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(Securities Code:8393)

June 3, 2024

(Electronic Provision Measures Commencement Date: May 31, 2024)

**To Shareholders with Voting Rights:**

Koji Sugita  
President  
The Miyazaki Bank, Ltd.  
4-3-5, Tachibana-dori-higashi,  
Miyazaki City, Miyazaki, Japan

**NOTICE OF CONVOCATION OF  
THE 139TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We hereby notify you that the 139th Annual General Meeting of Shareholders (the “Meeting”) of The Miyazaki Bank, Ltd. (the “Bank”) will be held as described below.

In convening the Meeting, the Bank has taken measures for electronic provision and posted the matters subject to electronic provision on the following website.

[The Bank’s website] (Japanese only)

<https://www.miyagin.co.jp/kabunushi/annual-general-meeting/>

Matters subject to electronic provision are also posted on the following website shown below, in addition to the website above.

[Tokyo Stock Exchange website (TSE Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Please access the TSE website shown above, enter “Miyazaki Bank” in the “Issue name (company name)” field, or the Bank’s securities code “8393” in the “Code” field, and press “Search.” Select “Basic information” and then “Documents for public inspection/PR information” in that order and see the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” field under “Filed information available for public inspection.”)

If you are unable to attend the meeting, you can exercise your voting rights via the Internet, etc. or in writing. Please review the Reference Documents for the Meeting and exercise your voting rights by 5:00 p.m. on Monday, June 24, 2024 Japan time.

- 1. Date and Time:** Tuesday, June 25, 2024 at 10:00 a.m. Japan time
- 2. Place:** 3F Large banquet hall “KOYO,” East Wing, MIYAZAKI KANKO HOTEL  
1-1-1, Matsuyama, Miyazaki City, Miyazaki, Japan
- 3. Meeting Agenda:**  
**Matters to be reported:**
  - (1) The Business Report and Non-consolidated Financial Statements for the Bank’s 139th Fiscal Year (from April 1, 2023 to March 31, 2024)
  - (2) Consolidated Financial Statements for the Bank’s 139th Fiscal Year (from April 1, 2023 to March 31, 2024) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee

**Proposals to be resolved:**

- Proposal No. 1:** Appropriation of surplus  
**Proposal No. 2:** Election of four (4) Directors who are not Audit & Supervisory Committee Members  
**Proposal No. 3:** Election of four (4) Directors who are Audit & Supervisory Committee Members

**4. Exercise of Voting Rights:**

<b>Exercise of Voting Rights by Attending the Meeting</b>	<b>Exercise of Voting Rights by Mail</b>	<b>Exercise of Voting Rights via Electromagnetic Means (the Internet, etc.)</b>
<p>When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.</p> <p><b>Date and time of the meeting: Tuesday, June 25, 2024 at 10:00 a.m. Japan time</b></p>	<p>Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:00 p.m. on Monday, June 24, 2024 Japan time. If you indicate neither for nor against each proposal on the Voting Rights Exercise Form, it shall be treated as a vote for.</p> <p><b>Deadline: To arrive by no later than Monday, June 24, 2024 at 5:00 p.m. Japan time</b></p>	<p>Please access the Bank's designated voting website (<a href="https://www.e-sokai.jp">https://www.e-sokai.jp</a>), follow the instructions on the voting website, and indicate your vote for or against the proposals.</p> <p><b>Deadline: Exercised by no later than Monday, June 24, 2024 at 5:00 p.m. Japan time</b></p> <p>Please confirm the "Instructions for Exercise of Voting Rights via the Internet" on pages 3 to 4 (in Japanese) when voting via the Internet.</p>

- (1) If you vote in duplicate both by the Voting Rights Exercise Form and via electromagnetic means (the Internet, etc.), only your vote placed via electromagnetic means (the Internet, etc.) will be valid.
- (2) If you submit your vote multiple times via electromagnetic means (the Internet, etc.), only the last vote will be valid.

