

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 8563

May 29, 2025

To our shareholders:

Takao Suzuki  
Director, Chairman and President  
**THE DAITO BANK, LTD.**  
19-1, Nakamachi, Koriyama City, Fukushima

## **NOTICE OF CONVOCAION OF THE 120TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We are pleased to announce the 120th Annual General Meeting of Shareholders of THE DAITO BANK, LTD. (the “Bank”). The meeting will be held for the purposes as described below.

When convening this General Meeting of Shareholders, the Bank takes measures to provide the information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format. This information is posted on the following websites. Please access one of the websites to view the information.

Bank’s website (in Japanese):

<https://www.daitobank.co.jp>

(After accessing the above website, please select “About Daito Bank,” “Shareholder/Investor Information,” “Materials for General Meeting of Shareholders,” then “120th Annual General Meeting of Shareholders.”)

In addition to the Bank’s website, matters subject to measures for electronic provision are also published on the Tokyo Stock Exchange (TSE) website, which can be accessed at the address below.

TSE website (Listed Company Search) (in Japanese):

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

(Access the TSE website by using the internet address shown above, enter “DAITO BANK” in “Issue name (company name)” or the Bank’s securities code “8563” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

We may take necessary measures at our discretion to ensure the safety of shareholders, depending on the situation on the day of the meeting. We appreciate your understanding and cooperation.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the internet. When exercising your voting rights in writing or via the internet, please exercise your voting rights in accordance with the “Instructions for Exercising Voting Rights” on pages 3 to 5 of the Japanese version (in Japanese only) by 5:00 p.m. Thursday, June 19, 2025 (JST).

- 1. Date and Time:** Friday, June 20, 2025, at 10:00 a.m. (JST)  
**2. Place:** 6F, Main Conference Room, Head Office of the Bank  
19-1, Nakamachi, Koriyama City, Fukushima

**3. Meeting Agenda:**

**Matters to be reported:**

1. The Business Report and Non-consolidated Financial Statements for the Bank's 120th Fiscal Year (from April 1, 2024 to March 31, 2025)
2. Consolidated Financial Statements for the Bank's 120th Fiscal Year (from April 1, 2024 to March 31, 2025) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee

**Proposals to be resolved:**

- Proposal No. 1:** Appropriation of Surplus  
**Proposal No. 2:** Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)  
**Proposal No. 3:** Election of an Accounting Auditor

- When attending the meeting, please submit the Voting Rights Exercise Form to the reception desk. Reference materials for the general meeting of shareholders will not be provided at the meeting. We ask that you download and print them out.
- The Bank has adopted Smart Voting. Please refer to page 4 of the Japanese version (in Japanese only).
- Of the documents to be provided with this Convocation Notice, the following matters are omitted in this Convocation Notice and the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents as they are posted on the Bank's website (<https://www.daitobank.co.jp/>) and on the TSE website in accordance with laws and regulations and Article 16 of the Articles of Incorporation of the Bank. The Audit and Supervisory Committee and the Accounting Auditor have audited the documents subject to audit, including the following matters.
  - 1) Non-consolidated Statement of Changes in Shareholders' Equity
  - 2) Notes to Non-consolidated Financial Statements
  - 3) Consolidated Statement of Changes in Shareholders' Equity
  - 4) Notes to Consolidated Financial Statements
- If any revisions are made to the matters subject to measures for electronic provision, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Bank's website and the TSE website stated above.

## **Reference Documents for the General Meeting of Shareholders**

### **Proposals and References**

#### **Proposal No. 1      Appropriation of Surplus**

The Bank proposes the appropriation of surplus as follows.

Matters concerning year-end dividends

With regard to the year-end dividends for the 120th fiscal year, comprehensively taking into account continuing to provide stable dividends and the business results of the Bank for the fiscal year under review, the Bank proposes as follows.

In addition, internal reserves will continue to be used efficiently for effective investments, etc., in order to enhance the Bank's operational foundations and strengthening the management structure.

