>May 2007 General Manager, Planning and Development Headquarters, Nissay Information Technology Co., Ltd.</p> <p>September 2008 Deputy Chief (New Integration Promotion Dept.), Nippon Life Insurance Company</p> <p>March 2011 Executive Officer, General Manager, New Integration Promotion Dept., Deputy Chief (Corporate Planning Dept.) and Earthquake Reconstruction Office, Nippon Life Insurance Company</p> <p>March 2015 Managing Executive Officer, General Manager, Customer Service Headquarters, Nippon Life Insurance Company</p> <p>July 2015 Director, Managing Executive Officer, General Manager, Customer Service Headquarters, Nippon Life Insurance Company</p> <p>March 2018 Director, Senior Managing Executive Officer, Nippon Life Insurance Company</p> <p>March 2019 Director, Nippon Life Insurance Company</p> <p>March 2019 President, Nissay Information Technology Co., Ltd.</p> <p>July 2019 Retired as Director, Nippon Life Insurance Company</p> <p>June 2021 Director who is an Audit & Supervisory Committee Member (current position)</p> <p>April 2023 Chairman, Nissay Information Technology Co., Ltd. (current position)</p> <p>[Reason for nomination as an Outside Director candidate and the outline of expected roles as an Outside Director] Mr. Yabe has experience and a wealth of insight into overall management, which he gained as President of Nissay Information Technology Co., Ltd. as well as his extensive experience in financial institutions. He has been serving as an Outside Director who is an Audit & Supervisory Committee Member of the Bank since 2021, and has been providing appropriate opinions from a fair and impartial perspective. He has been nominated as a candidate for Outside Director who is an Audit & Supervisory Committee Member as he is expected to be capable of properly performing management supervision functions from an independent perspective drawing on such experience and knowledge. In addition, as a member of the Advisory Committee, he is expected to get involved in the committee and provide appropriate advice on matters related to nomination, compensation, and other areas.</p> <p>[Notes regarding the outside Director candidate] The Bank has entered into a maintenance agreement for the insurance contract management system with Nissay Information Technology Co., Ltd. for which Mr. Yabe serves as Chairman. While Nissay Information Technology Co., Ltd. is categorized as the Bank's business partner, the Bank has determined that this status will have no effect on the impartiality of Mr. Yabe due to the scale and the type of business involved.</p>	0
Male							
Reappointment							
Outside							
Independent							

(Notes)

1. There is no special interest between the Bank and any of the candidates.
2. Mr. Takeshi Yabe is a candidate for Outside Director.
3. Currently, the Bank has registered Mr. Hiroshi Sonoki, Mr. Akira Yonebayashi, Ms. Seiko Noda, Mr. Takeshi Yabe, and Mr. Masaki Hashizume as Independent Officers with the Tokyo Stock Exchange, Inc. (TSE).
4. The current Articles of Incorporation of the Bank provides that the Bank may enter into a liability limitation agreement with each of the non-Executive Directors, etc. pursuant to Article 427, Paragraph 1 of the Companies Act. Under the provision, the Bank has entered into a liability limitation agreement with Mr. Yasuo Onishi and Mr. Takeshi Yabe. If they are reappointed, the agreement with them will be continued. If election of Mr. Katsuya Hamao is approved, the Bank plans to enter into the same liability limitation agreement with him. The maximum amount of liability under such agreement shall be the maximum amount stipulated by laws and regulations.
5. The Bank has entered into a directors and officers (D&O) liability insurance contract with an insurance company and plans to renew the insurance policy in October 2023. The insurance policy covers the costs of litigation and compensation for damages, etc. that the insured would bear for damages incurred in litigation brought by companies, third parties or shareholder representatives. Other details are described in the Business Report (available in Japanese only). Candidates who are reappointed or elected will be included as the insured in the insurance policy.

Reference: Skill Matrix of Directors' Knowledge, Experience, and Skills

Name	Current Position at the Bank	Important Knowledge, Experience, and Skills								
		Corporate Management & Strategy	Finance	Financial Strategy & Accounting	IT, DX, Systems	HR, Personnel Management, Diversity	Legal & Compliance	Risk Management	Regional Revitalization	
Directors who are not Audit & Supervisory Committee Members	Susumu Nagaoka	Chairman and Director (Representative Director)	✓	✓		✓	✓		✓	✓
	Takehisa Fukunaga	President and Director (Representative Director)	✓	✓	✓		✓	✓	✓	✓
	Shiro Yamato	Managing Director		✓	✓	✓	✓	✓	✓	✓
	Hirokazu Nishi	Managing Director		✓	✓		✓			✓
	Masahiro Yamashita	Managing Director		✓	✓	✓	✓	✓	✓	✓
	Hiroaki Mikawa	Director		✓				✓	✓	✓
	Teruaki Ito	Director		✓						✓
Directors who are Audit & Supervisory Committee Members	Yasuo Onishi	Director	✓	✓	✓		✓		✓	✓
	Katsuya Hamao	-		✓		✓		✓	✓	✓
	Hiroshi Sonoki	Director (Outside)			✓					
	Akira Yonebayashi	Director (Outside)			✓					
	Seiko Noda	Director (Outside)					✓	✓		✓
	Takeshi Yabe	Director (Outside)	✓	✓		✓				
	Masaki Hashizume	Director (Outside)				✓	✓			✓

* This Skill Matrix shows the main areas of knowledge, experience, and skills of each Director. It is not intended to show all of the knowledge, experience, and fields of specialization of each Director.

* Mr. Katsuya Hamao is a candidate for a new Director.