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(Securities Code: 8345)
June 1, 2020

To Shareholders with Voting Rights:

Sachio Taguchi
President
The Bank of Iwate, Ltd.
2-3, Chuodori 1-chome, Morioka,
Iwate, Japan

**NOTICE OF CONVOCATION OF
THE 138TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

You are cordially notified of the 138th Annual General Meeting of Shareholders of The Bank of Iwate, Ltd. (the “Bank”). The meeting will be held for the purposes as described below.

This year, in order to prevent the spread of the novel coronavirus (COVID-19) infections, please consider your options including refraining from attending the General Meeting of Shareholders, and exercise your voting rights in advance by mail or via the Internet when possible. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by no later than 5:15 p.m. on Monday, June 22, 2020 Japan time.

- 1. Date and Time:** Tuesday, June 23, 2020 at 10:00 a.m. Japan time
- 2. Place:** 9F, Hall, Head Office of the Bank, 2-3, Chuodori 1-chome, Morioka, Iwate, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report and Non-consolidated Financial Statements for the Bank’s 138th Fiscal Year (from April 1, 2019 to March 31, 2020)
 2. Consolidated Financial Statements for the Bank’s 138th Fiscal Year (from April 1, 2019 to March 31, 2020) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
 - Proposals to be resolved:**
 - Proposal No. 1:** Appropriation of Surplus
 - Proposal No. 2:** Election of Ten (10) Directors (excluding Directors serving as Audit and Supervisory Committee Members)
 - Proposal No. 3:** Election of Four (4) Directors serving as Audit and Supervisory Committee Members

Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

The following three methods are available for exercising your voting rights.

- (1) Exercise of voting rights upon attendance at General Meeting of Shareholders
Date and time of General Meeting of Shareholders: Tuesday, June 23, 2020, 10:00 a.m. Japan time
Please submit the enclosed Voting Rights Exercise Form at the reception desk of the Bank's head office.
Please bring this "Notice of Convocation of the 138th Annual General Meeting of Shareholders" with you to conserve paper resources.
- (2) Exercise of Voting Rights in Writing
Deadline for exercise: Votes received by no later than 5:15 p.m. on Monday, June 22, 2020 Japan time
Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the deadline for exercise.
- (3) Exercise of Voting Rights via the Internet
Deadline for exercise: Votes sent by no later than 5:15 p.m. on Monday, June 22, 2020 Japan time
Before exercising voting rights via the Internet, please read the "Procedures for Exercise of Voting Rights via the Internet," which is described below (Japanese version only) , and exercise you voting rights by the deadline.

[Handling of Duplicate Voting]

If you exercise your voting rights both by mailing the Voting Rights Exercise Form and via the Internet, only the vote placed via the Internet is deemed valid.

If you exercise your voting rights more than once via the Internet, only the last vote is deemed valid.

End

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◎ Of the documents required to be presented along with this notice of convocation, "Matters concerning Stock Acquisition Rights, etc. Held by the Bank," "Non-Consolidated Statements of Changes in Net Assets" and "Notes to Non-Consolidated Financial Statements," and "Consolidated Statements of Changes in Net Assets" and "Notes to Consolidated Financial Statements" are, in accordance with laws and regulations, and Article 16 of the Articles of Incorporation of the Bank, posted on the Bank's website (<https://www.iwatebank.co.jp/ir/stock/meeting.html>) and are therefore not included in the documents attached to this notice of convocation.

Accordingly, the documents attached to this notice of convocation are part of the Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements which have been audited by the Audit and Supervisory Committee for the preparation of the Audit Report and by the Accounting Auditor for the preparation of the Independent Auditor's Report.

◎ Please note that updates or corrections, if any, to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Financial Statements and the Consolidated Financial Statements will be posted on the Bank's website (<https://www.iwatebank.co.jp/ir/stock/meeting.html>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

Given the public nature of a bank and from a standpoint of ensuring its sound management, the Bank strives to retain sufficient internal reserves. Meanwhile, the Bank is committed to continuously providing stable dividends to shareholders based on its basic policy. In accordance with the dividend policy, the Bank proposes that dividends payout at the end of the 138th fiscal year, and appropriation of other surplus will be as follow by taking into account the business results of the fiscal year under review, management climate and future operational expansion in a comprehensive manner.

