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Securities identification code: 8544

June 2, 2026

(Start date of measures for electronic provision: May 28, 2026)

To our shareholders:

Go Fujita  
President  
**The Keiyo Bank, Ltd.**  
11-11, Fujimi 1-chome, Chuo-ku, Chiba City, Chiba  
Prefecture, Japan

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

The 120th Annual General Meeting of Shareholders of The Keiyo Bank, Ltd. (the “Bank”) will be held as described below.

When convening this General Meeting of Shareholders, the Bank takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as “Notice of the 120th Annual General Meeting of Shareholders” and “Other Items Subject to Measures for Electronic Provision for the 120th Annual General Meeting of Shareholders (items subject to measures for electronic provision excluded from the paper-based documents delivered)” on the Bank’s website.

The Bank’s website:

<https://www.keijobank.co.jp/ir/stock/sokai/> (in Japanese)

In addition to posting items subject to measures for electronic provision on the website above, the Bank also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE). To access this information from the latter website, access the TSE website (Listed Company Search) by using the internet address shown below, enter the issue name (The Keiyo Bank, Ltd.) or securities code (8544), and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

TSE website (Listed Company Search):

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

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or on the Internet, etc. in advance. After reviewing the Reference Documents for the General Meeting of Shareholders hereinafter described, please exercise your voting rights no later than Tuesday, June 23, 2026 at 5:10 p.m. (Japan Standard Time) by following the guidance on page 5 through 7 (in Japanese only).

- 1. Date and Time:** Wednesday, June 24, 2026 at 10:00 a.m. (Japan Standard Time)  
(Reception desk opens at 9:00 a.m.)
- 2. Venue:** Chiba-Minato Head Office of the Bank  
“α Garden Hall” on the 2nd floor  
5-45, Chiba-Minato, Chuo-ku, Chiba City, Chiba Prefecture, Japan

**3. Purposes:**

**Items to be reported:**

1. Business Report and Non-Consolidated Financial Statements for the 120th Term (from April 1, 2025 to March 31, 2026)
2. Consolidated Financial Statements for the 120th Term (from April 1, 2025 to March 31, 2026), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board

**Items to be resolved:**

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Partial Amendment to the Articles of Incorporation
- Proposal 3:** Election of nine (9) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 4:** Election of six (6) Directors who are Audit and Supervisory Committee Members
- Proposal 5:** Establishment of the amount of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 6:** Establishment of the amount of remuneration for Directors who are Audit and Supervisory Committee Members
- Proposal 7:** Determination of the amount and other details of performance-linked and share-based remuneration, etc. for Directors, etc. (excluding Directors who are Audit and Supervisory Committee Members)

● **Important Matters regarding the General Meeting of Shareholders**

- In accordance with the provisions of laws and regulations and the Bank’s Articles of Incorporation, the following items subject to measures for electronic provision are posted on the Bank’s website and the TSE website (Listed Company Search), therefore such items are excluded from the paper-based documents delivered to shareholders.

(1) Following matters in the Business Report

“Matters Concerning Share Acquisition Rights, Etc. of the Bank,” “Basic Policy Concerning Persons in Control of Decisions on Finance and Business Policy,” “System for Ensuring the Appropriateness of Operations,” “Specified Wholly Owned Subsidiaries,” “Transactions with Parent Company, etc.,” “Accounting Auditor, etc.” and “Other”

(2) “Non-Consolidated Statement of Changes in Net Assets” and “Notes to the Non-Consolidated Financial Statements” of the Non-Consolidated Financial Statements

(3) “Consolidated Statement of Changes in Net Assets” and “Notes to the Consolidated Financial Statements” of the Consolidated Financial Statements

These items are included in the Business Report, the Non-Consolidated Financial Statements and Consolidated Financial Statements that have been audited by the Audit & Supervisory Board Members and the Accounting Auditor in preparation of their audit report and accounting audit report, respectively.

- Should the items subject to measures for electronic provision require revisions, such revisions will be posted on the Bank’s website and the TSE website (Listed Company Search).

The Bank’s website: <https://www.keiyobank.co.jp/ir/stock/sokai/> (in Japanese)

TSE website: <https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

## Reference Documents for the General Meeting of Shareholders

### Proposal 1: Appropriation of surplus

In consideration of the public nature of the banking business, we have a basic policy of conducting appropriate distribution to our stakeholders, while also striving to maintain sound management and full internal reserves to live up to the trust of customers and local community.

#### 1. Matters related to year-end dividends

Under the above policy, the Bank proposes year-end dividends for the fiscal year under review as follows.

##### (1) Type of dividend property

Cash

##### (2) Allocation of dividend property and total amount thereof

¥23 per common share of the Bank

Total amount of dividends: ¥2,792,330,755

The Bank paid an interim dividend of ¥19 per share, and thus the annual dividend for the fiscal year under review is ¥42 per share, an increase of ¥12 from the previous fiscal year's ¥30 per share.

##### (3) Effective date of distribution of dividends of surplus

June 25, 2026

#### 2. Matters related to other appropriations of surplus

In order to enable the implementation of agile capital policies, including shareholder returns, in response to changes in the management environment, we propose to reverse a portion of the general reserve as follows.

##### (1) Item of surplus to be decreased and amount of decrease thereof

General reserve: ¥30,000,000,000

##### (2) Item of surplus to be increased and amount of increase thereof

Retained earnings brought forward: ¥30,000,000,000

**Proposal 2:** Partial Amendment to the Articles of Incorporation

1. Reasons for the proposal

- (1) The Bank will transition to a company with Audit and Supervisory Committee in order to further strengthen corporate governance, achieve sustainable growth and to enhance the corporate value over the medium- to long-term. Accordingly, the Bank will perform amendment to the Bank’s Articles of Incorporation establishing new provisions related to the Audit and Supervisory Committee and Directors who are Audit and Supervisory Committee Members, and deleting, etc. provisions related to the Audit & Supervisory Board and Audit & Supervisory Board Members.
- (2) In order for Directors (excluding those who are executive Directors, etc.) to fully exercise their expected roles, the Bank will perform amendment to the provisions regarding the conclusion of limited liability agreements as stipulated in Article 427, Paragraph (1) of the Companies Act. Each Audit & Supervisory Board Member has consented to this amendment (Article 29 of proposed amendments).

2. Details of the amendment

The details of the amendment are as follows.

