

Last Update: **June 26, 2026**

**Fukuoka Financial Group, Inc.**

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Securities Code: 8354

<https://www.fukuoka-fg.com>

The corporate governance of Fukuoka Financial Group, Inc. (the “Company”) is described below.

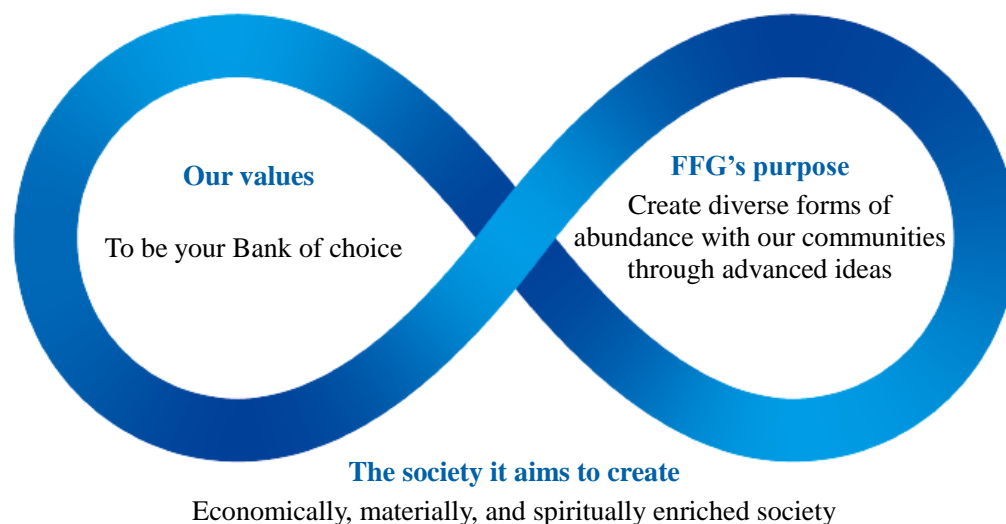
**I. Basic Views on Corporate Governance, Capital Structure, Corporate Profile and Other Basic Information**

**1. Basic Views**

As a wide-reaching regional financial group that includes under its umbrella The Bank of Fukuoka, The Kumamoto Bank, The Juhachi-Shinwa Bank, The Fukuoka Chuo Bank, The Minna Bank, and others, the Group offers advanced and diversified financial products and services through its dense sales network, centered primarily in Kyushu, its core business area.

The Group’s principles serves as the foundation for the mindset and behavior expected of each employee. We regard this principles as the cornerstone of Group management.

< FFG’s Principles >



Under this corporate philosophy principles, the Company, as a holding company to govern the Group, mainly consists of the core subsidiary banks, is working toward the realization of highly effective corporate governance for the purpose of optimizing the management resources of the Group and administering the Group as a whole in a sound and appropriate manner.

**[Reasons for Non-compliance with the Principles of the Corporate Governance Code]**

The Company complies all of the principles set forth in the Corporate Governance Code.

## [Disclosure Based on the Principles of the Corporate Governance Code]

This section, including content contained therein regarding the Tokyo Stock Exchange's new Prime Market segment, is presented in accordance with the revised Corporate Governance Code released in June 2021.

The Company has formulated the "Fukuoka Financial Group Corporate Governance Guidelines" as its "basic views and operational policies regarding corporate governance" and published them on its website. These guidelines have also been attached at the end of this report.

(Company Website [Corporate Governance])

<https://www.fukuoka-fg.com/en/company/governance.html>

Please refer to the Company website or the section at the end of this report with regard to the content, etc., detailed in these guidelines for the matters of disclosure as contained in each of the following items.

### [Principle 1.4]

The Group has set forth the following basic policies and reduction targets for listed stocks with regard to cross-shareholding investments.

(Basic policies on cross-shareholding investments)

The Group's basic policy is to reduce the balance of strategic investments in listed stocks.

However, the Group may retain such holdings on a limited basis only when it determines that doing so contributes to the development of the regional economy by supporting and fostering local businesses or strengthening strategic business alliances, and ultimately enhances the Group's corporate value.

(Reduction target for strategically held listed stocks)

The Group aims to reduce the market value of its strategically held listed stocks to below 15% of consolidated net assets by the end of March 2028.

Based on this view, the rationality behind the retention of all stocks is verified regardless of whether they are listed or unlisted when the Group considers the acquisition of shares for cross-shareholding investments, or upon performing yearly reviews of holdings, and the Board of Directors receives and confirms reports on the results of verifications reviewing the holdings of listed stocks.

Specifically, after verifying the significance and economic rationality behind holding each stock, the Group thereafter verifies whether or not it can be rationally explained as contributing to the improvement of the corporate value of the Group. If the rationality of its holding is not recognized as a result of this verification, the stock will not be retained.

Economic rationality is verified from the perspective of whether the RORA (Return on Risk-weighted Assets) of each stock, calculated based on earnings generated through transactions, etc., meets the criteria for RORA that has been calculated based on the target ROE of the Company.

#### ■ Basic views on the exercise of voting rights

The Company's basic views on the exercise of voting rights on cross-shareholding investments are as follows.

"The exercise of voting rights on shares for cross-shareholding investments is performed after a comprehensive determination is made on whether or not it would contribute to the mid- to long-term growth of the issuing company and enhancement of shareholder value. Voting rights are, in principle, exercised for all agenda items upon reaching a decision of approval or disapproval with regard to each issuing company and agenda item."

The Group confirms the performance, ROE standard, dividend payout ratio, etc., for each cross-shareholding investment, and then reaches a decision on the approval or disapproval for each agenda item based on the view detailed above.

Within these, the following selection of agenda items, which may potentially have a significant impact on the mid- to long-term growth of the issuing company and enhancement of shareholder value, are designated as "important agenda items." Decisions to approve or disapprove proposals related to these agenda items are made with particular care.

"Important agenda items"

- Dissolution
- Business Transfer
- Merger
- Company Split
- Share Exchange
- Share Transfer
- Other agenda items that are suspected to be contrary to the mid- to long-term growth of the issuing company and enhancing shareholder value

**[Principle 1.7]**

“Procedures when engaging transactions with related parties” of the Company are detailed in Article 17 (Transactions with Related Parties) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to this source for more information.

**[Principle 2.4.1]**

<Views on Ensuring Diversity>

The Company believes the direction it should pursue in promoting diversity, equity, and inclusion (DE&I) is to “respect and integrate the diverse ‘knowledge and experience’ of human resources with various experiences and backgrounds, and to utilize them to drive organizational growth.”

To meet the increasingly diverse and sophisticated needs of its customers and grow sustainably together with the local communities as a regional financial institution, the Company promotes initiatives to create an environment in which every one of its human resources can maximize their abilities.

The Company aims to build the foundation of its human capital strategy by advancing DE&I, such as promoting the advancement of women, who account for approximately half of its employees, and by fostering an organizational culture that respects individual differences and enables “everyone” to grow through their work while valuing their personal lives. Through these efforts, the Company seeks to create a vibrant organization in which diverse and autonomous individuals can experience greater engagement, while supporting the realization of its management strategy.

<Management Diversity Targets and Progress> (As of March 31, 2026)

(1) Women and Mid-Career Hires

The Company has established the ratio of women in managerial positions and the ratio of managerial personnel with diverse backgrounds (such as women and mid-career hires) as key indicators for measuring progress in promoting the advancement and appointment of women and mid-career hires. In addition to expanding development programs for women, the Company will actively pursue mid-career recruitment while continuing to provide appropriate and fair management and support.

- Ratio of women in management positions: 22.2% Target (FY2027): 25%
- Ratio of personnel in management positions with diverse backgrounds: 31.0% Target (FY2030): 35% or more

(2) Foreign Nationals

The Company employs and supports the advancement of human resources of foreign nationality. However, as a regional financial institution whose primary business base is in Kyushu, the number of human resources of foreign nationality remains limited. Accordingly, the Company has not established specific targets for appointment to managerial positions at this time. The Company will continue to foster an environment and develop systems that enable diverse human resources, including foreign nationals, to maximize their abilities in roles that best match their skills and capabilities.

<Human Resources Development Policy and Internal Environment Improvement Policy for Promoting Diversity, and Their Implementation Status>

To build a human resource portfolio that realizes its business strategy, the Company has established the Human Resources Development Policy and Internal Environment Improvement Policy as part of its human resource strategy, and is implementing various related initiatives.

For further details, please refer to this report under “3.Measures to Ensure Due Respect for Stakeholders” of “III.Implementation of Measures for Shareholders and Other Stakeholders” below.

The above initiatives are also disclosed in the Company’s securities reports and other publications, which are available on the Company’s website.

(Securities report)

Please refer to the sections entitled “2. Sustainability-related Concepts and Initiatives” and “Employee information.”

<https://www.fukuoka-fg.com/investor/library/securities.html> (in Japanese)

**[Principle 2.6]**

The Fukuoka Financial Group Corporate Pension Fund is responsible for the payment, operation, and other management of pension assets related to the defined benefit corporate pension plan at the Company.

The Corporate Pension Fund is managed by personnel who maintain sufficient operational knowledge and have experience in the treasury divisions at subsidiary banks, and the Group has established the Asset Management Committee composed of members well versed in operational and risk management affairs, etc., as an advisory body that regularly deliberates on topics such as basic operational policies and specific operational procedures.

In addition, while paying sufficient attention to the independence of the corporation pension fund and protecting employees, etc., rights to benefits, and considering that its operation may potentially impact the financial standing of the Company, the Company has established the Pension Committee composed of Directors, Executive Officers, and general managers in charge of divisions of corporate planning, treasury, risk management, and personnel as a body for performing comprehensive discussions on retirement benefits. The Pension Committee has established a system to realize stable asset formation for beneficiaries and proper management of the corporate pension fund by leveraging expertise to monitor operational performance and risk related to operations, and provide advice, proposals, and information for the corporate pension fund.

**[Principle 3.1 (1)]**

The Company has formulated the Group’s principles and a Mid-Term Management Plan, and made both of these documents available through its website. Please refer to these sources for more information.

(Company Website [FFG’s Principles])

<https://www.fukuoka-fg.com/group/philosophy.html>

(Company Website [Mid-Term Management Plan])

Please refer to "Formulation of the Fukuoka Financial Group's 8th Medium-Term Management Plan " disclosed on May 12, 2025.

