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Securities Code: 7322

June 8, 2026

(Date of commencement of electronic provision measures June 2, 2026)

Dear Shareholders,

Gotaro Michihiro
Representative Director and President
San ju San Financial Group, Inc.
510 Kyomachi, Matsusaka, Mie

Notice of Convocation of the 8th Ordinary General Meeting of Shareholders

Please be informed that the 8th Ordinary General Meeting of Shareholders of San ju San Financial Group, Inc. (the “Company”) will be held as described below.

In convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures on the following Company’s website.

The Company’s website: https://www.33fg.co.jp/eng/shareholders_meeting.html

In addition to the website shown above, the Company also has posted this information on the website of Tokyo Stock Exchange (TSE). To view the information, please access the TSE website (Listed Company Search), input the issue name (San ju San Financial Group) or securities code (7322), and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

The TSE website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you will not attend the meeting in person, your voting rights can be exercised in writing or via the Internet, etc. Please review the attached reference documents for the General Meeting of Shareholders and read “Notice for Exercising Voting Rights” (in Japanese only) to exercise those rights by no later than 5 p.m., Wednesday, June 24, 2026.

- 1. Date and Time:** Thursday, June 25, 2026, at 10:00 a.m.
(The reception desk will open at 9:00 a.m.)
- 2. Place:** 4th floor Conference Room of Head Office of San ju San Bank, Ltd.
located at 7-8, Nishishinchi, Yokkaichi, Mie
- 3. Purpose of Meeting**
Matters for Reporting
 - 1: The Business Report, Consolidated Financial Statements for the Company’s 8th Fiscal Year (April 1, 2025 – March 31, 2026) and results of audits by the Accounting Auditor and the Audit Committee of the Consolidated Financial Statements
 - 2: Non-consolidated Financial Statements for the Company’s 8th Fiscal Year (April 1, 2025 – March 31, 2026)

Matters for Resolution

Proposal 1: Appropriation of Surplus

Proposal 2: Election of 7 Directors (Excluding Those Who Are Also Audit Committee Members)

Proposal 3: Election of 5 Directors Who Are Also Audit Committee Members

END

Information for shareholders attending the General Meeting of Shareholders

- If you attend the meeting on the date of the meeting, you are kindly requested to present the enclosed Voting Rights Exercise Form at the reception desk at the meeting venue. Please note that persons other than shareholders entitled to exercise voting rights (such as persons acting as your proxy or persons accompanying you who are not shareholders), are not permitted to enter the meeting venue.
- Please be advised that the souvenirs for the shareholders who attend the meeting will not be provided.
- As parking spaces are limited, please use public transportation when attending the meeting.
- Although the system to provide materials for the General Meeting of Shareholders in electronic format has started, the Company has sent paper copies of the Reference Document for the General Meeting of Shareholders in addition to the Notice of Convocation (a narrowly defined Notice of Convocation and information on the websites where the materials are provided electronically) which is required to be sent by law.
- Any updates to the matters subject to electronic provision measures arise, the details of the updates will be published on each website.

Reference documents for General Meeting of Shareholders

Proposal and reference documents

Proposal 1: Appropriation of Surplus

The Company positions the redistribution of profits to shareholders as one of its most important priorities, and makes it a basic policy to maintain stable dividend, while also improving capital efficiency through enhancing internal reserves and expanding the management base with long-term stability. Based on this basic policy, the Company has established a shareholder return policy that aims to achieve a dividend payout ratio of around 30% of profit attributable to owners of parent, while maintaining a stable dividend of 72 yen per share.

With respect to the year-end dividend for the current fiscal year, the Company proposes the following, taking comprehensively into consideration such factors as the status of our business performance and our desire to respond to the continued support we have always received from our shareholders.

Matters concerning year-end dividends

(1) Type of dividend property

Cash

(2) Matters concerning the allotment of dividend property to shareholders and the total amount

80 yen per ordinary share, for a total of 2,091,739,600 yen

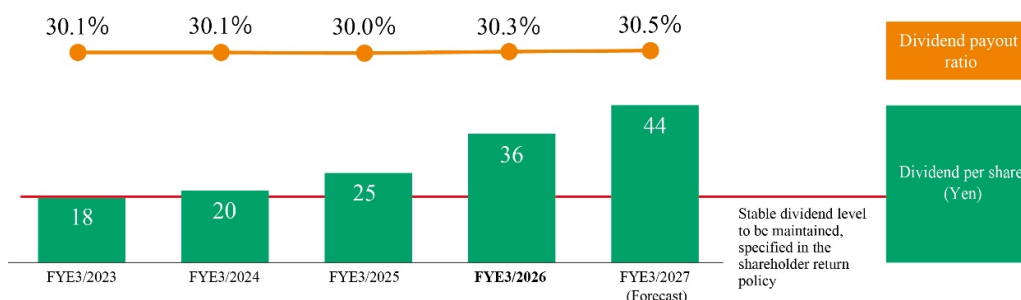
The annual dividend for the fiscal year including the interim dividend will be 144 yen per ordinary share.

(3) Effective date of distribution of surplus

June 26, 2026

Note: The Company conducted a 4-for-1 stock split of common stock on April 1, 2026. Regarding the shareholder return policy and the year-end dividend for the fiscal year ended March 31, 2026, the date of record is March 31, 2026, so that the dividend is based on the number of shares before the stock split.

(Reference) Dividend per ordinary share (After the stock split)



Note: For each dividend per share, a stock split conducted on April 1, 2026 is taken into account.

Proposal 2: Election of 7 Directors (Excluding Those Who Are Also Audit Committee Members)

The terms of office of all 7 Directors (excluding those who are also Audit Committee Members; hereinafter the same shall apply in this proposal) will expire at the conclusion of this year's General Meeting of Shareholders. Accordingly, the election of 7 Directors is proposed.
The Audit Committee has stated that there are no issues to be noted for this proposal.