The amendment to the Articles of Incorporation shall take effect at the conclusion of this meeting.

(Underlined indicate amendments.)

Current Articles of Incorporation	Proposed amendments
Chapter 1. General Provisions	Chapter 1. General Provisions
Articles 1. to 3. (Omitted)	Articles 1. to 3. (Unchanged)
(Organs)	(Organs)
Article 4. The Bank shall have, in addition to the general meeting of shareholders and Directors, the following organs:	Article 4. The Bank shall have, in addition to the general meeting of shareholders and Directors, the following organs:
(1) Board of Directors	(1) Board of Directors
(2) <u>Audit &amp; Supervisory Board Members</u>	(2) <u>Audit and Supervisory Committee</u>
(3) <u>Audit &amp; Supervisory Board</u>	(Deleted)
(4) Accounting Auditor	(3) Accounting Auditor
Article 5. (Omitted)	Article 5. (Unchanged)
Chapter 2. Shares	Chapter 2. Shares
Articles 6. to 12. (Omitted)	Articles 6. to 12. (Unchanged)
Chapter 3. General Meeting of Shareholders	Chapter 3. General Meeting of Shareholders
Articles 13. to 18. (Omitted)	Articles 13. to 18. (Unchanged)
Chapter 4. Directors and the Board of Directors	Chapter 4. Directors and the Board of Directors
(Number of Directors)	(Number of Directors)
Article 19.	Article 19.
1. The Bank shall have not more than <u>fifteen (15)</u> Directors. (Newly established)	1. The Bank shall have not more than <u>twenty (20)</u> Directors.
	2. <u>Of the Directors of the preceding paragraph, no more than ten (10) shall be Directors who are Audit and Supervisory Committee Members (hereinafter referred to as “Audit and Supervisory Committee Members”).</u>
(Method of Election)	(Method of Election)
Article 20.	Article 20.
1. Directors shall be elected at a general meeting of shareholders.	1. Directors shall be <u>distinguished from Audit and Supervisory Committee Members and other Directors and</u> elected at a general meeting of shareholders.
2. (Omitted)	2. (Unchanged)
3. (Omitted)	3. (Unchanged)

Current Articles of Incorporation	Proposed amendments
<p>(Term of Office) Article 21.</p> <p>1. The term of office of Directors shall expire at the conclusion of the annual general meeting of shareholders pertaining to the last fiscal year ending within one (1) year after their election.</p> <p style="text-align: center;">(Newly established)</p> <p>2. <u>The term of office of a Director elected in order to increase the number of Directors or to fill a vacancy shall be until the expiry of the term of office of the incumbent Directors.</u></p> <p style="text-align: center;">(Newly established)</p>	<p>(Term of Office) Article 21.</p> <p>1. The term of office of Directors (<u>excluding Audit and Supervisory Committee Members</u>) shall expire at the conclusion of the annual general meeting of shareholders pertaining to the last fiscal year ending within one (1) year after their election.</p> <p>2. <u>The term of office of Audit and Supervisory Committee Members shall expire at the conclusion of the annual general meeting of shareholders pertaining to the last fiscal year ending within two (2) years after their election.</u></p> <p style="text-align: center;">(Deleted)</p> <p>3. <u>The term of office of an Audit and Supervisory Committee Member elected to fill the vacancy of another Audit and Supervisory Committee Member who retired before the expiration of the term of office shall continue until the time when the term of the retired Audit and Supervisory Committee Member expires.</u></p>
<p>Articles 22. to 23. (Omitted)</p>	<p>Articles 22. to 23. (Unchanged)</p>
<p>(Convocation Notice of Board of Directors Meetings) Article 24.</p> <p>1. The convocation notice of a Board of Directors meeting shall be dispatched to each Director <u>and each Audit &amp; Supervisory Board Member</u> at least three (3) days prior to the date of the meeting thereof. However, this period may be shortened in case of urgency.</p> <p>2. With the consent of all Directors <u>and Audit &amp; Supervisory Board Members</u>, a Board of Directors meeting may be held without the convening procedures hereof.</p>	<p>(Convocation Notice of Board of Directors Meetings) Article 24.</p> <p>1. The convocation notice of a Board of Directors meeting shall be dispatched to each Director at least three (3) days prior to the date of the meeting thereof. However, this period may be shortened in case of urgency.</p> <p>2. With the consent of all Directors, a Board of Directors meeting may be held without the convening procedures hereof.</p>
<p>Articles 25 (Omitted)</p> <p style="text-align: center;">(Newly established)</p>	<p>Articles 25 (Unchanged)</p> <p><u>(Delegation of Decisions on Execution of Important Operations)</u> Article <u>26</u>. Pursuant to the provisions of Article 399-13, <u>Paragraph (6) of the Companies Act, the Bank, by resolution of the Board of Directors, shall be able to delegate all or part of decisions concerning the execution of important operations (excluding the matters set out in each of the items of Paragraph (5) of the same article) to Directors.</u></p>
<p>Articles <u>26</u> (Omitted)</p>	<p>Articles <u>27</u> (Unchanged)</p>
<p>(Remuneration) Article <u>27</u>. Remuneration, bonuses, and other financial benefits received from the Bank by Directors as consideration for the execution of their duties (<u>hereinafter, the “Remuneration”</u>) shall be determined by a resolution of a general meeting of shareholders.</p>	<p>(Remuneration) Article <u>28</u>. Remuneration, bonuses, and other financial benefits received from the Bank by Directors as consideration for the execution of their duties shall be <u>distinguished from Audit and Supervisory Committee Members and other Directors and</u> determined by a resolution of a general meeting of shareholders.</p>