1. Matters concerning year-end dividends

(1) Type of dividend property

Cash

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

Cash dividend of ¥35 per common share of the Bank

In this case, the total dividends payable will be ¥615,646,115. As a result, the annual dividend will be ¥70 per share, including ¥35 per share of interim dividend which the Bank has already paid.

(3) Effective date of distribution of surplus

June 24, 2020

2. Other matters concerning the appropriation of surplus

(1) Item and amount of surplus to be decreased

Retained earnings brought forward 3,000,000,000 yen

(2) Item and amount of surplus to be increased

General reserve 3,000,000,000 yen

Proposal No. 2: Election of Ten (10) Directors (excluding Directors serving as Audit and Supervisory Committee Members)

Since the terms of office of the ten (10) Directors (excluding Directors serving as Audit and Supervisory Committee Members; same for the proposal below) will expire at the conclusion of this Annual General Meeting of Shareholders, the new election of ten (10) Directors is proposed.

The Audit and Supervisory Committee concluded that each candidate was qualified as Director of the Bank after considering this proposal.

The candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members) are as follows:

No.	Name	Current Position	Attendance at Board of Directors meetings (times)
1	(Male) Masahiro Takahashi <u>Reappointment</u>	Chairman	14/14 (100%)
2	(Male) Sachio Taguchi <u>Reappointment</u>	President	14/14 (100%)
3	(Male) Motomu Sato <u>Reappointment</u>	Managing Director	14/14 (100%)
4	(Male) Yasushi Sasaki <u>Reappointment</u>	Managing Director	14/14 (100%)
5	(Male) Kensei Ishikawa <u>Reappointment</u>	Managing Director	11/11 (100%)
6	(Male) Yasutaka Kakiki <u>Reappointment</u>	Managing Director	11/11 (100%)
7	(Male) Shinji Niisato <u>New Appointment</u>	Executive Officer / General Manager of Retail Strategy Division	-
8	(Male) Atsushi Takahashi <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director	13/14 (92%)
9	(Male) Fumio Ube <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director	14/14 (100%)
10	(Male) Atsushi Miyanoya <u>New Appointment</u> <u>Outside</u> <u>Independent</u>	-	-

(Note) Messrs. Kensei Ishikawa and Yasutaka Kakiki attended all eleven Board of Directors meetings held after they took office as Director on June 21, 2019.

Candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members)

1 Masahiro Takahashi (Male) (December 25, 1950) Reappointment

- Attendance at Board of Directors meetings (times) 14/14 (100%)
- Number of shares of the Bank held 5,600 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1973 Joined the Bank
 Oct. 1996 General Manager of Tairadate Branch
 Oct. 1998 Loan Supervision Officer of Loan Supervision Division
 Apr. 2000 General Manager of Loan Supervision Division
 Jul. 2002 Executive Officer / General Manager of Loan Supervision Division
 Jun. 2003 Managing Director
 Jun. 2007 President
 Jun. 2014 Chairman (current position)

- [Reason for nomination as a candidate for Director]

Since assuming office as President in June 2007, Mr. Masahiro Takahashi has played a prominent role in the Bank's management in an accurate and efficient manner. In June 2014, he assumed office as Chairman. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director.

2 Sachio Taguchi (Male) (September 28, 1953) Reappointment

- Attendance at Board of Directors meetings (times) 14/14 (100%)
- Number of shares of the Bank held 3,400 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1977 Joined the Bank
 Jun. 2003 General Manager of Consumer Banking Division
 Jul. 2006 Executive Officer / General Manager of Consumer Banking Division
 Jun. 2007 Executive Officer / General Manager of Tokyo Office
 Jun. 2009 Director / General Manager of Tokyo Office
 Jun. 2010 Managing Director
 Jun. 2013 Senior Managing Director
 Jun. 2014 President (current position)

- [Reason for nomination as a candidate for Director]

Since assuming office as Director in June 2009, Mr. Sachio Taguchi has managed the loan supervision, banking, marketing, and planning divisions, in addition to serving as General Manager of the Tokyo Office, through which has accumulated extensive experiences both at the Head Office and business branches with a good sense of balance. Since June 2014, he has played a prominent role in the Bank's management as President. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director.

