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(Securities Code: 8337)

June 2, 2025

To Shareholders With Voting Rights:

Hitoshi Umeda  
President (CEO)  
**The Chiba Kogyo Bank, Ltd.**  
1-2, Saiwaicho 2-chome, Mihama-ku,  
Chiba, Japan

## NOTICE OF CONVOCAION OF THE 103RD ANNUAL GENERAL MEETING OF SHAREHOLDERS

This is to notify you that the 103rd Annual General Meeting of Shareholders of The Chiba Kogyo Bank, Ltd. (the “Bank”) will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Bank has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters subject to measures for electronic provision) in electronic format, and has posted the information on each of the following websites, titled “Notice of Convocation of the 103rd Annual General Meeting of Shareholders.” Please access either of the websites to view the information.

The Bank’s website:

<https://www.chibakogyo-bank.co.jp/ir/soukai.html> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/8337/teiji/> (in Japanese)

In addition to posting matters subject to measures for electronic provision on the website above, the Bank also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE). To access this information from the latter website, access the TSE website (Listed Company Search) by using the Internet address shown below, enter the issue name (The Chiba Kogyo Bank) or securities code (8337), and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

If you are unable to attend the meeting in person, you may exercise your voting rights via the Internet, etc. or in writing. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:00 p.m., Wednesday, June 25, 2025 (JST).

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

To exercise your voting rights via the Internet, please refer to “Procedures for Exercise of Voting Rights via the Internet, Etc.” (in Japanese only).

[Exercise of voting rights via post]

Please indicate your vote for or against the proposals on the Voting Rights Exercise Form and return it so that it is received by the deadline set forth above.

- 1. Date and Time:** Thursday, June 26, 2025, at 10:00 a.m. (JST)
- 2. Place:** 7th Floor, Conference Hall, Head Office of the Bank,  
1-2, Saiwaicho 2-chome, Mihama-ku, Chiba, Japan

**3. Purpose of the Meeting**

**Matters to be reported:**

1. The Business Report and Non-consolidated Financial Statements for the Bank's 103rd Fiscal Year (from April 1, 2024 to March 31, 2025)
2. Consolidated Financial Statements for the Bank's 103rd Fiscal Year (from April 1, 2024 to March 31, 2025) and results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board

**Proposals to be resolved:**

**Proposal No. 1:** Dividends of Surplus

**Proposal No. 2:** Election of Nine Directors

**Proposal No. 3:** Election of Three Audit & Supervisory Board Members

**Proposal No. 4:** Election of One Substitute Audit & Supervisory Board Member

**4. Matters to Be Determined Upon Convocation**

- (1) Of the matters subject to measures for electronic provision, the following matters are posted on the Bank's website, the website for posted informational materials for the general meeting of shareholders, and the TSE website included on page 1 of this notice of convocation, in accordance with laws and regulations as well as the Articles of Incorporation of the Bank, and are therefore not included with this notice of convocation. Furthermore, the Audit & Supervisory Board Members and the Financial Auditor have audited the documents subject to audit, which include the following.
  - (a) "Matters Concerning Share Acquisition Rights, Etc. of the Bank" in the Business Report
  - (b) "Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements
  - (c) "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in Consolidated Financial Statements
- (2) If you vote in duplicate via a Voting Rights Exercise Form and the Internet, only your vote placed via the Internet will be valid. In addition, if you submit your vote multiple times via the Internet, only the last vote will be valid.
- (3) If your vote for or against proposals is not clearly indicated on a returned Voting Rights Exercise Form, it will be treated as if you had voted for the proposals.
- (4) If you exercise your voting rights by proxy, you are allowed to appoint one other shareholder with voting rights as your proxy. Please note that your proxy is required to submit a document evidencing the authority as proxy.
- (5) If you exercise your voting rights inconsistently, you are required to provide notice in writing or by electromagnetic means specifying your intention to do so and reasons therefor in writing at least three days prior to the date of the General Meeting of Shareholders.

◎ When attending the Meeting, please submit the Voting Rights Exercise Form at the reception desk.

◎ If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Internet on the aforementioned websites.

◎ At the Meeting, the Bank's officers and employees will be dressed lightly and without neckties.

◎ If you require special assistance at the venue, please contact us by Thursday, June 19, 2025, to give us time to make the necessary arrangements.

The Chiba Kogyo Bank, Ltd., General Administration Division  
Tel: 043-243-2111 (Main number)

- ◎ The audio of the Meeting will be broadcasted on our Internet website (<https://www.chibakogyo-bank.co.jp/>) (in Japanese) at a later date. Please be advised that although we will make the utmost effort to eliminate the appearance of attendees in the video, it may be seen unavoidably.
- ◎ The results of resolutions will be posted on our website at a later date, instead of being distributed in writing after this General Meeting of Shareholders.
- ◎ Please refer to the following for the final tally report of the exercise of voting rights at the General Meeting of Shareholders, the results of resolutions, and video recordings.  
(<https://www.chibakogyo-bank.co.jp/>) (in Japanese)

## Reference Documents for the General Meeting of Shareholders

### Proposals and References

#### **Proposal No. 1:** Dividends of Surplus

In view of the public nature of the banking industry, the Bank's basic policy is to seek to maintain stable dividend distribution while increasing internal reserves to secure the sound management of the Bank. The proposed year-end dividend for the fiscal year ended March 31, 2025 is as follows:

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

Common shares of the Bank	
¥10 per share	Total of ¥593,707,000
Class 2 Preferred Stock of the Bank	
¥104 per share	Total of ¥208,000,000
Second Series of Class 6 Preferred Stock of the Bank	
¥300 per share	Total of ¥90,300,000
First Series of Class 7 Preferred Stock of the Bank	
¥900 per share	Total of ¥433,350,000
Second Series of Class 7 Preferred Stock of the Bank	
¥9,000 per share	Total of ¥42,543,000

(2) Effective date of dividends of surplus

June 27, 2025

**Proposal No. 2:** Election of Nine Directors


The terms of service of all nine Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of nine Directors is proposed.