The candidates for Directors are as follows:

No.	Name	Gender	Current positions and responsibilities at the Company
1	<u>Reappointment</u> Mitsunori Watanabe	Male	Director and Chairman
2	<u>Reappointment</u> Gotaro Michihiro	Male	Representative Director and President
3	<u>Reappointment</u> Kenichi Yamakawa	Male	Representative Director and Vice Chairman
4	<u>Reappointment</u> Hiroki Horiuchi	Male	Director and Executive Officer In charge of Corporate Planning Department
5	<u>Reappointment</u> Kazuya Kawase	Male	Director and Executive Officer In charge of Personnel and Administration Department
6	<u>New appointment</u> Kenji Matsukawa	Male	Executive Officer In charge of Audit Department
7	<u>New appointment</u> Norimasa Ito	Male	Executive Officer In charge of Risk Management Department and Compliance Management Department

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
1	<p data-bbox="293 537 459 569" style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointment</p> Mitsunori Watanabe (November 29, 1954) Attendance at Board of Directors meetings: 12/12	<p data-bbox="516 344 1271 401">April 1978 Joined Sumitomo Bank (current Sumitomo Mitsui Banking Corporation)</p> <p data-bbox="516 407 1271 464">April 2004 Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 470 1271 527">April 2008 Managing Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 533 1271 590">April 2011 Director and Senior Managing Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 596 1271 653">May 2013 Advisor of The Mie Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p data-bbox="516 659 1271 690">June 2013 Executive Vice President of Mie Bank</p> <p data-bbox="516 690 1271 747">June 2013 Director, Vice President and Executive Vice President of Mie Bank</p> <p data-bbox="516 753 1271 785">April 2015 Director and President of Mie Bank</p> <p data-bbox="516 785 1271 842">April 2018 Representative Director and President of the Company</p> <p data-bbox="516 848 1271 905">May 2021 Director and President of San ju San Bank, Ltd.</p> <p data-bbox="516 911 1271 968">April 2024 Director and Chairman of the Company (current position) Director and Chairman of San ju San Bank, Ltd. (current position)</p>	123,332
<p data-bbox="256 978 605 1010">Significant concurrent position</p> <p data-bbox="256 1010 764 1041">Director and Chairman of San ju San Bank, Ltd.</p>			
<p data-bbox="256 1041 808 1073">Reasons for election as the candidate for Director</p> <p data-bbox="256 1073 1448 1251">Mr. Mitsunori Watanabe, after serving as Director and President in our group’s Mie Bank Ltd. (current San ju San Bank, Ltd.), has served as Director and President in San ju San Bank, Ltd. since May 2021, and as Director and Chairman in San ju San Bank, Ltd. since April 2024. He also has served as Representative Director and President of the Company since April 2018, and as Director and Chairman of the Company since April 2024, where he has exercised his management skills with regard to overall corporate management, and has enhanced the effectiveness of the decision-making and supervisory functions of the Board of Directors.</p> <p data-bbox="256 1251 1448 1339">We request his service as a Director based on a belief that he is expected to continuously contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
2	<p data-bbox="297 688 461 720">Reappointment</p> <p data-bbox="282 753 472 810">Gotaro Michihiro (March 30, 1959)</p> <p data-bbox="272 842 482 926">Attendance at Board of Directors meetings: 12/12</p>	<p data-bbox="516 344 1227 401">April 1983 Joined Sumitomo Bank (current Sumitomo Mitsui Banking Corporation)</p> <p data-bbox="516 407 1203 464">April 2012 Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 470 1219 527">April 2013 Managing Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 533 1219 642">April 2017 Senior Managing Executive Officer of Sumitomo Mitsui Financial Group, Inc. Senior Managing Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 648 1243 705">March 2019 Director and Senior Managing Executive Officer of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 711 1260 821">April 2019 Deputy President and Executive Officer of Sumitomo Mitsui Financial Group Director and Deputy President of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 827 1243 936">April 2021 Deputy Chairman of the Board of Sumitomo Mitsui Financial Group Deputy Chairman of Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 942 1208 999">April 2022 Adviser, Sumitomo Mitsui Financial Group Adviser, Sumitomo Mitsui Banking Corporation</p> <p data-bbox="516 1005 1003 1062">April 2023 Joined San ju San Bank, Ltd. Executive Vice President</p> <p data-bbox="516 1068 1268 1157">June 2023 Director and Vice President of the Company Director, Vice President and Executive Vice President of San ju San Bank, Ltd.</p> <p data-bbox="516 1163 1200 1272">April 2024 Representative Director and President of the Company (current position) Director and President of San ju San Bank, Ltd. (current position)</p>	27,200
<p data-bbox="253 1276 602 1308">Significant concurrent position</p> <p data-bbox="253 1308 756 1339">Director and President of San ju San Bank, Ltd.</p>			
<p data-bbox="253 1339 808 1371">Reasons for election as the candidate for Director</p> <p data-bbox="253 1371 1438 1669">Mr. Gotaro Michihiro, after serving as Deputy President and Executive Officer of Sumitomo Mitsui Financial Group, Inc. and as Director and Deputy President of Sumitomo Mitsui Banking Corporation, has served as Director, Vice President and Executive Vice President in our Group’s San ju San Bank, Ltd. since June 2023, and as Director and President of San ju San Bank, Ltd. since April 2024. He also has served as Director and Vice President of the Company since June 2023, and as Representative Director and President of the Company since April 2024, where he has exercised his management skills with regard to overall corporate management, and has enhanced the effectiveness of the decision-making and supervisory functions of the Board of Directors. We request his service as a Director based on a belief that he is expected to continuously contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
3	<p style="text-align: center;"><u>Reappointment</u></p> <p>Kenichi Yamakawa (October 11, 1960)</p> <p>Attendance at Board of Directors meetings: 12/12</p>	<p>April 1983 Joined The Daisan Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p>October 2001 General Manager of Isenagashima Branch of Daisan Bank</p> <p>June 2010 General Manager of Yokkaichi Branch of Daisan Bank</p> <p>June 2012 General Manager of Business Planning Section, Business Department of Daisan Bank</p> <p>June 2013 Executive Officer and General Manager of Business Planning Section, Business Department of Daisan Bank</p> <p>June 2015 Executive Officer and General Manager of Area Business Section, Business Department of Daisan Bank</p> <p>June 2016 Director, Executive Officer, Vice General Manager of Business Department and General Manager of Business Promotion Department of Daisan Bank</p> <p>June 2018 Director, Senior Executive Officer, and Vice General Manager of Business Department of Daisan Bank</p> <p>April 2020 Director, Managing Executive Officer, and General Manager of Business Department of Daisan Bank</p> <p>May 2021 Director, Senior Managing Executive Officer, and General Manager of Financing Department of San ju San Bank, Ltd.</p> <p>June 2021 Director and Executive Officer In charge of Business Management Department of the Company</p> <p>April 2023 Director, Senior Managing Executive Officer, and General Manager of Financing Department, and Director in charge of the Matsusaka Area of San ju San Bank, Ltd.</p> <p>April 2024 Representative Director and Vice Chairman of the Company (current position) Director, Vice Chairman and Director in charge of the Matsusaka Area of San ju San Bank, Ltd. (current position)</p>	55,332
<p>Significant concurrent position Director, Vice Chairman and Director in charge of the Matsusaka Area of San ju San Bank, Ltd.</p>			
<p>Reasons for election as the candidate for Director Mr. Kenichi Yamakawa, after serving as Director, Managing Executive Officer, and General Manager of Business Department in our group’s Daisan Bank, Ltd. (current San ju San Bank, Ltd.), has served as Director, Senior Managing Executive Officer, and General Manager of Financing Department in San ju San Bank, Ltd. since May 2021, and as Director and Vice Chairman, and Director in charge of the Matsusaka Area of San ju San Bank, Ltd. since April 2024. He also has served as Director and Executive Officer of the Company since June 2021, and as Representative Director and Vice Chairman of the Company since April 2024, where he has appropriately fulfilled the role of supervising managerial decision-making and business execution, etc. We request his service as a Director based on a belief that he is expected to continuously contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
4	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointment</div> Hiroki Horiuchi (November 14, 1963) Attendance at Board of Directors meetings: 12/12	April 1986 Joined The Mie Bank, Ltd. (current San ju San Bank, Ltd.) April 2011 General Manager of Treasury Department of Mie Bank November 2013 General Manager of General Planning & Co-ordination Department of Mie Bank April 2014 Executive Officer and General Manager of General Planning & Co-ordination Department of Mie Bank April 2017 Managing Executive Officer and General Manager of General Planning & Co-ordination Department of Mie Bank April 2018 Director and Executive Officer In charge of Corporate Planning Department of the Company (current position) May 2021 Director and Managing Executive Officer of San ju San Bank, Ltd. April 2023 Director and Managing Executive Officer, and General Manager of Secretarial Office of San ju San Bank, Ltd. April 2024 Director and Managing Executive Officer, and General Manager of DX Strategy Department, and General Manager of Secretarial Office of San ju San Bank, Ltd. April 2025 Director and Managing Executive Officer, and General Manager of Secretarial Office of San ju San Bank, Ltd. (current position)	31,388
		Significant concurrent position Director and Managing Executive Officer, and General Manager of Secretarial Office of San ju San Bank, Ltd.	
		Reasons for election as the candidate for Director Mr. Hiroki Horiuchi, after serving as Managing Executive Officer and General Manager of General Planning & Co-ordination Department in our group’s Mie Bank Ltd. (current San ju San Bank, Ltd.), has served as Director and Managing Executive Officer in San ju San Bank, Ltd. since May 2021. He also has served as Director and Executive Officer of the Company since April 2018, and has appropriately fulfilled the role of supervising managerial decision-making and business execution, etc. We request his service as a Director based on a belief that he is expected to continuously contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.	