Current Articles of Incorporation	Proposed amendments
(Limited liability agreements with <u>Outside Directors</u> )	(Limited liability agreements with Directors ( <u>excluding those who are Executive Directors, etc.</u> ))
Article <u>28</u> . Pursuant to the provisions of Article 427, Paragraph (1) of the Companies Act, the Bank may enter into agreements with <u>Outside Directors</u> , limiting their liability as set forth in Article 423, Paragraph (1) of the Companies Act. However, the limits on liability under said agreements shall be limited to the amount set forth in laws and regulations.	Article <u>29</u> . Pursuant to the provisions of Article 427, Paragraph (1) of the Companies Act, the Bank may enter into agreements with Directors ( <u>excluding those who are Executive Directors, etc.</u> ), limiting their liability as set forth in Article 423, Paragraph (1) of the Companies Act. However, the limits on liability under said agreements shall be limited to the amount set forth in laws and regulations.
Chapter 5. <u>Audit &amp; Supervisory Board Members and Audit &amp; Supervisory Board</u>	Chapter 5. <u>Audit and Supervisory Committee</u>
(Number of Audit & Supervisory Board Members)	(Deleted)
Article <u>29</u> . <u>The Bank shall have not more than five (5) Audit &amp; Supervisory Board Members.</u>	
(Method of Election)	(Deleted)
Article <u>30</u> .	
<ol style="list-style-type: none"> <li>1. <u>Audit &amp; Supervisory Board Members shall be elected at a general meeting of shareholders.</u></li> <li>2. <u>Resolutions for the election of Audit &amp; Supervisory Board Members shall be adopted by an affirmative vote of a majority of the voting rights of the shareholders present at a meeting where the shareholders holding at least one-third (1/3) of the voting rights of the shareholders entitled to vote at such meeting are present.</u></li> </ol>	
(Term of Office)	(Deleted)
Article <u>31</u> .	
<ol style="list-style-type: none"> <li>1. <u>The term of office of Audit &amp; Supervisory Board Members shall expire at the conclusion of the annual general meeting of shareholders pertaining to the last fiscal year ending within four (4) years after their election.</u></li> <li>2. <u>The term of office of an Audit &amp; Supervisory Board Member elected to fill the vacancy of another Audit &amp; Supervisory Board Member who retired before the expiration of the term of office shall continue until the time when the term of the retired Audit &amp; Supervisory Board Member expires.</u></li> </ol>	
(Full-time Audit & Supervisory Board Members)	(Full-time Audit and Supervisory Committee Members)
Article <u>32</u> . <u>The Audit &amp; Supervisory Board shall appoint full-time Audit &amp; Supervisory Board Member(s) by its resolution.</u>	Article <u>30</u> . <u>The Audit and Supervisory Committee shall appoint full-time Audit and Supervisory Committee Member(s) from among Audit and Supervisory Committee Members by its resolution.</u>
(Convocation Notice of Audit & Supervisory Board Meetings)	(Convocation Notice of Audit and Supervisory Committee Meetings)
Article <u>33</u> .	Article <u>31</u> .
<ol style="list-style-type: none"> <li>1. The convocation notice of an <u>Audit &amp; Supervisory Board meeting</u> shall be dispatched to each <u>Audit &amp; Supervisory Board Member</u> at least three (3) days prior to the date of the meeting thereof. However, this period may be shortened in case of urgency.</li> <li>2. With the consent of all <u>Audit &amp; Supervisory Board Members</u>, an <u>Audit &amp; Supervisory Board meeting</u> may be held without the convening procedures hereof.</li> </ol>	<ol style="list-style-type: none"> <li>1. The convocation notice of an <u>Audit and Supervisory Committee meeting</u> shall be dispatched to each <u>Audit and Supervisory Committee Member</u> at least three (3) days prior to the date of the meeting thereof. However, this period may be shortened in case of urgency.</li> <li>2. With the consent of all <u>Audit and Supervisory Committee Members</u>, an <u>Audit and Supervisory Committee meeting</u> may be held without the convening procedures hereof.</li> </ol>

Current Articles of Incorporation	Proposed amendments
<p>(Regulations of the <u>Audit &amp; Supervisory Board</u>)</p> <p>Article <u>34</u>. Matters concerning the <u>Audit &amp; Supervisory Board</u> shall be in accordance with the Regulations of the <u>Audit &amp; Supervisory Board</u> established by the <u>Audit &amp; Supervisory Board</u>, as well as laws and regulations and these Articles of Incorporation.</p> <p>(Remuneration)</p> <p>Article <u>35</u>. <u>The Remuneration for Audit &amp; Supervisory Board Members shall be determined by resolution of a general meeting of shareholders.</u></p> <p>(Limited liability agreements with Outside Audit &amp; Supervisory Board Members)</p> <p>Article <u>36</u>. <u>Pursuant to the provisions of Article 427, Paragraph (1) of the Companies Act, the Bank may enter into agreements with Outside Audit &amp; Supervisory Board Members, limiting their liability as set forth in Article 423, Paragraph (1) of the Companies Act. However, the limits on liability under said agreements shall be limited to the amount set forth in laws and regulations.</u></p> <p style="text-align: center;">Chapter 6. Accounts</p> <p>Articles <u>37</u>. to <u>40</u>. (Omitted)</p>	<p>(Regulations of the <u>Audit and Supervisory Committee</u>)</p> <p>Article <u>32</u>. Matters concerning the <u>Audit and Supervisory Committee</u> shall be in accordance with the Regulations of the <u>Audit and Supervisory Committee</u> established by the <u>Audit and Supervisory Committee</u>, as well as laws and regulations and these Articles of Incorporation.</p> <p style="text-align: center;">(Deleted)</p> <p style="text-align: center;">(Deleted)</p> <p style="text-align: center;">Chapter 6. Accounts</p> <p>Articles <u>33</u>. to <u>36</u>. (Unchanged)</p>

**Proposal 3:** Election of nine (9) Directors (excluding Directors who are Audit and Supervisory Committee Members)

If Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” is approved as originally proposed, the Bank will transition to a company with Audit and Supervisory Committee, and all Directors (nine in total) will conclude their terms when the amendment to the Articles of Incorporation becomes effective.

Therefore, the Bank proposes the election of nine (9) Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal). This proposal shall take effect on the condition that the amendment to the Articles of Incorporation under Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” becomes effective.

The candidates for Director are as follows.