To ensure fairness and transparency of the procedure, this proposal has been deliberated on by the Nomination and Compensation Advisory Committee, the majority of which is composed of independent outside Directors and which is chaired by an independent outside Director.


The candidates for Director are as follows:

(The List of Candidates for Directors)

No.	Name	Gender		Current positions at the Bank
1	Shunichi Aoyagi	Male	Reappointment	Chairman of the Board
2	Hitoshi Umeda	Male	Reappointment	President (CEO), Representative Director
3	Ryuichi Matsumaru	Male	Reappointment	Vice President (COO), Representative Director
4	Katsumi Shirai	Male	Reappointment	Director, Senior Managing Executive Officer
5	Hiroshi Tanaka	Male	New appointment	Managing Executive Officer
6	Hisako Toya	Female	Reappointment Outside Director Independent Officer	Director (outside Director)
7	Eiji Yamada	Male	Reappointment Outside Director Independent Officer	Director (outside Director)
8	Tetsuro Sugiura	Male	Reappointment Outside Director Independent Officer	Director (outside Director)
9	Yumiko Kinoshita	Female	Reappointment Outside Director Independent Officer	Director (outside Director)


No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
1	 <p>Shunichi Aoyagi (July 12, 1955) Reappointment</p>	<p>Apr. 1980      Joined the Bank</p> <p>Aug. 1996      Assistant General Manager of International Division, General Manager of New York Representative Office</p> <p>Oct. 2000      Deputy General Manager of Management Planning Division</p> <p>July 2003      Associate Director-General, General Manager in charge of Management Planning Division</p> <p>May 2004      Associate Director-General, General Manager of Management Planning Division</p> <p>June 2004      Executive Officer, General Manager of Management Planning Division</p> <p>May 2007      Managing Executive Officer</p> <p>June 2007      Managing Director, Managing Executive Officer</p> <p>June 2009      President (CEO)</p> <p>Apr. 2019      Chairman of the Board (current position)</p> <p>&lt;Current responsibilities&gt; Audit Division</p>	<p>Common shares 5,200</p> <p>Second series of class 7 preferred stocks 4</p>
<p>&lt;Reasons for nomination as a candidate for Director&gt; The candidate has ample business experience and is familiar with overall banking operations as he has engaged in the Bank's business such as international business, management planning, and sales as a member of the Bank since 1980. As we believe that the effectiveness of the decision-making and supervisory functions of the Bank's Board of Directors would be improved by leveraging his experience and knowledge accumulated through assuming office as Chairman of the Board of the Bank in April 2019 after serving as President (CEO) of the Bank from June 2009, we nominate him as a candidate for Director.</p>			


No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
2	 <p>Hitoshi Umeda (December 24, 1962) Reappointment</p>	<p>Apr. 1986      Joined the Bank</p> <p>Jan. 2004      Deputy General Manager of Financial Markets Division</p> <p>Apr. 2006      General Manager of Yakuendai Branch</p> <p>Oct. 2010      Deputy General Manager of Management Planning Division</p> <p>July 2012      Associate Director-General, General Manager in charge of Management Planning Division</p> <p>Apr. 2014      Associate Director-General, General Manager of Management Planning Division</p> <p>June 2014      Executive Officer, General Manager of Management Planning Division</p> <p>Apr. 2016      Executive Officer, General Manager of Sales Division of Head Office</p> <p>May 2016      Managing Executive Officer, General Manager of Sales Division of Head Office</p> <p>Apr. 2017      Managing Executive Officer</p> <p>June 2018      Managing Director, Managing Executive Officer</p> <p>Apr. 2019      President (CEO) (current position)</p> <p>&lt;Current responsibilities&gt; Secretarial Office</p>	<p>Common shares 4,700</p> <p>Second series of class 7 preferred stocks 10</p>
		<p>&lt;Reasons for nomination as a candidate for Director&gt; The candidate has ample business experience and is familiar with overall banking operations as he has engaged in the Bank's business such as management planning and sales as a member of the Bank since 1986. As we believe that the effectiveness of the decision-making and supervisory functions of the Bank's Board of Directors would be improved by leveraging his experience and knowledge accumulated through assuming office as President (CEO) of the Bank in April 2019 after serving as Managing Director and Managing Executive Officer, we nominate him as a candidate for Director.</p>	


No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
3	 Ryuichi Matsumaru (August 1, 1959)  Reappointment	<p>Apr. 1983      Joined The Fuji Bank, Limited (current Mizuho Bank, Ltd.)</p> <p>Oct. 1989      Seconded to Fuji Bank (Schweiz) AG of The Fuji Bank, Limited</p> <p>Nov. 1994      Seconded to Fuji Securities Co., Ltd. of The Fuji Bank, Limited (current Mizuho Securities Co., Ltd.)</p> <p>Apr. 2002      General Manager of Capital Markets Department IV, Capital Markets Group of Mizuho Securities Co., Ltd.</p> <p>Feb. 2008      General Manager of Funabashi Branch, Mizuho Bank, Ltd.</p> <p>Aug. 2010      Executive Officer of Mizuho Investors Securities Co., Ltd. (current Mizuho Securities Co., Ltd.)</p> <p>June 2014      President and Representative Director of Defined Contribution Plan Services Co., Ltd.</p> <p>May 2017      Managing Executive Officer</p> <p>June 2017      Vice President (COO) (current position)</p> <p>&lt;Current responsibilities&gt; Personnel Division, Financial Markets Division</p>	Common shares 7,100
<p>&lt;Reasons for nomination as a candidate for Director&gt;</p> <p>The candidate has ample business experience and is familiar with overall banking operations as he has engaged in international business, securities business, sales, etc. as a member of The Fuji Bank, Limited (current Mizuho Bank, Ltd.) since he joined the bank in 1983. He also has had ample experience in the corporate management as Vice President (COO) of the Bank since he joined the Bank in 2017.</p> <p>As we believe that the effectiveness of the decision-making and supervisory functions of the Bank’s Board of Directors would be improved by leveraging his experience and knowledge accumulated through serving as Officer in charge of Personnel Division and Financial Markets Division, we nominate him as a candidate for Director.</p>			