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
5	<p data-bbox="293 554 459 583"><u>Reappointment</u></p> <p data-bbox="282 617 470 674">Kazuya Kawase (March 20, 1966)</p> <p data-bbox="272 707 480 789">Attendance at Board of Directors meetings: 12/12</p>	<p data-bbox="516 344 1224 401">April 1988 Joined The Daisan Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p data-bbox="516 407 1224 464">October 2004 General Manager of Chuo Dori Branch of Daisan Bank</p> <p data-bbox="516 470 1175 527">June 2014 General Manager of General Planning & Co-ordination Department of Daisan Bank</p> <p data-bbox="516 533 1240 611">June 2015 Executive Officer and General Manager of General Planning & Co-ordination Department of Daisan Bank</p> <p data-bbox="516 617 1256 695">June 2017 Director, Executive Officer and General Manager of General Planning & Co-ordination Department of Daisan Bank</p> <p data-bbox="516 701 1256 758">April 2018 Executive Officer and General Manager of Corporate Planning Department of the Company</p> <p data-bbox="516 764 1192 842">June 2018 Director, Senior Executive Officer and General Manager of General Planning & Co-ordination Department of Daisan Bank</p> <p data-bbox="516 848 1240 905">May 2021 Director and Managing Executive Officer of San ju San Bank, Ltd. (current position)</p> <p data-bbox="516 911 1192 989">June 2021 Director and Executive Officer In charge of Personnel and Administration Department of the Company (current position)</p>	41,940
<p data-bbox="256 1010 607 1039">Significant concurrent position</p> <p data-bbox="256 1041 959 1066">Director and Managing Executive Officer of San ju San Bank, Ltd.</p>			
<p data-bbox="256 1073 808 1098">Reasons for election as the candidate for Director</p> <p data-bbox="256 1100 1430 1306">Mr. Kazuya Kawase, after serving as Director and Senior Executive Officer in our group's Daisan Bank, Ltd. (current San ju San Bank, Ltd.), has served as Director and Managing Executive Officer of San ju San Bank, Ltd. since May 2021. He also has served as Director and Executive Officer of the Company since June 2021, and has appropriately fulfilled the role of supervising managerial decision-making and business execution, etc. We request his service as a Director based on a belief that he is expected to continuously contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
6	<p data-bbox="282 688 472 720" style="border: 1px solid black; display: inline-block; padding: 2px;">New appointment</p> Kenji Matsukawa (January 5, 1964) Attendance at Board of Directors meetings: –	<p data-bbox="516 344 1263 401">April 1986 Joined The Mie Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p data-bbox="516 407 1263 438">April 2009 General Manager of Credit Department of Mie Bank</p> <p data-bbox="516 445 1263 501">April 2014 Executive Officer and General Manager of Credit Department of Mie Bank</p> <p data-bbox="516 508 1263 585">April 2015 Executive Officer and General Manager of Shindo Corporate Business Department, and General Manager of Shindo Branch of Mie Bank</p> <p data-bbox="516 592 1263 648">April 2017 Managing Executive Officer and General Manager of Nagoya Branch of Mie Bank</p> <p data-bbox="516 655 1263 711">May 2019 Managing Executive Officer and General Manager of Personnel Department of Mie Bank</p> <p data-bbox="516 718 1263 774">May 2021 General Manager in charge of Personnel and Administration Department of the Company Director, Managing Executive Officer, and Vice General Manager of Financing Department of San ju San Bank, Ltd.</p> <p data-bbox="516 781 1263 858">December 2022 Director, Managing Executive Officer, Vice General Manager of Financing Department, and General Manager of Corporate Support Department of San ju San Bank, Ltd.</p> <p data-bbox="516 865 1263 942">April 2023 Director, Managing Executive Officer, and Vice General Manager of Financing Department of San ju San Bank, Ltd.</p> <p data-bbox="516 949 1263 1026">April 2024 Director, Managing Executive Officer, and General Manager of Financing Department of San ju San Bank, Ltd.</p> <p data-bbox="516 1033 1263 1110">April 2026 Executive Officer in charge of Audit Department of the Company (current position) Director and Managing Executive Officer of San ju San Bank, Ltd. (current position)</p>	25,388
<p data-bbox="256 1276 602 1308">Significant concurrent position</p> <p data-bbox="256 1308 959 1339">Director and Managing Executive Officer of San ju San Bank, Ltd.</p>			
<p data-bbox="256 1339 808 1371">Reasons for election as the candidate for Director</p> <p data-bbox="256 1371 1435 1579">Mr. Kenji Matsukawa, after serving as Managing Executive Officer and General Manager of Personnel Department of our group’s Mie Bank (current San ju San Bank, Ltd.), has served as Director and Managing Executive Officer in San ju San Bank, Ltd. since May 2021, and has appropriately fulfilled his duties and responsibilities. Since April 2026, he has also served as Executive Officer of the Company. We request his service as a Director based on a belief that he is expected to contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
7	<p data-bbox="282 600 472 632">New appointment</p> <p data-bbox="282 663 467 722">Norimasa Ito (August 2, 1965)</p> <p data-bbox="282 753 480 835">Attendance at Board of Directors meetings: –</p>	<p data-bbox="516 344 1224 401">April 1988 Joined The Daisan Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p data-bbox="516 407 1224 434">June 2007 General Manager of Hatta Branch of Daisan Bank</p> <p data-bbox="516 438 1260 489">June 2012 General Manager of Hirata Ekimae Branch of Daisan Bank</p> <p data-bbox="516 493 1243 520">June 2016 General Manager of Nabari Branch of Daisan Bank</p> <p data-bbox="516 525 1260 581">April 2020 General Manager of Area Business Section, Business Department of Daisan Bank</p> <p data-bbox="516 585 1187 642">April 2021 General Manager of Credit Section, Financing Department of Daisan Bank</p> <p data-bbox="516 646 1271 730">May 2021 Managing Executive Officer, and General Manager of Credit Section, Financing Department of San ju San Bank, Ltd.</p> <p data-bbox="516 735 1252 852">April 2023 Managing Executive Officer, Area Business Officer of Business Department, General Manager of Osaka Corporate Business Department, and General Manager of Osaka Branch of San ju San Bank, Ltd.</p> <p data-bbox="516 856 1252 940">May 2025 Managing Executive Officer, General Manager of Compliance Management Department of San ju San Bank, Ltd.</p> <p data-bbox="516 945 1263 1094">April 2026 Executive Officer in charge of Risk Management Department and Compliance Management Department of the Company (current position) Managing Executive Officer of San ju San Bank, Ltd. (current position)</p>	21,360
<p data-bbox="253 1100 602 1127">Significant concurrent position</p> <p data-bbox="253 1131 821 1157">Managing Executive Officer of San ju San Bank, Ltd.</p>			
<p data-bbox="253 1163 808 1190">Reasons for election as the candidate for Director</p> <p data-bbox="253 1194 1419 1308">Mr. Norimasa Ito, after serving as General Manager of the Credit Section of the Financing Department of our group's Daisan Bank (current San ju San Bank, Ltd.), has served as Managing Executive Officer in San ju San Bank, Ltd. since May 2021, and has appropriately fulfilled his duties and responsibilities. Since April 2026, he has also served as Executive Officer of the Company.</p> <p data-bbox="253 1312 1435 1398">We request his service as a Director based on a belief that he is expected to contribute to sustainable growth and improvement of the corporate value over the medium to long term of our group through taking advantage of such abundant experience and knowledge.</p>			