<https://www.fukuoka-fg.com/investor/strategy.html>

**[Principle 3.1 (2)]**

The Company has formulated the “Fukuoka Financial Group Corporate Governance Guidelines” as “basic views and operational policies regarding corporate governance” and published them on its website. These guidelines have also been attached to the end of this report. Please refer to this source for more information.

**[Principle 3.1 (3)]**

“Policies and procedures on determining the compensation of the Directors” of the Company are detailed in Article 10 (Policies on Determining Compensation for Directors, etc.) of the “Fukuoka Financial Group Corporate Governance Guidelines” and in “1. Organizational Composition and Operation [Director Remuneration] under II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight in Management” of this report. Please refer to this source for more information.

**[Principle 3.1 (4)]**

The Company’s policies on election of senior management, procedures on election and dismissal of senior management, and policies and procedures in nominating candidates for Directors are detailed in Article 7 (Policies on Nominating Candidates for Director (excluding Director serving as Audit & Supervisory Committee Member)), Article 9 (Policies on Nominating Candidates for Director serving as Audit & Supervisory Committee Member), and Article 15 (Roles of Advisory Committee) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to these sources for more information.

The Company’s policies on dismissal of senior management are based on the reasons for disqualification established under the internal rules titled the “Executive Officers Regulations” set forth by the Board of Directors, and if this case arises, dismissal may be determined by the decision of the Board of Directors.

**[Principle 3.1 (5)]**

The individual reasons for election and nomination of Directors are detailed in the “Reference Documents for the Annual Shareholders Meeting,” which is attached to the Notice of Convocation of the Annual Shareholders Meeting and available on the Company’s website. These bases are also detailed in “1. Organizational Composition and Operation [Directors] under II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight in Management” of this report. Please refer to these sources for more information.

(The Notice of Convocation of the Annual Shareholders Meeting)

<https://www.fukuoka-fg.com/en/investor/stock/meeting.html>

**[Principle 3.1.3]**

[Sustainability initiatives]

The Company regards the resolution of environmental and social challenges as a key management priority in achieving sustainable local communities. Guided by its “sustainability policy,” the Company is advancing various initiatives through business activities grounded in the Group’s principles.

[Response to climate change]

The Company addresses climate change as a priority issue and aims to implement agile and effective initiatives.

Since endorsing the TCFD recommendations in 2020, the Company has worked to understand and assess the impact of climate-related risks and opportunities on the Group while enhancing disclosures across the four pillars of Governance, Strategy, Risk Management, and Metrics and Targets.

The Company also utilizes scenario analysis to assess the potential impacts of climate-related risks and enhance the resilience of its strategy. For details on specific initiatives, please refer to the Company’s securities reports, integrated reports, and other publications, as well as its official website.

(Securities Reports)

<https://www.fukuoka-fg.com/investor/library/securities.html> (in Japanese)

(Company Website [Sustainability])

<https://www.fukuoka-fg.com/sustainability/>

[Investment in human resources and intellectual property, etc.]

In support of its management strategy, which facilitates the realization of truly prosperous local communities, the Company is also committed to investing in human capital and intellectual property in accordance with its “Human Resource Strategy” and “DX Strategy.”

Under its “Human Resource Strategy,” the Company implements various measures based on the pillars of “building a human resource portfolio that realizes its business strategies” and “improving employee engagement,” underpinned by the foundations of “promoting DE&I” and “fostering an organizational culture.” In addition, it undertakes various initiatives to maximize the capabilities of its human resources to support diverse individuals in expressing their abilities to the fullest and build a vibrant, autonomous, self-driven organization, thereby ensuring sustainable growth for its organization.

Under its DX Strategy, the Company is going beyond mere digitalization and efficiency enhancements by pursuing “self-transformation centered on customers.” This involves initiatives to develop services and transform business processes with a stronger focus on customer perspectives than ever before.

In addition, the Company leverages as sources of competitive advantage its unique management model, the “Single Platform, Multi-Brand” approach, established through its history of business integrations and post-merger integration (PMI) efforts, as well as the expertise and development capabilities cultivated through its digital services and various solutions developed with advanced ideas. By drawing on these strengths, the Company seeks to achieve sustainable value creation.

Specific information regarding the status of these efforts can be found in the Company’s securities report and integrated report, which are available on the Company’s website.

(Securities report)

Please refer to the sections entitled “2. Sustainability-related Concepts and Initiatives” and “Employee information.”

<https://www.fukuoka-fg.com/investor/library/securities.html> (in Japanese)

(Annual report)

[https://www.fukuoka-fg.com/investor/library/integrated\\_report/\(in Japanese\)](https://www.fukuoka-fg.com/investor/library/integrated_report/(in%20Japanese))

**[Principle 4.1.1]**

“Summary of delegation to management” of the Company is detailed Article 4 (Roles and Responsibilities of the Board of Directors) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to this source for more information.

**[Principle 4.9]**

“Criteria for Independence” of the Company is detailed in the Appendix to the “Fukuoka Financial Group Corporate Governance Guidelines,” the “Fukuoka Financial Group Criteria for Independence.” Please refer to this source for more information.

**[Principle 4.10.1]**

As advisory bodies for its Board of Directors, the Company has established the Group Nominating Advisory Committee, which deliberates on matters related to the nomination of candidates for positions in top management or as Directors (including succession planning), and the Group Compensation Advisory Committee, which considers matters related to the remuneration of personnel serving as Directors or in top management positions.

Independent External Directors hold majorities in the memberships of both advisory committees, thereby ensuring independence, objectivity, and transparency in decision-making processes related to nomination and remuneration. Additionally, the Company has established a system that enables committees with Independent External Directors serving as members to appropriately participate in, and provide advice concerning, the nomination of Directors while considering perspectives such as gender diversity and expertise.

Please refer to Articles 7, 10, 14, and 15 of the “Fukuoka Financial Group Corporate Governance Guidelines” for more information about the Company's views regarding the jurisdictions and roles of these advisory committees and the levels of independence facilitated by their membership compositions.

**[Principle 4.11.1]**

The Company's “views regarding proper balance between the knowledge, experience, abilities, diversity, and size of its Board of Directors” and its “policies and procedures for the appointment of Directors” are set forth in Article 5 (Views on Composition of the Board of Directors), Article 7 (Policies on Nominating Candidates for Directors [excluding Directors serving as Audit & Supervisory Committee Members]), and Article 9 (Policies on Nominating Candidates for Directors serving as Audit & Supervisory Committee Members) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to this source for more information.

In addition, a skills matrix setting forth the knowledge, experience and other qualities that the Company believes its Board of Directors should possess, as well as the particular knowledge, experience and other qualities expected of each Director, to make appropriate decisions and provide effective supervision with respect to the medium- to long-term strategies for realizing the Group's goal of an “Economically, materially, and spiritually enriched society,” is included in the “Reference Documents for the Annual Shareholders Meeting” attached to the Notice of Convocation of the Annual Shareholders Meeting and is published on the Company's website. The matrix is also attached to the end of this report. Please refer to this source for more information.

(The Notice of Convocation of the Annual Shareholders Meeting)

<https://www.fukuoka-fg.com/en/investor/stock/meeting.html>

**[Principle 4.11.2]**

Directors concurrently serving on the boards of other listed companies and their status of concurrent service as of the date of submission of this report are shown below.

**■ Directors**

Takashige Shibato

DAIICHI KOUTSU SANGYO Co., Ltd. (External Director since June 2008)

RKB MAINICHI HOLDINGS CORPORATION (External Director since June 2018)

Nishi-Nippon Railroad Co., Ltd. (External Director serving as an Audit & Supervisory Committee Member since June 2020)

Hisashi Goto

Saibu Gas Holdings Co., Ltd. (External Director serving as an Audit & Supervisory Committee Member since June 2024)

Nobuko Ishibashi

Takamatsu Construction Group Co., Ltd. (External Audit & Supervisory Board Member since June 2019 and External Director since June 2022)

**[Principle 4.11.3]**

Article 11 (Evaluation of Effectiveness of the Board of Directors) of the “Fukuoka Financial Group Corporate Governance Guidelines” stipulates that the Board of Directors of the Company shall analyze and evaluate the effectiveness of the Board as a whole on an annual basis, and regularly disclose the summary of the evaluation.

The method and results of evaluation of the effectiveness of the Board of Directors as a whole for FY2025 are as follows.

**[Evaluation method]**

The evaluation of the Board of Directors was implemented by following the method (procedures) described below.

- i) Conducted a questionnaire to evaluate the effectiveness of the Board of Directors with Directors and Executive Officers
- ii) In addition to the questionnaire, conducted interviews with External Directors to obtain a broader range of opinions
- iii) Based on the results of i) and ii), analyzed and evaluated the effectiveness of the Board of Directors as a whole, and implemented sharing of awareness on issues, discussions on improvement measures, etc.

The evaluation method in general and the details of the questionnaire were decided based on a review from the objective perspective of external experts.

**[Evaluation results (summary)]****1. Overall evaluation**

- We verified that the Board of Directors was properly operated pursuant to the Corporate Governance Guidelines and that the effectiveness of the Board of Directors as a whole is ensured.

**2. Results of the previous year’s evaluation and subsequent actions**

- The previous year’s evaluation identified the need to continuously hold discussions to review and reaffirm the direction of the long-term strategy and related plans, and to revise them as necessary in response to increasing economic volatility.
- In response, as a key initiative, the Board advanced discussions, including in forums outside formal Board meetings, on the business portfolio management framework and the direction of future discussions, with the aim of optimizing the allocation of the Group’s management resources.

**3. Awareness of issues shared through the evaluation and the trajectory of future response**

- Through this evaluation, we confirmed that, as a result of implementing the initiatives described in Section 2 above and other efforts, internal discussions regarding a business portfolio management framework and the direction of those discussions, tailored to the Group’s specific circumstances, have progressed further.
- Meanwhile, in order to further enhance the effectiveness of the Board of Directors, the Company will work to further enrich and deepen Board discussions on management strategies, capital allocation and risks. In doing so, the Company will strive to realize more constructive and effective discussions by enhancing the provision of information to External Directors and clarifying the matters to be discussed.
- In addition, with a view to improving the quality of Board discussions, the Company will consider measures to enhance the functions that support the Board of Directors.
- Through these initiatives, the Company will continue to work to further enhance corporate governance and deepen discussions at the Board of Directors, thereby contributing to improving the medium- to long-term corporate value of the Company Group.