No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
4	 <p>Katsumi Shirai (November 5, 1963) Reappointment</p>	<p>Apr. 1987    Joined the Bank</p> <p>Nov. 2004    General Manager of Regional Corporation Department of Kashiwa Branch</p> <p>Apr. 2007    General Manager of Urayasu Branch</p> <p>Apr. 2010    Deputy General Manager of Sales Management Division</p> <p>Apr. 2012    General Manager of Goi Branch</p> <p>July 2013    Associate Director-General, General Manager of Goi Branch</p> <p>Apr. 2014    Associate Director-General, General Manager in charge of Branch Support Division, and Manager of Group I of Branch Support Division</p> <p>Apr. 2015    Associate Director-General, General Manager of Branch Support Division</p> <p>June 2015    Executive Officer, General Manager of Branch Support Division</p> <p>Apr. 2016    Executive Officer, General Manager of Corporate Strategy Division</p> <p>May 2016    Executive Officer, Deputy General Manager of Sales Unit, and General Manager of Corporate Strategy Division</p> <p>Apr. 2019    Managing Executive Officer, Regional Manager, and General Manager of Sales Division of Head Office</p> <p>Apr. 2020    Managing Executive Officer, General Manager of Sales Unit</p> <p>June 2020    Managing Director, Managing Executive Officer</p> <p>Apr. 2024    Director, Managing Executive Officer (due to change in title)</p> <p>Apr. 2025    Director, Senior Managing Executive Officer (current position)</p> <p>&lt;Current responsibilities&gt; Sales Unit consisting of Sales Planning Division, Sales Support Division, and Sales Promotion Division</p>	Common shares 3,900
<p>&lt;Reasons for nomination as a candidate for Director&gt; The candidate has ample business experience and is familiar with overall banking operations as he has engaged in the Bank's business such as sales and other businesses as a member of the Bank since 1987. As we believe that the effectiveness of the decision-making and supervisory functions of the Bank's Board of Directors would be improved by leveraging his experience and knowledge accumulated through serving as Officer in charge of Sales Unit consisting of Sales Planning Division, Sales Support Division, and Sales Promotion Division, we nominate him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
5	 Hiroshi Tanaka (June 1, 1964) New appointment	<div><div>Apr. 1988</div><div>Joined the Bank</div></div> <div><div>Apr. 2007</div><div>General Manager of Kamatori Branch</div></div> <div><div>Apr. 2010</div><div>General Manager of Urayasu Branch</div></div> <div><div>Apr. 2012</div><div>Deputy General Manager of Sales Management Division</div></div> <div><div>Apr. 2014</div><div>Deputy General Manager of Management Planning Division</div></div> <div><div>July 2014</div><div>Associate Director-General, General Manager in charge of Management Planning Division</div></div> <div><div>June 2016</div><div>Executive Officer, General Manager in charge of Management Planning Division</div></div> <div><div>Apr. 2019</div><div>Executive Officer, General Manager of Management Planning Division</div></div> <div><div>Apr. 2020</div><div>Managing Executive Officer, General Manager of Management Planning Division</div></div> <div><div>Apr. 2022</div><div>Managing Executive Officer (current position)</div></div> <div>&lt;Current responsibilities&gt;</div> <div>Risk Management Division, and Business Procedures and Operations Unit consisting of Business Procedures and Operations Division, Intensive Operation Division, Financial Markets Division, and Management Planning Division (Deputy)</div>	<div>Common shares 7,900</div> <div>Second series of class 7 preferred stocks 4</div>
<div>&lt;Reasons for nomination as a candidate for Director&gt;</div> <div>The candidate has ample business experience and is familiar with overall banking operations as he has engaged in the Bank’s business such as management planning and sales as a member of the Bank since 1988.</div> <div>As we believe that the effectiveness of the decision-making and supervisory functions of the Bank’s Board of Directors would be improved by leveraging his experience and knowledge accumulated through serving as Officer in charge of Management Planning Division, Risk Management Division, and Customer Service Promotion Division, we nominate him as a candidate for Director.</div>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
6	 Hisako Toya (August 1, 1952)  Reappointment Outside Director Independent Officer	<div><div>Apr. 1975</div><div>Joined Chiba Prefectural Government</div></div> <div><div>Apr. 2000</div><div>Assistant General Manager of Children and Families Division of Health and Welfare Department, Head of Declining Birthrate Countermeasure Office</div></div> <div><div>Apr. 2002</div><div>Director-General of Women’s Support Center of General Planning Department</div></div> <div><div>Apr. 2004</div><div>Manager of Gender Equality Division of General Planning Department, Deputy Counselor of General Affairs Department</div></div> <div><div>Apr. 2007</div><div>Deputy Director of Commerce and Labor Department, Counselor of General Affairs Department</div></div> <div><div>Apr. 2008</div><div>Deputy Director of Health and Welfare Department</div></div> <div><div>Apr. 2009</div><div>Director of Health and Welfare Department</div></div> <div><div>Apr. 2011</div><div>Director of Environmental and Community Affairs Department</div></div> <div><div>Mar. 2013</div><div>Retired from Chiba Prefectural Government</div></div> <div><div>Apr. 2013</div><div>Executive Advisor of Federation of National Health Insurance Associations of Chiba Prefecture</div></div> <div><div>June 2015</div><div>Outside Director of the Bank (current position)</div></div>	Common shares 2,800
<p>&lt;Reasons for nomination as a candidate for outside Director and her expected role&gt;</p> <p>Based on her long-term experience, performance, etc. in the area of regional administration in Chiba Prefecture, we believe that the candidate is a suitable person with knowledge and experience to serve as outside Director of the Bank. Thus, we continue to expect that she will make efforts to strengthen the management and supervision function of the Bank’s Board of Directors based on her experience, performance, etc. and nominate her as a candidate for outside Director.</p> <p>The candidate previously has not been directly involved in the management of a corporation other than by serving as an outside Director; however, for the reasons above, the Bank believes that she will appropriately perform her duties as outside Director.</p> <p>The term of her office as outside Director will have been ten years at the conclusion of this Annual General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
7	<div></div> <div>Eiji Yamada (July 18, 1955)  Reappointment Outside Director Independent Officer</div>	<div><div>Apr. 1978</div><div>Joined Nippon Telegraph and Telephone Public Corporation (current Nippon Telegraph and Telephone Corporation)</div></div> <div><div>June 2001</div><div>General Manager of Financial Business Planning Division of Financial Systems Sector of NTT DATA Corporation (current NTT DATA Group Corporation)</div></div> <div><div>Apr. 2002</div><div>General Manager of Payment Business Division of IT Business Development Sector</div></div> <div><div>May 2004</div><div>Deputy General Manager of Payment Solutions Sector</div></div> <div><div>June 2005</div><div>Senior Vice President</div></div> <div><div>June 2011</div><div>Director, Executive Vice President</div></div> <div><div>June 2012</div><div>Representative Director and Senior Executive Vice President</div></div> <div><div>June 2015</div><div>Advisor President and Representative Director of Japan Information Processing Service Co., Ltd.</div></div> <div><div>June 2017</div><div>Outside Director of the Bank (current position)</div></div> <div><div>June 2021</div><div>Advisor of Japan Information Processing Service Co., Ltd. External Director of Kyokuyo Co., Ltd. (current position)</div></div> <div><div>June 2022</div><div>External Director, Heiwa Real Estate Co., Ltd. (current position)</div></div> <div>&lt;Significant concurrent positions&gt; External Director of Kyokuyo Co., Ltd. External Director, Heiwa Real Estate Co., Ltd.</div>	Common shares 2,300
<div>&lt;Reasons for nomination as a candidate for outside Director and his expected role&gt; Based on his experience and achievements in system development, etc. at Japan Information Processing Service Co., Ltd., we believe that the candidate is a suitable person with knowledge and experience to serve as outside Director of the Bank. Thus, we continue to expect that he will make efforts to strengthen the management and supervision function of the Bank’s Board of Directors based on his experience and achievements and nominate him as a candidate for outside Director. For the reasons above, the Bank believes that he will appropriately perform his duties as outside Director. The term of his office as outside Director will have been eight years at the conclusion of this Annual General Meeting of Shareholders.</div>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
8	 <p>Tetsuro Sugiura (July 30, 1954)</p> <p>Reappointment Outside Director Independent Officer</p>	<p>Apr. 1977    Joined The Fuji Bank, Limited (current Mizuho Bank, Ltd.)</p> <p>Apr. 2002    Related Business Department of Mizuho Bank, Ltd. Seconded to Fuji Research Institute Corporation (current Mizuho Research &amp; Technologies, Ltd.) Executive Board Member and Chief Economist</p> <p>Apr. 2003    Group Strategy Department I of Mizuho Financial Group, Inc. Seconded to Mizuho Research Institute, Ltd. (current Mizuho Research &amp; Technologies, Ltd.) Chief Economist</p> <p>Apr. 2004    Corporate Planning Department Seconded to Mizuho Research Institute, Ltd. (current Mizuho Research &amp; Technologies, Ltd.) Chief Economist</p> <p>Apr. 2005    Executive Officer of Corporate Planning Department Managing Executive Officer, Chief Economist of Mizuho Research Institute, Ltd. (current Mizuho Research &amp; Technologies, Ltd.)</p> <p>Apr. 2007    Senior Executive Officer of Mizuho Research Institute Ltd. (current Mizuho Research &amp; Technologies, Ltd.)</p> <p>July 2011    Vice-chairman</p> <p>Apr. 2014    Senior Director of Japan Economic Research Institute</p> <p>June 2019    Outside Director of the Bank (current position)</p> <p>&lt;Reasons for nomination as a candidate for outside Director and his expected role&gt; The candidate has ample business experience and is familiar with overall business operations as he has engaged in corporate planning business, etc. since he joined The Fuji Bank, Limited (current Mizuho Bank, Ltd.) in 1977. He also has ample experience in corporate management, having served as Vice-chairman of Mizuho Research Institute Ltd. (current Mizuho Research &amp; Technologies, Ltd.). Based on his experience and achievements, we believe that the candidate is a suitable person with knowledge and experience to serve as outside Director of the Bank. Thus, we continue to expect that he will make efforts to strengthen the management and supervision function of the Bank's Board of Directors based on his experience and achievements and nominate him as a candidate for outside Director. For the reasons above, the Bank believes that he will appropriately perform his duties as outside Director. The term of his office as outside Director will have been six years at the conclusion of this Annual General Meeting of Shareholders.</p>	Common shares 1,800