(Notes)

1. The Company conducted a 4-for-1 stock split of common stock on April 1, 2026. The number of shares each candidate has is the number of shares after the stock split.
2. Each candidate has no special interests with the Company.
3. The Company has entered into a directors and officers liability insurance contract, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company that insures Directors and Directors who are also Audit Committee Members of the Company and its subsidiary, San ju San Bank, Ltd. The insureds do not bear the insurance premium.
Under this insurance, the insurance company compensates for any damages that may result from the insureds being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. However, there are certain exemptions, such as in case of actions taken with the knowledge that such actions are in violation of laws and regulations. If the candidates accept office as Director, they will be insured under the insurance contract, which is to be renewed during their terms of office.

Proposal 3: Election of 5 Directors Who Are Also Audit Committee Members

The terms of office of all 5 Directors who are also Audit Committee Members will expire at the conclusion of this year's General Meeting of Shareholders. Accordingly, the election of 5 Directors who are also Audit Committee Members is proposed.

The Audit Committee has approved this proposal.

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

No.	Name	Gender	Current positions and responsibilities at the Company
1	Reappointment Yasuo Maeda	Male	Director (Audit Committee Member)
2	Reappointment Outside Independent Sumie Yoshida	Female	Outside Director (Audit Committee Member)
3	Reappointment Outside Independent Kenichi Matsui	Male	Outside Director (Audit Committee Member)
4	Reappointment Outside Independent Takashi Ueda	Male	Outside Director (Audit Committee Member)
5	Reappointment Outside Independent Toshiyuki Shimizu	Male	Outside Director (Audit Committee Member)