3 Motomu Sato (Male) (February 13, 1961) **Reappointment**

- Attendance at Board of Directors meetings (times) 14/14 (100%)
 - Number of shares of the Bank held 1,200 shares
 - Past experience, positions, responsibilities, and significant concurrent positions
- Apr. 1983 Joined the Bank
- Oct. 2005 General Manager of Midorigaoka Branch
- Oct. 2008 Acting General Manager of Systems Development and Operations Division
- Apr. 2009 Vice General Manager of Systems Development and Operations Division
- Jul. 2011 General Manager of Systems Development and Operations Division
- Apr. 2013 General Manager of Systems Division
- Jul. 2015 Executive Officer / General Manager of Systems Division
- Jun. 2016 Director / General Manager of Systems Division
- Jul. 2017 Director / General Manager of Business Management Division
- Jun. 2018 Managing Director (current position)
(in charge of Business Management Division, Systems Division and Risk Management Division)
- [Reason for nomination as a candidate for Director]
In addition to serving as General Manager of a branch, Mr. Motomu Sato has assumed various posts such as in the Personnel, Business Planning and Systems Divisions, and is deeply versed in the banking business overall. He has been managing the Systems Division as General Manager from July 2011, as Executive Officer from July 2015 and as Director from June 2016. In addition, he has been managing the Personnel, Risk Management, Business Management and System Divisions as Managing Director from June 2018. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director.

4 Yasushi Sasaki (Male) (June 23, 1961) **Reappointment**

- Attendance at Board of Directors meetings (times) 14/14 (100%)
 - Number of shares of the Bank held 2,020 shares
 - Past experience, positions, responsibilities, and significant concurrent positions
- Apr. 1984 Joined the Bank
- Oct. 2005 Acting General Manager of Personnel Division
- Apr. 2009 General Manager of Tono Branch
- Jun. 2012 General Manager of Risk Control Division and General Manager of Financial Products Management Office
- Apr. 2013 General Manager of Risk Management Division and General Manager of Financial Products Management Office
- Jun. 2015 General Manager of General Planning Division
- Jun. 2016 Director/ General Manager of General Planning Division
- Jun. 2018 Managing Director (current position)
(Commissioned General Manager of General Planning Division)
- [Reason for nomination as a candidate for Director]
In addition to serving as General Manager of a branch, Mr. Yasushi Sasaki has assumed various posts such as in the Personnel, Risk Control and Planning divisions, and is deeply versed in the banking business overall. He assumed General Manager of the Risk Control Division from June 2012 and General Manager of the General Planning Division from June 2015, managing the General Planning Division as Director from June 2016 and as Managing Director from June 2018. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director.

5 Kensei Ishikawa (Male) (May 27, 1961) Reappointment

- Attendance at Board of Directors meetings (times) 11/11 (100%)
- Number of shares of the Bank held 700 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1984 Joined the Bank
Nov. 2003 General Manager of Hitaka Branch
Jun. 2005 Senior Manager of Financial Markets Division
Feb. 2006 Acting General Manager of Financial Markets Division
Jun. 2009 Vice General Manager of Financial Markets Division
Jun. 2010 General Manager of Ichinohe Branch
Apr. 2013 General Manager of Financial Markets Division
Jun. 2016 General Manager of Tokyo Office
Jul. 2016 Executive Officer / General Manager of Tokyo Office
Jun. 2019 Managing Director (current position)
(in charge of Loan Supervision Division and Financial Markets Division)

- [Reason for nomination as a candidate for Director]

In addition to serving as General Manager of branches, Mr. Kensei Ishikawa has assumed various posts such as in the Marketing Division, and is deeply versed in the banking business overall. He assumed General Manager of the Financial Markets Division from April 2013 and Executive Officer / General Manager of the Tokyo Office from July 2016. In addition, he has been managing the Loan Supervision Division and Financial Markets Division as Managing Director from June 2019. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director.