No.	Name		Current position in the Bank
1	Toshiyuki Kumagai	Reelection	Chairman
2	Go Fujita	Reelection	President (Representative Director)
3	Kazuo Fujisaki	Reelection	Director, Senior Managing Executive Officer (Representative Director)
4	Shiro Yamazaki	Reelection	Director, Managing Executive Officer
5	Takao Miyama	New election	Managing Executive Officer
6	Akira Sasagawa	New election	Managing Executive Officer
7	Kyoichiro Uenishi	Reelection Outside Independent	Director (Outside Director)
8	Norio Saigusa	New election Outside Independent	-
9	Tsugio Yamamoto	New election Outside Independent	-

- Reelection Candidate for Director to be reelected
- New election Candidate for Director to be newly elected
- Outside Candidate for Outside Director
- Independent Independent Officer set forth by the Tokyo Stock Exchange

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
1	Toshiyuki Kumagai (November 25, 1957) (Reelection)	<p>May 1981      Joined the Bank</p> <p>June 2009      Director, General Manager of Corporate Planning Division</p> <p>June 2012      Managing Director, General Manager of Corporate Planning Division</p> <p>June 2014      Senior Executive Managing Director</p> <p>June 2016      President</p> <p>June 2025      Chairman (to present)</p>	85,000
<p>[Reasons for nomination as candidate for Director]</p> <p>After serving in positions such as General Manager of Urayasu Branch and Corporate Planning Division, Toshiyuki Kumagai has held the position of President since June 2016, and the position of Chairman since June 2025, and he has performed his role and responsibilities appropriately. We have nominated him as a candidate for Director because we have determined that he is able to continue to contribute to the operation of the Bank by leveraging his experience and knowledge developed in his role as Director.</p>			
2	Go Fujita (February 5, 1968) (Reelection)	<p>May 1991      Joined the Bank</p> <p>June 2016      General Manager of Ichikawa Branch</p> <p>June 2018      General Manager of Corporate Planning Division</p> <p>June 2020      Executive Officer, General Manager of Corporate Planning Division</p> <p>June 2022      Managing Executive Officer</p> <p>June 2024      Director, Senior Managing Executive Officer</p> <p>June 2025      President (to present)</p> <p>In charge of Auditing Division</p>	20,600
<p>[Reasons for nomination as candidate for Director]</p> <p>After serving in positions such as General Manager of Ichikawa Branch, General Manager of Corporate Planning Division and Managing Executive Officer, Go Fujita has held the position of Director, Senior Managing Executive Officer since June 2024, and the position of President since June 2025, and he has performed his role and responsibilities appropriately. We have nominated him as a candidate for Director because we have determined that he is able to contribute to the operation of the Bank by leveraging his experience and knowledge developed in his role as Director.</p>			
3	Kazuo Fujisaki (July 21, 1963) (Reelection)	<p>May 1986      Joined the Bank</p> <p>June 2014      General Manager of Corporate Planning Division and Leader of Corporate Planning Group</p> <p>June 2016      Executive Officer, General Manager of General Affairs Division</p> <p>June 2019      Managing Executive Officer</p> <p>June 2020      Director, Managing Executive Officer</p> <p>June 2025      Director, Senior Managing Executive Officer (to present)</p> <p>In charge of Risk Management Division, General Affairs Division, and Asset Appraisal Office</p>	20,600
<p>[Reasons for nomination as candidate for Director]</p> <p>After serving in positions such as General Manager of Corporate Planning Division, Executive Officer, General Manager of General Affairs Division, and Managing Executive Officer, Kazuo Fujisaki has held the position of Director, Managing Executive Officer since June 2020, and the position of Director, Senior Managing Executive Officer since June 2025, and he has performed his role and responsibilities appropriately. We have nominated him as a candidate for Director because we have determined that he is able to continue to contribute to the operation of the Bank by leveraging his experience and knowledge developed in his role as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned	
4	Shiro Yamazaki (November 17, 1968) (Reelection)	May 1992	Joined the Bank	14,700
		Apr. 2010	Deputy General Manager of Tokyo Branch	
		June 2018	General Manager of Ichikawa Branch	
		June 2021	Executive Officer, General Manager of Head Office Sales Division	
		June 2023	Managing Executive Officer, General Manager of Sales Supervisory Division	
		June 2024	Director, Managing Executive Officer, General Manager of Sales Supervisory Division	
		Oct. 2024	Director, Managing Executive Officer (to present) In charge of Sales Supervisory Division, Corporate Sales Division, Retail Business Division and Local Co-Creation Division	
[Reasons for nomination as candidate for Director] After serving in positions such as General Manager of Ichikawa Branch, Executive Officer, General Manager of Head Office Sales Division, and Managing Executive Officer, General Manager of Sales Supervisory Division, Shiro Yamazaki has held the position of Director, Managing Executive Officer since June 2024, and he has performed his role and responsibilities appropriately. We have nominated him as a candidate for Director because we have determined that he is able to contribute to the operation of the Bank by leveraging his experience and knowledge developed in his role as Director.				
5	Takao Miyama (January 28, 1970) (New election)	May 1993	Joined the Bank	10,800
		June 2011	Examiner, Auditing Division	
		June 2020	General Manager of Kisarazu Branch	
		June 2022	Executive Officer, General Manager of Corporate Planning Division	
		June 2024	Managing Executive Officer, General Manager of Corporate Planning Division	
		June 2025	Managing Executive Officer (to present) In charge of Corporate Planning Division, Secretarial Office, and Tokyo Office	
[Reasons for nomination as candidate for Director] Having served in positions such as General Manager of Kisarazu Branch, Executive Officer, General Manager of Corporate Planning Division, and Managing Executive Officer, Takao Miyama has extensive business experience and is well versed in the affairs of the Bank. We have nominated him as a candidate for Director because we have determined that he is able to contribute to the operation of the Bank by leveraging his experience and knowledge developed in his role as Director.				
6	Akira Sasagawa (February 22, 1971) (New election)	May 1993	Joined the Bank	12,000
		Sept. 2011	General Manager of Inzai Makinohara Branch	
		Oct. 2014	General Manager of Shonan Branch	
		June 2019	General Manager of Fund Securities Division	
		June 2022	Executive Officer, General Manager of Fund Securities Division	
		June 2024	Managing Executive Officer (to present) In charge of Sales Planning Division, Administrative Management Division, and Digitalization Promotion Division	
[Reasons for nomination as candidate for Director] Having served in positions such as General Manager of Shonan Branch, Executive Officer, General Manager of Fund Securities Division, and Managing Executive Officer, Akira Sasagawa has extensive business experience and is well versed in the affairs of the Bank. We have nominated him as a candidate for Director because we have determined that he is able to contribute to the operation of the Bank by leveraging his experience and knowledge developed in his role as Director.				