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
1	<p data-bbox="293 373 459 407">Reappointment</p> <p data-bbox="293 443 459 499">Yasuo Maeda (May 26, 1965)</p> <p data-bbox="272 531 480 615">Attendance at Board of Directors meetings: 12/12</p> <p data-bbox="261 646 492 730">Attendance at meetings of the Audit Committee: 12/12</p>	<p data-bbox="516 344 1265 401">April 1988 Joined The Daisan Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p data-bbox="516 407 1265 464">October 2018 General Manager, Head of General Planning & Coordination Department of Daisan Bank</p> <p data-bbox="516 470 1265 527">May 2021 General Manager of Audit Department of the Company</p> <p data-bbox="516 533 1265 590">Senior General Manager and General Manager of Audit Department of San ju San Bank, Ltd.</p> <p data-bbox="516 596 1265 653">April 2024 Senior General Manager and Head Office Executive of San ju San Bank, Ltd.</p> <p data-bbox="516 659 1265 716">June 2024 Director (Audit Committee Member) of the Company (current position)</p> <p data-bbox="516 722 1265 758">Director (Audit Committee Member) of San ju San Bank, Ltd. (current position)</p>	14,560
<p data-bbox="256 768 602 802">Significant concurrent position</p> <p data-bbox="256 802 911 825">Director (Audit Committee Member) of San ju San Bank, Ltd.</p>			
<p data-bbox="256 831 1235 854">Reasons for election as the candidate for Director who is also Audit Committee Member</p> <p data-bbox="256 858 1430 1066">Mr. Yasuo Maeda, after serving as General Manager, Head of General Planning & Co-ordination Department of our group's Daisan Bank (current San ju San Bank, Ltd.), has served as Senior General Manager and General Manager of Audit Department of San ju San Bank, Ltd. since May 2021, and as Director (Audit Committee Member) of San ju San Bank, Ltd. since June 2024. He has also served as General Manager of Audit Department of the Company since May 2021, and as Director (Audit Committee Member) of the Company since June 2024. He has increased the effectiveness of the decision-making and supervisory functions of the Board of Directors from a fair and neutral viewpoint.</p> <p data-bbox="256 1073 1425 1157">We request his service as a Director who is also Audit Committee Member based on a belief that he is continuously expected to appropriately execute his duties through taking advantage of such rich experience and a wide range of knowledge to audit and supervise the management of the Company.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
2	<p style="text-align: center;"> Reappointment Outside Independent </p> <p>Sumie Yoshida (January 29, 1976)</p> <p>Attendance at Board of Directors meetings: 10/12</p> <p>Attendance at meetings of the Audit Committee: 11/12</p>	<p>April 1999 Joined NICHIIHA CORPORATION</p> <p>March 2005 Retired from NICHIIHA CORPORATION</p> <p>December 2009 Registered as attorney (current position)</p> <p>December 2009 Joined Sakura Sogo Law Office</p> <p>December 2011 Established Aoba Law Office (current position)</p> <p>June 2016 Corporate Auditor of The Mie Bank, Ltd. (current San ju San Bank, Ltd.)</p> <p>April 2018 Outside Director (Audit and Supervisory Committee Member) of Mie Bank</p> <p>April 2019 Vice President of Mie Bar Association</p> <p>June 2020 Outside Director (Audit Committee Member) of the Company (current position)</p>	2,000
<p>Significant concurrent position Attorney at Aoba Law Office</p>			
<p>Reasons for election as the candidate for Outside Director who is also Audit Committee Member and overview of expected roles</p> <p>Ms. Sumie Yoshida, despite an absence of experience in being directly involved in company management except as Outside Officer, has rich experience and a wide range of knowledge as an attorney. She has properly performed her roles of auditing and supervising the validity and appropriateness of the decisions of the Board of Directors and overall management, including proactively providing advice / proposals and audits from her standpoint independent from management since her acceptance of office as Outside Director (Audit Committee Member) in June 2020.</p> <p>We request her service as an Outside Director who is also Audit Committee Member based on a belief that she is continuously expected to contribute to strengthening the effectiveness of the decision-making function and supervisory function of the Board of Directors through taking advantage of such rich experience and a wide range of knowledge to audit and supervise the management of the Company.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company		Number of shares of the Company held
3	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>	April 1972	Joined Idemitsu Kosan Co., Ltd.	13,600
		June 2001	Accounting Director of Idemitsu Kosan Co., Ltd.	
		April 2003	Executive Officer and Accounting Director of Idemitsu Kosan Co., Ltd.	
		June 2004	Accounting Director and Managing Executive Officer of Idemitsu Kosan Co., Ltd.	
	Kenichi Matsui (July 5, 1949)	June 2005	Managing Director of Idemitsu Kosan Co., Ltd.	
		June 2010	Director and Vice President of Idemitsu Kosan Co., Ltd.	
	Attendance at Board of Directors meetings: 12/12	June 2014	Outside Director of The Mie Bank, Ltd. (current San ju San Bank, Ltd.)	
	Attendance at meetings of the Audit Committee: 12/12	April 2018	Outside Director (Audit and Supervisory Committee Member) of Mie Bank	
		May 2021	Outside Director (Audit and Supervisory Committee Member) of San ju San Bank, Ltd.	
	June 2022	Outside Director (Audit Committee Member) of the Company (current position)		
Significant concurrent position —				
<p>Reasons for election as the candidate for Outside Director who is also Audit Committee Member and overview of expected roles</p> <p>Mr. Kenichi Matsui has rich experience and a wide range of knowledge as business management through his position such as Vice President & Director of Idemitsu Kosan Co., Ltd. In addition, since June 2022, he has properly fulfilled the roles of auditing and supervising the validity and appropriateness of the decisions of the Board of Directors and overall management by proactively providing advice, recommendations and audits as an Outside Director (Audit Committee Member) of the Company from a standpoint independent of management. We request his service as an Outside Director who is also Audit Committee Member based on a belief that he is continuously expected to contribute to strengthening the effectiveness of the decision-making function and supervisory function of the Board of Directors through taking advantage of such rich experience and a wide range of knowledge to audit and supervise the management of the Company.</p>				

