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(Securities Code: 8367)
June 10, 2020

To Stockholders with Voting Rights:

Takashi Hashimoto
President
The Nanto Bank, Ltd.
16, Hashimoto-cho,
Nara City, Nara, Japan

NOTICE OF CONVOCATION OF THE 132ND ORDINARY STOCKHOLDERS' MEETING

You are cordially notified of the 132nd Ordinary Stockholders' Meeting of The Nanto Bank, Ltd. (the "Bank"). The meeting will be held for the purposes as described below.

Instead of attending the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the Stockholders' Meeting described hereinafter and exercise your voting rights by no later than 5:00 p.m. on Thursday, June 25, 2020.

1. Date and Time: Friday, June 26, 2020 at 10:00 a.m. Japan time

2. Place: Hiten Room, 4F, Hotel Nikko Nara
8-1 Sanjo-hommachi, Nara-shi, Nara, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank's 132nd Fiscal Year (from April 1, 2019 to March 31, 2020)
 2. Consolidated Financial Statements for the Bank's 132nd Fiscal Year (from April 1, 2019 to March 31, 2020) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of Nine (9) Directors
Proposal No. 3: Election of Two (2) Corporate Auditors
Proposal No. 4: Election of One (1) Substitute Corporate Auditor

End

Guidance on Exercise of Voting Rights

You can exercise your voting rights by one of the following three methods:

Please kindly note that we strongly encourage you to exercise your voting rights in advance in writing or via the internet, considering the health and safety of our stockholders and with the purpose of preventing the infection risk.

Exercise of Voting Rights by Attending the Meeting	Exercise of Voting Rights in Writing	Exercise of Voting Rights via the Internet
When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.	Please indicate your vote of approval or disapproval of each proposal in the enclosed Voting Rights Exercise Form and return the form by the deadline.	Please access the website for exercise of voting rights (https://evote.tr.mufg.jp/), follow the instructions on the screen, and enter your vote of approval or disapproval of each proposal.
Date and time of the meeting: 10:00 a.m. on June 26, 2020 (Friday)	Deadline for exercise: Forms to be returned by no later than 5:00 p.m. on June 25, 2020 (Thursday)	Deadline for exercise: Vote to be exercised by no later than 5:00 p.m. on June 25, 2020 (Thursday)

- (1) When voting rights are exercised more than once via the Internet, the vote that arrives the latest will be deemed the valid one.
 - (2) When voting rights are exercised both by the Voting Rights Exercise Form and via the Internet, the vote via the Internet will be deemed the valid one.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
 - Please note that the persons other than stockholders, such as proxies who are not stockholders or persons accompanying stockholders, are not allowed to enter the place of the Stockholders' Meeting. If you exercise your voting rights by proxy pursuant to the provisions of the Articles of Incorporation of the Bank, please have your proxy submit a document to prove his/her right to represent you.
 - Of the documents that need to be provided with this Notice of Convocation, matters concerning (1) through (3) below are, in accordance with laws and regulations and Article 17 of the Articles of Incorporation of the Bank, posted on the Bank's website (<https://www.nantobank.co.jp/>), and are therefore not included in the documents attached to this Notice of Convocation.
 - (1) The Bank's Stock Acquisition Rights and the Systems to Ensure Proper Operations, which are part of the Business Report
 - (2) The Non-consolidated Statement of Changes in Net Assets and the Notes to the Non-consolidated Financial Statements, which are part of the Non-consolidated Financial Statements
 - (3) The Consolidated Statement of Changes in Net Assets and the Notes to the Consolidated Financial Statements, which are part of the Consolidated Financial StatementsThe Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements that have been audited by Corporate Auditors consist of the documents listed in (1) through (3) above, as well as the Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements attached to this Notice of Convocation. Moreover, the Non-consolidated Financial Statements and Consolidated Financial Statements that have been audited by the Accounting Auditor consist of the documents listed in (2) and (3) above, as well as the Non-consolidated Financial Statements and Consolidated Financial Statements attached to this Notice of Convocation.
 - Any updates to the Reference Documents for the Stockholders' Meeting, Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements will be posted on the Bank's website (<https://www.nantobank.co.jp/>).