**[Principle 4.14.2]**

“Directors Training Policies” of the Company are detailed in Article 12 (System of Assisting Directors and Training Policies) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to this source for more information.

**[Principle 5.1]**

“Policies on Constructive Dialogue with Shareholders” of the Company are detailed in Article 18 (Dialogue with Shareholders) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to this source for more information.

**[Status of dialogue with shareholders]**

For the status of dialogue between management and shareholders, please refer to the Company’s annual report

published on the Company website.

(Annual report)

[https://www.fukuoka-fg.com/investor/library/integrated\\_report/](https://www.fukuoka-fg.com/investor/library/integrated_report/)(in Japanese)

[Action to implement management that is conscious of capital cost and stock price]

【Last Update:2026/06/26】

Our company practices management conscious of capital cost and capital profitability in order to realize sustainable growth and medium-to long-term improvement in corporate value of the Company. For our action to implement management that is conscious of capital cost and stock price, please refer to the Company's IR presentation materials and annual report published on the Company website.

(IR Presentation materials)

<https://www.fukuoka-fg.com/en/investor/library/presentation.html>

<https://www.fukuoka-fg.com/investor/library/presentation.html>(in Japanese)

(Annual report)

<https://www.fukuoka-fg.com/en/investor/library/annual.html>

## 2. Capital Structure

Foreign Shareholding Ratio	From 20% to less than 30%
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### [Status of Major Shareholders]

Name / Company Name	Number of Shares Owned	Percentage (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	28,631,500	15.12
Custody Bank of Japan, Ltd. (Trust account)	14,804,800	7.82
Nippon Life Insurance Company	4,277,441	2.25
Meiji Yasuda Life Insurance Company	3,816,870	2.01
Sumitomo Life Insurance Company	3,803,808	2.00
JPMorgan Securities Japan Co., Ltd.	2,846,041	1.50
STATE STREET BANK AND TRUST COMPANY 505103	2,802,046	1.48
JP MORGAN CHASE BANK 385781	2,637,022	1.39
STATE STREET BANK AND TRUST COMPANY 505001	2,616,847	1.38
Daichi Life Insurance Co., Ltd.	2,350,848	1.24

Controlling Shareholder (except for Parent Company)	-
Parent Company	None

### Supplementary Explanation

#### ■ Status of major shareholders

In a Report of Changes made available for public inspection on February 21, 2025, it was reported that

Nomura Asset Management Co., Ltd. held shares as of February 14, 2025. However, this differs from the information recorded in the shareholder register, and since the Company is unable to confirm the actual number of shares held, it is not included in the Status of Major Shareholders above.

In a Report of Large shareholding made available for public inspection on August 19, 2025, it was reported that BlackRock Japan Co., Ltd. and its seven other joint holders held shares as of August 15, 2025. However, this differs from the information recorded in the shareholder register, and since the Company is unable to confirm the actual number of shares held, they are not included in the Status of Major Shareholders above.

In a Report of Changes made available for public inspection on September 19, 2025, it was reported that Sumitomo Mitsui Trust Asset Management Co., Ltd. and its one other joint holder held shares as of September 15, 2025. However, this differs from the information recorded in the shareholder register, and since the Company is unable to confirm the actual number of shares held, they are not included in the Status of Major Shareholders above.

### 3. Corporate Attributes

Listed Stock Market and Market Section	Tokyo Stock Exchange Prime Market, Fukuoka Stock Exchange Existing Market
Fiscal Year-End	March
Type of Business	Banks
Number of Employees (consolidated) as of the End of the Previous Fiscal Year	1000 or more
Sales (consolidated) as of the End of the Previous Fiscal Year	From ¥100 billion to less than ¥1 trillion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	From 10 to less than 50

### 4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

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### 5. Other Special Circumstances which may have Material Impact on Corporate Governance

Not applicable.

## II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight in Management

### 1. Organizational Composition and Operation

Organization Form	Company with an Audit & Supervisory Committee
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#### [Directors]

Maximum Number of Directors Stipulated in Articles of Incorporation	15 persons
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Term of Office Stipulated in Articles of Incorporation	1 year
Chairperson of the Board	Chairman
Number of Directors	11 persons
Appointment of External Directors	Appointed
Number of Outside Directors	4 persons
Number of Independent Directors	4 persons

Outside Directors' Relationship with the Company (1)

Name	Attribute	Relationship with the Company*											
		a	b	c	d	e	f	g	h	i	j	k	
Masahiko Fukasawa	From another company												
Kumi Hanaoka	From another company									○			
Nobuko Ishibashi	Lawyer												
Toshio Morita	From another company									○			

\* Categories for "Relationship with the Company"

- \* "○" when the director presently falls or has recently fallen under the category;
- "△" when the director fell under the category in the past
- \* "●" when a close relative of the director presently falls or has recently fallen under the category;
- "▲" when a close relative of the director fell under the category in the past

- a. Executive of the Company or its subsidiaries
- b. Non-executive director or executive of a parent company of the Company
- c. Executive of a fellow subsidiary company of the Company
- d. A party whose major client or supplier is the Company or an executive thereof
- e. Major client or supplier of the listed company or an executive thereof
- f. Consultant, accountant or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as a director/*kansayaku*
- g. Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a legal entity)
- h. Executive of a client or supplier company of the Company (which does not correspond to any of d, e, or f) (the director himself/herself only)
- i. Executive of a company, between which and the Company outside directors/*kansayaku* are mutually appointed (the director himself/herself only)
- j. Executive of a company or organization that receives a donation from the Company (the director himself/herself only)
- k. Others

Outside Directors' Relationship with the Company (2)

Name	Membership of Audit & Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons of Appointment
Masahiko Fukasawa		○	<p>There are no advisory contracts, consulting transactions or business relationships between Carlyle Japan LLC, to which Mr. Masahiko Fukasawa belongs, and the Group.</p> <p>Mr. Masahiko Fukasawa as an individual maintains a stationary relationship as a general depositor with a subsidiary of the Company, but descriptions of the details of this transaction are omitted as they have been judged to have no impact on the decisions of shareholders and investors in light of their scale and characteristics.</p> <p>There are no other advisory contracts, consulting contracts, or business relationships between Mr. Masahiko Fukasawa as an individual and the Group.</p>	<p>Mr. Masahiko Fukasawa has held positions as the Japan Representative (concurrently served as Chairman of the Korea Office) and the Chairman of the China Office of A.T. Kearney. He has served as the Joint Representative of the Asian Region, the Joint Representative of Japan, the Managing Director, and the Senior Advisor of AlixPartners Asia, LLC. From April 2024, he has served as the Managing Director and Head of Global Portfolio Solutions Japan at Carlyle Japan LLC. As such, he possesses extensive practical experience and specialized knowledge in consulting on management strategy and business revitalization for a wide variety of companies.</p> <p>Additionally, he meets all the requirements of independence criteria set forth by the Company, and there is no issue with his independence.</p> <p>He has been elected as External Director in the expectation that he will supervise Directors and management of the Company from an independent and objective standpoint while utilizing his extensive practical experience and insight accumulated so far to provide opinions, guidance, and advice to our top management in a timely and appropriate manner, thereby contributing to the medium- to long-term improvement of the corporate value of the Group.</p> <p>He meets all requirements of the independence criteria set forth by the Tokyo Stock Exchange, and has been registered as an Independent Director, having no potential conflict with the interests of general shareholders.</p>

<p>Kumi Hanaoka</p>		<p>○</p>	<p>There are no advisory contracts or consulting contracts between Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. to which Ms. Kumi Hanaoka belongs, and the Group.</p> <p>Although there are business relationships between the said company and the Group for the Group's market investment business, the amount of transactions between the said company and the Group is less than 1% of the said company's net sales and the Company's consolidated operating gross profit, which is a small amount for both parties.</p> <p>Ms. Kumi Hanaoka as an individual maintains a stationary relationship as a general depositor with a subsidiary of the Company, but descriptions of the details of this transaction are omitted as they have been judged to have no impact on the decisions of shareholders and investors in light of their scale and characteristics.</p> <p>There are no other advisory contracts, consulting contracts, or business relationships between Ms. Kumi Hanaoka as an individual and the Group.</p>	<p>Ms. Kumi Hanaoka has been engaged in market operations and public relations at banks and securities companies of Mitsubishi UFJ Financial Group, Inc. After serving as executive officers of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., Mitsubishi UFJ Securities Holdings Co., Ltd. and Mitsubishi UFJ Financial Group, Inc., she is currently a Member of the Board of Directors of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. In addition, she is working on the carrier support for female employees through seminars and mentoring activities. Thus, she possesses abundant practical experience and specialized knowledge regarding general finance and market investment, compliance and corporate social responsibility (CSR) through public relations, and human resources management, including advancement of women.</p> <p>Additionally, she meets all the requirements of independence criteria set forth by the Company, and there is no issue with her independence. She has been elected as External Director in the expectation that she will supervise Directors and management of the Company from an independent and objective standpoint while utilizing her extensive practical experience and insight accumulated so far to provide opinions, guidance, and advice to our top management in a timely and appropriate manner, thereby contributing to the medium- to long-term improvement of the corporate value of the Group.</p> <p>She meets all requirements of the independence criteria set forth by the Tokyo Stock Exchange, and has been registered as an Independent Director, having no potential conflict with the interests of</p>
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				general shareholders.
Nobuko Ishibashi	○	○	<p>There are no advisory contracts, consulting transactions or business relationships between Kobe City Law Office, to which Ms. Nobuko Ishibashi belongs, and the Group. Ms. Nobuko Ishibashi as an individual maintains a stationary relationship as a general depositor with a subsidiary of the Company, but descriptions of the details of this transaction are omitted as they have been judged to have no impact on the decisions of shareholders and investors in light of their scale and characteristics. There are no other advisory contracts, consulting contracts, or business relationships between Ms. Nobuko Ishibashi as an individual and the Group.</p>	<p>Although Ms. Nobuko Ishibashi has never been directly involved in the management of a corporation, she possesses extensive practical experience and advanced capabilities and insight in legal affairs in general as an attorney. Additionally, she meets all the requirements of independence criteria set forth by the Company, and there is no issue with her independence. She has been elected as External Director serving as an Audit &amp; Supervisory Committee Member in the expectation that she is able to provide valuable advice to the Board of Directors and conduct objective and neutral audits of the Company to ensure legal compliance and appropriateness of business executions of the Company by utilizing her extensive practical experience and professional insight, thereby contributing to the establishment of a quality corporate governance structure that responds to social trust. She meets all requirements of the independence criteria set forth by the Tokyo Stock Exchange, and has been registered as an Independent Director, having no potential conflict with the interests of general shareholders.</p>
Toshio Morita	○	○	<p>There are no advisory contracts or consulting contracts between Nomura Holdings, Inc. to which Mr. Toshio Morita belongs and the Group. Although there are business relationships between the said group and the Group for the Group's asset management business, the amount of transactions between the said group and the Group is less than 1% of the said group's net sales and the Company's consolidated operating gross profit, which is a small amount for both parties.</p>	<p>Mr. Toshio Morita has served as CEO for sales division, Group Co-COO, and director and representative executive officer of Nomura Holdings, Inc. as well as officers for sales and investment banking, and president and representative director of Nomura Securities Co., Ltd. He has also served as chairman and CEO of Japan Securities Dealers Association after retiring from Nomura Securities Co., Ltd. Based on those careers, he has a wealth of practical experience and a high level of capabilities and insights, etc. in overall area of finance from corporate</p>