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Please bring this Notice of Convocation with you to the meeting for the purpose of conserving resources.
  - Any revisions to the matters subject to measures for electronic provision will be posted on the respective websites.
  - The documents delivered to shareholders also serve as the documents stating matters subject to measures for electronic provision upon request for delivery of the documents. Pursuant to laws and regulations, as well as Article 16 of the Articles of Incorporation of the Bank, the following items are not provided. Accordingly, the documents are a part of the documents audited by the Accounting Auditor for the preparation of their accounting audit reports, and also a part of the documents audited by the Audit & Supervisory Committee for the preparation of their audit reports.

1. Business Report

- (1) Matters related to stock acquisition rights of the Bank
- (2) Basic policy on persons who control the Bank's decisions on financial and business policies
- (3) Systems to ensure the properness of operations and operational status of said systems
- (4) Matters related to specified wholly-owned subsidiaries
- (5) Matters related to transactions with the parent company, etc.
- (6) Matters related to accounting advisors
- (7) Other

2. Financial Statements, etc.

- (1) Non-consolidated Statement of Changes in Net Assets
- (2) Notes to Non-consolidated Financial Statements
- (3) Consolidated Statement of Changes in Net Assets
- (4) Notes to Consolidated Financial Statements

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal No. 1: Appropriation of surplus

The Bank's basic policy on appropriation of surplus is to continue paying stable dividends while securing internal reserves in order to strengthen and enhance our management structure.

Upon comprehensively assessing its performance and the business environment, the Bank proposes the following. Accordingly, the annual dividend for this fiscal year including the interim dividend will be 100 yen per share.

1. Matters concerning year-end dividends
  - (1) Matters concerning the allotment of dividend property to shareholders and the total amount  
50yen per share of common stock, for a total of 865,875,500 yen
  - (2) Effective date of distribution of surplus  
June 26, 2024
2. Matters concerning appropriation of surplus
  - (1) Item and amount of surplus to be increased  
General reserve 4,800,000,000 yen
  - (2) Item and amount of surplus to be decreased  
Retained earnings brought forward 4,800,000,000 yen

**Proposal No. 2:** Election of four (4) Directors who are not Audit & Supervisory Committee Members

The terms of office of all the present four (4) Directors (excluding Directors who are Audit & Supervisory Committee Members, hereinafter the same shall apply in this Proposal) will expire at the conclusion of this Meeting. Accordingly, the election of four (4) Directors is proposed.

The candidates are as follows:

No.	Name	Current positions at the Bank, etc.
1	Koji Sugita [Reappointment]	President and Representative Director
2	Katsunori Kawachi [Reappointment]	Senior Executive Director and Representative Director (Executive Officer)
3	Yoshihisa Nishikawa [Reappointment]	Executive Director (Executive Officer)
4	Tomoki Watanabe [Reappointment]	Executive Director (Executive Officer)