Reference Documents for the Stockholders' Meeting

Proposals and References

Proposal No. 1: Appropriation of Surplus

The Bank proposes the appropriation of surplus as follows, under its basic policy of distributing continuous and stable dividends while ensuring internal reserves to strengthen its financial management setup and fund future business developments and others.

1. Matters concerning year-end dividends
 - (1) Matters concerning the allotment of dividend property to stockholders and the total amount
40.00 yen per share of common stock of the Bank, for a total of 1,304,267,680 yen
Since we have already paid the interim dividend of 40.00 yen, the annual dividend for the 132nd fiscal year amounts to 80.00 yen per share.
 - (2) Effective date of distribution of surplus
June 29, 2020
2. Other matters concerning the appropriation of surplus
 - (1) Item and amount of surplus to be increased
General reserve 700,000,000 yen
 - (2) Item and amount of surplus to be decreased
Retained earnings brought forward 700,000,000 yen

Proposal No. 2: Election of Nine (9) Directors

Director Masami Ishii resigned effective on January 6, 2020, and the terms of office of all eight (8) remaining Directors will expire at the conclusion of this Stockholders' Meeting. Accordingly, the election of nine (9) Directors, including three (3) Outside Directors, is proposed.

The candidates for Directors are as follows:

Candidate No.	Name			Current positions at the Bank
1	Takashi Hashimoto	Reelection		President (Representative Director)
2	Satoshi Ishida	Reelection		Deputy President and Executive Officer (Representative Director)
3	Keizo Nishikawa	Reelection		Director and Senior Managing Executive Officer (Representative Director)
4	Kazuomi Nakamuro	Reelection		Director and Managing Executive Officer
5	Kazuya Yokotani	Reelection		Director and Managing Executive Officer
6	Satoru Wada	New candidate		Managing Executive Officer, General Manager, Business Promotion Headquarters
7	Matazaemon Kitamura	Reelection	Outside Director Independent Officer	Director (Outside Director)
8	Hidetaka Matsuzaka	New candidate	Outside Director Independent Officer	
9	Shuhei Aoki	New candidate	Outside Director Independent Officer	

Candidate No. 1	
Takashi Hashimoto	Reelection
Date of birth: May 20, 1954	
Number of shares of the Bank held: 5,611 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1977	Joined the Bank
Jun. 1999	General Manager, Kanmaki Branch, the Bank
Apr. 2001	General Manager, Kyoto Corporate Business Office, Business Management Division, the Bank
Jun. 2002	Deputy General Manager, Business Management Division; General Manager, Kyoto Corporate Business Office, the Bank
Jun. 2003	General Manager, Kyoto Branch, the Bank
Jun. 2005	General Manager, Public Institutions Division, the Bank
Jun. 2007	Director, General Manager, Personnel Division, the Bank
Jun. 2010	Managing Director, General Manager, Business Management Division, the Bank
Jun. 2011	Managing Director, General Manager, Osaka Regional Headquarter, the Bank
Jun. 2013	Managing Director, the Bank
Jun. 2014	Senior Managing Director, the Bank
Jun. 2015	President (Representative Director), the Bank (to present)
Reasons for nomination as a candidate for Director	
<p>Mr. Takashi Hashimoto has worked to establish structures for compliance with laws and regulations and internal management and has taken the leadership to intercept and exclude relationships with antisocial organizations. Through these initiatives, he strives to maintain public trust in the Bank. As an officer well versed in any and all bank operations in the business promotion, management, and operations divisions, he has sufficient knowledge and experience to perform the bank's corporate management in an appropriate, fair, and efficient manner. Accordingly, the Bank has nominated him as a candidate for Director.</p>	