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
9	 <p>Yumiko Kinoshita (July 13, 1961)</p> <p>Reappointment Outside Director Independent Officer</p>	<p>Apr. 1984      Joined the Bank of Japan</p> <p>Sep. 1991      Joined McKinsey &amp; Company</p> <p>Apr. 2004      Joined The National Museum of Emerging Science and Innovation of Japan Science and Technology Agency (current National Research and Development Agency; Japan Science and Technology Agency)</p> <p>June 2011      General Manager of Corporate Planning Department of KCJ GROUP INC.</p> <p>Feb. 2016      Full-time Director of JAPAN PROFESSIONAL FOOTBALL LEAGUE</p> <p>Mar. 2018      Senior Adviser to Chairman, International Outreach of JAPAN PROFESSIONAL FOOTBALL LEAGUE</p> <p>July 2020      Director of Tokyo Football Association</p> <p>Mar. 2021      External Director of Tokyo Tatemono Co., Ltd. (current position)</p> <p>Apr. 2022      Member of Administrative Council of Hitotsubashi University (current position)</p> <p>June 2024      Vice President of Tokyo Football Association (current position)</p> <p>June 2024      Outside Director of the Bank (current position)</p> <p>&lt;Significant concurrent positions&gt; External Director of Tokyo Tatemono Co., Ltd.</p> <p>&lt;Reasons for nomination as a candidate for outside Director and her expected role&gt; We believe that the candidate is a suitable person with knowledge and experience to serve as outside Director of the Bank, utilizing her international viewpoint developed from working overseas, etc., and her wide-ranging business experience at public interest corporations. Thus, we expect that she will make efforts to strengthen the management and supervision function of the Bank's Board of Directors and nominate her as a candidate for outside Director. The candidate has not been previously involved in the management of a corporation other than by serving as an outside officer; however, for the reasons above, the Bank believes that she will appropriately perform her duties as outside Director. The term of her office as outside Director will have been one year at the conclusion of this Annual General Meeting of Shareholders.</p>	0