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
1	 <p data-bbox="252 824 432 947">Koji Sugita (Oct. 22, 1958)  [Reappointment]</p>	<p data-bbox="507 300 1299 1126"> Apr. 1981 Joined the Bank  Feb. 2000 General Manager, Tsumagaoka Branch  Jun. 2000 General Manager, Tsumagaoka Branch and General Manager, Ichimanjo Branch  Jun. 2003 Branch Advisor, Business Management Division  Jun. 2006 General Manager, Kagoshima-minami Branch  Jun. 2008 General Manager, Business Support Division  Jun. 2010 General Manager, Business Management Division and General Manager, Business Support Division  Apr. 2011 General Manager, Business Management Division  Jun. 2012 Director, General Manager, Corporate Planning Division and General Manager, Revenue Management Office  Jun. 2014 Director, General Manager, Head Office Business Division and General Manager, Ehira Branch  Jun. 2015 Executive Director  Jun. 2019 Executive Director (Executive Officer)  Apr. 2020 Executive Director (Executive Officer and General Manager, Risk Management Division)  Jun. 2020 President and Representative Director to present    (Responsibilities)  Secretary Office  (Significant concurrent position)  President, Miyagin Economic Research Institute  (Period in office as Director)  12 years (at the close of this meeting) </p>	4,919 shares
<p data-bbox="204 1133 786 1155">Reasons for nomination as a candidate for Director</p> <p data-bbox="204 1162 1286 1312">Mr. Koji Sugita has accumulated a wealth of operational experience and expertise in bank management through his career in the International Division, the Business Strategy Division, and the Corporate Planning Division, and as Supervisor of Miyazaki area, a strategically important area of the Bank, and as President from 2020. The Bank has thus nominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
2	 <p data-bbox="236 804 456 864">Katsunori Kawachi (May 21, 1960)</p> <p data-bbox="248 898 443 927">[Reappointment]</p>	<p data-bbox="512 302 1281 936">           Apr. 1983 Joined the Bank            Apr. 2007 General Manager, Showamachi Branch            Jun. 2008 Senior Assistant Manager, Corporate Planning Division            Jun. 2011 General Manager, Personal Finance Division            Apr. 2013 General Manager, Securities International Division            Apr. 2014 General Manager, Market Finance Division            Jun. 2015 Director, General Manager, Corporate Planning Division and General Manager, Revenue Management Office            Apr. 2017 Director, General Manager, Corporate Planning Division, General Manager, Revenue Management Office, and General Manager, Information System Strategy Office            Apr. 2018 Executive Director            Jun. 2019 Executive Director (Executive Officer)            Jun. 2021 Senior Executive Director (Executive Officer)            Jun. 2022 Senior Executive Director and Representative Director (Executive Officer) to present            (Responsibilities)            Credit Division, Risk Management Division, Operation Management Division, General Affairs Division            (Period in office as Director)            9 years (at the close of this meeting)         </p>	4,171 shares
<p data-bbox="209 1093 786 1122">Reasons for nomination as a candidate for Director</p> <p data-bbox="209 1126 1291 1214">The Bank has nominated Mr. Katsunori Kawachi as a candidate for Director in the expectation that he can play a leading role toward sophisticated management and administration of the Bank by utilizing his experience in the Market Division and the Corporate Planning Division.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
3	 <p data-bbox="220 781 469 842">Yoshihisa Nishikawa (Feb. 13, 1965)</p> <p data-bbox="248 871 440 902">[Reappointment]</p>	<p data-bbox="512 300 1278 853">           Apr. 1987 Joined the Bank            Jan. 2012 General Manager, Daikumachi Branch            Jun. 2013 Deputy General Manager, Credit Division            Apr. 2014 Vice General Manager, Credit Division            Jun. 2015 General Manager, Fukuoka Branch            Apr. 2017 General Manager, Human Resources Division            Jun. 2018 Director, General Manager, Human Resources Division            Apr. 2019 Director, General Manager, Audit &amp; Supervisory Division            Jun. 2019 Senior Executive Officer, General Manager, Audit &amp; Supervisory Division            Jun. 2020 Senior Executive Officer, General Manager, Kagoshima Business Division            Jun. 2022 Executive Director (Executive Officer and General Manager, Business Management Division)            Jun. 2023 Executive Director (Executive Officer) to present         </p> <p data-bbox="512 860 1262 1043">           (Responsibilities)            Business Headquarters (Business Management Division, Business Solution Division, Financial Consulting Division, International Division), Quality Improvement Promotion Office            (Period in office as Director)            2 years (at the close of this meeting)         </p>	2,086 shares
<p data-bbox="204 1048 783 1079">Reasons for nomination as a candidate for Director</p> <p data-bbox="204 1081 1294 1263">Mr. Yoshihisa Nishikawa served as General Manager of Human Resources Division and Audit &amp; Supervisory Division, and has a wealth of expertise in human resource development and business quality management. In addition, he has accumulated a wealth of expertise and experience in enhancing profitability through his career as General Manager of branches in the Bank's strategically important areas, and as supervisor of the business strategy division. The Bank has thus nominated him as a candidate for Director.</p>			