Candidate No. 2	
Satoshi Ishida	Reelection
Date of birth: Oct. 6, 1974	
Number of shares of the Bank held: 510 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1997	Joined Dai-Ichi Kangyo Bank, Limited (current Mizuho Bank, Ltd.)
Jul. 2001	Chief, Management Guidance Unit, Construction Industry Division, Policy Bureau, Ministry of Land, Infrastructure, Transport and Tourism
Nov. 2003	Manager, Industrial Revitalization Corporation of Japan
Jul. 2010	Director, Industrial Growth Platform, Inc.
Aug. 2013	Supervisory and Coordination Officer, Planning and Management Division, Supervision Bureau, Financial Services Agency
Jul. 2015	Policy Management Officer, Policy Division, Planning and Coordination Bureau, Financial Services Agency
Jul. 2016	Director, Monitoring Planning Office, Inspection Coordination Division, Inspection Bureau, Financial Services Agency
Jul. 2017	Director, the Regional Finance Planning Office, Supervision Bureau, Financial Services Agency
Nov. 2018	Director, Industrial Growth Platform, Inc.
Feb. 2019	Advisor, the Bank
Apr. 2019	Senior Managing Executive Officer, General Manager, Management Strategy Headquarters, the Bank
Jun. 2019	Deputy President and Executive Officer (Representative Director), General Manager, Corporate Strategy Headquarters, the Bank
Apr. 2020	Deputy President and Executive Officer (Representative Director), the Bank (to present) In charge of Corporate Planning Division, Digital Strategy Division, Personnel and General Affairs Division, and Osaka Block Headquarters
Reasons for nomination as a candidate for Director	
<p>Mr. Satoshi Ishida is well versed in corporate management and financial circles overall and has abundant experience gained through his work in the management reform of many companies, especially in planning divisions. He has extensive knowledge that enables him to perform the bank's corporate management in an appropriate and fair manner. From the viewpoint of ensuring the Bank's sustainable growth and increased corporate value over the medium- to long-term, he is expected to strengthen the effectiveness of the decision-making functions and supervisory functions of the Board of Directors. Accordingly, the Bank has nominated him as a candidate for Director.</p>	

Candidate No. 3	
Keizo Nishikawa	Reelection
Date of birth: Feb. 19, 1960	
Number of shares of the Bank held: 4,618 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1982	Joined the Bank
Jun. 2002	General Manager, Miyamaki Branch, the Bank
Jun. 2004	General Manager, Yuzaki Branch, the Bank
Jun. 2006	General Manager, Ishikiri Branch, the Bank
Jun. 2008	General Manager, Kashiba Branch, the Bank
Jun. 2010	Deputy General Manager, Credit Analysis Division, the Bank
Apr. 2012	General Manager, Internal Audit Division, the Bank
Jun. 2013	General Manager, Credit Analysis Division, the Bank
Jun. 2014	Director, General Manager, Credit Analysis Division, the Bank
Jun. 2015	Director, General Manager, Tokyo Branch; Head of Tokyo Office, the Bank
Apr. 2016	Director, Executive Officer, General Manager, Tokyo Branch, the Bank
Jun. 2016	Executive Officer, General Manager, Tokyo Branch, the Bank
Apr. 2017	Managing Executive Officer, General Manager, Tokyo Branch, the Bank
Apr. 2018	Managing Executive Officer, the Bank
Jun. 2018	Director and Managing Executive Officer, the Bank
Apr. 2019	Director and Senior Managing Executive Officer (Representative Director), General Manager, Business Headquarters, the Bank
Apr. 2020	Director and Senior Managing Executive Officer (Representative Director), the Bank (to present) In charge of Risk Management Division, North Nara Block Headquarters, and Middle Nara Block Headquarters
Reasons for nomination as a candidate for Director	
Mr. Keizo Nishikawa sets an example by sincerely taking the initiative in compliance with laws and regulations, intercepts and excludes relationships with antisocial organizations in a resolute manner, maintains public trust in the Bank, and strives to ensure operational appropriateness and soundness. He also has a well-balanced familiarity with the affairs of the business promotion and internal audit divisions, and sufficient knowledge and experience to perform the bank's corporate management in an appropriate, fair, and efficient manner. Accordingly, the Bank has nominated him as a candidate for Director.	