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
4	<p style="text-align: center;"> Reappointment Outside Independent </p> <p>Takashi Ueda (May 1, 1952)</p> <p>Attendance at Board of Directors meetings: 12/12</p> <p>Attendance at meetings of the Audit Committee: 12/12</p>	<p>April 1975 Joined Mie Prefectural Government</p> <p>April 2007 General Manager of Tokyo Office, Mie Prefectural Government</p> <p>April 2009 General Manager of Department of General Affairs, Mie Prefectural Government</p> <p>April 2012 Vice Governor, Mie Prefectural Government</p> <p>June 2016 Chairman, Mie Credit Guarantee Association</p> <p>June 2021 President, Mie Prefecture Tomonokai Foundation (current position)</p> <p>June 2024 Outside Director (Audit Committee Member) of the Company (current position)</p>	800
<p>Significant concurrent positions Outside Director of Mie Kotsu Group Holdings, Inc. (Note) Mr. Takashi Ueda is scheduled to retire as Outside Director of Mie Kotsu Group Holdings, Inc. on June 18, 2026. President, Mie Prefecture Tomonokai Foundation (Note) Mr. Takashi Ueda is scheduled to retire as President, Mie Prefecture Tomonokai Foundation on June 29, 2026.</p>			
<p>Reasons for election as the candidate for Outside Director who is also Audit Committee Member and overview of expected roles Mr. Takashi Ueda, despite an absence of experience in being directly involved in company management except as Outside Officer, has rich experience and a wide range of knowledge as he has served as Vice Governor of the Mie Prefectural Government and Chairman of Mie Credit Guarantee Association. In addition, since June 2024, he has properly fulfilled the roles of auditing and supervising the validity and appropriateness of the decisions of the Board of Directors and overall management by proactively providing advice, recommendations and audits as an Outside Director (Audit Committee Member) of the Company from a standpoint independent of management. We request his service as an Outside Director who is also Audit Committee Member based on a belief that he is continuously expected to contribute to strengthening the effectiveness of the decision-making function and supervisory function of the Board of Directors through taking advantage of such rich experience and a wide range of knowledge to audit and supervise the management of the Company.</p>			

No.	Name (Date of birth)	Past experience, positions, and responsibilities at the Company	Number of shares of the Company held
	<p>Reappointment Outside Independent</p> <p>Toshiyuki Shimizu (December 10, 1964)</p> <p>Attendance at Board of Directors meetings: 11/12</p> <p>Attendance at meetings of the Audit Committee: 12/12</p>	<p>October 1987 Joined Sanwa Tohmatsu Aoki & Co (current Deloitte Touche Tohmatsu LLC)</p> <p>August 1992 Registered as Certified Public Accountant (current position)</p> <p>February 2016 Established Toshiyuki Shimizu Certified Public Accountant Office (current position)</p> <p>June 2017 Registered as Licensed Tax Accountant (current position)</p> <p>July 2019 Joined Isuzu Audit Corporation</p> <p>June 2024 Outside Director (Audit Committee Member) of the Company (current position)</p> <p>April 2025 Representative Partner of Seiryu Accounting Corporation (current position)</p>	400
5	<p>Significant concurrent positions Head of Toshiyuki Shimizu Certified Public Accountant Office Representative Partner of Seiryu Accounting Corporation</p> <p>Reasons for election as the candidate for Outside Director who is also Audit Committee Member and overview of expected roles Mr. Toshiyuki Shimizu, despite an absence of experience in being directly involved in company management except as Outside Officer, has rich experience and a wide range of knowledge as a Certified Public Accountant and Licensed Tax Accountant. In addition, since June 2024, he has properly fulfilled the roles of auditing and supervising the validity and appropriateness of the decisions of the Board of Directors and overall management by proactively providing advice, recommendations and audits as an Outside Director (Audit Committee Member) of the Company from a standpoint independent of management. We request his service as an Outside Director who is also Audit Committee Member based on a belief that he is continuously expected to contribute to strengthening the effectiveness of the decision-making function and supervisory function of the Board of Directors through taking advantage of such rich experience and a wide range of knowledge to audit and supervise the management of the Company.</p>		

(Notes)

- The Company conducted a 4-for-1 stock split of common stock on April 1, 2026. The number of shares each candidate has is the number of shares after the stock split.
- Each candidate has no special interests with the Company.
- Ms. Sumie Yoshida, Mr. Kenichi Matsui, Mr. Takashi Ueda and Mr. Toshiyuki Shimizu are candidates for Outside Directors.
- Ms. Sumie Yoshida, Mr. Kenichi Matsui, Mr. Takashi Ueda and Mr. Toshiyuki Shimizu satisfy the “Criteria of independence for Outside Officers” set forth by the Company. The Company has notified the Tokyo Stock Exchange and Nagoya Stock Exchange of Ms. Sumie Yoshida, Mr. Kenichi Matsui, Mr. Takashi Ueda and Mr. Toshiyuki Shimizu as independent officers who do not have any potential conflicts of interest with general shareholders. Upon approval of the appointments of the four candidates, the Company will continue to notify said Exchanges of such persons as independent officers.
- Ms. Sumie Yoshida is currently serving as Outside Director (Audit Committee Member) of the Company and will have served as Outside Director for six years at the conclusion of this year’s General Meeting of Shareholders. Mr. Kenichi Matsui is currently serving as Outside Director (Audit Committee Member) of the Company and will have served as Outside Director for four years at the conclusion of this year’s General Meeting of Shareholders. Mr. Takashi Ueda and Mr. Toshiyuki Shimizu are currently serving as Outside Director (Audit Committee Member) of the Company and will have served as Outside Director for two years at the conclusion of this year’s General Meeting of Shareholders.
Ms. Sumie Yoshida served as Corporate Auditor from June 2016 to March 2018 and as Outside Director (Audit and Supervisory Committee Member) from April 2018 to June 2020 of the Mie

Bank (current San ju San Bank, Ltd.).

Mr. Kenichi Matsui served as Outside Director from June 2014 to March 2018 and as Outside Director (Audit and Supervisory Committee Member) from April 2018 to April 2021 of the Mie Bank (current San ju San Bank, Ltd.). He has also served as Outside Director (Audit and Supervisory Committee Member) of San ju San Bank, Ltd., a subsidiary of the Company, from May 2021 to June 2022.

6. The Company has entered into agreements with Ms. Sumie Yoshida, Mr. Kenichi Matsui, Mr. Takashi Ueda and Mr. Toshiyuki Shimizu to limit their liability for damages as stipulated in Article 423, Paragraph 1 of the Companies Act pursuant to the provisions of Article 427, Paragraph 1 of the same Act. In addition, the limit of the amount of liability for damages pursuant to said agreement is fixed at the minimum amount of liability stipulated in the laws and regulations, and the Company plans to continue said agreement upon approval of the appointment of the four candidates.
7. The Company has entered into a directors and officers liability insurance contract, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company that insures Directors (excluding those who are also Audit Committee Members) and Directors who are also Audit Committee Members of the Company and its subsidiary, San ju San Bank, Ltd. The insured does not bear the insurance premium.
Under this insurance, the insurance company compensates for any damages that may result from the insured being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. However, there are certain exemptions, such as in case of actions taken with the knowledge that such actions are in violation of laws and regulations. If the candidates accept office as Director who is also an Audit Committee Member, they will be insured under the insurance contract, which is to be renewed during their terms of office.
8. The name of Ms. Sumie Yoshida on the official family register is Sumie Imao.