No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
4	 <p>Tomoki Watanabe (Jun. 17, 1967)</p> <p>[Reappointment]</p>	<p>Apr. 1990 Joined the Bank</p> <p>Apr. 2012 General Manager, Sumiyoshi Branch</p> <p>Jun. 2014 General Manager, Tokyo Branch and General Manager, Tokyo Liaison Office, Corporate Planning Division</p> <p>Apr. 2016 Vice General Manager, Corporate Planning Division and General Manager, Public Relations Office</p> <p>Apr. 2017 General Manager, Operation Management Division</p> <p>Apr. 2021 General Manager, Corporate Planning Division</p> <p>Jun. 2022 Executive Officer, General Manager, Corporate Planning Division</p> <p>Jun. 2023 Executive Director (Executive Officer, General Manager, Corporate Planning Division) to present</p> <p>(Responsibilities) Corporate Planning Division, Market Finance Division, Human Resources Division, Group companies</p> <p>(Period in office as Director) 1 year (at the close of this meeting)</p>	2,517 shares
<p>Reasons for nomination as a candidate for Director</p> <p>Mr. Tomoki Watanabe served as General Manager of Operation Management Division and Corporate Planning Division, and has a wealth of expertise in business quality management and corporate operation. The Bank has thus nominated him as a candidate for Director.</p>			

- (Notes)
1. Mr. Koji Sugita also serves as President of the Miyagin Economic Research Institute. There are transactions between the Bank and the Miyagin Economic Research Institute, such as the purchase of magazines regarding economic trends, etc.
  2. There are no special interest relationships between the other candidates and the Bank.
  3. The summary of the opinion of the Audit & Supervisory Committee about this Proposal is as follows:  
The Audit & Supervisory Committee conducted careful consideration on each of the candidates for Directors who are not Audit & Supervisory Committee Members in light of the effectiveness of the Board of Directors as a whole, after deliberation at the voluntary Nomination and Remuneration Committee where Outside Directors account for a majority. As a result, the Audit & Supervisory Committee judged that the candidate selection had been conducted appropriately and each of the candidates is qualified for the duty and role as Director of the Bank.
  4. The Bank has concluded a directors and officers liability insurance contract with an insurance company, to cover any damages that may be borne by the insured in the event that a claim for damages is made against the insured due to an act conducted by the insured in his/her capacity as the Bank's officer. The insurance contract, however, has some exclusions and does not cover, for example, any losses or damages caused by their act in violation of laws. The insurance premiums are fully borne by the Bank. In addition, if candidates are appointed as Directors, they will be insured under the insurance contract and the Bank will update such insurance contract while they remain in office.


**Proposal No. 3:** Election of four (4) Directors who are Audit & Supervisory Committee Members


The terms of office of Directors who are Audit & Supervisory Committee Members, Mr. Tetsuji Haraguchi, Mr. Hisatomo Shimazu, Ms. Rie Asayama and Mr. Kazuhiro Kozuma, will expire at the conclusion of this Meeting. Accordingly, the election of four (4) Directors who are Audit & Supervisory Committee Members is proposed.


We have obtained the approval of the Audit & Supervisory Committee for this Proposal.


The candidates for Directors who are Audit & Supervisory Committee Members are as follows:

No.	Name	Current positions at the Bank, etc.
1	Tetsuji Haraguchi [Reappointment]	Director who is an Audit & Supervisory Committee Member (full-time)
2	Hisatomo Shimazu [Reappointment] [Outside Director]	Outside Director who is an Audit & Supervisory Committee Member
3	Rie Asayama [Reappointment] [Outside Director]	Outside Director who is an Audit & Supervisory Committee Member
4	Kazuhiro Kozuma [Reappointment] [Outside Director]	Outside Director who is an Audit & Supervisory Committee Member