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
7	Kyoichiro Uenishi (January 15, 1958) (Reelection) (Outside) (Independent)	Apr. 1980    Joined Oriental Land Co., Ltd. May 2001    Secretary of the General Affairs Department May 2003    General Manager of General Affairs Department June 2003    Director and General Manager of General Affairs Department May 2005    Director, Officer and General Manager of General Affairs Department Apr. 2006    Director and Officer Apr. 2008    Director, Officer and General Manager of Corporate Strategy Planning Department Apr. 2009    Representative Director, President and COO and President Officer Apr. 2013    Representative Director, President and COO and President Officer General Manager of Corporate Strategy Planning Division, General Manager of Theme Park Business Unit Oct. 2013    Representative Director, President and COO and President Officer General Manager of Corporate Strategy Planning Division Apr. 2014    Representative Director, President and COO and President Officer June 2021    Special Advisor (to present) Apr. 2022    Outside Director (Audit & Supervisory Committee Member) of Mizuho Bank, Ltd. (to present) June 2022    Outside Director of the Bank (to present) (Significant concurrent position outside the Bank) Special Advisor of Oriental Land Co., Ltd. Outside Director (Audit & Supervisory Committee Member) of Mizuho Bank, Ltd.	0
<p>[Reasons for nomination as candidate for Outside Director and summary of expected roles]            Kyoichiro Uenishi has extensive knowledge and experience as well as broad insight developed from serving in the roles of Representative Director, President and COO and President Officer at Oriental Land Co., Ltd. We expect him to play an appropriate role and fulfill a superior supervisory function to ensure the adequacy and appropriateness of decision-making such as providing helpful advice on the medium- to long-term managerial strategies and customer-first business operations, and have nominated him as a candidate for Outside Director. He will have served as an Outside Director for four (4) years upon the conclusion of this meeting.</p> <p>[Regarding independence]            Kyoichiro Uenishi fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." Furthermore, there are deposit and loan transactions between the Bank and Oriental Land Co., Ltd., where he served as Representative Director, President and COO, and President Officer, and the Bank pays store lease fees, etc. to the company. However, the amount of transactions in fiscal 2025 was less than 1% of the said trading partner's consolidated net sales and less than 1% of the Bank's consolidated gross operating profits, and therefore does not affect Mr. Uenishi's independence.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
8	Norio Saigusa (February 11, 1949) (New election) (Outside) (Independent)	Apr. 1971    Joined Keisei Electric Railway Co., Ltd. July 1999    General Manager assigned to the Personnel Department June 2004    Director, General Manager of Transportation Department, Railway Headquarters June 2005    Director, Deputy General Manager of Railway Headquarters, and General Manager of Transportation Department June 2006    Managing Director, General Manager of Railway Headquarters June 2008    Representative Director, Senior Managing Director, General Manager of Railway Headquarters June 2010    Representative Director and Vice President June 2011    Representative Director and President June 2017    Representative Director and Chairman June 2020    External Auditor of Oriental Land Co., Ltd. (to present) June 2021    Adviser of Keisei Electric Railway Co., Ltd. (to present) (Significant concurrent position outside the Bank) External Auditor of Oriental Land Co., Ltd. Adviser of Keisei Electric Railway Co., Ltd.	0
<p>[Reasons for nomination as candidate for Outside Director and summary of expected roles]            Norio Saigusa has extensive knowledge and experience as well as broad insight developed from serving in the roles of President and Representative Director, and Chairman and Representative Director at Keisei Electric Railway Co., Ltd. We expect him to play an appropriate role and fulfill a superior supervisory function to ensure the adequacy and appropriateness of decision-making such as providing helpful advice on the medium- to long-term managerial strategies and the sustainable growth of regional economies, and have nominated him as a candidate for Outside Director.</p> <p>[Regarding independence]            Norio Saigusa fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." Furthermore, there are deposit and loan transactions between the Bank and Keisei Electric Railway Co., Ltd., where he served as Representative Director and Chairman, and the Bank pays store lease fees to the company. However, the amount of transactions in fiscal 2025 was less than 1% of the said trading partner's consolidated net sales and less than 1% of the Bank's consolidated gross operating profits, and therefore does not affect Mr. Saigusa's independence.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
9	Tsugio Yamamoto (August 27, 1959) (New election) (Outside) (Independent)	Mar. 1978    Joined Hitachi, Ltd. Apr. 2015    COO, Systems & Service Divisions, Information & Telecommunication Systems Company, Information & Telecommunication Systems Group Apr. 2015    Director and Chairman of Hitachi eBworx Sdn. Bhd. Apr. 2015    Hitachi-Omron Terminal Solutions, Corp. Corporate Director (currently Hitachi Channel Solutions, Corp.) Apr. 2016    CEO of Financial Institutions Business Unit, and Government & Public Corporation Business Unit of Hitachi, Ltd. Apr. 2017    Vice President and Executive Officer, CEO of Financial Institutions Business Unit Apr. 2017    Director and Chairman, Hitachi Payment Services Pvt. Ltd. Apr. 2021    President and Chief Executive Officer of Hitachi Solutions, Ltd. Apr. 2025    Adviser Apr. 2026    Honorary Chairman Emeritus of Hitachi Solutions, Ltd. (to present) (Significant concurrent position outside the Bank) Honorary Chairman Emeritus of Hitachi Solutions, Ltd.	0
<p>[Reasons for nomination as candidate for Outside Director and summary of expected roles]</p> <p>Tsugio Yamamoto has extensive knowledge and experience as well as broad insight developed from serving in the roles of Vice President and Executive Officer of Hitachi, Ltd. and President and Chief Executive Officer of Hitachi Solutions, Ltd. We expect him to play an appropriate role and fulfill a superior supervisory function to ensure the adequacy and appropriateness of decision-making such as providing helpful advice on the medium- to long-term managerial strategies and initiatives in IT strategy and digital fields, and have nominated him as a candidate for Outside Director.</p> <p>[Regarding independence]</p> <p>Tsugio Yamamoto fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." Furthermore, there are deposit and loan transactions between the Bank and Hitachi, Ltd., where he served as Vice President and Executive Officer and the Bank makes payments relating to systems to the company. In addition, there are deposit transactions between the Bank and Hitachi Solutions, Ltd., where he served as President and Chief Executive Officer and the Bank makes payments relating to systems to the company. However, the amount of transactions in fiscal 2025 was less than 1% of the said trading partner's consolidated net sales and less than 1% of the Bank's consolidated gross operating profits, and therefore does not affect Mr. Yamamoto's independence.</p>			