Candidate No. 4	
Kazuomi Nakamuro	Reelection
Date of birth: Aug. 11, 1960	
Number of shares of the Bank held: 3,332 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1983	Joined the Bank
Jun. 2005	Acting General Manager, Corporate Management Division, the Bank
Jun. 2008	Assistant General Manager, Business Management Division, the Bank
Apr. 2009	Group Leader, Business Management Division; Divisional General Manager, FA Office; General Manager, Telephone Center, the Bank
Apr. 2010	General Manager, Gakuenmae Branch, the Bank
Apr. 2011	Deputy General Manager, General Planning Division; Divisional General Manager, IT Investment Planning Office, the Bank
Apr. 2013	Deputy General Manager, General Planning Division, the Bank
Jun. 2013	General Manager, Business Management Division, the Bank
Apr. 2015	General Manager, Internal Audit Division, the Bank
Jun. 2015	Director, General Manager, Internal Audit Division, the Bank
Apr. 2016	Director and Executive Officer, General Manager, Personal Business Division, the Bank
Jun. 2016	Executive Officer, General Manager, Personal Business Division, the Bank
Apr. 2017	Executive Officer, General Manager, Internal Audit Division, the Bank
Jun. 2017	Director and Executive Officer, General Manager, Internal Audit Division, the Bank
Apr. 2019	Director and Managing Executive Officer, General Manager, Corporate Administration Headquarters, the Bank
May 2019	Director and Managing Executive Officer, General Manager, Corporate Administration Headquarters; General Manager, General Affairs Division, the Bank
Apr. 2020	Director and Managing Executive Officer, the Bank (to present) In charge of Credit Analysis Division, Operations Support Division, South Nara / Wakayama Block Headquarters, and Kyoto Block Headquarters
Reasons for nomination as a candidate for Director	
Mr. Kazuomi Nakamuro sets an example by sincerely taking the initiative in compliance with laws and regulations, intercepts and excludes relationships with antisocial organizations in a resolute manner, maintains public trust in the Bank, and strives to ensure operational appropriateness and soundness. He also has a well-balanced familiarity with the affairs of the business promotion, planning, and internal audit divisions, and sufficient knowledge and experience to perform the bank's corporate management in an appropriate, fair, and efficient manner. Accordingly, the Bank has nominated him as a candidate for Director.	

Candidate No. 5	
Kazuya Yokotani	Reelection
Date of birth: Dec. 15, 1962	
Number of shares of the Bank held: 2,613 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1985	Joined the Bank
Jun. 2007	Acting General Manager, General Planning Division, the Bank
Apr. 2011	General Manager, Higashi-Ikoma Branch, the Bank
Aug. 2012	Deputy General Manager, General Planning Division, the Bank
Jun. 2014	General Manager, General Planning Division, the Bank
Apr. 2016	Executive Officer, General Manager, Corporate Planning Division, the Bank
Apr. 2018	Executive Officer, General Manager, Public Institutions & Regional Vitality Creation Division, the Bank
Apr. 2019	Managing Executive Officer, General Manager, Investment Headquarters, the Bank
Jun. 2019	Director and Managing Executive Officer, General Manager, Investment Management Headquarters, the Bank
Apr. 2020	Director and Managing Executive Officer, the Bank (to present) In charge of Tokyo Business Division, Regional Business Creation Division, and Financial Investment Division
Reasons for nomination as a candidate for Director	
Mr. Kazuya Yokotani sets an example by sincerely taking the initiative in compliance with laws and regulations, intercepts and excludes relationships with antisocial organizations in a resolute manner, maintains public trust in the Bank, and strives to ensure operational appropriateness and soundness. With his abundant knowledge and experience mainly in the planning division, he has sufficient knowledge and experience to perform the bank's corporate management in an appropriate, fair, and efficient manner. Accordingly, the Bank has nominated him as a candidate for Director.	