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
1	 <p data-bbox="236 898 437 958">Tetsuji Haraguchi (Aug. 13, 1956)</p> <p data-bbox="236 987 437 1021">[Reappointment]</p>	<p data-bbox="491 333 655 367">Apr. 1979</p> <p data-bbox="491 367 655 400">Jun. 2006</p> <p data-bbox="491 423 655 456">Jun. 2008</p> <p data-bbox="491 456 655 490">Jun. 2010</p> <p data-bbox="491 490 655 524">Jun. 2011</p> <p data-bbox="491 546 655 580">Oct. 2011</p> <p data-bbox="491 636 655 669">Apr. 2012</p> <p data-bbox="491 703 655 736">Jun. 2014</p> <p data-bbox="491 736 655 770">Jun. 2015</p> <p data-bbox="491 860 655 893">Jun. 2016</p> <p data-bbox="491 893 655 927">Apr. 2017</p> <p data-bbox="491 927 655 960">Jun. 2018</p> <p data-bbox="491 983 655 1016">Jun. 2019</p> <p data-bbox="491 1039 655 1072">Jun. 2020</p> <p data-bbox="491 1106 655 1140">to present</p> <p data-bbox="491 1140 820 1173">(Period in office as Director)</p> <p data-bbox="491 1173 916 1207">13 years (at the close of this meeting)</p> <p data-bbox="491 1207 1166 1263">(Period in office as Director who is an Audit &amp; Supervisory Committee Member)</p> <p data-bbox="491 1263 900 1296">4 years (at the close of this meeting)</p>	18,215 shares
<p data-bbox="204 1290 788 1323">Reasons for nomination as a candidate for Director</p> <p data-bbox="204 1323 1289 1473">Mr. Tetsuji Haraguchi has played a key role in the management of the Bank as Senior Executive Director and Representative Director and has abundant experience at branches. The Bank has nominated him as a candidate for Director who is an Audit &amp; Supervisory Committee Member, in expectation of active exertion of authority toward the Board of Directors and the management team by leveraging his experience.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
2	 <p data-bbox="236 640 453 701">Hisatomo Shimazu (Sep. 26, 1958)</p> <p data-bbox="240 734 448 795">[Reappointment] [Outside Director]</p>	<p data-bbox="512 304 1297 824"> Apr. 1981 Joined the Norinchukin Bank  Jul. 2002 Seconded from the Norinchukin Bank to  Norinchukin Zenkyoren Asset Management Co., Ltd.  Apr. 2007 Resigned from the Norinchukin Bank  May. 2007 Appointed Executive Director of Shimazu Forestry  Co., Ltd. and Shimazu Chaen Co., Ltd.  Sep. 2009 Appointed Representative Director of Shimazu  Forestry Co., Ltd. (current)  Sep. 2011 Appointed Outside Audit &amp; Supervisory Board  Member of Handsman Co., Ltd. (current)  Jun. 2013 Appointed Representative Director of Shimazu  Chaen Co., Ltd. (current)  Jun. 2015 Appointed Outside Audit &amp; Supervisory Board  Member of the Bank  Jun. 2016 Outside Director (Audit &amp; Supervisory Committee  Member)  to present  (Significant concurrent positions)  Representative Director of Shimazu Forestry Co., Ltd.  Representative Director of Shimazu Chaen Co., Ltd.  Outside Audit &amp; Supervisory Board Member, Handsman Co., Ltd.  (Period in office as Outside Director)  8 years (at the close of this meeting)  (Period in office as Director who is an Audit &amp; Supervisory  Committee Member)  8 years (at the close of this meeting) </p> <p data-bbox="209 1104 1289 1285"> Reasons for nomination as a candidate for Outside Director and expected roles  Mr. Hisatomo Shimazu has wide-ranging experience and achievements in financial institutions, etc., and has expertise regarding corporate management as a representative. In order for him to provide advice regarding management in general from an external perspective, the Bank has nominated him as a candidate for Director who is an Audit &amp; Supervisory Committee Member. </p>	5,120 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
3	 <p>Rie Asayama (Aug. 11, 1963)</p> <p>[Reappointment] [Outside Director]</p>	<p>Apr. 1987 Joined The Sumitomo Bank (Currently Sumitomo Mitsui Banking Corporation)</p> <p>Apr. 2008 General Manager of Diversity and Inclusion Dept., Human Resources Dept. of Sumitomo Mitsui Banking Corporation</p> <p>Apr. 2013 General Manager of Denenchoufu Block Division of Sumitomo Mitsui Banking Corporation</p> <p>Apr. 2014 General Manager of Quality Management Dept. of Sumitomo Mitsui Banking Corporation</p> <p>Apr. 2015 Executive Officer, General Manager of Quality Management Dept. of Sumitomo Mitsui Banking Corporation</p> <p>Apr. 2018 Executive Officer, Deputy Head of Retail Banking Unit, Quality Management Dept. of Sumitomo Mitsui Banking Corporation</p> <p>Jun. 2021 Vice President, SMBC OPERATION SERVICE CO., LTD. (current)</p> <p>Dec. 2021 External Director of GMO Financial Gate, Inc.</p> <p>Jun. 2022 Outside Director (Audit &amp; Supervisory Committee Member)</p> <p>Dec. 2023 External Director (Audit and Supervisory Committee Member) of GMO Financial Gate, Inc. (current) to present</p> <p>(Significant concurrent positions) Vice President, SMBC OPERATION SERVICE CO., LTD. External Director (Audit and Supervisory Committee Member), GMO Financial Gate, Inc. (Period in office as Outside Director) 2 years (at the close of this meeting) (Period in office as Director who is an Audit &amp; Supervisory Committee Member) 2 years (at the close of this meeting)</p>	428 shares
<p>Reasons for nomination as a candidate for Outside Director and expected roles</p> <p>Ms. Rie Asayama has been in charge of diversity promotion and quality management in Sumitomo Mitsui Banking Corporation over a long period of time, and has abundant expertise and experience. The Company believes that she may provide appropriate advice and opinions on the management of the Bank. The Bank has thus nominated her as a candidate for Director who is an Audit &amp; Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
4	 <p data-bbox="236 645 453 703">Kazuhiro Kouzuma (Sep. 30, 1964)</p> <p data-bbox="245 734 443 792">[Reappointment] [Outside Director]</p>	<p data-bbox="512 309 1286 546">Apr. 1993 Registered as Certified Public Accountant Apr. 1996 Opened Kouzuma Certified Public Accountant Office Apr. 1999 Registered as Tax Accountant Opened Kouzuma Kazuhiro Tax Accountant Office Jun. 2022 Outside Director (Audit &amp; Supervisory Committee Member) to present</p> <p data-bbox="512 546 1187 792">(Significant concurrent positions) President, Kouzuma Certified Public Accountant Office President, Kouzuma Kazuhiro Tax Accountant Office (Period in office as Outside Director) 2 years (at the close of this meeting) (Period in office as Director who is an Audit &amp; Supervisory Committee Member) 2 years (at the close of this meeting)</p> <p data-bbox="209 792 1286 949">Reasons for nomination as a candidate for Outside Director and expected roles Mr. Kazuhiro Kouzuma has specialist expertise regarding accounting and taxation, as a Certified Public Accountant and Tax Accountant. In order to utilize his experience and insight in the management of the Bank, the Bank has nominated him as a candidate for Director who is an Audit &amp; Supervisory Committee Member.</p>	464 shares