- Notes:
1. There is no special interest between the candidates and the Bank.
  2. Kyoichiro Uenishi, Norio Saigusa and Tsugio Yamamoto are candidates for Outside Director. The Bank will notify the Tokyo Stock Exchange with regard to Kyoichiro Uenishi, Norio Saigusa and Tsugio Yamamoto being independent officers according to the rules of the Stock Exchange.
  3. With regard to the limited liability agreement for candidates for Director, if Kyoichiro Uenishi, Norio Saigusa and Tsugio Yamamoto are elected, the Bank will conclude agreements with them based on Article 427, Paragraph (1) of the Companies Act, limiting their liability for damages under Article 423, Paragraph (1) of the Companies Act, to the minimum liability amount specified in Article 425, Paragraph (1) of the Companies Act.
  4. The Bank entered into with an insurance company the Directors and Officers liability insurance contract prescribed in Article 430-3, Paragraph (1) of the Companies Act, in which Directors, Audit & Supervisory Board Members and Executive Officers are the insureds. The contract is to cover the insureds against damages that could arise from taking responsibilities regarding the performance of their duties or being asked for compensation regarding the pursuit of the said responsibilities. However, to prevent the appropriateness of execution of duties by the insureds from being impaired, damages, etc. arising from criminal acts or violation of laws and regulations knowingly committed by insureds are not covered by the insurance policy. If each candidate is elected and assumes office as Director, each candidate will become the insured of the said contract. In addition, when the insurance policy is renewed, the Bank plans to renew the policy with the same terms.
    - \* The Bank will transition to a company with Audit and Supervisory Committee on the condition that Proposal 2: “Partial Amendment to the Articles of Incorporation” is approved and adopted as originally proposed and the amendment of the Articles of Incorporation takes effect by the resolution of the said proposal. When the Bank transitions to a company with an audit and supervisory committee, the insureds of the Directors and Officers liability insurance contract will be the Directors and the Executive Officers.
  5. Norio Saigusa served as External Corporate Auditor of Keisei Mito Department Store Co., Ltd until May 2023. During his tenure at that company, between April 2020 and October 2022, there was a case of improper receipt of employment adjustment subsidies. He had always expressed his opinions and recommendations from the perspective of legal compliance at that company’s Board of Directors meetings, etc. Moreover, after the incident, he fulfilled his responsibilities by supervising the investigations conducted by the investigation team and by receiving regular reports.

**Proposal 4:** Election of six (6) Directors who are Audit and Supervisory Committee Members

If Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” is approved as originally proposed, the Bank will transition to a company with Audit and Supervisory Committee.

Therefore, the Company proposes the election of six (6) Directors who are Audit and Supervisory Committee Members. This proposal shall take effect on the condition that the amendment to the Articles of Incorporation under Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” becomes effective.

In addition, the consent of the Audit & Supervisory Board has been obtained for the submission of this proposal.

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

No.	Name		Current position in the Bank
1	Kazuhiro Hieda	New election	Audit & Supervisory Board Member
2	Shinichi Oike	New election	Audit & Supervisory Board Member
3	Jun-ichi Iwahara	New election Outside Independent	Outside Audit & Supervisory Board Member
4	Tomoko Tobe	New election Outside Independent	Director (Outside Director)
5	Mariko Tamura	New election Outside Independent	-
6	Rumiko Mukaibata	New election Outside Independent	-

New election Candidate for Director to be newly elected

Outside Candidate for Outside Director

Independent Independent Officer set forth by the Tokyo Stock Exchange

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
1	Kazuhiro Hieda (February 27, 1961) (New election)	May 1984    Joined the Bank June 2011    General Manager of Honcho Branch June 2013    General Manager of Retail Loan Division June 2014    General Manager of Auditing Division June 2018    General Manager of Risk Management Division June 2020    Standing Audit & Supervisory Board Member (to present)	18,800
<p>[Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member]</p> <p>After serving in positions such as General Manager of Retail Loan Division, Auditing Division and Risk Management Division, Kazuhiro Hieda has held the position of Standing Audit &amp; Supervisory Board Member since June 2020, and he has performed his role and responsibilities appropriately. We have nominated him as a candidate for Director who is an Audit and Supervisory Committee Member as we have determined that he will further enhance our auditing functions by continuing to leverage his knowledge and experience in the operation of the Bank.</p>			
2	Shinichi Oike (April 26, 1963) (New election)	May 1987    Joined the Bank Feb. 2007    General Manager of Mobara-Midorigaoka Branch June 2013    General Manager of Kisarazu Branch June 2015    General Manager of Mimomi Branch June 2017    General Manager of Kashiwa Branch June 2018    General Manager of Auditing Division June 2022    Standing Audit & Supervisory Board Member (to present)	12,000
<p>[Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member]</p> <p>After serving in positions such as General Manager of Mimomi Branch, Kashiwa Branch and Auditing Division, Shinichi Oike has held the position of Standing Audit &amp; Supervisory Board Member since June 2022, and he has performed his role and responsibilities appropriately. We have nominated him as a candidate for Director who is an Audit and Supervisory Committee Member as we have determined that he will further enhance our auditing functions by continuing to leverage his knowledge and experience in the operation of the Bank.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
	<p style="text-align: center;">Jun-ichi Iwahara (September 20, 1946) (New election) (Outside) (Independent)</p>	<p>Sept. 1969    Joined Miyasaka Certified Accountant Office  Apr. 1970    Joined Daiichi Audit Firm (now Ernst &amp; Young ShinNihon LLC)  Apr. 1973    Registered as Certified Public Accountant  Jan. 1988    Partner of Century Audit Corporation (now Ernst &amp; Young ShinNihon LLC)  July 2011    Established Iwahara Certified Accountant Office (to present)  June 2020    Outside Audit &amp; Supervisory Board Member of the Bank (to present)  Apr. 2025    Audit Commissioner of Nagareyama City (to present)</p> <p>(Significant concurrent position outside the Bank)  Audit Commissioner of Nagareyama City</p>	0
3	<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and summary of expected roles]</p> <p>Jun-ichi Iwahara has broad expert knowledge and extensive experience regarding finance and accounting cultivated over many years as a certified public accountant. We have nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member in light of our expectation that he will leverage his knowledge and experience to provide valuable advice from the perspectives of financial risk and corporate accounting and thereby appropriately fulfill his role and exercise a high level of supervisory function to ensure the validity and appropriateness of decision-making. Furthermore, although Jun-ichi Iwahara has no experience in corporate management apart from having previously been an Outside Officer, for the reasons discussed above, we have determined that he will be able to fulfill his duties as an Outside Director who is an Audit and Supervisory Committee Member in an appropriate manner. Jun-ichi Iwahara is currently an outside Audit &amp; Supervisory Board Member of the Company, and he will have served as Audit &amp; Supervisory Board Member for six (6) years upon the conclusion of this meeting.</p> <p>[Regarding independence]</p> <p>Jun-ichi Iwahara fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." Furthermore, the Bank makes payments such as audit fees to ShinNihon LLC (now Ernst &amp; Young ShinNihon LLC), where he served as General Manager of the Compliance Office and other positions. However, the amount of transactions in fiscal 2025 was less than 1% of the said trading partner's revenue, and therefore does not affect Mr. Iwahara's independence.</p>		