(Notes)

- There is no special interest relationship between the candidate and the Bank.
- Hisako Toya, Eiji Yamada, Tetsuro Sugiura, and Yumiko Kinoshita are candidates for outside Directors who meet the standards for assessing the independence of outside officers as described on page 20. The Bank has submitted a notification designating Ms. Toya, Mr. Yamada, Mr. Sugiura, and Ms. Kinoshita as independent officers to the Tokyo Stock Exchange as stipulated in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange. If the elections of Ms. Toya, Mr. Yamada, Mr. Sugiura, and Ms. Kinoshita are approved, they will continue to be independent officers of the Bank.
- Eiji Yamada has been a business executor and officer of NTT DATA Corporation (current NTT DATA Group Corporation) that is a specified related business operator of the Bank in the past ten years.
- Limited liability agreement with outside Directors  
The Bank has entered into a limited liability agreement with Hisako Toya, Eiji Yamada, Tetsuro Sugiura, and Yumiko Kinoshita to limit their liability for damages as specified in Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations in accordance with Article 427, paragraph (1) of the same Act and pursuant to the Bank's Articles of Incorporation. If the elections of Ms. Toya, Mr. Yamada, Mr. Sugiura, and Ms. Kinoshita are approved, the Bank will renew their limited liability agreements with the same content as the limited liability agreements set forth above.
- Directors and officers liability insurance policy with Sompo Japan Insurance Inc.  
The Bank has entered into a directors and officers liability insurance policy as specified in Article 430-3 of the Companies Act with Sompo Japan Insurance Inc. The policy covers losses that may arise from the Directors', Audit & Supervisory Board Members' and Executive Officers' assumption of liability incurred in the course of the performance of their duties, or receipt of claims pertaining to the pursuit of such liability. The maximum compensation for losses and the aggregate limit for each insured are stipulated. There are certain reasons for coverage exclusion, such as not covering losses arising from performance of an illegal act with full knowledge of its illegality.  
The insurance premiums, including those for special clauses, are fully borne by the Bank, and there are no insurance premiums actually borne by the insureds. If each of the candidates is elected and assumes the office of Director, they will

be included in the insureds under this insurance policy. The Company also intends to renew the said insurance policy with the same content when it is next due for renewal.

**Proposal No. 3: Election of Three Audit & Supervisory Board Members**

The term of service of Audit & Supervisory Board Members Hitoshi Yokoyama, Tsuyoshi Kanasugi, and Takashi Kikugawa will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of three Audit & Supervisory Board Members is proposed.


To ensure fairness and transparency of the procedure, this proposal has been deliberated on by the Nomination and Compensation Advisory Committee, the majority of which is composed of independent outside Directors and which is chaired by an independent outside Director.

We have obtained the approval of the Audit & Supervisory Board for this proposal.

The candidates for Audit & Supervisory Board Members are as follows:

No.	Name (Date of birth)	Career summary, positions, and significant concurrent positions	Class and number of shares of the Bank held
1	 <p>Tsuyoshi Kanasugi (December 24, 1965) Reappointment</p>	<p>Apr. 1989      Joined the Bank</p> <p>Apr. 2009      General Manager of Barakinakayama Branch</p> <p>May 2010      Senior Assistant General Manager of Personnel Division (seconded externally)</p> <p>Oct. 2012      General Manager of Tsudanuma Branch</p> <p>Apr. 2015      Deputy General Manager of Credit Supervision Division</p> <p>July 2015      Associate Director-General, General Manager in charge of Credit Supervision Division</p> <p>Oct. 2017      Associate Director-General, General Manager of Business Strategy Division</p> <p>Oct. 2018      Associate Director-General in charge of Personnel Division (seconded externally)</p> <p>Apr. 2020      Executive Officer, General Manager of Credit Supervision Division</p> <p>Apr. 2022      Executive Officer, Regional Manager, Area Manager of Chiba-West Block, and General Manager of Sales Division of Head Office</p> <p>Apr. 2024      Executive Officer</p> <p>June 2024      Audit &amp; Supervisory Board Member (current position)</p>	<p>Common shares 22,900</p> <p>Second series of class 7 preferred stocks 1</p>
<p>&lt;Reasons for nomination as a candidate for Audit &amp; Supervisory Board Member&gt;</p> <p>The candidate has ample business experience and is familiar with overall business operations as he has engaged in the Bank's business such as credit supervision business and sales, as well as served as General Manager of Credit Supervision Division and General Manager of Sales Division of Head Office, as a member of the Bank since 1989.</p> <p>As he has ample knowledge and experience to perform auditing procedures through his practice at the Bank, we believe that he will appropriately perform his duties as Audit &amp; Supervisory Board Member, and we nominate him as a candidate for Audit &amp; Supervisory Board Member.</p>			