6 Yasutaka Kakiki (Male) (April 14, 1960) Reappointment

- Attendance at Board of Directors meetings (times) 11/11 (100%)
- Number of shares of the Bank held 900 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1983 Joined the Bank
Oct. 2001 Acting General Manager of Personnel Division
Apr. 2008 General Manager of Ichinohe Branch
Jun. 2010 General Manager of Nakanohashi Branch
Jun. 2013 General Manager of Personnel Division
Apr. 2015 General Manager of Mizusawa Branch
Apr. 2016 Administrator / General Manager of Mizusawa Branch
Apr. 2017 Executive Officer / General Manager of Kitakami Branch
Apr. 2018 Executive Officer / General Manager of Personnel Division
Jun. 2019 Managing Director (current position)
(Commissioned General Manager of Personnel Division, in charge of Secretariat Division)

- [Reason for nomination as a candidate for Director]

In addition to serving as General Manager of a branch, Mr. Yasutaka Kakiki has assumed various posts such as in the Personnel Division, and is deeply versed in the banking business overall. He assumed General Manager of the Personnel Division from June 2013, Executive Officer / General Manager of the Kitakami Branch from April 2017, and Executive Officer / General Manager of the Personnel Division from April 2018. In addition, he has been managing the Personnel Division and Secretariat Division as Managing Director from June 2019. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director.

7 Shinji Niisato (Male) (December 9, 1964) **New Appointment**

- Number of shares of the Bank held 500 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1988 Joined the Bank
Apr. 2006 Senior Manager of Consumer Banking Division
Apr. 2008 Business Promotion Manager of Consumer Banking Division
Oct. 2009 Acting General Manager of General Planning Division
Apr. 2013 General Manager of Ozuchi Branch
Apr. 2016 General Manager of Retail Strategy Division
Apr. 2018 Executive Officer / General Manager of Retail Strategy Division (current position)

- [Reason for nomination as a candidate for Director]

In addition to serving as General Manager of a branch, Mr. Shinji Niisato has assumed various posts in the Personnel, Consumer Banking and Planning Divisions, and is deeply versed in the banking business overall. He has been managing the Retail Strategy Division as General Manager from 2016, and as Executive Officer from 2018. He has the ability to execute management and administration of the banking business accurately, fairly and efficiently by drawing on his wealth of experience and based on his achievements, and possesses sufficient social credibility. For these reasons, he is appointed as a candidate for Director.

8 Atsushi Takahashi (Male) (July 23, 1941) **Reappointment** **Candidate for Outside Director** **Independent Director**

- Attendance at Board of Directors meetings (times) 13/14 (92%)
- Number of shares of the Bank held 1,000 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1965 Joined The Sumitomo Trust and Banking Co., Ltd.
(current Sumitomo Mitsui Trust Bank, Limited)
Jun. 1991 Director / General Manager of Planning and Coordination Dept.
Jun. 1993 Managing Director / General Manager of Planning Dept.
Feb. 1995 Managing Director
Jun. 1997 Senior Managing Director
Mar. 1998 President
Jun. 2005 Chairman
Apr. 2011 Advisor
Jun. 2011 Director of the Bank (current position)
Jun. 2011 Director of Keio Corporation (current position)
Jul. 2016 Special Advisor of Sumitomo Mitsui Trust Bank, Limited
Jul. 2018 Honorary Advisor (current position)

(Significant concurrent position)

Honorary Advisor of Sumitomo Mitsui Trust Bank, Limited

Director of Keio Corporation

- [Reason for nomination as a candidate for Outside Director]

In addition to serving as Chairman of The Sumitomo Trust and Banking Co., Ltd. (current Sumitomo Mitsui Trust Bank, Limited) until March 2011, Mr. Atsushi Takahashi currently serves as Honorary Advisor to that company as well as Outside Director of Keio Corporation. In order for him to continue to make use of the abundant experience and wide range of knowledge he obtained as a management executive of a financial institution, he is reappointed as a candidate for Outside Director of the Bank.

