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(Securities Code: 8337)

June 2, 2026

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 CONVOCATION OF THE 104TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

This is to notify you that the 104th 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 104th 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., Monday, June 22, 2026 (JST).

[Exercise of voting rights via the Internet]

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:** Tuesday, June 23, 2026, 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 104th Fiscal Year (from April 1, 2025 to March 31, 2026)
2. Consolidated Financial Statements for the Bank's 104th Fiscal Year (from April 1, 2025 to March 31, 2026) 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 Ten Directors

Proposal No. 3: Election of One Audit & Supervisory Board Member

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.
- ◎ In accordance with laws and regulations, paper-based documents will be sent only to shareholders who completed the procedure for requesting delivery of paper-based documents by March 31, 2026.
- ◎ The final tally report of the exercise of voting rights at the General Meeting of Shareholders, the results of resolutions, and audio recordings of the Meeting, etc. will be posted on the Bank's website at a later date.
(<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 ¥594,589,180
Class 2 Preferred Stock of the Bank	
¥104 per share	Total of ¥156,000,000
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 ¥42,507,000

(2) Effective date of dividends of surplus

June 24, 2026

Proposal No. 2: Election of Ten Directors


The terms of service of all nine Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Bank proposes to elect ten Directors, an increase of one person, in order to strengthen the management system.