1. Dividend asset type  
Cash
2. Matters concerning the allotment of dividend property to shareholders and the total amount  
32 yen per share of common stock, for a total of 404,906,528 yen
3. Effective date of distribution of surplus  
June 23, 2025

**Proposal No. 2** Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. In that regard, the Bank proposes the election of five (5) Directors.

The Audit and Supervisory Committee has given its opinion that this proposal is in accordance with the policy for nominating candidates for Director of the Bank, the candidates for Director were appropriately selected following deliberations by the Nomination and Remuneration Committee and each candidate is qualified to serve as a Director of the Bank.

The candidates are as follows:

No.	Name		Positions and roles at the Bank
1	Takao Suzuki	Reelection Inside	Director, Chairman and President (Representative Director), in charge of Corporate Planning Division
2	Yasuhiro Oka	Reelection Inside	Senior Managing Director (Representative Director), in charge of Human Resources and General Affairs Division and Business Development Division
3	Tasuku Suzuki	Reelection Inside	Director General Manager of Business Development Division, in charge of Securities and International Division and Operation and Banking systems Division
4	Takayuki Oyagi	Reelection Inside	Director General Manager of Credit Division, in charge of Credit Division and in deputy charge of Human Resources and General Affairs Division
5	Atsushi Hatanaka	New election Inside	Executive Officer Koriyama Northern Area Manager, General Manager of Head Office and General Manager of Fukazawa Branch

Reelection: Candidate for Director to be reelected

New election: Candidate for Director to be newly elected

Inside: Candidate for Inside Director

No.	Name (Date of birth)	Past experience, positions, and roles at the Bank, and significant concurrent positions	Number of common shares of the Bank held
1	Takao Suzuki (November 15, 1953) Reelection Inside	Apr. 1976      Joined the Bank Feb. 1996      General Manager of Uneme Branch Mar. 1998      Deputy General Manager of Head Office Apr. 2001      General Manager of Nihonmatsu Branch Mar. 2003      Asahi Area Manager and General Manager of Asahi Branch June 2004      Managing Director June 2008      Senior Managing Director June 2010      Director and President (Representative Director) June 2023      Director and Chairman (Representative Director) Mar. 2024      Director, Chairman and President (Representative Director) To the present Roles: Corporate Planning Division	30,338 shares
<Reasons for nomination as a candidate for Director> Mr. Suzuki possesses a wealth of business knowledge and experience through his services as Branch General Manager, and since becoming Managing Director in 2004, he has amassed abundant management experience through holding positions as Senior Managing Director and Director and President. Therefore, the Bank believes that he is capable of conducting the Bank's business management in an accurate, fair, and efficient manner, and thus proposes his reelection as Director.			
2	Yasuhiro Oka (November 30, 1955) Reelection Inside	Apr. 1974      Joined the Bank Mar. 1999      General Manager of Ishikawa Branch Apr. 2001      General Manager of Kawamata Branch Mar. 2003      General Manager of Shirakawa Branch June 2004      General Manager of Credit Management Division July 2008      Executive Officer and General Manager of Credit Division June 2010      Director and General Manager of Credit Division June 2013      Managing Director (Representative Director) June 2022      Senior Managing Director (Representative Director) To the present Roles: Human Resources and General Affairs Division and Business Development Division	19,057 shares
<Reasons for nomination as a candidate for Director> Mr. Oka possesses a wealth of business knowledge and experience through his services as Branch General Manager and General Manager of Credit Management Division and Credit Division, and since becoming a Director in 2010, he has amassed abundant management experiences through holding positions as Managing Director and Senior Managing Director. Therefore, the Bank believes that he is capable of conducting the Bank's business management in an accurate, fair, and efficient manner, and thus proposes his reelection as Director.			