- (Notes)
1. There are no special interest relationships between the candidate and the Bank.
  2. Mr. Hisatomo Shimazu, Ms. Rie Asayama and Mr. Kazuhiro Kouzuma are candidates for Outside Directors.
  3. The Bank has concluded an agreement with Mr. Hisatomo Shimazu, Ms. Rie Asayama and Mr. Kazuhiro Kouzuma to limit their liability pursuant to Article 427, paragraph 1 of the Companies Act. If Mr. Hisatomo Shimazu, Ms. Rie Asayama and Mr. Kazuhiro Kouzuma are appointed as Directors who are Audit & Supervisory Committee Members, the Bank intends to newly conclude a liability limitation agreement with them. The maximum amount of the liability of a Director who is an Audit & Supervisory Committee Member pursuant to such agreement shall be the minimum amount of liability as set forth in laws and regulations.
  4. The Bank has registered Mr. Hisatomo Shimazu, Ms. Rie Asayama and Mr. Kazuhiro Kouzuma as Independent Officers (Outside Directors) with the Tokyo Stock Exchange and the Fukuoka Stock Exchange.
  5. The name of Ms. Rie Asayama, a candidate for Outside Director, on the family register is Ms. Rie Kubo.
  6. The Bank has concluded a directors and officers liability insurance contract with an insurance company, to cover any damages that may be borne by the insured in the event that a claim for damages is made against the insured due to an act conducted by the insured in his/her capacity as the Bank's officer. The insurance contract, however, has some exclusions and does not cover, for example, any losses or damages caused by their act in violation of laws. The insurance premiums are fully borne by the Bank. In addition, if the candidates are appointed as Directors who are Audit & Supervisory Committee Members, they will be insured under the insurance contract and the Bank will update such insurance contract while they remain in office.