(Reference) Areas of Expertise and Experience (Skill Matrix) of Directors (Expected) After the General Meeting of Shareholders

Name	Title	Areas of Expertise and Experience									
		Corporate Management	Finance / Economy	Legal / Risk Management	Finance / Accounting	Regional Revitalization	Marketing	Examination	Fund Investment	System / Digital Transformation	Personnel Strategy
Mitsunori Watanabe	Director and Chairman	●	●	●	●	●	●	●	●	●	●
Gotaro Michihiro	Representative Director and President	●	●	●	●	●	●	●	●	●	●
Kenichi Yamakawa	Representative Director and Vice Chairman	●	●			●	●	●	●	●	
Hiroki Horiuchi	Director and Executive Officer	●	●	●	●				●	●	
Kazuya Kawase	Director and Executive Officer	●	●		●		●				●
Kenji Matsukawa	Director and Executive Officer	●	●				●	●			●
Norimasa Ito	Director and Executive Officer	●	●	●			●	●			
Yasuo Maeda	Director (Full-time Audit Committee Member)		●		●						
Sumie Yoshida	Outside Director (Audit Committee Member)			●							
Kenichi Matsui	Outside Director (Audit Committee Member)	●	●	●	●						
Takashi Ueda	Outside Director (Audit Committee Member)			●		●					●
Toshiyuki Shimizu	Outside Director (Audit Committee Member)				●						

This table does not show all of the skills and experiences possessed by each Board Director/Audit Committee Member.

(Reference) Criteria for Independence of Outside Directors

Article 1: To be judged to be independent in the Company, an outside director must meet all the following requirements:

- (1) The outside director shall not currently be an executive director, executive officer, manager or other employee (hereinafter “Executing Person”) of our group and shall have never been an Executing Person of our group during the ten years before the assumption of office.
- (2) If the outside director was once a non-executive director or corporate auditor of our group during the ten years before the assumption of office, the outside director shall have never been an Executing Person of our group during the ten years before taking that position.
- (3) (i) The outside director shall not be a person whose major trading partner*¹ is our group or its Executing Person.
(ii) The outside director shall not be a major trading partner*¹ of our group or its Executing Person.
- (4) The outside director shall not be currently serving, or have recently served, as a consultant, accounting expert or legal expert (if the person is a corporation, etc., it means persons who belong to the corporation, etc.) who receives a large sum of money or other property*² other than executive compensation from our group.
- (5) (i) The outside director shall not be a close relative*³ of a director, executive officer, manager or other important employees of the Company.
(ii) The outside director shall not be a close relative of a person who was recently an Executing Person or non-executive director (excluding persons of no material significance) of our group.
(iii) The outside director shall not be a close relative of a person who falls under the requirements of (3) and (4) (excluding persons of no material significance).
- (6) The outside director shall not currently be a principal shareholder of the Company (if the person is a corporation, etc., it means Executing Persons of the corporation, etc.).
- (7) The outside director shall not currently be a person who receives a large contribution*² from our group (if the person is a corporation, etc., it means Executing Persons of the corporation, etc.).

Article 2: In the case where there is formally no conflict with the requirements stipulated in the preceding article, if a doubt arises as to the independence as a result of comprehensive judgement, independence may be denied. In the case where there is formally any conflict with the requirements, if the outside director is determined to have independence practically as a result of comprehensive judgement, independence may be recognized by clarifying the reason.

*1: “A major trading partner” is determined according to whether it accounts for 2% or more of the annual consolidated revenue (annual gross operating profit in the case of the Company) for the latest fiscal year.

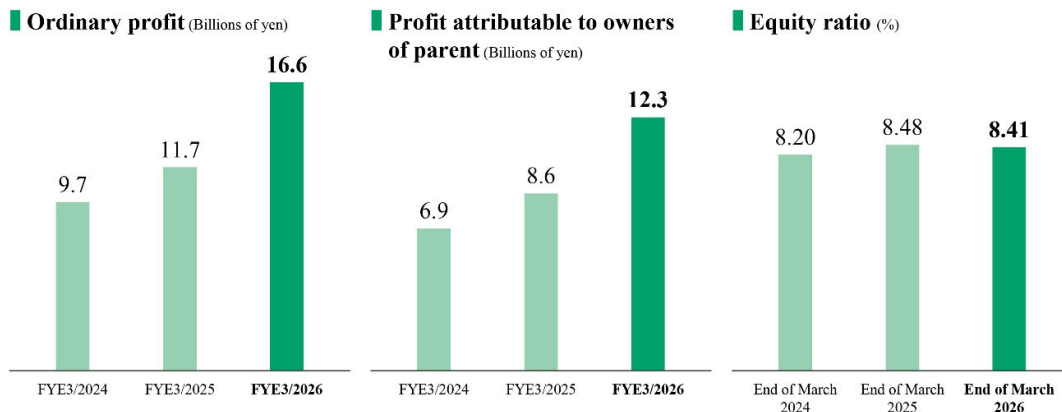
*2: “A large sum of money or other property” and “a large contribution” are determined according to whether the average of the past three years exceeds 10 million yen a year.

*3: “A close relative” refers to a spouse or relative within the second degree of kinship.

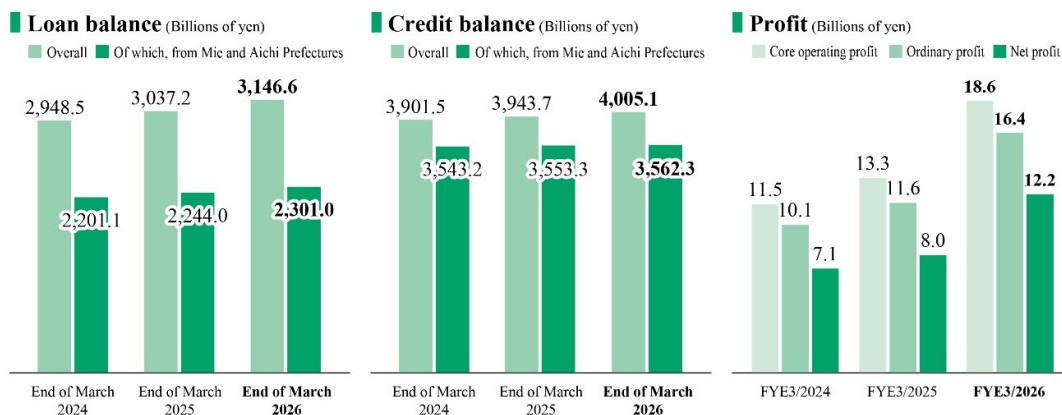
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(Reference) Performance Highlights