No.	Name (Date of birth)	Career summary, positions, and significant concurrent positions	Class and number of shares of the Bank held
2	 <p>Akira Miyamoto (July 10, 1963) New appointment</p>	<p>Apr. 1986    Joined the Bank</p> <p>May 2005    General Manager of Makuhari Techno Garden Branch</p> <p>May 2007    General Manager of Kogane Branch</p> <p>July 2009    General Manager of Abiko Branch</p> <p>Apr. 2011    Senior Assistant General Manager of Business Procedures and Operations Division</p> <p>Apr. 2012    Deputy General Manager of Business Procedures and Operations Division</p> <p>Apr. 2016    General Manager of Business Procedures and Operations Division</p> <p>July 2016    Associate Director-General, General Manager of Business Procedures and Operations Division</p> <p>Apr. 2018    Executive Officer, General Manager of Business Procedures and Operations Division</p> <p>Apr. 2021    Managing Executive Officer</p> <p>Apr. 2025    Executive Officer (current position)</p>	<p>Common shares 4,500</p> <p>Second series of class 7 preferred stocks 1</p>
		<p>&lt;Reasons for nomination as a candidate for Audit &amp; Supervisory Board Member&gt;</p> <p>The candidate has ample business experience and is familiar with overall banking operations as he has engaged in the Bank's business such as business procedures and operations and sales, as well as served as an Officer in charge of the Credit Supervision Division, Business Procedures and Operations Unit, and Financial Markets Division as a member of the Bank since 1986.</p> <p>As he has ample knowledge and experience to perform auditing procedures through his practice at the Bank, we believe that he will appropriately perform his duties as Audit &amp; Supervisory Board Member, and we nominate him as a candidate for Audit &amp; Supervisory Board Member.</p>	

No.	Name (Date of birth)	Career summary, positions, and significant concurrent positions	Class and number of shares of the Bank held
3	 <p>Takashi Kikugawa (April 21, 1960)</p> <p>Reappointment Outside Director Independent Officer</p>	<p>Apr. 1983      Joined The Yasuda Mutual Life Insurance Company (current Meiji Yasuda Life Insurance Company)</p> <p>Apr. 2001      General Manager of Kanazawa Branch</p> <p>Jan. 2004      General Manager of Shinjuku Branch of Meiji Yasuda Life Insurance Company</p> <p>Apr. 2006      General Manager of Sapporo Branch</p> <p>Apr. 2009      General Manager of Compliance Control Department</p> <p>Apr. 2012      General Manager of Agency Department</p> <p>Apr. 2014      Operating Officer of Osaka Marketing Headquarters</p> <p>Apr. 2016      Managing Executive Officer</p> <p>Apr. 2020      Senior Managing Executive Officer</p> <p>Apr. 2021      Full-time Advisor</p> <p>June 2021      Outside Audit &amp; Supervisory Board Member of the Bank (current position)</p> <p>July 2021      Director of Meiji Yasuda Life Insurance Company (current position)</p> <p>&lt;Significant concurrent positions&gt; Director of Meiji Yasuda Life Insurance Company</p>	Common shares 900
<p>&lt;Reasons for nomination as a candidate for outside Audit &amp; Supervisory Board Member&gt; Based on his long-term experience at Meiji Yasuda Life Insurance Company, we believe that the candidate is a suitable person with knowledge and experience to serve as outside Audit &amp; Supervisory Board Member of the Bank from objective perspectives. Thus, we nominate him as a candidate for outside Audit &amp; Supervisory Board Member. The term of his office as outside Audit &amp; Supervisory Board Member will have been four years at the conclusion of this Annual General Meeting of Shareholders.</p>			

(Notes)

1. There is no special interest relationship between the candidate and the Bank.
2. Takashi Kikugawa is a candidate for Outside Audit & Supervisory Board Member who meets the standards for assessing the independence of outside officers as described on page 20. The Bank has submitted a notification designating Mr. Kikugawa as an independent officer to the Tokyo Stock Exchange as stipulated in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange. If the election of Mr. Kikugawa is approved, he will continue to be an independent officer of the Bank.
3. Takashi Kikugawa is a business executor of Meiji Yasuda Life Insurance Company that is a specified related business operator of the Bank in the past ten years.
4. Limited liability agreement with outside Audit & Supervisory Board Member  
The Bank has entered into a limited liability agreement with Takashi Kikugawa to limit his liability for damages as specified in Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations in accordance with Article 427, paragraph (1) of the same Act and pursuant to the Bank's Articles of Incorporation. If the election of Mr. Kikugawa is approved, the Bank will renew his limited liability agreement with the same content as the limited liability agreement set forth above.
5. Directors and officers liability insurance policy with Sompo Japan Insurance Inc.  
The Bank has entered into a directors and officers liability insurance policy as specified in Article 430-3 of the Companies Act with Sompo Japan Insurance Inc. The policy covers losses that may arise from the Directors', Audit & Supervisory Board Members' and Executive Officers' assumption of liability incurred in the course of the performance of their duties, or receipt of claims pertaining to the pursuit of such liability. The maximum compensation for losses and the aggregate limit for each insured are stipulated. There are certain reasons for coverage exclusion, such as not covering losses arising from performance of an illegal act with full knowledge of its illegality.  
The insurance premiums, including those for special clauses, are fully borne by the Bank, and there are no insurance premiums actually borne by the insureds. If each of the candidates is elected and assumes the office of Audit & Supervisory Board Member, they will be included in the insureds under this insurance policy. The Company also intends to renew the said insurance policy with the same content when it is next due for renewal.