No.	Name (Date of birth)	Past experience, positions, and roles at the Bank, and significant concurrent positions	Number of common shares of the Bank held
3	Tasuku Suzuki (February 21, 1975) Reelection Inside	<p>Apr. 1997      Joined the Bank</p> <p>July 2011      Deputy Manager of Corporate Planning Division</p> <p>Oct. 2013      Deputy Manager of Operation Division</p> <p>July 2014      Deputy Manager of Banking systems Division and Deputy Manager of Operation Division</p> <p>July 2016      Deputy General Manager of Corporate Planning Division</p> <p>July 2020      General Manager of Human Resources and General Affairs Division</p> <p>June 2022      Executive Officer, General Manager of Human Resources and General Affairs Division</p> <p>June 2023      Director and General Manager of Operation and Banking systems Division</p> <p>July 2024      Director and General Manager of Business Development Division</p> <p>To the present</p> <p>Roles: Securities and International Division and Operation and Banking systems Division</p>	8,245 shares
<p>&lt;Reasons for nomination as a candidate for Director&gt;</p> <p>Mr. Suzuki possesses a wealth of business knowledge and experience through his services as General Manager of Human Resources and General Affairs Division, General Manager of Operation and Banking systems Division, and General Manager of Business Development Division and has been appropriately fulfilling his duties. Based on the experience and knowledge, the Bank believes that he is capable of conducting the Bank's business management in an accurate, fair, and efficient manner, and thus proposes his reelection as Director.</p>			

No.	Name (Date of birth)	Past experience, positions, and roles at the Bank, and significant concurrent positions	Number of common shares of the Bank held
4	Takayuki Oyagi (June 13, 1961) Reelection Inside	<p>Apr. 1984      Joined the Bank</p> <p>Apr. 2003      General Manager of Tsurumidan Branch and Deputy General Manager of Koriyama Kaisei Branch</p> <p>June 2004      General Manager of Shinshirakawa Ekimae Branch and Deputy General Manager of Shirakawa Branch</p> <p>July 2007      General Manager of Utsunomiya Branch</p> <p>July 2008      General Manager of Utsunomiya Branch and General Manager of Utsunomiya Loan Center</p> <p>July 2010      Asaka Area Manager and General Manager of Asaka Branch</p> <p>July 2012      Aizu Area Manager and General Manager of Aizu Branch</p> <p>July 2014      Deputy General Manager of Credit Management Division and Deputy General Manager of Credit Division</p> <p>July 2015      Deputy General Manager of Credit Division</p> <p>Apr. 2016      Asahi Area Manager, General Manager of Asahi Branch, and General Manager of Wakaba Branch</p> <p>June 2018      Attached to Human Resources and General Affairs Division and Seconded to THE DAITO LEASING, LTD. (Director and President)</p> <p>July 2020      General Manager of Credit Division</p> <p>June 2021      Executive Officer and General Manager of Credit Division</p> <p>June 2024      Director and General Manager of Credit Division</p> <p>To the present</p> <p>Roles: In charge of Credit Division and in deputy charge of Human Resources and General Affairs Division</p>	12,008 shares
<p>&lt;Reasons for nomination as a candidate for Director&gt;</p> <p>Mr. Oyagi possesses a wealth of business knowledge and experience through his services as Branch General Manager and General Manager of Credit Division, and he has been appropriately fulfilling his duties. Based on the experience and knowledge, the Bank believes that he is capable of conducting the Bank's business management in an accurate, fair, and efficient manner, and thus proposes his reelection as Director.</p>			

No.	Name (Date of birth)	Past experience, positions, and roles at the Bank, and significant concurrent positions	Number of common shares of the Bank held
5	Atsushi Hatanaka (December 17, 1969) New election Inside	Apr. 1993      Joined the Bank July 2012      General Manager of Wakaba Branch July 2013      General Manager of Haramachi Branch July 2016      General Manager of Ueda Branch Apr. 2019      Kanto Area Manager, General Manager of Utsunomiya Branch and General Manager of Utsunomiya Loan Center Apr. 2022      Fukushima Area Manager, General Manager of Fukushima Branch and Fukushima Minami Branch June 2022      Executive Officer, Fukushima Area Manager, General Manager of Fukushima Branch and Fukushima Minami Branch July 2023      Executive Officer, Koriyama Northern Area Manager, General Manager of Head Office and General Manager of Fukazawa Branch To the present	8,216 shares
<Reasons for nomination as a candidate for Director> Mr. Hatanaka possesses a wealth of business knowledge and experience through his services as Branch General Manager, and he has been appropriately fulfilling his duties. Based on the experience and knowledge, the Bank believes that he is capable of conducting the Bank's business management in an accurate, fair, and efficient manner, and thus proposes his election as Director.			