San ju San Financial Group



San ju San Bank

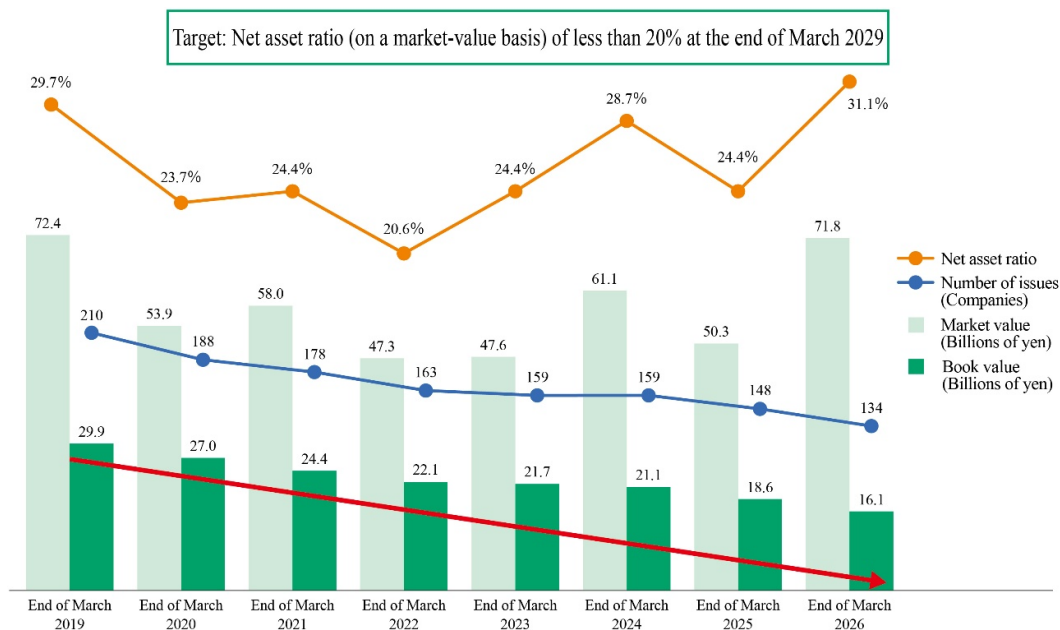


(Reference) Our Efforts to Reduce Cross-shareholdings

Our group will maintain and strengthen stable and long-term relationships with our client companies, and acquire and hold shares of our client companies and business tie-up partners only when we determine them to be investment shares contributing to the medium- to long-term improvement of our group's corporate value, in consideration of the smooth promotion of business tie-ups and cooperation of business. For shares for which we cannot recognize the significance and rationality of holding them, we will reduce them appropriately at appropriate times.

[Reduction target]

We will reduce cross-shareholdings through examination of the significance of holding them and dialogue with our client companies.



(Notes)

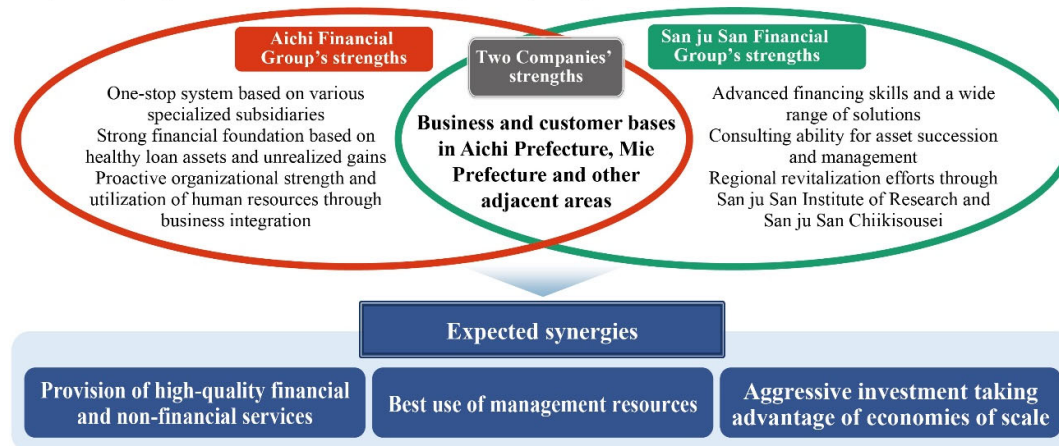
1. The graph represents changes in the cross-shareholdings of San ju San Bank, which include deemed shareholdings.
2. Regarding the book value and market value on and before the end of March 2021, the graph shows the total value of shareholdings held by two banks, former Mie Bank and former The Daisan Bank. For the book value and market value on and after the end of March 2022, the graph indicates the value of shareholdings held by San ju San Bank, Ltd.
3. The net asset ratio shown is the ratio of our consolidated net assets (on a market-value basis).

[Reference] Basic Agreement on Business Integration with Aichi Financial Group, Inc.

The Company and Aichi Financial Group, Inc. (hereinafter the Company and the Aichi Financial Group, Inc. are collectively referred to as the “Two Companies”) determined that with the business environment for regional financial institutions changing significantly, the utilization of each other’s strengths and management resources to increase their competitiveness would contribute to regional development and corporate value improvement in the years to come. Based on mutual trust and a spirit of equality, the Two Companies concluded a basic agreement on business integration (hereinafter the “Business Integration”) on May 13, 2026 and started negotiations and discussions.

By taking advantage of the synergistic benefits of the Business Integration, the Two Companies will further increase their presence in Aichi Prefecture, Mie Prefecture and other adjacent areas, contribute to the sustainable development of the local economies and communities, and strive to improve corporate value.

<Expected synergistic effects of the business integration (conceptual diagram)>



[Future schedule]

September 2026 (planned)	Conclusion of a final agreement on the Business Integration
	Conclusion of an absorption-type merger agreement on the merger
December 2026 (planned)	Date of resolution at the extraordinary general meetings of shareholders of each company
April 1, 2027 (planned)	Effective date of the merger

Note: The above is the schedule as of now and may be subject to change depending on factors such as future discussions between the Two Companies and the status of acquisition of approvals from the relevant authorities.