9 Fumio Ube (Male) (May 13, 1948) Reappointment Candidate for Outside Director Independent Director

- Attendance at Board of Directors meetings (times) 14/14 (100%)
 - Number of shares of the Bank held 0 shares
 - Past experience, positions, responsibilities, and significant concurrent positions
- Apr. 1973 Joined Tohoku Electric Power Company, Incorporated
Jun. 2005 Executive Officer / General Manager of Secretariat
Jun. 2007 Senior Executive Officer / General Manager of Tokyo Branch Office
Jun. 2009 Managing Director / Branch Supervisor
Jun. 2010 Representative Director & Executive Vice President
Jun. 2012 Resigned from Tohoku Electric Power Company, Incorporated
Jul. 2012 Vice Chairman of Tohoku Economic Federation
Jun. 2013 Director of the Bank (current position)
Jun. 2015 Chairman of Tohoku Productivity Center

- [Reason for nomination as a candidate for Outside Director]

In addition to serving as the Representative Director & Executive Vice President of Tohoku Electric Power Company, Incorporated until June 2012, Mr. Fumio Ube also served in positions such as Vice Chairman of Tohoku Economic Federation and Chairman of Tohoku Productivity Center. In order for him to continue to make use of the abundant experience and wide range of knowledge that he obtained as a management executive, he is reappointed as a candidate for Outside Director of the Bank.

10 Atsushi Miyano (Male) (April 3, 1959) New Appointment Candidate for Outside Director Independent Director

- Number of shares of the Bank held 0 shares
 - Past experience, positions, responsibilities, and significant concurrent positions
- Apr. 1982 Joined the Bank of Japan
May 2008 Director-General, Senior Secretary to the Governor
May 2010 Director-General, Financial System and Bank Examination Department
Mar. 2013 General Manager, Nagoya Branch
May 2014 Executive Director / General Manager, Osaka Branch
Mar. 2017 Executive Director (in charge of Financial System and Bank Examination Department, Currency Issue Department and Public Relations Department)
May 2018 Retired
Jun. 2018 Chairman, NTT DATA INSTITUTE OF MANAGEMENT CONSULTING, Inc. (current position)
Jun. 2019 Director, DAIBIRU CORPORATION (current position)

(Significant concurrent position)

Chairman, NTT DATA INSTITUTE OF MANAGEMENT CONSULTING, Inc.

Director, DAIBIRU CORPORATION

- [Reason for nomination as a candidate for Outside Director]

Mr. Atsushi Miyano served as Executive Director of the Bank of Japan until May 2018. In addition to serving as the Chairman of NTT DATA INSTITUTE OF MANAGEMENT CONSULTING, Inc., he currently serves as Outside Director of DAIBIRU CORPORATION. In order for him to continue to make use of the abundant experience in and wide range of knowledge on financial policies, he is appointed as a candidate for Outside Director of the Bank.

(Notes)

1. There is no special interest relationship between each candidate and the Bank.
2. Messrs. Atsushi Takahashi, Fumio Ube and Atsushi Miyanoya are candidates for Outside Directors. The Bank has registered Messrs. Atsushi Takahashi and Fumio Ube as Independent Directors with the Tokyo Stock Exchange in accordance with its regulations. Also, the Bank intends to register Mr. Atsushi Miyanoya as an Independent Director with the Tokyo Stock Exchange in accordance with its regulations.
3. The terms of office of Messrs. Atsushi Takahashi and Fumio Ube as Outside Directors of the Bank at the conclusion of this Annual General Meeting of Shareholders will respectively be as follows:
 Mr. Atsushi Takahashi: Nine years
 Mr. Fumio Ube: Seven years
4. Mr. Atsushi Takahashi is Honorary Advisor of Sumitomo Mitsui Trust Bank, Limited, which is one of our customers. Although there are ordinary banking transactions between the Bank and Sumitomo Mitsui Trust Bank, Limited, the balance of their deposits as of March 31, 2020 was less than 1% of the total deposit balance of the Bank, and there was no loan balance. Therefore, his independence is fully secured.
5. Mr. Fumio Ube used to work for Tohoku Electric Power Co., Inc. which is one of our customers. Although there are ordinary banking transactions between the Bank and Tohoku Electric Power Co., Inc., the balances of their deposits and loans as of March 31, 2020 were less than 1% of the total deposit balance and total asset balance of the Bank respectively. Therefore, his independence is fully secured.
6. Mr. Atsushi Miyanoya serves as Chairman of NTT DATA INSTITUTE OF MANAGEMENT CONSULTING, Inc. There are no transactions between the company and the Bank.
7. The Bank has entered into liability limitation agreements with candidates for Outside Directors, Messrs. Atsushi Takahashi and Fumio Ube, to limit their liabilities for damages to the Bank caused by negligence in the performance of their duties, to the minimum liability amount stipulated by laws and regulations, in accordance with Article 427, Paragraph1 of the Companies Act. In the event of the reappointment of the two candidates nominated above, the Bank intends to continue the said agreements. Also, in the event of the appointment of Mr. Atsushi Miyanoya nominated above, the Bank intends to enter into the same liability limitation agreement with him.