			<p>Mr. Toshio Morita as an individual maintains a stationary relationship as a general depositor with a subsidiary of the Company, but descriptions of the details of this transaction are omitted as they have been judged to have no impact on the decisions of shareholders and investors in light of their scale and characteristics. There are no other advisory contracts, consulting contracts, or business relationships between Mr. Toshio Morita as an individual and the Group.</p>	<p>management, sales planning to investment banking. He has also considerable knowledge in finance and accounting gained from his experience in capital policy, funding, and financial closing and reporting from the position of supervising overall management. Additionally, he meets all the requirements of independence criteria set forth by the Company, and therefore, his independence is ensured. He has been elected as External Director serving as an Audit &amp; Supervisory Committee Member in the expectation that he is able to provide valuable advice to the Board of Directors and conduct objective and neutral audits of the Company to ensure legal compliance and appropriateness of business executions of the Company by utilizing her extensive practical experience and professional insight, thereby contributing to the establishment of a quality corporate governance structure that responds to social trust. He meets all requirements of the independence criteria set forth by the Tokyo Stock Exchange, and has been registered as an Independent Director, having no potential conflict with the interests of general shareholders.</p>
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**[Audit & Supervisory Committee]**

Committee's Composition and Attributes of Chairperson

	All Committee Members	Full-time Members	Inside Directors	Outside Directors	Chairperson
Audit & Supervisory Committee	3	1	1	2	Director within the Group

Appointment of Directors and/or Staff to Support the Supervisory Committee	Appointed
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Matters Related to the Independence of Such Directors and/or Staff from Executive Directors

In order to enhance the efficiency and effectiveness of the Audit & Supervisory Committee's duties, the Board of Directors has established the Office of Audit & Supervisory Committee as an organization responsible for supporting the duties and has assigned designated staff members who possess the knowledge and ability

necessary to assist in audit duties.

The Office of Audit & Supervisory Committee shall be established under the supervision of the Audit & Supervisory Committee, and any personnel changes of the persons in charge of the Office shall require sufficient discussions with the Audit & Supervisory Committee in advance.

#### Cooperation among Supervisory Committee, Accounting Auditors and Internal Audit Departments

The Company's Audit & Supervisory Committee, Accounting Auditor, and Internal Audit Department maintain a close relationship of mutual cooperation detailed as follows. These audits are also conducted in conjunction with the in-house departments of the Company in charge of internal control functions to facilitate efficient and effective audits.

(Audits by Audit & Supervisory Committee)

The Audit & Supervisory Committee of the Company is composed of three Audit & Supervisory Committee Members including two External Directors, and the Office of Audit & Supervisory Committee is set up with designated staff as a supporting organization. The Audit & Supervisory Committee Member who possesses considerable insight on finance and accounting is introduced in the following.

Mr. Atsushi Kochaku has been engaged in investor relations and capital policy in the corporate planning division and served as general managers of IT and risk management divisions and as officer in charge of risk management at the Group company, The Bank of Fukuoka, Ltd. At the Company, he has served as the general manager of the Group's internal audit and risk management (CRO) division. Based on his experience in internal audit, management of credit, credit cost and capital adequacy, and internal control for financial reporting, he has considerable knowledge in finance and accounting in addition to general group management and overall banking operations.

Mr. Toshio Morita has served as CEO for sales division, Group Co-COO, and director and representative executive officer of Nomura Holdings, Inc. as well as officers for sales and investment banking, and president and representative director of Nomura Securities Co., Ltd. He has also served as chairman and CEO of Japan Securities Dealers Association after retiring from Nomura Securities Co., Ltd. Based on those careers, he has a wealth of practical experience and a high level of capabilities and insights, etc. in overall area of finance from corporate management, sales planning to investment banking. He has also considerable knowledge in finance and accounting gained from his experience in capital policy, funding, and financial closing and reporting from the position of supervising overall management.

In accordance with the Audit Policy and division of roles established at the fiscal year's beginning, full-time Audit & Supervisory Committee Members audit the overall job performance of Directors by attending Board of Directors meetings, Group Management Conference meetings, and other important meetings; holding hearings with Headquarters and Group companies, including subsidiary banks; performing site visits to branches of subsidiary banks; and inspecting important documents. Meanwhile, part-time (external) members attend meetings of the Board of Directors and other important meetings on a limited basis. In addition, as detailed in the following, the Audit & Supervisory Committee maintains a close relationship of mutual cooperation with the Internal Audit Department, Accounting Auditor, and Audit & Supervisory Committees of subsidiary banks, actively exchange opinions and information, and endeavor to ensure efficient and effective audits by the Audit & Supervisory Committee.

○Internal Audit Department

In addition to receiving regular reports on the status of internal audits of the Board of Directors, etc., hearings are conducted every month in principle, and investigations and explanations are requested as necessary.

○Accounting Auditor

In addition to receiving regular explanations/reports and exchanging opinions on the status of accounting audits, including explanations of audit plans and reports on interim/annual audit results, the Accounting Auditor also performs site visits as necessary.

○Audit & Supervisory Committees of subsidiary banks

In principle, reports are received every month on the status of audits by Audit & Supervisory Committees at subsidiary banks, and the Audit & Supervisory Committees endeavor to understand the internal controls of the Group as a whole.

(Accounting Audits)

Regarding accounting audits, the Company has commissioned Ernst & Young ShinNihon LLC to perform audits pursuant to the Company Law and audits pursuant to the Financial Instruments and Exchange Act.

(Internal Audits)

The Company has established the Internal Audit Division as the department in charge of internal audits independent from the other divisions in the Group.

In order to maintain internal control, based on the “Internal Audit Policy” and “Audit Regulations” determined by the Board of Directors, the Company endeavors to invest more audit resources in areas with relatively high risk and conduct risk-based audits for each division of the Company and each Group company. The Company’s Internal Audit Division ensures the effectiveness of internal audits concerning itself and other organizations within the Group by directly reporting audit results to the Board of Directors and the Audit & Supervisory Committee. In addition, the Internal Audit Division collaborates closely with the Audit & Supervisory Committee and Accounting Auditor by holding regular meetings concerning audit plans and reports and by exchanging information as necessary.

**[Voluntary Establishment of Nomination/Remuneration Committee]**

Voluntary Establishment of Committee(s) Corresponding to Nomination Committee or Remuneration Committee	Established
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Committee’s Name, Composition, and Attributes of Chairperson

	Committee Corresponding to Nomination Committee	Committee Corresponding to Remuneration Committee
Committee’s Name	Group Nominating Advisory Committee	Group Compensation Advisory Committee
All Committee Members	6	6
Full-time Members	0	0
Inside Directors	2	2
Outside Directors	4	4
Outside Experts	0	0
Other	0	0
Chairperson	Director within the Group	External Director

Supplementary Explanation

- An overview of the Group Nominating Advisory Committee and Group Compensation Advisory Committee (including member composition, election method, advisory matters, etc.) is detailed in Chapter 2 Section 4 (Establishment of Group Compensation & Nominating Advisory Committee) of the “Fukuoka Financial Group Corporate Governance Guidelines.” Please refer to this source for more information.
- The composition of each committee as of the date of submission of this report is as follows.

(Group Nominating Advisory Committee)

Director & Chairman	Takashige Shibato (Chairperson)
Director & President	Hisashi Goto
External Director	Masahiko Fukasawa
External Director	Toshio Morita
External Director	Kumi Hanaoka
External Director	Nobuko Ishibashi

(Group Compensation Advisory Committee)	
Director & Chairman	Takashige Shibato
Director & President	Hisashi Goto
External Director	Masahiko Fukasawa (Chairperson)
External Director	Toshio Morita
External Director	Kumi Hanaoka
External Director	Nobuko Ishibashi

### [Independent Directors]

Number of Independent Directors	4 persons
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Matters relating to Independent Directors
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The Company designates all External Directors that meet the requirements of the independence criteria as Independent Director.
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### [Incentives]

Incentive Policies for Directors	Introduction of performance-linked compensation plan
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Supplementary Explanation
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<p>The Company has adopted a performance-linked compensation plan for its Directors (excluding Directors serving as Audit &amp; Supervisory Committee Members, External Directors, and Directors who are non-residents in Japan). The plan seeks to clarify the link between directors' remuneration and the Group's performance and shareholder value, raise the motivation of Directors to contribute to the medium- to long-term improvement of business performance and the growth of corporate value, and have Directors share with all shareholders the risks and returns of share price fluctuations.</p> <p>Policies and procedures for determining the remuneration of Directors (excluding Directors serving as Audit &amp; Supervisory Committee Members) are detailed in Article 10 (Policies on Determining Compensation for Directors, etc.) of the "Fukuoka Financial Group Corporate Governance Guidelines" and in the "[Director Remuneration]" section of this report under "1. Organizational Composition and Operation" of "II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight in Management." Please refer to these sources for more information.</p>
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Recipients of Stock Options	
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Supplementary Explanation
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### [Director Remuneration]

Disclosure of Individual Directors' Remuneration	No Individual Disclosure
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Supplementary Explanation
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<p>The total amount of compensation paid by the Company and its consolidated subsidiaries to the Company's Directors in FY2025 is as follows.</p> <p>The total amount of annual compensation for 7 Directors (excluding Audit &amp; Supervisory Committee Members and External Directors): 481 million yen (includes both 70 million yen in performance-linked monetary compensation and 68 million yen in performance-linked non-monetary compensation)</p>
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The total amount of annual compensation for 1 Audit & Supervisory Committee Member (excluding External Directors): 20 million yen	
The total amount of annual compensation for 5 External Directors: 40 million yen	
Policy on Determining Remuneration Amounts and Calculation Methods	Established

#### Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods

At the Board of Directors Meeting held on June 27, 2025, the Company resolved to amend its policy on determining the details of individual remuneration, etc. (including determination method) for Directors (excluding Directors serving as Audit & Supervisory Committee Members) as shown below.