<Reference>

Skill matrix of Directors and Audit & Supervisory Board Members after the Annual General Meeting of Shareholders

Name	Position	Independence (outside officers)	Corporate management/ business administration	Legal affairs/ risk management	Accounting/ finance
Shunichi Aoyagi	Director		○	○	○
Hitoshi Umeda	Director		○	○	○
Ryuichi Matsumaru	Director		○	○	○
Katsumi Shirai	Director		○	○	
Hiroshi Tanaka	Director		○	○	○
Hisako Toya	Director	Outside Director			
Eiji Yamada	Director	Outside Director	○		
Tetsuro Sugiura	Director	Outside Director			
Yumiko Kinoshita	Director	Outside Director		○	○
Tsuyoshi Kanasugi	Audit & Supervisory Board Member			○	○
Akira Miyamoto	Audit & Supervisory Board Member			○	○
Takashi Kikugawa	Audit & Supervisory Board Member	Outside Director	○	○	○
Tatsuya Toyoshima	Audit & Supervisory Board Member	Outside Director	○	○	○

Name	Financing	Information/ digital technology	Corporate governance/ sustainability	Sales promotion	Administration/ regional economy
Shunichi Aoyagi	○	○	○	○	○
Hitoshi Umeda	○	○	○	○	○
Ryuichi Matsumaru	○		○	○	○
Katsumi Shirai			○	○	○
Hiroshi Tanaka		○	○	○	○
Hisako Toya			○		○
Eiji Yamada		○	○		
Tetsuro Sugiura	○		○		○
Yumiko Kinoshita	○		○		○
Tsuyoshi Kanasugi			○	○	
Akira Miyamoto		○	○	○	○
Takashi Kikugawa			○		
Tatsuya Toyoshima			○		

<Reference>

Standards for Assessing the Independence of Outside Officers

1. The person must not be an Executive Director, Executive Officer (shikkoyaku), Executive Officer, or employee (hereinafter, collectively referred to as “executive(s)”) of the Bank or a current subsidiary of the Bank, or have been an executive within the 10 years prior to his or her appointment
2. The person must not be a current major shareholder (Note 1) of the Bank, or if the relevant major shareholder is a corporation, a major shareholder thereof, or a Director, Audit & Supervisory Board Member, accounting advisor, Executive Officer (shikkoyaku), Administrative Officer, Executive Officer, or manager or other employee of a parent company or material subsidiary thereof, or have been such a person within the past five years
3. The person must not be a Director, Audit & Supervisory Board Member, accounting advisor, Executive Officer (shikkoyaku), Executive Officer, or manager or other employee of a company of which the Bank is currently a major shareholder
4. (1) The person must not be a person for whom the Bank or a subsidiary of the Bank is a major business partner (Note 2), or a parent company or material subsidiary of such a person, or if such person is a company, an executive at the relevant company, or have been an executive within the past three years  
(2) The person must not be a person who is a major business partner (Note 3) of the Bank, or a parent company or material subsidiary of such a person, or if such person is a company, an executive at the relevant company, or have been an executive within the past three years
5. The person must not be an executive of an organization that has received contributions, etc., in excess of a certain amount from the Bank or a subsidiary of the Bank (an annual amount of 10 million yen on average over the past three years or 30% of the total average annual expenses of the relevant organization, whichever is larger)
6. The person must not be a Director, Audit & Supervisory Board Member, accounting advisor, Executive Officer (shikkoyaku), or Executive Officer of a company receiving Director(s) from the Bank or a subsidiary of the Bank, or a parent company or subsidiary of such a company
7. The person must not be a certified public accountant or employee of an audit firm, etc., that is the current Financial Auditor of the Bank or a subsidiary of the Bank, or have been an employee, etc., in charge of the audit operations of the Bank or a subsidiary of the Bank as an employee of such an audit firm in the past three years
8. The person must not be an attorney at law, consultant, etc., who has received cash or other economic benefits totaling 10 million yen or more on average per year over the past three years from the Bank or a subsidiary of the Bank, other than officer compensation, or an employee, etc., of a law office or other advisory firm for whom the Bank or a subsidiary of the Bank is a major business partner (Note 4)
9. The person must not be a close relative (Note 6) of a person falling under any of the above categories 1 through 8 (excluding those who are not material (Note 5))
10. In order to be reappointed as an independent Outside Officer, the total period in office must not exceed 12 years.  
However, from the perspective of the level of contribution as an Outside Officer, the necessity of the person’s continued appointment, etc., if reappointment is deemed appropriate after consulting the Nomination and Compensation Advisory Committee, persons with a total period in office that exceeds 12 years may also be reappointed as independent Outside Officers.