Candidate No. 6	
Satoru Wada	New candidate
Date of birth: Jun. 23, 1961	
Number of shares of the Bank held: 3,913 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1984	Joined the Bank
Jun. 2006	General Manager, Nabari-Higashi Branch, the Bank
Jun. 2008	General Manager, Yao Branch, the Bank
Oct. 2010	General Manager, Kyoto Branch, the Bank
Apr. 2012	General Manager, Koriyama Branch, the Bank
Apr. 2014	General Manager, Public Institutions & Regional Vitality Creation Division, the Bank
Jun. 2015	General Manager, Credit Analysis Division, the Bank
Apr. 2016	Executive Officer, General Manager, Credit Analysis Division, the Bank
Apr. 2018	Executive Officer, General Manager, Corporate Planning Division, the Bank
Apr. 2019	Managing Executive Officer, General Manager, Nara Hokuwa Area Headquarters, the Bank
Apr. 2020	Managing Executive Officer, General Manager, Business Promotion Headquarters, the Bank (to present)
	In charge of Business Support Division, Corporate Business Division, and Personal Business Division
Reasons for nomination as a candidate for Director	
Mr. Satoru Wada sets an example by sincerely taking the initiative in compliance with laws and regulations, intercepts and excludes relationships with antisocial organizations in a resolute manner, maintains public trust in the Bank, and strives to ensure operational appropriateness and soundness. He also has a well-balanced familiarity with the affairs of the business promotion, planning, and credit analysis divisions, and sufficient knowledge and experience to perform the bank's corporate management in an appropriate, fair, and efficient manner. Accordingly, the Bank has nominated him as a candidate for Director.	

Candidate No. 7	
Matazaemon Kitamura	Reelection / Outside Director/ Independent Officer
Date of birth: Aug. 6, 1954	
Number of shares of the Bank held: 4,610 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1978	Joined The Fuji Bank, Limited (current Mizuho Bank, Ltd.)
Feb. 1988	Director, Kitamura Forestry Co., Ltd.
Sep. 2005	Representative Director and President, Kitamura Forestry Co., Ltd. (to present)
Jun. 2016	Outside Director, the Bank (to present)
	(Significant concurrent positions)
	Representative Director and President, Kitamura Forestry Co., Ltd.
Reasons for nomination as a candidate for Director	
Having been engaged in corporate management as a corporate executive over a long period, Mr. Matazaemon Kitamura is well versed in overall management and has an abundance of knowledge and experience enabling him to perform the bank's corporate management by undertaking appropriate and fair procedures, such as the voicing of opinions based on his deep insight. Accordingly, the Bank has nominated him as a candidate for Outside Director.	

Candidate No. 8	
Hidetaka Matsuzaka	New candidate / Outside Director / Independent Officer
Date of birth: Feb. 22, 1958	
Number of shares of the Bank held: 0 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1980	Joined Osaka Gas Co., Ltd.
Jun. 2009	Executive Officer, General Manager, Corporate Strategy Department, Osaka Gas Co., Ltd.
Apr. 2011	Senior Executive Officer, General Manager, Energy Resources & Int'l Business Unit, Osaka Gas Co., Ltd.
Jun. 2011	Director and Senior Executive Officer, General Manager, Energy Resources & Int'l Business Unit, Osaka Gas Co., Ltd.
Apr. 2014	Director and Senior Executive Officer, General Manager, Corporate Planning HQ, Osaka Gas Co., Ltd.
Apr. 2015	Representative Director, Executive Vice-President, Osaka Gas Co., Ltd.
Apr. 2019	Director and Chairman, OG Capital Co., Ltd. (to present)
Jun. 2019	Advisor, Osaka Gas Co., Ltd. (to present)
	(Significant concurrent positions)
	Director and Chairman, OG Capital Co., Ltd.
	Advisor, Osaka Gas Co., Ltd.
Reasons for nomination as a candidate for Director	
With an abundance of experience and a wide range of knowledge in corporate and organization management, Mr. Hidetaka Matsuzaka has a deep insight enabling him to perform the bank's corporate management by undertaking appropriate and fair procedures, such as the voicing of opinions to the management from a large and broad perspective. Accordingly, the Bank has nominated him as a candidate for Outside Director.	