##### [Basic policies]

Compensation for Directors (excluding Directors serving as Audit & Supervisory Committee Members) of the Company shall be determined based on the “Policies on Determining Compensation for Directors, etc.” set forth in Article 10 of the Corporate Governance Guidelines within the scope of the total annual compensation for all Directors resolved at the Annual Shareholders Meeting.

—Policies on Determining Compensation for Directors, etc. (Article 10 of the Corporate Governance Guidelines)—

- (1) A system of Compensation for Directors shall be set appropriately so that it serves as a healthy incentive for Directors and Executive Officers, which would eventually lead to the sustainable growth of the Group.
- (2) Compensation for Directors shall be determined in overall consideration of the roles and responsibilities of each Director and Executive Officer, in addition to considering the Company’s mid to long-term business performance and economic and social conditions.
- (3) The Group Compensation Advisory Committee shall, in response to the consultation from the Board of Directors, deliberate on Compensation for Directors based on the policies set forth in this Article, and the Board of Directors shall make final decisions with full respect for the Committee's deliberation.

##### [Specific policies based on basic policies]

- (1) Policy on determining amounts of individual compensation, etc. (excluding performance-linked compensation, etc. and non-monetary compensation, etc.), and calculation methods (including policy on determining the timing or conditions for granting compensation)
  - Individual base compensation shall be paid monthly with a fixed amount.
  - The Group Compensation Advisory Committee shall, in response to the consultation from the Board of Directors, deliberate on the base compensation, based on the “Policies on Determining Compensation for Directors, etc.” The Board of Directors shall respect the Committee’s deliberation and determine the officer compensation system based on the Policies on Determining Compensation for Directors, etc., and the base compensation is paid pursuant to the system.
- (2) Policy on determining the details of performance-linked compensation, etc. and non-monetary compensation, etc. and calculation methods of their amounts and number of units (including policy on determining the timing or conditions for granting compensation)
  - To clarify management responsibility and provide an incentive to improve corporate value, the Company has decided to pay its Directors (excluding External Directors) a performance-linked stock compensation, in addition to base compensation. At a predetermined time each year, eligible Directors shall be granted points based on the following indicators: 1) the level of net income attributable to owners of parent; 2) the Company’s consolidated ROE; 3) sustainable finance cumulative execution amount of subsidiary banks combined; and 4) the ratio of executives with diverse backgrounds across the Company and its subsidiary banks. The Directors shall be delivered Company shares, etc., upon retiring from the positions of both the Company’s Director (including Director serving as an Audit & Supervisory Committee Member) and Executive Officer, and the number of shares to be delivered shall be determined based on the cumulative number of points granted during their terms in office.
  - The Group Compensation Advisory Committee shall, in response to the consultation from the Board of Directors, deliberate on the non-monetary compensation, which is the subject performance-linked compensation, based on the “Policies on Determining Compensation for Directors, etc.” The Board of Directors shall pay the compensation in accordance with the officer compensation system decided with full respect for the Committee’s deliberation.
- (3) Policy on determining the ratio of amounts of fixed compensation, performance-linked compensation, etc.,

and non-monetary compensation, etc. to amounts of individual compensation, etc.

- Individual compensation paid to the Directors shall be the sum of base compensation and stock compensation, which is a performance-linked compensation. The compensation system including provision on the ratio of base compensation to stock compensation, a performance-linked compensation, in individual compensation, etc. shall be set appropriately based on the “Policies on Determining Compensation for Directors, etc.” so that the system functions as a healthy incentive toward sustainable growth.
- (4) Methods for determining the details of individual compensation, etc., for Directors (when delegating Directors all or part of the determination of the details of individual compensation, etc., their names, positions, responsibilities, and the details of the authority to be delegated shall be included)
- The Group Compensation Advisory Committee shall, in response to the consultation from the Board of Directors, deliberate on the details of individual compensation, etc. for Directors, based on the “Policies on Determining Compensation for Directors, etc.” The Board of Directors shall respect the Committee’s deliberation and determine the officer compensation system, and the details of individual compensation, etc. for Directors based on the system.
  - Of the individual compensation, etc. for Directors, the base compensation for External Directors shall also be deliberated by the Group Compensation Advisory Committee in response to the consultation from the Board of Directors, and based on the “Policies on Determining Compensation for Directors, etc.” However, the Board of Directors shall delegate to the Chairman the responsibility to make final decisions on the specific details of the individual compensation, etc. with full respect for the Committee’s deliberation, and the Chairman who has received such delegation shall make final decisions.

In terms of compensation for the Company’s Directors (excluding Directors serving as Audit & Supervisory Committee Members), the maximum amount of total annual remuneration for all Directors is set based on resolution by a shareholders meeting. At the 15th Annual Shareholders Meeting held on June 29, 2022, it was resolved that (1) the total annual remuneration be within 220 million yen in monetary compensation (including up to 24 million yen annually for External Directors), and (2) the amount of money to be contributed to the stock compensation program be within 80 million yen per fiscal year. (The number of Directors [excluding Directors serving as Audit & Supervisory Committee Members] as of the close of the subject Annual Shareholder Meeting was nine [9] including two [2] External Directors, and the number of Directors as of the date of submission of this report was nine [8].)

In terms of compensation for the Company’s Directors serving as Audit & Supervisory Committee Members, the maximum amount of total monthly remuneration for all such Directors is set based on resolution by a shareholders meeting. At the 13th Annual Shareholders Meeting held on June 26, 2020, it was resolved that the total monthly remuneration be within 6 million yen. (The number of Directors serving as Audit & Supervisory Committee Members as of the close of the subject Annual Shareholder Meeting was three [3], and the number as of the date of submission of this report was three [3].)

The Group Compensation Advisory Committee, in response to the consultation from the Board of Directors, deliberates on individual compensation for Directors (excluding Directors serving as Audit & Supervisory Committee Members) based on the “Policies on Determining Compensation for Directors, etc.”, and the Board of Directors makes the final decision with full respect for the Committee’s deliberation. The individual compensation for Directors serving as Audit & Supervisory Committee Members is determined based on discussions by the Audit & Supervisory Committee.

Details regarding the compensation system for Directors (excluding External Directors and Directors serving as Audit & Supervisory Committee Members) are detailed in the Company’s securities report, integrated report, and website. Please refer to these sources for more information.

(Securities Reports)

<https://www.fukuoka-fg.com/investor/library/securities.html> (in Japanese)

(Annual report)

[https://www.fukuoka-fg.com/investor/library/integrated\\_report/](https://www.fukuoka-fg.com/investor/library/integrated_report/)(in Japanese)

(Company Website [Corporate Governance])

<https://www.fukuoka-fg.com/company/governance.html>

### [Supporting System for Outside Directors]

The Business Management Group of the Corporate Planning Division, provides assistance as a secretariat office to External Directors, such as distributing meeting materials in advance and providing information on management.

In addition, with regard to External Directors serving as Audit & Supervisory Committee Members, the Office of Audit & Supervisory Committee has been established and the Company has assigned designated staff to provide assistance to Audit & Supervisory Committee Members.

### [Retired presidents/CEOs holding advisory positions (sodanyaku, komon, etc.)]

Information on retired presidents/CEOs holding advisory positions (sodanyaku, komon, etc.)

Name	Job title/ position	Responsibilities	Employment terms (Full/part time, with/without compensation, etc.)	Date when former role as president/ CEO ended	Term
-	-	-	-	-	-

Number of retired presidents/CEOs holding  
advisory positions (sodanyaku, komon, etc.)

0

Others

The Company does not have the system of retaining Counselors and Advisers.

## 2. Matters on Functions of Business Execution, Auditing, Oversight, Nomination and Remuneration Decisions (Overview of Current Corporate Governance System)

The Company has appointed four highly independent External Directors to fully perform supervisory functions within the Board of Directors, while the Audit & Supervisory Committee, composed of three Audit & Supervisory Committee Members, audits the status of the Directors' job performance appropriately. In this way, a sufficiently effective governance system has been established, and therefore the current organizational design of a company with an audit & supervisory committee has been adopted. In addition, the Company has implemented the following initiatives in order to further enhance and strengthen the governance system.

- An Executive Officer system is adopted for quick management decision making and strengthening business execution function of the Board of Directors.
- The Office of Audit & Supervisory Committee is established to assist the Audit & Supervisory Committee Members in their job performance as a means to improve the efficiency and effectiveness of the professional duties performed by the Audit & Supervisory Committee.

An overview of the corporate governance system of the Company is as follows.

(1) Management organization/business organization  
(Board of Directors, Directors)

The Board of Directors consists of 11 Directors (including 4 External Directors) as of the date of submission of this report, and shall make decision on basic guidelines related to Group management, as well as matters stipulated by laws, ordinances and the Articles of Incorporation. The Board shall also make decisions on important matters concerning business management of subsidiary banks, business and affairs of the Group, while overseeing the job performance of Directors and Executive Officers.

(Audit & Supervisory Committee, Audit & Supervisory Committee Members)

The Audit & Supervisory Committee consists of three Audit & Supervisory Committee Members (including

two External Directors) as of the date of submission of this report, and based on the basic policies and audit plan for the Group-wide audit, shall audit Directors' job performance and examine the status, etc., of business conditions and assets of the Group as a whole.