Proposal No. 3: Election of Four (4) Directors serving as Audit and Supervisory Committee Members

Since the terms of office of four (4) Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this Annual General Meeting of Shareholders, the new election of four (4) Directors serving as the Audit and Supervisory Committee Members is proposed.

The Bank has obtained a prior consent from the Audit and Supervisory Committee for the submission of this proposal.

The candidates for Directors serving as Audit and Supervisory Committee Members are as follows:

No.	Name	Current Position	Attendance at Board of Directors meetings (times)	Attendance at Audit and Supervisory Committee meetings (times)
1	(Male) Yuji Chiba <u>Reappointment</u>	Director serving as Standing Audit and Supervisory Committee Member	14/14 (100%)	14/14 (100%)
2	(Female) Shinobu Obara <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director serving as Audit and Supervisory Committee Member	14/14 (100%)	14/14 (100%)
3	(Female) Etsuko Sugawara <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director serving as Audit and Supervisory Committee Member	14/14 (100%)	14/14 (100%)
4	(Male) Masakazu Watanabe <u>New Appointment</u> <u>Outside</u> <u>Independent</u>	-	-	-

Candidates for Directors serving as Audit and Supervisory Committee Members

1 Yuji Chiba (Male) (May 24, 1960) **Reappointment**

- Attendance at Board of Directors meetings (times) 14/14 (100%)
- Attendance at Audit and Supervisory Committee meetings (times) 14/14 (100%)
- Number of shares of the Bank held 1,400 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1984 Joined the Bank
 Apr. 2003 Acting General Manager of Personnel Division
 Oct. 2007 General Manager of Kanegasaki Branch
 Apr. 2010 Vice General Manager of Business Administration Division
 Apr. 2013 General Manager of Audit Division
 Apr. 2016 Administrator / General Manager of Audit Division
 Jul. 2016 Executive Officer / General Manager of Audit Division
 Jun. 2017 Standing Corporate Auditor
 Jun. 2018 Director serving as Audit and Supervisory Committee Member (current position)

- [Reason for nomination as a candidate for Director]

Mr. Yuji Chiba has served as General Manager of the Audit Division for four years since 2013, and has served as Standing Corporate Auditor since June 2017 and as Director serving as Audit and Supervisory Committee Member since June 2018. He has knowledge and experience to audit the execution of duties of Directors accurately, fairly and efficiently, and possesses sufficient social credibility. For these reasons, he is reappointed as a candidate for Director serving as Audit and Supervisory Committee Member.

2 Shinobu Obara (Female) (March 16, 1958) **Reappointment** **Candidate for Outside Director** **Independent Director**

- Attendance at Board of Directors meetings (times) 14/14 (100%)
- Attendance at Audit and Supervisory Committee meetings (times) 14/14 (100%)
- Number of shares of the Bank held 0 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1980 Joined Hokkaido Broadcasting Co., Ltd.
 Dec. 1990 Joined Iwate Menkoi Television Co., Ltd.
 Jun. 2004 Director
 Jun. 2005 Representative Director and President of Ma cherie, Inc.
 Jun. 2006 Managing Director of Iwate Menkoi Television Co., Ltd.
 Jun. 2009 Senior Managing Director
 Jun. 2012 Corporate Auditor of the Bank
 Jun. 2015 Representative Director and Executive Vice President of Iwate Menkoi Television Co., Ltd. (current position)
 Jun. 2018 Director serving as Audit and Supervisory Committee Member (current position)

(Significant concurrent position)

Representative Director and Executive Vice President of Iwate Menkoi Television Co., Ltd.