Candidate No. 9	
Shuhei Aoki	New candidate / Outside Director / Independent Officer
Date of birth: Jul. 6, 1958	
Number of shares of the Bank held: 0 shares	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1981	Joined the Bank of Japan
Nov. 2003	General Manager, Yokohama Branch, the Bank of Japan
Jul. 2005	Deputy Director-General, Information System Services Department, the Bank of Japan
May 2008	General Manager for the Americas and Chief Representative in New York, the Bank of Japan
Jun. 2011	Director-General, Financial Markets Department, the Bank of Japan
May 2013	Director-General, Payment and Settlement Systems Department, the Bank of Japan
Jul. 2014	Executive, Hitachi, Ltd.
Apr. 2020	Commissioned Executive Strategist, Hitachi, Ltd. (to present)
	(Significant concurrent positions)
	Commissioned Executive Strategist, Hitachi, Ltd.
Reasons for nomination as a candidate for Director	
<p>Mr. Shuhei Aoki is well versed in the affairs of the overall financial industry, is fully aware of the expected roles of an Outside Director, and has an abundance of knowledge and experience enabling him to perform the bank's corporate management by undertaking appropriate and fair procedures, such as the voicing of opinions to the management based on his deep insight from a broad perspective. Accordingly, the Bank has nominated him as a candidate for Outside Director.</p>	

(Notes)

1. There are no special interests between any of the candidates for Directors and the Bank.
2. Mr. Matazaemon Kitamura will have served as Outside Director of the Bank for four years as of the conclusion of this Stockholders' Meeting.
3. Mr. Matazaemon Kitamura meets the requirements for independent officers under the provisions of Tokyo Stock Exchange, Inc. and the "Standards for Assessing Independence" established by the Bank, and there is no risk of conflicts of interest with general stockholders. Therefore, if his election is approved at this Stockholders' Meeting, he will continue to serve as an independent officer.
Moreover, Messrs. Hidetaka Matsuzaka and Shuhei Aoki also meet the requirements for independent officers under the provisions of Tokyo Stock Exchange, Inc. and the "Standards for Assessing Independence" established by the Bank, and there is no risk of conflicts of interest with general stockholders. Therefore, if their election is approved at this Stockholders' Meeting, they will serve as new independent officers.
4. If the election of Mr. Matazaemon Kitamura is approved at this Stockholders' Meeting, the Bank will continue the liability limitation agreement with him to limit his liabilities for damage due to the negligence of Outside Director' duties to an amount set forth by laws and regulations.
Furthermore, if the election of Messrs. Hidetaka Matsuzaka and Shuhei Aoki is approved at this Stockholders' Meeting, the Bank will conclude the agreement with them under the same conditions.

Proposal No. 3: Election of Two (2) Corporate Auditors

The terms of office of Corporate Auditors Takao Handa and Masahiro Nakamura will expire at the conclusion of this Stockholders' Meeting. Accordingly, the election of two (2) Corporate Auditors is proposed.

The Board of Corporate Auditors has given its consent to this proposal.

The candidates for Corporate Auditors are as follows:

Candidate No. 1	
Takao Handa	Reelection
Date of birth: Dec. 25, 1958	
Number of shares of the Bank held: 5,009 shares	
Past experience, positions and significant concurrent positions	
Apr. 1981	Joined the Bank
Jun. 2002	General Manager, Keihanna Plaza Branch, the Bank
Jun. 2004	General Manager, Nabari Branch, the Bank
Jun. 2006	General Manager, Osaka-Kita Branch, the Bank
Nov. 2008	General Manager, Osaka-Kita Branch; Manager, Osaka-Nishi Corporate Business Office, Business Management Division, the Bank
Jan. 2009	Deputy General Manager, Osaka-Chuo Business Division, the Bank
Oct. 2009	General Manager, Takada Branch, the Bank
Oct. 2011	General Manager, Corporate Management Division, the Bank
Jun. 2013	Director, General Manager, Value Development Division, the Bank
Jun. 2014	Director, General Manager, Personnel Division, the Bank
Apr. 2016	Director and Executive Officer, General Manager, Personnel Division, the Bank
Jun. 2016	Full-time Corporate Auditor, the Bank (to present)
Reasons for nomination as a candidate for Corporate Auditor	
Mr. Takao Handa sets an example by sincerely taking the initiative in compliance with laws and regulations, intercepts and excludes relationships with antisocial forces in a resolute manner, maintains public trust in the Bank, and strives to ensure operational appropriateness and soundness. He is well versed in the overall banking business, has extensive knowledge to audit the execution of duties by Directors, and is well qualified as a Corporate Auditor. Accordingly, the Bank has nominated him as a candidate for Corporate Auditor.	