(Office of Audit & Supervisory Committee)

To fully perform the audit functions of the Audit & Supervisory Committee, staff (two as of the date of submission of this report) are exclusively designated to support the Audit & Supervisory Committee.

(Group Nominating Advisory Committee, Group Compensation Advisory Committee)

To enhance transparency and fairness of our group management, the Group Nominating Advisory Committee and Group Compensation Advisory Committee, an advisory body to the Board of Directors, shall discuss matters related to the election/dismissal and the compensation of Directors.

(Group Management Conference)

The Group Management Conference consists of 6 Executive Directors (chaired by the President) (also attended by full-time Audit & Supervisory Committee Members), and based on basic guidelines stipulated and matters entrusted by the Board of Directors, shall discuss important matters related to business and affairs of the Group, including group management and operational planning.

(Group Risk Management Committee)

The Group Risk Management Committee consists of 6 Executive Directors and general managers of departments/offices in charge (chaired by the President) (also attended by full-time Audit & Supervisory Committee Members), and shall discuss and report on matters related to asset portfolio management, compliance, and counter-financial crime management, in addition to carrying out discussions concerning each of the risk management systems of the Group as a whole.

(Group IT Special Committee)

The Group IT Special Committee consists of 6 Executive Directors and general managers of departments/offices in charge (chaired by the President) (also attended by full-time Audit & Supervisory Committee Members), and to strengthen the IT governance system of the group as a whole, shall discuss matters related to IT strategy, system risk management, and investment in IT systems.

(Executive Officers)

For quick decision-making of the Board of Directors and strengthening business execution functions, 19 Executive Officers (including 6 serving concurrently as Director) as of the date of submission of this report are elected and delegated the execution of business by a resolution of the Board of Directors.

(2) Internal audits, audits by Audit & Supervisory Committee, and accounting audits

(Internal audits)

The Company has established an Internal Audit Division that serves as the department in charge of internal audits independent from the other divisions in the Group.

In accordance with the "Internal Audit Policy" and "Audit Regulations" determined by its Board of Directors, the Company endeavors to invest more audit resources in areas with relatively high risk and conduct risk-based audits for each division of the Company and each Group company. The Company's Internal Audit Division ensures the effectiveness of internal audits concerning itself and other organizations within the Group by directly reporting audit results to the Board of Directors and the Audit & Supervisory Committee. In addition, the Internal Audit Division collaborates closely with the Audit & Supervisory Committee and Accounting Auditor by holding regular meetings concerning audit plans and reports and by exchanging information as necessary.

(Audits by Audit & Supervisory Committee)

The Audit & Supervisory Committee maintains a close relationship of mutual cooperation with the Internal Audit Department, Accounting Auditor, and Audit & Supervisory Committees of subsidiary banks, actively exchanges opinions and information, and endeavors to ensure efficient and effective audits.

(Accounting Audits)

Ernst & Young ShinNihon LLC is commissioned to perform accounting audits. The Certified Public Accountants who perform accounting audits and the composition of assistants involved in the Company's

accounting audits are as follows.

- Certified Public Accountants  
Designated Limited Liability Partner, Engagement Partner:  
Hirokazu Tanaka, Yuji Yoshimura, Hiroshi Miyagawa
- Assistants involved in the Company's accounting audits  
Certified Public Accountants: 13 persons, 27 other persons

### 3. Reasons for Adoption of Current Corporate Governance System

The Company has appointed four highly independent External Directors to fully perform supervisory functions within the Board of Directors, while the Audit & Supervisory Committee, composed of three Audit & Supervisory Committee Members, audits the status of the Directors' job performance appropriately. In this way, a sufficiently effective governance system has been established, and therefore the current organizational design of a company with an audit & supervisory committee has been adopted.

## III. Implementation of Measures for Shareholders and Other Stakeholders

### 1. Measures to Vitalize the General Shareholder Meetings and Smooth Exercise of Voting Rights

	Supplementary Explanations
Early Notification of General Shareholder Meeting	The Notice of Convocation of the 19th Annual Shareholders Meeting to be held on June 26, 2026, was sent on June 4 (one week prior to the legally required date). On June 3, before the notice was sent, the Company disclosed the information to the Tokyo Stock Exchange and posted it on the Company website, thereby complying with the system for electronic provision of materials for Annual Shareholders Meetings.
Allowing Electronic Exercise of Voting Rights	The Company has adopted a system allowing the exercise of voting rights in writing and electronic exercise of voting rights.
Participation in Electronic Voting Platform	The Company uses an electronic voting platform operated by ICJ, Inc.
Providing Convocation Notice in English	English translations of the reference documents are disclosed to the Tokyo Stock Exchange, provided through the electronic voting platform, and posted on the Company's website.
Other	At the General Meeting of Shareholders, the Company provides explanation materials, etc., using video and audio presentation, and distributes a video recording of the meeting to facilitate shareholders' understanding.

### 2. IR Activities

	Supplementary Explanations	Explanation by Representative
Preparation and Publication of Disclosure Policy	"Basic Views on Information Disclosure" of the Company are detailed in Article 20 (Basic Views on Information Disclosure) of the "Fukuoka Financial Group Corporate Governance Guidelines" published on the Company website. Please refer to this source for more information.	
Regular Investor Briefings for Individual Investors	The Company regularly holds corporate briefings (In-person and Online) for individual investors.	Yes
Regular Investor Briefings for Analysts and Institutional Investors	The Company regularly holds corporate briefings (In-person and Online) for analysts and institutional investors.	Yes
Regular Investor Briefings for Overseas Investors	The Company regularly visits overseas investors and provides explanations on the business performance and management strategies for each fiscal term.	Yes
Posting of IR Materials on	In addition to posting materials from corporate	

Website	<p>briefings* and video/audio files on the Company website, the Company also posts securities reports, annual reports*, and the historical data* of financial information, etc.</p> <p>*English version available</p>
Establishment of Department and/or Manager in Charge of IR	<p>&lt;Department in Charge of IR: Corporate Communications Group, Corporate Planning Division&gt;The Company has newly established the Corporate Communications Group, which consolidates IR, SR and PR functions, in order to further strengthen dialogue and information dissemination with stakeholders, including shareholders and investors. The Corporate Communications Group is responsible for communicating the Company Group's management policies, growth strategies, sustainability initiatives and other matters in an easy-to-understand, timely and appropriate manner, and for reflecting the opinions and expectations of stakeholders in management. Through these activities, the group contributes to enhancing management transparency and improving corporate value over the medium to long term.</p>

### 3. Measures to Ensure Due Respect for Stakeholders

	Supplementary Explanations
Stipulation of Internal Rules for Respecting the Position of Stakeholders	<p>The Group's principles and internal regulations relating to compliance and sustainability (disclosed on the Company's website) stipulate respect for the position of stakeholders.</p>
Implementation of Environmental Activities, CSR Activities etc.	<p>Under its Sustainability Policy, the Company leverages the strengths of both its financial and non-financial capital cultivated over the years, together with technological innovation, to advance business activities and community contribution initiatives aimed at addressing environmental and social challenges.</p> <p>For details on specific initiatives and their outcomes, please refer to the Company's website and its integrated report.</p>
Development of Policies on Information Provision to Stakeholders	<p>Under the Group Disclosure Policy, the Company has established its commitment to prompt, accurate and fair information disclosure as a basic view, and endeavors to ensure an appropriate posture regarding information disclosure.</p> <p>The Company complies with rules and regulations related to appropriate and timely information disclosure, and is proactively involved in disclosure activities to facilitate stakeholders' understanding and realize highly transparent management.</p> <p>These views are also detailed in Article 20 (Basic Views on Information Disclosure) of the Fukuoka Financial Group Corporate Governance Guidelines, published on the Company's website. Please refer to this source for more information.</p>
Other	<p>&lt;Human Resources Development Policy&gt;</p> <p>To execute its business strategy in a timely manner, the Company must attract and develop diverse human resources with the skills needed to respond to a rapidly changing business environment. To this end, the Company is building a human resources portfolio that realizes its business strategies through a range of initiatives, including diversifying recruitment channels, expanding training and self-development programs, establishing systems that support self-directed career development, and developing specialized human resources in addition to its traditional recruitment and human resources development efforts.</p>

	<p>(Key initiatives under the Human Resources Development Policy)</p> <p><b>Recruitment</b></p> <ul style="list-style-type: none"> <li>• Implement function-specific graduate recruitment programs</li> <li>• Strengthen mid-career recruitment for digital and investment banking divisions</li> <li>• Establish an Alumni Community to maintain ongoing relationships with former employees who have gained new experience and developed their careers outside the Group</li> </ul> <p><b>Human resources development</b></p> <ul style="list-style-type: none"> <li>• Second employees to external organizations to acquire specialized expertise</li> <li>• Implement a digital human resources development program</li> <li>• Introduce a Corporate Relationship Manager (RM) training and certification program</li> <li>• Implement a next-generation leadership development program</li> </ul> <p><b>Human resources deployment</b></p> <ul style="list-style-type: none"> <li>• Implement an Area Unit System, under which branch personnel are organized on a regional basis to promote both efficient and effective sales activities and employee development</li> </ul> <p>&lt;Internal Environment Improvement Policy&gt;</p> <p>The Company is expanding flexible work options that accommodate the individual circumstances of its human resources with various experiences and backgrounds, and is fostering an environment in which they can lead fulfilling professional and personal lives. Through these efforts, the Company aims not merely to create a more flexible and supportive workplace, but also to enhance productivity, job satisfaction, and improve employee engagement by developing systems that enable every one of its human resources to maximize their abilities.</p> <p>(Key initiatives under the Internal Environment Improvement Policy)</p> <p><b>Fostering employee identification with the Company</b></p> <ul style="list-style-type: none"> <li>• Implement the FFG Corporate Philosophy Co-Creation Project</li> <li>• Promote two-way communication between management and employees, including dialogue sessions with the President and other executives</li> <li>• Share regular messages from the President through the Company’s internal SNS platform</li> </ul> <p><b>Enhancing satisfaction with compensation and job content</b></p> <ul style="list-style-type: none"> <li>• Increase starting salaries and implement base pay increases for three consecutive years</li> <li>• Provide special incentive contributions under the employee stock ownership plan</li> <li>• Support career development through the Career Challenge Program</li> </ul> <p><b>Supporting diverse work styles</b></p> <ul style="list-style-type: none"> <li>• Introduce an internal dual-employment/side-job program</li> <li>• Expand support measures to help employees balance work with childcare and caregiving responsibilities</li> <li>• Introduce a flexible leave-of-absence program</li> </ul> <p>More specific information regarding the status of sustainability-related initiatives can be found in the Company’s securities report and annual report, which are available on the Company’s website.</p> <p>(Securities report) Please refer to the sections entitled “2. Sustainability-related Concepts and Initiatives” and “Employee information.” <a href="https://www.fukuoka-fg.com/investor/library/securities.html">https://www.fukuoka-fg.com/investor/library/securities.html</a> (in Japanese)</p> <p>(Annual report)</p>
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## IV. Matters Related to the Internal Control System

### 1. Basic Views on Internal Control System and the Progress of System Development

The Company has established the following “Basic Policies on Internal Control System” by a resolution of the Board of Directors in accordance with the provisions of the Company Law and strives to continually review the system to enhance and strengthen internal control.