11. The person must otherwise be someone for whom there is no possibility of a regular and substantial conflict of interests with general shareholders of the Bank owing to reasons other than those considered above

(Note 1) A shareholder holding 10% or more of the total voting rights

(Note 2) A business partner with payments from the Bank amounting to 2% or more of the annual consolidated total net sales of the relevant business partner in the most recent fiscal year

(Note 3) A business partner making payments to the Bank amounting to 2% or more of the annual consolidated ordinary income of the Bank in the most recent fiscal year

(Note 4) A firm that has received payments from the Bank or a subsidiary of the Bank amounting to 2% or more of the average consolidated total net sales of the firm over the past three fiscal years

(Note 5) An officer or person of General Manager class for a company, and a certified public accountant or attorney at law for a person belonging to an accounting office, law office, etc.

(Note 6) A relative within the second degree of kinship

<Reference>

Shares held as cross-shareholdings

The basic policy of the Bank regarding shares held as cross-shareholdings is to invest only when truly necessary for enhancing the Bank's corporate value, and to continue holding those shares that are deemed to be reasonable to hold. In addition, with regard to listed shares held as cross-shareholdings, we have established a basic policy of reducing holdings, except for those specified in these policies.

The rationale for holding shares is reviewed annually by the Board of Directors for each company with reference to the purpose of holding the shares. Profitability is assessed based on criteria that take into account the Bank's capital costs. We will strive to improve the holding significance of issues whose significance has diminished due to factors such as failure to meet profitability criteria, or proceed with their sale after gaining the understanding of our business partners.

Changes in shares held as cross-shareholdings

(Millions of yen)

	FY2021	FY2022	FY2023	FY2024
Number of issues held	91	87	82	81
Historical cost (Book value)	13,635	11,687	10,268	11,674
Balance sheet amount (Market value)	37,912	34,479	43,039	40,232


**Proposal No. 4: Election of One Substitute Audit & Supervisory Board Member**

To prepare for a contingency in which the number of Audit & Supervisory Board Members of the Bank falls below that required by laws and regulations, the Bank proposes to elect one substitute outside Audit & Supervisory Board Member.

To ensure fairness and transparency of the procedure, this proposal has been deliberated on by the Nomination and Compensation Advisory Committee, the majority of which is composed of independent outside Directors and which is chaired by an independent outside Director.

We have obtained the approval of the Audit & Supervisory Board for this proposal.

The candidate for substitute Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary and significant concurrent positions	Class and number of shares of the Bank held
 <p>Shinichiro Inoue (March 27, 1975)</p>	<p>Oct. 2002 Registered as an attorney at law (Osaka Bar Association)</p> <p>Oct. 2002 Joined MIYAKE &amp; PARTNERS</p> <p>May 2012 Appointed as Partner of MIYAKE &amp; PARTNERS</p> <p>Dec. 2014 Transfer of lawyer registration (Dai-Ichi Tokyo Bar Association)</p> <p>June 2020 Outside Audit &amp; Supervisory Board Member of Nippon Wealth Life Insurance Company Limited (current position)</p> <p>June 2021 Outside Audit &amp; Supervisory Board Member of STORAGE-OH Co.,Ltd. (current position)</p> <p>June 2023 Outside Director of Mitsubishi UFJ Kokusai Asset Management Co., Ltd. (current Mitsubishi UFJ Asset Management Co., Ltd.) (current position)</p> <p>&lt;Significant concurrent positions&gt;</p> <p>Outside Audit &amp; Supervisory Board Member of Nippon Wealth Life Insurance Company Limited, Outside Audit &amp; Supervisory Board Member of STORAGE-OH Co.,Ltd., Outside Director of Mitsubishi UFJ Asset Management Co., Ltd.</p>	0
<p>&lt;Reasons for nomination as a candidate for substitute outside Audit &amp; Supervisory Board Member&gt;</p> <p>As we intend to utilize the candidate's legal knowledge accumulated through his experience over the years as attorney at law to the Bank's auditing system in the case where he assumes office as Audit &amp; Supervisory Board Member, we nominate him as a candidate for substitute outside Audit &amp; Supervisory Board Member.</p> <p>The candidate previously has not been involved in the management of a company in a capacity other than as an outside director; however, as he is familiar with corporate legal affairs as attorney at law and has sufficient insight to supervise the management of a corporation, the Bank believes that he will appropriately perform his duties as outside Audit &amp; Supervisory Board Member.</p>		

(Notes)

1. There is no special interest relationship between the candidate for substitute outside Audit & Supervisory Board Member and the Bank.
2. Shinichiro Inoue is a candidate for substitute outside Audit & Supervisory Board Member.
3. If Shinichiro Inoue assumes office of Audit & Supervisory Board Member of the Bank, the Bank will enter into a limited liability agreement with him to limit his liability for damages as specified in Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations in accordance with Article 427, paragraph (1) of the same Act and pursuant to the Bank's Articles of Incorporation.
4. If Shinichiro Inoue assumes office as Audit & Supervisory Board Member of the Bank, the Bank will submit a notification designating him as an independent officer to the Tokyo Stock Exchange as stipulated in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange.
5. Directors and officers liability insurance policy with Sompo Japan Insurance Inc.  
The Bank has entered into a directors and officers liability insurance policy as specified in Article 430-3 of the Companies Act with Sompo Japan Insurance Inc. The policy covers losses that may arise from the Directors', Audit & Supervisory Board Members' and Executive Officers' assumption of liability incurred in the course of the performance of their duties, or receipt of claims pertaining to the pursuit of such liability. The maximum compensation for losses and the aggregate limit for each insured are stipulated. There are certain reasons for coverage exclusion, such as not covering losses arising from performance of an illegal act with full knowledge of its illegality.  
The insurance premiums, including those for special clauses, are fully borne by the Bank, and there are no insurance premiums actually borne by the insureds. If the candidate assumes office of Audit & Supervisory Board Member, he will

be included in the insureds under this insurance policy. The Company also intends to renew this policy with the same content when it is next due for renewal.