Candidate No. 2	
Motoi Mitsuishi	New candidate / Outside Corporate Auditor / Independent Officer
Date of birth: Sep. 23, 1963	
Number of shares of the Bank held: 0 shares	
Past experience, positions and significant concurrent positions	
Apr. 1987	Joined Mitsubishi Bank, Ltd. (current MUFG Bank, Ltd.)
May 2012	General Manager for Thailand and General Manager, Bangkok Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (current MUFG Bank, Ltd.)
Jun. 2013	Executive Officer, General Manager for Thailand and General Manager, Bangkok Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
Jan. 2015	Executive Officer, The Bank of Tokyo-Mitsubishi UFJ, Ltd.; seconded to Bank of Ayudhya Public Company Limited (Deputy President)
Jul. 2015	Executive Officer, Deputy Head of Asia & Oceania Group (in charge of special projects), General Manager, Asia & Oceania Sales Division, and General Manager, Singapore Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
May 2017	Senior Executive Officer and Head of Transaction Banking Group, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
Jul. 2018	Senior Executive Officer, Head of Transaction Banking Group and Assistant to the Head of Global Commercial Banking Business Unit, MUFG Bank, Ltd. Senior Executive Officer, Head of Transaction Banking Unit, Mitsubishi UFJ Financial Group, Inc.
Jun. 2019	Deputy President, Mitsubishi UFJ Research and Consulting Co., Ltd. (to present) (Significant concurrent positions) Deputy President, Mitsubishi UFJ Research and Consulting Co., Ltd.
Reasons for nomination as a candidate for Corporate Auditor	
With many years of practical experience at financial institutions and a wide range of insight, Mr. Motoi Mitsuishi has deep insight that enables him to perform the duties of an Outside Corporate Auditor in an appropriate and fair manner. Accordingly, the Bank has nominated him as a candidate for Outside Corporate Auditor.	

(Notes)

1. There are no special interests between any of the candidates for Corporate Auditors and the Bank.
2. Mr. Motoi Mitsuishi meets the requirements for independent officers under the provisions of Tokyo Stock Exchange, Inc. and the “Standards for Assessing Independence” established by the Bank, and there is no risk of conflicts of interest with general stockholders. Therefore, if his election is approved at this Stockholders’ Meeting, he will serve as a new independent officer.
3. If the election of Mr. Motoi Mitsuishi is approved at this Stockholders’ Meeting, the Bank will conclude a liability limitation agreement with him to limit his liabilities for damage due to the negligence of Outside Corporate Auditor’s duties to an amount set forth by laws and regulations.

Proposal No. 4: Election of One (1) Substitute Corporate Auditor

The effect of the appointment of the current Substitute Corporate Auditor will expire at the start of this Stockholders' Meeting. Accordingly, the election of one (1) Substitute Corporate Auditor is proposed in case the number of the Corporate Auditors falls short of that stipulated by laws and regulations.

The effect of this resolution will expire at the start of the Stockholders' Meeting held in four years as stipulated by the Articles of Incorporation of the Bank. However, only before the Substitute Corporate Auditor assumes the office, this resolution may be revoked with consent of the Board of Corporate Auditors and by resolution of the Board of Directors.

The Board of Corporate Auditors has given its consent to this proposal.

The candidate for Substitute Corporate Auditor is as follows:

Kiyomi Yasui	Outside Corporate Auditor / Independent Officer
Date of birth: Oct. 16, 1964	
Number of shares of the Bank held: 100 shares	
Past experience, positions and significant concurrent positions	
Oct. 1990	Joined Asahi, Shinwa & Co. (current KPMG AZSA LLC)
Feb. 1994	Registered as a Certified Public Accountant
Sep. 2007	Resigned from AZSA & Co. (current KPMG AZSA LLC)
Oct. 2008	President, Yasui Certified Public Accountant Office (to present)
Nov. 2008	Registered as a Certified Public Tax Accountant
Jul. 2013	Executive Secretary, Kinki Chapter, The Japanese Institute of Certified Public Accountants (to present)
Jul. 2019	Chairman, Management Committee, Kinki Unit, The Japanese Institute of Certified Public Accountants (to present)
	(Significant concurrent positions)
	President, Yasui Certified Public Accountant Office
	Executive Secretary, Kinki Chapter, The Japanese Institute of Certified Public Accountants
	Chairman, Management Committee, Kinki Chapter, The Japanese Institute of Certified Public Accountants
Reasons for nomination as a candidate for Substitute Outside Corporate Auditor	
Mr. Kiyomi Yasui has specialized knowledge and practical experience in finance and accounting as a Certified Public Accountant, a Certified Public Tax Accountant, and a consultant. He is expected to leverage his abundant experience and insight to audit the execution of duties by Directors and provide precise and appropriate opinions and advice from a neutral and objective viewpoint. Accordingly, the Bank has nominated him as a candidate for Substitute Outside Corporate Auditor.	

(Notes)

1. There are no special interests between Mr. Kiyomi Yasui and the Bank.
2. If Mr. Kiyomi Yasui assumes the office as Outside Corporate Auditor, he will serve as a new independent officer, as he meets the requirements for independent officers under the provisions of Tokyo Stock Exchange, Inc. and the "Standards for Assessing Independence" established by the Bank, and there is no risk of conflicts of interest with general stockholders.
3. If Mr. Kiyomi Yasui assumes the office as Outside Corporate Auditor, the Bank will conclude a liability limitation agreement with him to limit his liabilities for damage due to the negligence of Outside Corporate Auditor's duties to an amount set forth by laws and regulations.

(Reference)

Standards for Assessing Independence

Under the standards stipulated by the Company, an Outside Director or Outside Corporate Auditor is assessed to be independent from the Bank when they do not fall and have not fallen under any of the following, currently or recently (Note 1).

- (1) A person who has transactions with the Bank as the person's principal counterparty (Note 2), or an executive thereof if such person is a corporation, etc. (corporation or other body; hereinafter the same interpretation shall apply).
- (2) A principal counterparty (Note 2) of the Bank, or an executive thereof if such counterparty is a corporation, etc.
- (3) A consultant, accounting professional, or legal professional who receives large amounts (Note 3) of cash or other assets other than officer compensation from the Bank (if such consultant, accounting professional, or legal professional receiving the assets is a group such as a corporation or partnership, a person belonging to such group).
- (4) A person who receives large amounts (Note 3) of donations or other contributions from the Bank, or an executive thereof if such person is a corporation, etc.
- (5) A principal stockholder (Note 4) of the Bank, or an executive thereof if such stockholder is a corporation, etc.
- (6) Close relative (Note 6) of persons (excluding those who are not important (Note 5)) listed below.
 - A. Persons who fall under (1) through (5) above.
 - B. Directors, Corporate Auditors, and important employees, etc. of the Bank and its subsidiaries.

(Note 1) "Recently"

A case that can be substantially treated like a case of "currently," including the case where the candidates for election as outside officers fall under any of the (1) through (6) listed above when the contents of the proposal at the Stockholders' Meeting for their election as outside officers are decided.

(Note 2) "Principal counterparty"

- * A person whose payments or receipts for transactions with the Bank represent more than 2% of consolidated net sales (for the Bank, consolidated gross business profit) in the latest fiscal year.
- * A counterparty who receives the most significant credit extended from the Bank and will be seriously affected in the event of any change in the transaction policy of the Bank

(Note 3) "Large amounts"

For an individual, ¥10 million or more annually on average over the preceding three years. For a corporation, partnership, or other body, an amount exceeding 2% of the consolidated net sales or total revenue of such body.

(Note 4) "Principal stockholder"

A stockholder who holds 10% or more of the total voting rights at the end of the latest fiscal year of the Bank

(Note 5) "Important"

A person who holds an officer or general manager position or equivalent position at a company, or a certified public accountant, lawyer, etc. if such person belongs to an accounting office or law office.

(Note 6) "Close relative"

A relative within two degrees of kinship of a person.