Fukuoka Financial Group “Basic Policies on Internal Control System”

1. The purpose of these basic policies  
These basic policies set forth the Group’s principles to facilitate the Board of Directors in responding to risks surrounding the Company and the Group in a timely and appropriate manner and realizing sustainable growth of corporate value, and together with endeavoring to instill these principles into employees and Directors, these policies have been created for the purpose of establishing a posture of ensuring a proper compliance system, risk management system, and reliability of financial reporting, and striving to enhance and strengthen the internal control system of the Company and the Group.
2. System for ensuring that execution of duties by Directors complies with laws, ordinances, and the Articles of Incorporation
  - 1) (Basic policies on compliance)  
The Board of Directors facilitates systems for ensuring that the execution of duties by Directors for the Company and the Group complies with laws, ordinances, and the Articles of Incorporation and ensures requisite systems to maintain the propriety of the business of the Group while striving to maintain and enhance these systems.
  - 2) (Election of External Directors)  
The Company strives to maintain and enhance oversight functions from an external point of view by electing independent External Directors who have no direct relationship with the Group.
3. System concerning storage and control of information related to the execution of duties by Directors  
(Storage of information related to business execution and meeting minutes)  
The Board of Directors shall compile minutes for the important meetings in which the Directors participate, such as shareholders meetings and the Board of Directors, and store them with other related materials in order to ensure a system for storing and controlling information for an appropriate period to verify that Directors have fulfilled their responsibilities and obligations with regard to the execution of duties by Directors.  
The Board of Directors shall also set forth rules regarding the separate storage methods for each document related to the Company’s business and store materials in accordance with these rules.
4. System for ensuring efficient execution of duties by Directors
  - 1) (Matters decided by the Board of Directors)  
Matters subject to the decision of the Board of Directors are set forth in both the relevant laws and ordinances and in the Articles of Incorporation and the Board of Directors Regulations.
  - 2) (Delegation of execution of business)  
For more effective business operations to enhance efficiency, the Board of Directors shall, by its own decision, delegate the execution of business and affairs to Directors (excluding the Representative Director) and to Executive Officers.
  - 3) (Decision-making authority in relation to the execution of business)  
The Board of Directors shall define the powers and functions of the committees that are composed of senior management other than the Board of Directors, and the operational authority of Directors and Executive Officers for business and affairs in the application standard for authorization.
5. Rules and other systems for managing risk of losses within the Group
  - 1) (Commanding department for risk management)

For the integrative risk controls of the Group as a whole, the Board of Directors shall ensure a necessary system, such as to establish a commanding department for risk controls, based on the internal rules, to secure an integrated risk control function and mutual supervision function, and to set up basic policies on crisis management.

2) (Formulation of rules related to risk management)

The Board of Directors shall formulate management regulations for basic matters such as providing an organizational structure for risk management, methods for understanding, evaluating, and reporting risk, and establishing an audit department, etc., to ensure the propriety and soundness of the business of the Group as a whole, in addition to formulating an annual Risk Management Program, and conducting risk management monitoring through the Group Risk Management Committee, etc., in which management participates with regard to the execution of duties related to the risk management of the Group companies.

3) (Ensuring effective risk management)

The Board of Directors shall classify and control risk factors based on certain risk characteristics in order to perform comprehensive and effective risk management and shall delegate a related department for each risk category as necessary in order to ensure proper risk monitoring and a flexible posture toward risk control.

4) (Contingency Plan)

The Board of Directors shall set forth emergency measures and a code of conduct to deal with loss resulting from crisis and shall establish a crisis management system for the purpose of securing the physical safety and assets of employees and Directors of the Group and the continuation of key business operations.

5) (Audit system for risk management)

The Board of Directors shall establish an Internal Audit Department independent from the business execution line in accordance with the internal rules, formulate a system for verifying the propriety and effectiveness of the posture toward risk management taken by the department in charge of risk, encourage reporting to the Board of Directors in a timely and appropriate manner, and cooperate with external auditing organizations in striving to enhance and strengthen the risk management system.

6. System for ensuring the propriety of the financial reporting of the Group

The Board of Directors shall set forth rules for establishing and applying internal control in relation to financial reporting in order to ensure the propriety of the financial reporting of the Group. In addition, a department shall be established which will be responsible for evaluating the effectiveness of internal control related to these reports in accordance with the internal rules.

7. System for ensuring that the execution of duties by employees and Directors of the Group complies with laws, ordinances and the Articles of Incorporation

1) (Establishment of compliance system)

The Board of Directors shall consider compliance as one of the top priorities in management, and shall establish a Compliance Charter, which shows the compliance related basic values, spirit and code of conduct in common among Group companies, and shall furthermore establish a commanding department for compliance based on the internal rules and set forth basic policies and rules for the creation of systems for compliance.

2) (Compliance Program)

The Board of Directors shall establish a Compliance Committee as a subcommittee of the Board of Directors to periodically assess and monitor the compliance system, and also shall formulate a Compliance Program for each fiscal year as a practical plan for priority issues and action plans in relation to compliance to steadily maintain the compliance system of the Group as a whole for its increased effectiveness.

3) (Verification of compliance system)

The Board of Directors shall request the Internal Audit Department verify the effectiveness and propriety of the control system in regard to the Group's compliance and receive reports on the results.

4) (Elimination of antisocial forces)

The Board of Directors shall set forth policies on response to antisocial forces in the "Compliance Charter," the Company's basic policy on compliance, and shall establish a system for taking a firm attitude in a resolute manner toward antisocial forces and organizations that threaten the order and safety of civil society, and proceed to sever and prevent any relationships with antisocial forces, etc.

8. Other system for ensuring the propriety of business in the corporate group

- 1) (Department for the operation and control of Group companies)  
The Board of Directors shall set forth rules regarding the operation and control of Group companies in order to ensure sound and smooth operation of the Group. In addition, a department shall be established to control the operation of Group companies in accordance with the internal rules.
  - 2) (Discussion and reporting standards for Group companies)  
The Board of Directors shall set forth standards for discussion, pre-approval, and reporting in regard to the operations of Group companies within the scope of relevant laws and ordinances, etc., in order to ensure efficient and appropriate operations by Group companies.
9. System concerning employees (who support the duties of Audit & Supervisory Committee) in the case that the appointment of employees to support their duties is requested by the Audit & Supervisory Committee
    - 1) (Establishment of Office of Audit & Supervisory Committee)  
The Board of Directors shall establish the Office of Audit & Supervisory Committee as the department in charge of supporting the duties of the Audit & Supervisory Committee in order to improve the efficiency and effectiveness of the duties of the Audit & Supervisory Committee.
    - 2) (Persons in charge of the Office of Audit & Supervisory Committee)  
The Office of Audit & Supervisory Committee shall be assigned a designated staff members who possess the knowledge and ability necessary to assist in audit duties.
  10. Matters concerning the independence of employees who support the Audit & Supervisory Committee from Directors and ensuring the effectiveness of instructions to such employees  
(Independence of Office of Audit & Supervisory Committee and effectiveness of instructions provided to Office of Audit & Supervisory Committee)  
The Office of Audit & Supervisory Committee shall be established under the supervision of the Audit & Supervisory Committee, and any personnel changes of the persons in charge of the Office shall require sufficient discussions with the Audit & Supervisory Committee in advance.
  11. Systems for reporting from employees and Directors of the Group to the Audit & Supervisory Committee and other system for reporting to the Audit & Supervisory Committee
    - 1) (System for reporting to the Audit & Supervisory Committee)  
If employees and Directors of the Group discover facts that could potentially cause significant loss for the Company and the Group, or if there is the risk of such an occurrence, the facts of the situation shall be reportable to the Audit & Supervisory Committee through writing or direct communication.
    - 2) (Cooperating with audit by the Audit & Supervisory Committee)  
The Audit & Supervisory Committee may request reports from employees and Directors of the Group, including Directors, Executive Officers, and employees, whenever necessary and the employees and Directors who are requested to report must respond and cooperate appropriately.
  12. System for ensuring employees who report to the Audit & Supervisory Committee are not subjected to unfavorable treatment as a result of submitting their reports  
The employees and Directors of the Group who have submitted reports as detailed in item 11 above will not be subjected to any disadvantageous treatment as a result of such reports. In the unlikely event that any disadvantageous treatment has been confirmed, the Company shall give an order to stop it, and consider punitive measures for those who have perpetrated the disadvantageous treatment.
  13. Matters concerning the processing of expenses or obligations arising from the execution of duties by Audit & Supervisory Committee Members  
If Audit & Supervisory Committee Members make a request to the Company for the prepayment, etc. of expenses involved in the execution of their duties (limited to those of the Audit & Supervisory Committee) in accordance with Article 399-2 Item 4 of the Company Law, the Company shall bear the relevant expenses or obligations promptly, except when the expenses or obligations pertaining to this request are not deemed necessary for the execution of duties.
  14. Other system for ensuring effective audit by the Audit & Supervisory Committee
    - 1) (Attendance by Audit & Supervisory Committee Members at important meetings)  
Audit & Supervisory Committee Members may attend the Group Management Conference and committee meetings related to business execution, and are permitted to express their opinions.
    - 2) (Cooperation with Accounting Auditor, Representative Directors and Audit & Supervisory Board)

Members or Audit & Supervisory Committee Members of subsidiaries)  
 The Audit & Supervisory Committee holds regular meetings and discussions with the Accounting Auditor, Representative Directors, and Audit & Supervisory Board Members or Audit & Supervisory Committee Members of subsidiaries.