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	Hiroshi Tanaka	Male	Reappointment	Director, Managing Executive Officer
5	Kunito Ozeki	Male	New appointment	Managing Executive Officer
6	Junji Nakamura	Male	New appointment	Managing Executive Officer
7	Hisako Toya	Female	Reappointment Outside Director Independent Officer	Director (outside Director)
8	Eiji Yamada	Male	Reappointment Outside Director Independent Officer	Director (outside Director)
9	Tetsuro Sugiura	Male	Reappointment Outside Director Independent Officer	Director (outside Director)
10	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 data-bbox="357 703 520 801">Shunichi Aoyagi (July 12, 1955) Reappointment</p>	<p data-bbox="587 315 1238 882"> Apr. 1980 Joined the Bank Aug. 1996 Assistant General Manager of International Division, General Manager of New York Representative Office Oct. 2000 Deputy General Manager of Management Planning Division July 2003 Associate Director-General, General Manager in charge of Management Planning Division May 2004 Associate Director-General, General Manager of Management Planning Division June 2004 Executive Officer, General Manager of Management Planning Division May 2007 Managing Executive Officer June 2007 Managing Director, Managing Executive Officer June 2009 President (CEO) Apr. 2019 Chairman of the Board (current position) <Current responsibilities> Audit Division </p>	<p data-bbox="1267 607 1390 824"> Common shares 5,300 Second series of class 7 preferred stocks 4 </p>
<p data-bbox="300 898 1238 1104"> <Reasons for nomination as a candidate for Director> 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 data-bbox="331 752 542 851">Hitoshi Umeda (December 24, 1962) Reappointment</p>	<p data-bbox="587 315 1241 981"> Apr. 1986 Joined the Bank Jan. 2004 Deputy General Manager of Financial Markets Division Apr. 2006 General Manager of Yakuendai Branch Oct. 2010 Deputy General Manager of Management Planning Division July 2012 Associate Director-General, General Manager in charge of Management Planning Division Apr. 2014 Associate Director-General, General Manager of Management Planning Division June 2014 Executive Officer, General Manager of Management Planning Division Apr. 2016 Executive Officer, General Manager of Sales Division of Head Office May 2016 Managing Executive Officer, General Manager of Sales Division of Head Office Apr. 2017 Managing Executive Officer June 2018 Managing Director, Managing Executive Officer Apr. 2019 President (CEO) (current position) <Current responsibilities> Secretarial Office </p>	<p data-bbox="1267 651 1390 875"> Common shares 4,800 Second series of class 7 preferred stocks 10 </p>
<p data-bbox="300 992 1241 1205"> <Reasons for nomination as a candidate for Director> 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	 <p>Ryuichi Matsumaru (August 1, 1959) Reappointment</p>	<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><Current responsibilities> Personnel Division, Financial Markets Division</p>	Common shares 7,400
<p><Reasons for nomination as a candidate for Director> 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. 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 data-bbox="360 775 512 875">Hiroshi Tanaka (June 1, 1964) Reappointment</p>	<p data-bbox="587 315 1238 887"> Apr. 1988 Joined the Bank Apr. 2007 General Manager of Kamatori Branch Apr. 2010 General Manager of Urayasu Branch Apr. 2012 Deputy General Manager of Sales Management Division Apr. 2014 Deputy General Manager of Management Planning Division July 2014 Associate Director-General, General Manager in charge of Management Planning Division June 2016 Executive Officer, General Manager in charge of Management Planning Division Apr. 2019 Executive Officer, General Manager of Management Planning Division Apr. 2020 Managing Executive Officer, General Manager of Management Planning Division Apr. 2022 Managing Executive Officer June 2025 Director, Managing Executive Officer (current position) <Current responsibilities> 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) </p>	<p data-bbox="1267 689 1390 909"> Common shares 7,900 Second series of class 7 preferred stocks 4 </p>
<p data-bbox="300 1039 1238 1279"> <Reasons for nomination as a candidate for Director> 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. 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. </p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Class and number of shares of the Bank held
5	 <p data-bbox="341 831 526 929">Kunito Ozeki (January 13, 1971) New appointment</p>	<p data-bbox="587 315 1235 1048"> Apr. 1994 Joined the Bank Oct. 2012 General Manager of Regional Corporation Department of Matsudo Branch Apr. 2016 General Manager of Soga Branch Apr. 2017 Area Manager of Soga Block, General Manager of Soga Branch, and General Manager of Shirahata Branch Apr. 2018 Area Manager of Ichikawa Block and General Manager of Ichikawa Branch July 2019 Associate Director-General, Area Manager of Ichikawa Block and General Manager of Ichikawa Branch Apr. 2020 Associate Director-General, General Manager of Sales Planning Division Apr. 2021 Executive Officer, General Manager of Sales Planning Division Apr. 2023 Executive Officer, Regional Manager, Area Manager of Chiba-Central Block, and General Manager of Chiba Branch Apr. 2024 Managing Executive Officer, Regional Manager, Area Manager of Chiba-West Block, and General Manager of Sales Division of Head Office Apr. 2026 Managing Executive Officer, General Manager of Sales Unit (current position) <Current responsibilities> Sales Unit consisting of Sales Planning Division, Sales Support Division, and Sales Promotion Division </p>	Common shares 4,000
<p data-bbox="300 1151 1235 1393"> <Reasons for nomination as a candidate for Director> 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 promotion and credit supervision as a member of the Bank since 1994. 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
6	 <p data-bbox="357 730 510 831">Junji Nakamura (July 24, 1972) New appointment</p>	<p data-bbox="587 315 1238 936"> Apr. 1996 Joined the Bank Oct. 2013 General Manager of Regional Corporation Department of Urayasu Branch, General Manager of Client Services Section II Apr. 2015 General Manager of Funabori Corporate Office of Urayasu Branch July 2017 Chairman of Nishi-Kasai Branch Opening Preparation Committee Sep. 2017 General Manager of Nishikasai Branch Apr. 2019 Deputy General Manager of Management Planning Division July 2021 Associate Director-General, General Manager in charge of Management Planning Division Apr. 2022 Executive Officer, General Manager of Management Planning Division Apr. 2024 Managing Executive Officer, General Manager of Management Planning Division Apr. 2025 Managing Executive Officer (current position) <Current responsibilities> Management Planning Division and Digital Innovation Division </p>	<p data-bbox="1267 645 1390 864"> Common shares 1,200 Second series of class 7 preferred stocks 3 </p>