<Reference>

Composition of the Audit & Supervisory Committee upon election (planned)

Name	Positions at the Bank and significant concurrent positions
Tetsuji Haraguchi [Reappointment]	Director who is an Audit & Supervisory Committee Member (full-time)
Hisatomo Shimazu [Reappointment] [Outside] [Independent]	Director who is an Audit & Supervisory Committee Member Representative Director, Shimazu Forestry Co., Ltd. Representative Director, Shimazu Chaen Co., Ltd. Outside Audit & Supervisory Board Member, Handsman Co., Ltd.
Yoshinori Kashiwada [Outside] [Independent]	Director who is an Audit & Supervisory Committee Member President, Kashiwada Law Office
Rie Asayama [Reappointment] [Outside] [Independent]	Director who is an Audit & Supervisory Committee Member Vice President, SMBC OPERATION SERVICE CO., LTD. Outside Director (Audit and Supervisory Committee Member), GMO Financial Gate, Inc.
Kazuhiro Kouzuma [Reappointment] [Outside] [Independent]	Director who is an Audit & Supervisory Committee Member President, Kouzuma Certified Public Accountant Office President, Kouzuma Kazuhiro Tax Accountant Office

[Outside]: Outside Directors

[Independent]: Independent directors registered with the Stock Exchange

\* Directors who are Audit & Supervisory Committee Members are appointed for two-year terms. Mr. Yoshinori Kashiwada was elected and assumed his positions at the 138th Annual General Meeting of Shareholders, held in June 2023.



<Reference>

### **Independence Standards for Independent Outside Directors**

Outside Directors for whom the items below do not apply are determined to be independent.

1. A person that is a business executive or employee of the Bank or the Bank's Group companies or has been so within the last 10 years.
2. A person holding the Bank as a major customer or their business executives, or a major customer of the Bank or their business executives. However, a "customer" does not include countries, prefectures, cities or related public institutions.
3. A person that has received an average of 10 million yen or more (including donations) per year over the past three years from the Bank or the Bank's Group (e.g. consultants, accounting or legal specialists, etc.), apart from directors' compensation.
4. A person to whom items 2 and 3 above are presently applicable or have been applicable in the past year.
5. A person whose spouse, relative within the second degree of kinship, or person in the same residence falls under items 1 to 4 above.

(Reference) Skills matrix of the Board of Directors

If the candidates listed in the “NOTICE OF CONVOCATION OF THE 139TH ANNUAL GENERAL MEETING OF SHAREHOLDERS” are approved as originally proposed, the skills matrix of the Board of Directors will be as follows:

Name	Position	Skill					
		Corporate Management	Financial Economy	Finance/ Accounting	Legal Affairs/ Risk Management	Human Resources Development	
Directors who are not Audit & Supervisory Committee Members	Koji Sugita	President	•	•	•	•	•
	Katsunori Kawachi	Senior Executive Director	•	•	•	•	•
	Yoshihisa Nishikawa	Executive Director	•	•		•	•
	Tomoki Watanabe	Executive Director	•	•	•		•
Directors who are Audit & Supervisory Committee Members	Tetsuji Haraguchi	Director	•	•	•	•	
	Hisatomo Shimazu	Director (Outside)	•	•	•		
	Yoshinori Kashiwada	Director (Outside)	•			•	
	Rie Asayama	Director (Outside)	•	•			•
	Kazuhiro Kouzuma	Director (Outside)	•		•		

\*The above list does not represent all the expertise and experience possessed by each candidate.