3) (Cooperation with Internal Control Division, etc.)

The Audit & Supervisory Committee holds regular meetings and discussions with the departments in charge of compliance, risk management, other in-house departments in charge of internal control functions, and the Internal Audit Department.

## 2. Basic Views on Eliminating Anti-Social Forces

### 1. Basic Views on Eliminating Anti-Social Forces

The Group specifies in the Compliance Charter (Compliance policy), that in response to antisocial forces, “The Company shall respond to antisocial forces and organizations that threaten the order and safety of civil society in a resolute manner,” and maintains a basic policy for the prevention of any illicit transactions.

### 2. Progress of System Development on Eliminating Anti-Social Forces

#### 1) Department in charge

The Group has established a department in charge of response to antisocial forces, and if there are any acts of intervention by antisocial forces, information on the antisocial forces shall be immediately reported to the department in charge and the Company shall respond to the situation as an organization. In addition, the department in charge collects, analyzes and provides uniform management of internal and external information related to antisocial forces and strives to eliminate all illicit transactions.

#### 2) Cooperation with external organizations

The Group cooperates with police, lawyers, and other external organizations on a regular basis to provide appropriate responses against unreasonable demands by antisocial forces.

#### 3) Development of relevant rules and manual

The Group’s response to antisocial forces is specifically set forth in relevant rules and the compliance manual.

#### 4) Implementation of training activities

The Group regards compliance as one of the most important management issues, and provides regular training on responses to antisocial forces.

## V. Other

### 1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Not Adopted
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Supplementary Explanation

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### 2. Other Matters Concerning to Corporate Governance System

Please refer to the relevant attachments for more information on the following.

- Fukuoka Financial Group Corporate Governance Guidelines
- Board of Directors Skill Matrix
- Corporate Governance Organizational Chart
- Organizational Chart for Timely Disclosure

# Board of Directors Skill Matrix

The Group's basic stance is to compose its Board of Directors so that their overall knowledge, experience and other qualities are well balanced in order to realize sustainable growth and medium to long term improvement in corporate value of the Company.

The matrix below sets forth the knowledge, experience and other qualities that the Company believes its Board of Directors should possess, as well as the particular knowledge, experience and other qualities expected of each Director, to make appropriate decisions and provide effective supervision for the medium to long term strategies to realize the Group's goal of "Economically, materially, and spiritually enriched society".

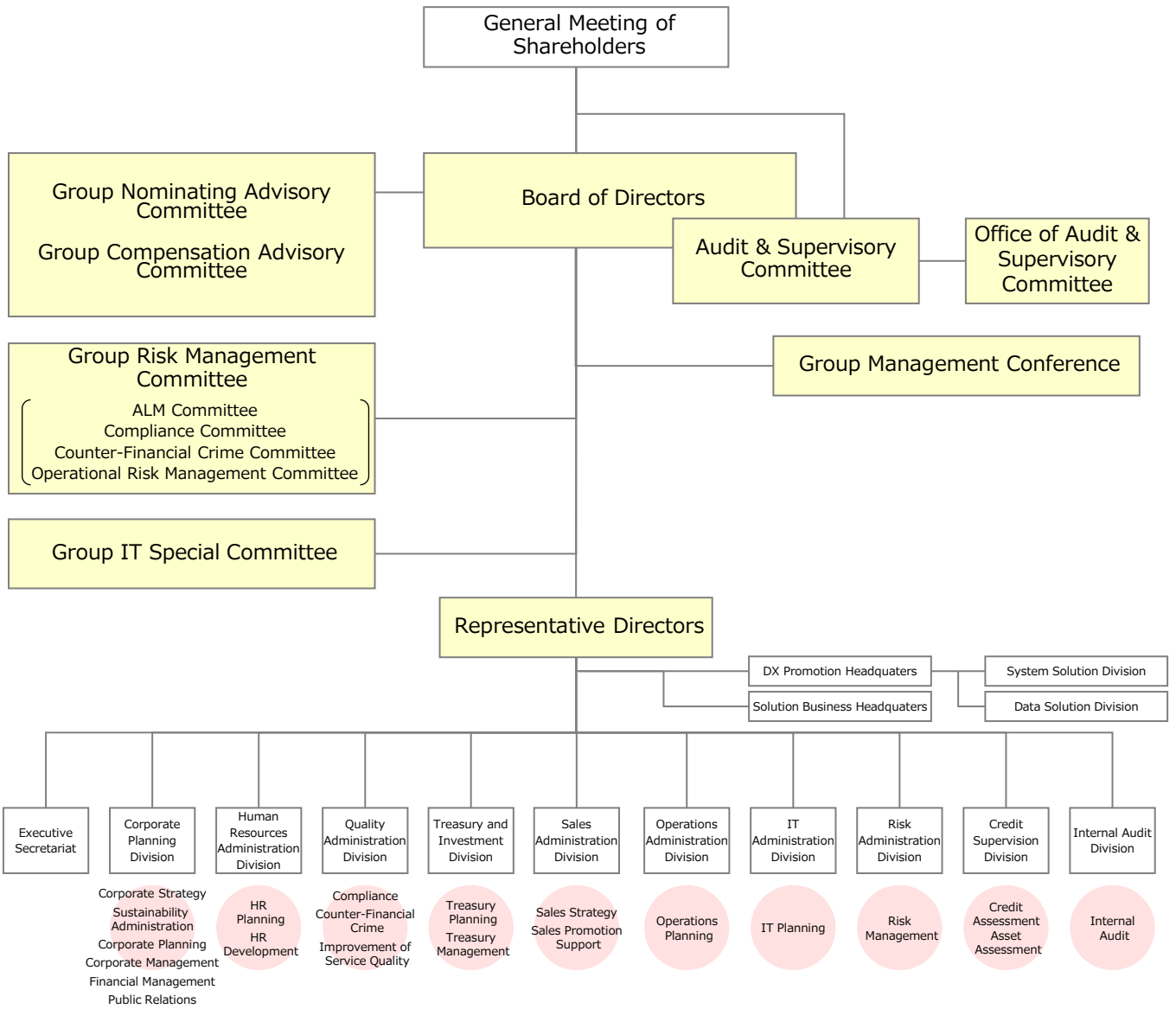
(June 2026)

■ Member of Group Nominating Advisory Committee     
 ■ Member of Group Compensation Advisory Committee

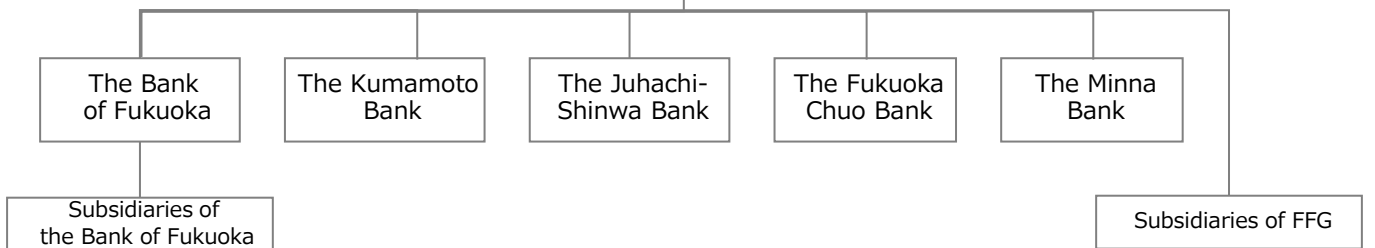
Name	position	Particular knowledge, experience and other qualities expected								
		Corporate Management	Finance/Accounting	Legal affairs/Compliance	Risk management	Consulting/Marketing	Market strategy/Investment strategy	Human resources strategy/DE&I	DX strategy	Sustainability/ESG
Takashige Shibato	Director & Chairman [Representative Director]	●	●	●	●		●	●	●	●
Hisashi Goto	Director & President [Representative Director]	●		●	●	●		●	●	●
Hiroshi Miyoshi	Director & Deputy President [Representative Director]	●	●			●	●		●	●
Masahiro Hashizume	Director & Executive Officer	●				●		●	●	●
Toshihiro Sakamoto	Director & Executive Officer	●				●		●		●
Nobuhiko Yamakawa	Director & Executive Officer	●			●	●				●
Masahiko Fukasawa	Director (External)	●	●			●				
Kumi Hanaoka <span style="background-color: #ADD8E6; padding: 2px;">Female</span>	Director (External)			●			●	●		●
Atsushi Kochaku	Director Serving as an Audit & Supervisory Committee Member		●		●		●		●	
Nobuko Ishibashi <span style="background-color: #ADD8E6; padding: 2px;">Female</span>	Director Serving as an Audit & Supervisory Committee Member (External)			●				●		●
Toshio Morita	Director Serving as an Audit & Supervisory Committee Member (External)	●	●	●	●		●			

Skill	Definition
Corporate management	Knowledge and experience to design and execute the corporate strategies from company wide viewpoints and to improve the effectiveness of the organization and governance
Finance/ Accounting	Expertise for finance strategies, accounting and capital policy
Legal affairs/ Compliance	Knowledge and experience to legally and properly manage legal, compliance and regulatory matters
Risk management	Knowledge and experience to understand credit, market and liquidity risks in an integrated way and to properly manage and control those risks
Consulting / Marketing	Knowledge and experience to create added value for the customers and expand the customer base by providing solutions and services based on the understanding of the customers
Market strategy/ Investment strategy	Professional knowledge and experience for strategic investment decision and to improve capital efficiency based on the expertise for markets and investment
Human resources strategy/DE&I	Knowledge and experience for strategies and institutional designs to sustainably grow the organization and to improve the ability to execute the strategies through human resources strategies and diversity
DX strategy	Knowledge and experience to reform the businesses and to create new opportunities for revenue utilizing digital and AI technologies
Sustainability/ESG	Knowledge and experience in sustainability management aimed at balancing the resolution of environmental and social issues with the enhancement of corporate value while promoting the sustainable development and prosperity of local communities.

# Corporate Governance Organizational Chart



Reporting  Consultation and Instruction 



# Organizational Chart for Timely Disclosure