	<p data-bbox="300 949 1230 1193"> <Reasons for nomination as a candidate for Director> 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 promotion, management planning and administration, IT and digital, and governance and sustainability as a member of the Bank since 1996. 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, 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
7	 <p data-bbox="336 719 531 770">Hisako Toya (August 1, 1952)</p> <p data-bbox="336 790 531 869">Reappointment Outside Director Independent Officer</p>	<p data-bbox="587 315 1243 965"> Apr. 1975 Joined Chiba Prefectural Government Apr. 2000 Assistant General Manager of Children and Families Division of Health and Welfare Department, Head of Declining Birthrate Countermeasure Office Apr. 2002 Director-General of Women’s Support Center of General Planning Department Apr. 2004 Manager of Gender Equality Division of General Planning Department, Deputy Counselor of General Affairs Department Apr. 2007 Deputy Director of Commerce and Labor Department, Counselor of General Affairs Department Apr. 2008 Deputy Director of Health and Welfare Department Apr. 2009 Director of Health and Welfare Department Apr. 2011 Director of Environmental and Community Affairs Department Mar. 2013 Retired from Chiba Prefectural Government Apr. 2013 Executive Advisor of Federation of National Health Insurance Associations of Chiba Prefecture June 2015 Outside Director of the Bank (current position) </p>	Common shares 2,900
<p data-bbox="300 976 1238 1301"> <Reasons for nomination as a candidate for outside Director and her expected role> 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. 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. The term of her office as outside Director will have been eleven 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
8	 <p data-bbox="359 813 512 869">Eiji Yamada (July 18, 1955)</p> <p data-bbox="336 882 537 965">Reappointment Outside Director Independent Officer</p>	<p data-bbox="587 315 1206 371">Apr. 1978 Joined Nippon Telegraph and Telephone Public Corporation (current NTT, Inc.)</p> <p data-bbox="587 383 1214 488">June 2001 General Manager of Financial Business Planning Division of Financial Systems Sector of NTT DATA Corporation (current NTT DATA Group Corporation)</p> <p data-bbox="587 499 1235 555">Apr. 2002 General Manager of Payment Business Division of IT Business Development Sector</p> <p data-bbox="587 566 1198 622">May 2004 Deputy General Manager of Payment Solutions Sector</p> <p data-bbox="587 633 951 656">June 2005 Senior Vice President</p> <p data-bbox="587 667 1075 689">June 2011 Director, Executive Vice President</p> <p data-bbox="587 701 1235 757">June 2012 Representative Director and Senior Executive Vice President</p> <p data-bbox="587 768 1198 846">June 2015 Advisor President and Representative Director of Japan Information Processing Service Co., Ltd.</p> <p data-bbox="587 857 1193 880">June 2017 Outside Director of the Bank (current position)</p> <p data-bbox="587 891 1214 947">June 2021 Advisor of Japan Information Processing Service Co., Ltd. External Director of Kyokuyo Co., Ltd. (current position)</p> <p data-bbox="587 958 1193 1064">June 2022 External Director, Heiwa Real Estate Co., Ltd. (current position)</p> <p data-bbox="587 1075 1038 1155"><Significant concurrent positions> External Director of Kyokuyo Co., Ltd. External Director, Heiwa Real Estate Co., Ltd.</p>	Common shares 2,400
<p data-bbox="300 1167 1107 1189"><Reasons for nomination as a candidate for outside Director and his expected role></p> <p data-bbox="300 1193 1235 1350">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.</p> <p data-bbox="300 1355 1230 1411">For the reasons above, the Bank believes that he will appropriately perform his duties as outside Director.</p> <p data-bbox="300 1415 1187 1469">The term of his office as outside Director will have been nine 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
9	 <p data-bbox="357 792 512 943">Tetsuro Sugiura (July 30, 1954) Reappointment Outside Director Independent Officer</p>	<p data-bbox="587 315 1203 371">Apr. 1977 Joined The Fuji Bank, Limited (current Mizuho Bank, Ltd.)</p> <p data-bbox="587 376 1203 517">Apr. 2002 Related Business Department of Mizuho Bank, Ltd. Seconded to Fuji Research Institute Corporation (current Mizuho Bank, Ltd.) Executive Board Member and Chief Economist</p> <p data-bbox="587 521 1203 663">Apr. 2003 Group Strategy Department I of Mizuho Financial Group, Inc. Seconded to Mizuho Research Institute, Ltd. (current Mizuho Bank, Ltd.) Chief Economist</p> <p data-bbox="587 667 1203 786">Apr. 2004 Corporate Planning Department Seconded to Mizuho Research Institute, Ltd. (current Mizuho Bank, Ltd.) Chief Economist</p> <p data-bbox="587 790 1203 931">Apr. 2005 Executive Officer of Corporate Planning Department Managing Executive Officer, Chief Economist of Mizuho Research Institute, Ltd. (current Mizuho Bank, Ltd.)</p> <p data-bbox="587 936 1203 992">Apr. 2007 Senior Executive Officer of Mizuho Research Institute Ltd. (current Mizuho Bank, Ltd.)</p> <p data-bbox="587 996 1203 1030">July 2011 Vice-chairman</p> <p data-bbox="587 1034 1203 1090">Apr. 2014 Senior Director of Japan Economic Research Institute</p> <p data-bbox="587 1095 1203 1128">June 2019 Outside Director of the Bank (current position)</p>	Common shares 1,800
<p data-bbox="300 1128 1107 1162"><Reasons for nomination as a candidate for outside Director and his expected role></p> <p data-bbox="300 1162 1235 1402">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 & 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.</p> <p data-bbox="300 1402 1235 1458">For the reasons above, the Bank believes that he will appropriately perform his duties as outside Director.</p> <p data-bbox="300 1458 1203 1514">The term of his office as outside Director will have been seven 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
10	 Yumiko Kinoshita (July 13, 1961) Reappointment Outside Director Independent Officer	Apr. 1984 Joined the Bank of Japan Sep. 1991 Joined McKinsey & Company 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) June 2011 General Manager of Corporate Planning Department of KCJ GROUP INC. Feb. 2016 Full-time Director of JAPAN PROFESSIONAL FOOTBALL LEAGUE Mar. 2018 Senior Adviser to Chairman, International Outreach of JAPAN PROFESSIONAL FOOTBALL LEAGUE July 2020 Director of Tokyo Football Association Mar. 2021 External Director of Tokyo Tatemono Co., Ltd. (current position) Apr. 2022 Member of Administrative Council of Hitotsubashi University June 2024 Vice President of Tokyo Football Association (current position) June 2024 Outside Director of the Bank (current position) <Significant concurrent positions> External Director of Tokyo Tatemono Co., Ltd.	Common shares 100
	<Reasons for nomination as a candidate for outside Director and her expected role> 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 two years at the conclusion of this Annual General Meeting of Shareholders.		