- [Reason for nomination as a candidate for Outside Director]

Ms. Shinobu Obara serves as Representative Director and Executive Vice President of Iwate Menkoi Television Co., Ltd., a post with significant responsibility. In order for her to continue to make use of her abundant experience and wide range of knowledge that she obtained as a management executive on the audit structure of the Bank, she is reappointed as a candidate for Outside Director serving as Audit and Supervisory Committee Member of the Bank.

3 Etsuko Sugawara (Female) (May 20, 1953) Reappointment Candidate for Outside Director Independent Director

- Attendance at Board of Directors meetings (times) 14/14 (100%)
- Attendance at Audit and Supervisory Committee meetings (times) 14/14 (100%)
- Number of shares of the Bank held 0 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1987 Research Associate of Iwate University Faculty of Education

Apr. 1989 Lecturer of Iwate University Faculty of Education

Apr. 1993 Associate Professor of Iwate University Faculty of Education

Apr. 1999 Professor of Iwate University Faculty of Education

Apr. 2010 Vice President of Iwate University Faculty of Education

Mar. 2015 Director and Vice President of Iwate University Faculty of Education

Jun. 2018 Director serving as Audit and Supervisory Committee Member (current position)

Mar. 2019 Retired as Director and Vice President of Iwate University

- [Reason for nomination as a candidate for Outside Director]

Ms. Etsuko Sugawara has served as Director and Vice President of Iwate University. Although she does not have experience in corporate management in the past, in order for her to continue to make use of her professional expertise, extensive knowledge, and insight as an academic expert on the audit structure of the Bank, she is reappointed as a candidate for Outside Director serving as Audit and Supervisory Committee Member of the Bank.

4 Masakazu Watanabe (Male)(July 17, 1969) New Appointment Candidate for Outside Director Independent Director

- Number of shares of the Bank held 0 shares
- Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1996 Registered with Japan Federation of Bar Associations

Apr. 1999 Established Masakazu Watanabe Law Office (current position)

Apr. 2012 Chairman of Iwate Bar Association

Apr. 2012 Director of Japan Federation of Bar Associations

Oct. 2016 Domestic relations conciliation commissioner of Morioka Family Court (current position)

(Significant concurrent position)

Attorney at law

- [Reason for nomination as a candidate for Outside Director]

Since Mr. Masakazu Watanabe is well versed in corporate legal affairs as an attorney at law and has extensive legal knowledge and insight, the Bank concluded that he has the ability to strengthen the audit structure of the Bank, as well as supervise management from an objective standpoint and participate in important decision-making. For these reasons, he is appointed as a candidate for Outside Director serving as Audit and Supervisory Committee Member of the Bank.

(Notes)