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
	Tomoko Tobe (January 19, 1957) (New election) (Outside) (Independent)	Apr. 1980    Joined Chiba Prefectural Government Apr. 2013    Director General of Economic Policy Division, Commerce, Industry and Labor Department Apr. 2014    Deputy Executive Director of Commerce, Industry and Labor Department Apr. 2015    Executive Director for Community Safety and Harmful Wildlife Apr. 2016    Secretary General of Labor Relations Commission Apr. 2017    Secretary General of Chiba Chapter, Japanese Red Cross Society June 2020    Outside Director of the Bank (to present)	0
4	<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and summary of expected roles]</p> <p>She possesses extensive knowledge and experience cultivated through her duties at the Chiba Prefectural Government and the Japanese Red Cross Society. We have nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member in light of our expectation that she will leverage her knowledge and experience to provide valuable advice on the Bank's management and initiatives in the field of regional revitalization, and thereby appropriately fulfill her role and exercise a high level of supervisory function to ensure the validity and appropriateness of decision-making. Furthermore, although Tomoko Tobe has no experience in corporate management apart from having previously been an Outside Officer, for the reasons discussed above, we have determined that she will be able to fulfill her duties in an appropriate manner. Tomoko Tobe will have served as an Outside Director for six (6) years upon the conclusion of this meeting.</p> <p>[Regarding independence]</p> <p>Tomoko Tobe fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." Furthermore, there are deposit and loan transactions between the Bank and the Chiba Prefectural Government, where she served as Secretary General of the Labor Relations Commission, among other roles, and the Bank has made donations to the Prefecture. In addition, there are deposit transactions between the Bank and the Japanese Red Cross Society, where she served as Secretary General of the Chiba Chapter, and the Bank has made donations to the Society. However, in fiscal 2025, the transactions were each less than 1% of the said trading partner's revenues or ordinary income and less than 1% of the Bank's consolidated gross operating profits, and therefore do not affect Ms. Tobe's independence.</p>		

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
	<p>Mariko Tamura (February 18, 1965) (New election) (Outside) (Independent)</p>	<p>Mar. 1987    Joined Imperial Hotel, Ltd. Apr. 2016    General Manager of Human Resource Development Department Apr. 2018    General Manager of Internal Control Department Dec. 2021    General Manager of Internal Audit Department Apr. 2023    Managing Officer, General Manager of Internal Audit Department June 2024    Standing Audit &amp; Supervisory Board Member (to present)</p> <p>(Significant concurrent position outside the Bank) Standing Audit &amp; Supervisory Board Member of Imperial Hotel, Ltd. (Note) Mariko Tamura's name in her family register is Mariko Nitta; however, she is identified herein by the name she uses in her profession.</p>	0
5	<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and summary of expected roles] After serving as General Manager of Human Resources Development Department and Executive Officer, General Manager of Internal Auditing Department of Imperial Hotel, Ltd., Ms. Mariko Tamura has held the position of Standing Audit &amp; Supervisory Board Member since June 2024, and possesses extensive knowledge and experience in internal auditing, including qualifications as a Certified Internal Auditor and Certified Fraud Examiner. We have nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member in light of our expectation that she will leverage her knowledge and experience not only to contribute to the soundness of corporate management but also to provide valuable advice toward improving customer service, and thereby appropriately fulfill her role and exercise a high level of supervisory function to ensure the validity and appropriateness of decision-making. Furthermore, although Mariko Tamura has no experience in corporate management in the past, for the reasons discussed above, we have determined that she will be able to fulfill her duties as an Outside Director who is an Audit and Supervisory Committee Member in an appropriate manner.</p> <p>[Regarding independence] Mariko Tamura fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." Furthermore, the Bank makes payments for facility usage fees to Imperial Hotel, Ltd., where she served as Executive Officer, General Manager of Internal Auditing Department and in other positions. However, the amount of transactions in fiscal 2025 was less than 1% of the said trading partner's consolidated net sales, and therefore does not affect Ms. Tamura's independence.</p>		
6	<p>Rumiko Mukaibata (August 3, 1978) (New election) (Outside) (Independent)</p>	<p>Oct. 2005    Joined Yamazaki General Law Office Registered as attorney at law Jan. 2011    Established Abe, Mukaibata &amp; Suzuki Law Office Dec. 2018    Established QUON LINKAGE Law Office (to present)</p>	0
<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and summary of expected roles] Rumiko Mukaibata has broad expert knowledge and extensive experience regarding laws and regulations cultivated over many years as a lawyer. We have nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member in light of our expectation that she will leverage her knowledge and experience to provide valuable advice from the perspectives of corporate legal affairs and compliance, and thereby appropriately fulfill her role and exercise a high level of supervisory function to ensure the validity and appropriateness of decision-making. Rumiko Mukaibata has no experience in corporate management in the past. However, for the reasons discussed above, we have determined that she will be able to fulfill her duties in an appropriate manner.</p> <p>[Regarding independence] Rumiko Mukaibata fulfills the criteria set out in the Bank's "Standards for Evaluation of the Independence of Outside Officers." In addition, the Bank makes payments to Ms. Mukaibata as compensation for consulting services; however, the transaction amount in fiscal 2025 was less than ¥1 million, and therefore does not affect Ms. Mukaibata's independence.</p>			