(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 of NTT DATA Corporation (current NTT DATA Group Corporation) that is a specified related business operator of the Bank in the past ten years, and his position and responsibilities are as stated in "Career summary, positions, responsibilities, and significant concurrent positions" above. He resigned as Advisor of the same company in June 2017.
- 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 One Audit & Supervisory Board Member

Audit & Supervisory Board Member Tsuyoshi Kanasugi will resign at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of one Audit & Supervisory Board Member 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 candidate for Audit & Supervisory Board Member is as follows. Katsumi Shirai will be appointed as a substitute for Tsuyoshi Kanasugi, who will resign from the post of Audit & Supervisory Board Member before the expiration of his term of office. The term of office for the substitute will be until the expiration of the term of office of the original Audit & Supervisory Board Member, as stipulated in the Bank's Articles of Incorporation.

Name (Date of birth)	Career summary, positions, and significant concurrent positions	Class and number of shares of the Bank held
 <p>Katsumi Shirai (November 5, 1963) New appointment</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</p> <p>Apr. 2026 Director, Executive Officer (current position)</p>	<p>Common shares 4,000</p>
<p><Reasons for nomination as a candidate for Audit & Supervisory Board Member> He has served as Officer in charge of the Sales Unit and in other roles as a member of the Bank since 1987 and assumed office as Director in June 2020. The candidate has ample business experience as a Director and is familiar with overall banking operations, especially in sales promotion. 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 & Supervisory Board Member, and we nominate him as a candidate for Audit & Supervisory Board Member.</p>		

(Notes)

1. There is no special interest relationship between the candidate and the Bank.
2. 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		○	○	○
Hiroshi Tanaka	Director		○	○	○
Kunito Ozeki	Director			○	
Junji Nakamura	Director		○	○	○
Hisako Toya	Director	Outside Director			
Eiji Yamada	Director	Outside Director	○		
Tetsuro Sugiura	Director	Outside Director			
Yumiko Kinoshita	Director	Outside Director		○	○
Akira Miyamoto	Audit & Supervisory Board Member			○	○
Katsumi Shirai	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	○		○	○	○
Hiroshi Tanaka		○	○	○	○
Kunito Ozeki			○	○	○
Junji Nakamura		○	○	○	○
Hisako Toya			○		○
Eiji Yamada		○	○		
Tetsuro Sugiura	○		○		○
Yumiko Kinoshita	○		○		○
Akira Miyamoto		○	○	○	○
Katsumi Shirai			○	○	○
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.

The reason for the increase in the amount recorded on the balance sheet (market value) is the rise in the stock prices of the issues held. We will continue to address such matters in accordance with the Bank's basic policy.

Changes in shares held as cross-shareholdings

(Millions of yen)

	FY2022	FY2023	FY2024	FY2025
Number of issues held	87	82	81	79
Historical cost (Book value)	11,687	10,268	11,674	11,256
Balance sheet amount (Market value)	34,479	43,039	40,232	46,141


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 & PARTNERS</p> <p>May 2012 Appointed as Partner of MIYAKE & PARTNERS (current position)</p> <p>Dec. 2014 Transfer of lawyer registration (Dai-Ichi Tokyo Bar Association)</p> <p>June 2020 Outside Audit & Supervisory Board Member of Nippon Wealth Life Insurance Company Limited (current position)</p> <p>June 2021 Outside Audit & 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.)</p> <p>June 2025 Outside Director, Audit & Supervisory Committee Member of Mitsubishi UFJ Asset Management Co., Ltd. (current position)</p> <p>Director of M&P Investment Compliance Corporation (current position)</p> <p><Significant concurrent positions> Outside Audit & Supervisory Board Member of Nippon Wealth Life Insurance Company Limited, Outside Audit & Supervisory Board Member of STORAGE-OH Co.,Ltd., Outside Director, Audit & Supervisory Committee Member of Mitsubishi UFJ Asset Management Co., Ltd. and Director of M&P Investment Compliance Corporation</p>	0
<p><Reasons for nomination as a candidate for substitute outside Audit & Supervisory Board Member> 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 & Supervisory Board Member, we nominate him as a candidate for substitute outside Audit & 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 & 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.