1. There is no special interest relationship between each candidate and the Bank.
2. Ms. Shinobu Obara, Ms. Etsuko Sugawara and Mr. Masakazu Watanabe are candidates for Outside Directors. The Bank has registered Ms. Shinobu Obara and Ms. Etsuko Sugawara as Independent Directors with the Tokyo Stock Exchange in accordance with its regulations. Also, the Bank intends to register Mr. Masakazu Watanabe as an Independent Director with the Tokyo Stock Exchange in accordance with its regulations
3. The terms of office of Ms. Shinobu Obara and Ms. Etsuko Sugawara as Outside Directors serving as Audit and Supervisory Committee Members of the Bank at the conclusion of this Annual General Meeting of Shareholders will respectively be as follows:
Ms. Shinobu Obara: Two years
Ms. Etsuko Sugawara: Two years
4. Ms. Shinobu Obara's name on the family register is Ms. Shinobu Tanaka, but we refer to her by her professional name.
5. Ms. Shinobu Obara is Representative Director and Executive Vice President of Iwate Menkoi Television Co., Ltd., which is one of our customers. Although there are ordinary banking transactions between the Bank and Iwate Menkoi Television Co., Ltd., the balance of their deposits as of March 31, 2020 was less than 1% of the total deposit balance of the Bank, and there was no loan balance. Also, an officer of the Bank serves as Outside Director of Iwate Menkoi Television Co., Ltd., which means there is a relationship of mutual appointment of outside officers. However, mutual appointment does not affect Ms. Shinobu Obara's independence. Therefore, her independence is fully secured.
6. Ms. Etsuko Sugawara used to work for Iwate University, which is one of our customers. Although there are ordinary banking transactions between the Bank and Iwate University, the balance of their deposits as of March 31, 2020 was less than 1% of the total deposit balance of the Bank, and there was no loan balance. Also, in December 2017, on the occasion of the new construction of the "day-care center in the workplace" operated jointly by the Bank and Iwate University, the Bank made a donation of 20 million yen to be used to fund the construction. The purpose of this donation was to support the employees of the Bank and Iwate University in achieving a sound child rearing and work balance. There is no history of making large donations other than this or making regular donations. Therefore, her independence is fully secured.
7. Mr. Masakazu Watanabe is one of our legal advisors, but the amount of compensation is less than 10 million yen per year on average in the last three years, and he satisfies the independence criteria stipulated in the "Independence Standards for Outside Directors" set forth by the Bank. Also, although there are ordinary banking transactions between the Bank and Mr. Watanabe, the balance of his deposits as of March 31, 2020 was less than 1% of the total deposit balance of the Bank, and there was no loan balance. Therefore, his independence is fully secured.
In the event of the appointment of Mr. Masakazu Watanabe, the Bank intends to cancel the legal advisory contract with him.
8. The Bank has entered into liability limitation agreements with the candidates for Outside Directors, Ms. Shinobu Obara and Ms. Etsuko Sugawara, to limit their liabilities for damages to the Bank caused by negligence in the performance of their duties, to the minimum liability amount stipulated by laws and regulations, in accordance with Article 427, Paragraph 1 of the Companies Act. In the event of the reappointment of the two candidates nominated above, the Bank intends to continue the said agreements. Also, in the event of the appointment of Mr. Masakazu Watanabe nominated above, the Bank intends to enter into the same liability limitation agreement with him.

Reference

The Bank of Iwate Independence Standards for Outside Directors

Based on the premise that Outside Directors satisfy the independence standards set forth by the Tokyo Stock Exchange, Inc., the Bank defines their independence as not falling under any of the items listed below. In principle, Outside Directors, including candidates, who do not fall under any of the items shall be deemed “independent” Outside Directors.

1. A person or an executing person for whom the Bank is a major business partner
2. A person or an executing person who is a major business partner of the Bank
3. An accounting expert or legal expert who receives from the Bank monetary consideration or any other property in the amount of over 10 million yen per year in average over the past three years, in addition to compensation that he or she receives from the Bank
4. The Accounting Auditor of the Bank or an employee of the Accounting Auditor
5. A major shareholder of the Bank or an executing person for such shareholder who holds 10% or more of the total voting rights
6. A recipient of donation from the Bank or an executing person for such recipient in the amount of over 10 million yen per year in average over the last three years
7. The spouse or relative within the second degree of kinship of any of the person listed below.
 - i) A person who falls under any of the above 1. to 6.
 - ii) An executing person of the Bank or any of its subsidiaries
8. A person who may have constant and substantive conflicts of interest with general shareholders of the Bank due to reasons other than those stated in the above 1. to 7.

* Definition of a “major business partner”

Person for whom the Bank is a major business partner

Regular transactions: It is determined based on the ratio of the person’s sales to the Bank (2% or more) to the person’s total net sales for the most recent fiscal year.

Financing transactions: The Bank is in the highest rank of the person’s lenders and changes in the Bank’s loan policy have a serious impact on the person.

Major business partner of the Bank

Financing transactions: The Bank is lending 1% or more of its total assets to the business partner.

Deposit transactions: Deposits made by the business partner accounts for 1% or more of the Bank’s total deposits payable.