(Note) There is no special interest between each candidate for Director and the Bank.



[Reference] Skills Matrix for Directors after the conclusion of this Annual General Meeting of Shareholders (plan)

Name	Gender	Independence (Outside Directors)	Particularly expected knowledge, experience and skills							
			Corporate management	Financial business	Sales/Marketing	Legal affairs/Compliance	Finance & Accounting	Human resources	IT/Digital	Local economy
Takao Suzuki	Male		●	●	●	●	●			●
Yasuhiro Oka	Male		●	●	●			●		●
Tasuku Suzuki	Male		●	●	●			●	●	
Takayuki Oyagi	Male		●	●	●		●			●
Atsushi Hatanaka	Male			●	●					●
Hirokatsu Watanabe	Male			●		●	●	●		
Toshinori Uryu	Male	●	●		●				●	●
Yoshitake Matsumoto	Male	●	●	●		●	●			
Takanori Kanari	Male	●	●					●		●
Kaori Suganami	Female	●				●		●		●

Hirokatsu Watanabe is a Director who is an Audit and Supervisory Committee Member. Toshinori Uryu, Yoshitake Matsumoto, Takanori Kanari, and Kaori Suganami are Outside Directors who are Audit and Supervisory Committee Members.

**Proposal No. 3:** Election of an Accounting Auditor

The Bank's Accounting Auditor, Ernst & Young ShinNihon LLC, will resign from its position due to the expiration of its term of office at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the Bank requests approval for the election of Grant Thornton Taiyo LLC as its new Accounting Auditor. The Bank puts forward this proposal based on a decision by the Audit and Supervisory Committee.

The Audit and Supervisory Committee determined that, having had the same Accounting Auditor for several consecutive years, auditing from new perspectives was required and has been carrying out comparisons with other auditing firms.

The Audit and Supervisory Committee selected Grant Thornton Taiyo LLC as the candidate for Accounting Auditor because it determined that Grant Thornton Taiyo LLC is suitable to be appointed as the Bank's Accounting Auditor based on the fact that it can be expected to provide auditing from new perspectives appropriate for the scale of the Bank's business, and based on comprehensive evaluation of areas such as expertise as an auditing firm, independence, quality management systems and remuneration for auditing services.

An overview of the candidate for Accounting Auditor is provided below.

(As of March 31, 2025)

Name	Grant Thornton Taiyo LLC	
Address	Main office: Akasaka K-tower, 1-2-7 Motoakasaka, Minato-ku, Tokyo	
History	Sept. 1971	Taiyo Audit Corporation established
	Jan. 2006	Taiyo Audit Corporation and ASG Audit Corporation merged to form Grant Thornton Taiyo ASG
	July 2008	Transitioned to a limited liability corporation structure and became Grant Thornton Taiyo ASG LLC
	July 2012	Merged with Eisho Audit Corporation
	Oct. 2013	Merged with Kasumigaseki Audit Corporation
	Oct. 2014	Changed name to Grant Thornton Taiyo LLC
	July 2018	Merged with Yusei Audit & Co.
Overview	Capital	530 million yen
	Members	Senior Partners and Partners: 95 Specified Partners: 5 Certified Public Accountants: 376 Persons who have passed the Certified Public Accountant examination, etc.: 253 Other Professionals: 216 Administrative Staff: 101 Advisors: 1 Contractual Staff: 276 Total: 1,323
	Number of companies audited:	1,120