

MIYAZAKI BANK '15 INFORMATION

Corporate Governance

The Bank recognizes the importance of corporate governance and considers the enhancement of management soundness and transparency to be important matters. Accordingly, we undertake proactive measures in this regard.

Overview of the Corporate Governance Structure

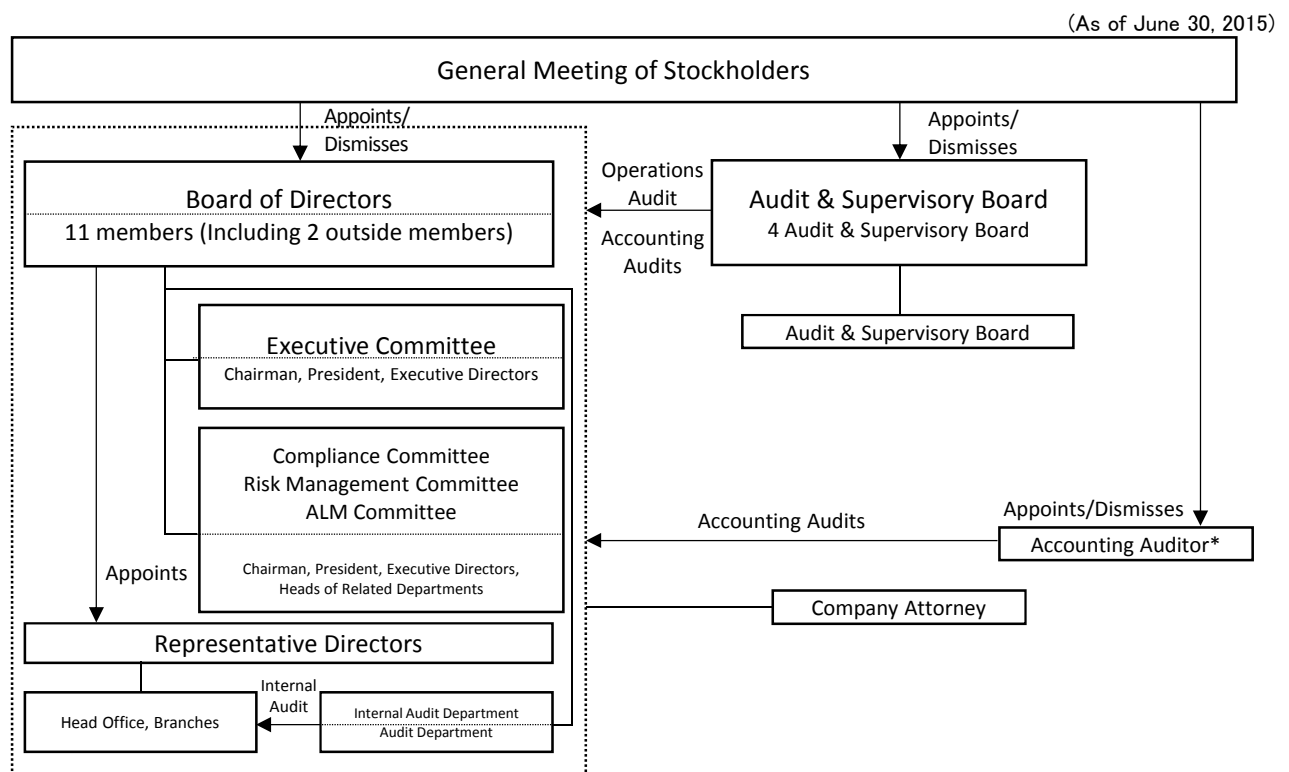
With regard to operations management, we have in place management structures to respond to drastic changes in the management environment and ensure accurate and swift decision-making on important matters at the Bank and throughout the Group by the Board of Directors and the Executive Committee. The Board of Directors and Audit & Supervisory Board members supervise and audit the execution of operations by the directors.

In addition, we have elected two outside directors to further strengthen the Board of Directors' management decision-making and management supervisory functions.

The Bank has adopted a "company with auditors" system. Under this system, Audit & Supervisory Board members attend Board of Directors, Executive Committee and other important meetings, ensuring they are fully able to fulfill their audit function with regard to directors. Two of the Bank's four Audit & Supervisory Board members are outside members. These outside Audit & Supervisory Board members attend Board of Directors meetings and provide advice on overall management from an external perspective. The Bank also has in place a system for assigning employees to the dedicated assistance of the Audit & Supervisory Board, providing ample human resources to support this function.

In accordance with the provisions of Paragraph 1, Article 427, of the Companies Act, the Bank has signed liability limitation agreements with its outside directors and outside Audit & Supervisory Board members, limiting their responsibility for damages to the Bank to obligations provided in Paragraph 1, Article 423, of the Companies Act in the minimum amount provided in Paragraph 1, Article 425, of the Companies Act, provided their duties are executed with good intent and without gross negligence.

With regard to the Bank's various committees, a Compliance Committee is in place as the body for checking the status of compliance and considering measures to counter any compliance-related problems or issues. This committee is composed of directors of executive officer level or higher, as well as the heads of related departments. We also have in place a Risk Management Committee to comprehensively ascertain the management status of an increasingly diverse variety of risks and ensure management soundness and profitability by creating appropriate risk management preparations. Members of this committee include directors of executive officer level or higher and the heads of various departments.



*Accounting Auditor's name: Deloitte Touche Tohmatsu