- Notes:
1. There is no special interest between the candidates for Director who is an Audit and Supervisory Committee Member and the Bank.
  2. Jun-ichi Iwahara, Tomoko Tobe, Mariko Tamura, and Rumiko Mukaibata are candidates for Outside Director who is an Audit and Supervisory Committee Member. The Bank will notify the Tokyo Stock Exchange with regard to Jun-ichi Iwahara, Tomoko Tobe, Mariko Tamura, and Rumiko Mukaibata being independent officers according to the rules of the Stock Exchange.
  3. With regard to the limited liability agreement for candidates for Director who is an Audit and Supervisory Committee Member  
If Jun-ichi Iwahara, Tomoko Tobe, Mariko Tamura, and Rumiko Mukaibata are elected, the Bank will conclude agreements with them based on Article 427, Paragraph (1) of the Companies Act, limiting their liability for damages under Article 423, Paragraph (1) of the same Act, to the minimum liability amount specified in Article 425, Paragraph (1) of the same Act.
  4. The Bank entered into with an insurance company the Directors and Officers liability insurance contract prescribed in Article 430-3, Paragraph (1) of the Companies Act, in which Directors, Audit & Supervisory Board Members and Executive Officers are the insureds. The contract is to cover the insureds against damages that could arise from taking responsibilities regarding the performance of their duties or being asked for compensation regarding the pursuit of the said responsibilities. If each candidate is elected and assumes office as Director who is an Audit & Supervisory Board Member, each candidate will become the insured of the said contract. In addition, when the insurance policy is renewed, the Bank plans to renew the policy with the same terms.
    - \* The Bank will transition to a company with Audit and Supervisory Committee on the condition that Proposal No. 2, "Partial Amendment to the Articles of Incorporation," is approved as originally proposed at this General Meeting of Shareholders, and that the amendment to the Articles of Incorporation becomes effective. Upon the transition to a company with Audit and Supervisory Committee, the insured persons under the Directors and Officers liability insurance contract will be Directors and Executive Officers.
  5. Mariko Tamura's name in her family register is Mariko Nitta; however, she is identified herein by the name she uses in her profession.

## <Reference> Standards for Evaluation of the Independence of Outside Officers

The following must not currently apply to Outside Directors and Outside Audit & Supervisory Board Members of the Bank, or have applied in the recent past (Note 1).

1. Persons for whom the Bank is a major trading partner (Note 2). This includes executives of companies of which the Bank is a major trading partner, as well as the parent Bank and major subsidiaries of said companies.
2. Persons who are major trading partners of the Bank (Note 3). This includes executives of companies that are major trading partners of the Bank, as well as the parent company and major subsidiaries of said companies.
3. Consultants, accounting professionals or legal professionals who have received cash or other assets averaging ¥10 million or more per year over the last 3 years from the Bank, apart from officers' remuneration (this includes individuals who hold positions at bodies such as companies or organizations that have received said assets).
4. Major shareholders of the Bank (Note 4), or their executives.
5. Close relatives (Note 6) of any of the following (excluding those who are immaterial (Note 5)):
  - (1) Any persons who fall under any of the above 1 through 4; or
  - (2) Directors, Audit & Supervisory Board Members, or major employees, etc. of the Bank.

Note 1: This refers to circumstances that are seen to be essentially the same as those at present. For example, this includes instances in which circumstances apply at the point that a proposal for election as an Outside Director or Outside Audit & Supervisory Board Member is adopted at the General Meeting of Shareholders.

Note 2: Trading partners for which the Bank was the source of 2% or more of said trading partner's consolidated net sales in the most recent fiscal year.

However, in the case of an individual, a person who has received payments of ¥10 million or more from the Bank during the most recent one-year period.

Note 3: Trading partners that were the source of 2% or more of the Bank's consolidated gross operating profits in the most recent fiscal year.

Note 4: Shareholders that hold 10% or more of total voting rights.

Note 5: With regard to executives, this refers to officers of companies or trading partners, and with regard to those who hold positions at accounting firms and law firms etc., this refers to certified public accountants and lawyers, etc.

Note 6: Relatives within the second degree of consanguinity.

**<Reference> Skills Matrix**

The expertise of each officer when Proposals 3 and 4 are approved are as follows.

The list below does not represent all the knowledge, experience and capabilities of each Director.

		Ratio of Outside Directors 7 of 15 persons				Ratio of Female Directors 3 of 15 persons		
Name	Position	Corporate management Organi- zation management	Finance Financial affairs and accounting	Legal affairs Risk management	Regional sales Regional revitali- zation	Market investment	IT digital	
Director	Toshiyuki Kumagai	Chairman	○	○	○	○	○	○
	Go Fujita	President (Representative Director)	○	○	○	○	○	○
	Kazuo Fujisaki	Director, Senior Managing Executive Officer (Representative Director)	○	○	○		○	
	Shiro Yamazaki	Director, Managing Executive Officer	○	○	○	○		
	Takao Miyama	Director, Managing Executive Officer	○	○	○	○	○	○
	Akira Sasagawa	Director, Managing Executive Officer	○	○	○	○	○	○
	Kyoichiro Uenishi	Outside Director	○	○	○	○		
	Norio Saigusa	Outside Director	○	○	○	○		
	Tsugio Yamamoto	Outside Director	○	○	○			○
Director (Audit and Supervi- sory Commit- tee Member)	Kazuhiro Hieda	Director (Audit and Supervisory Committee Member)	○	○	○	○	○	
	Shinichi Oike	Director (Audit and Supervisory Committee Member)	○	○	○	○		
	Jun-ichi Iwahara	Director (Audit and Supervisory Committee Member) (Outside Director)	○	○	○		○	
	Tomoko Tobe	Director (Audit and Supervisory Committee Member) (Outside Director)	○	○	○	○		
	Mariko Tamura	Director (Audit and Supervisory Committee Member) (Outside Director)	○	○	○			
	Rumiko Mukaibata	Director (Audit and Supervisory Committee Member) (Outside Director)		○	○			

**Proposal 5:** Establishment of the amount of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members)

The total amount of remuneration for the Bank's Directors has been approved by shareholders at the 105th Annual General Meeting of Shareholders held on June 29, 2011, at an annual amount not exceeding ¥480 million, and has remained unchanged to date. However, if Proposal No. 2, "Partial Amendment to the Articles of Incorporation," is approved as originally proposed, the Bank will transition to a company with Audit and Supervisory Committee.

Accordingly, following the transition to a company with Audit and Supervisory Committee, we propose that the total amount of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members) be set at an annual amount not exceeding ¥400 million (of which the amount for Outside Directors shall not exceed ¥50 million per year), taking into consideration remuneration levels at peer companies and various factors including recent economic conditions. In addition, the maximum amount of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members) shall, as before, not include the employee salary portion for Directors who concurrently serve as employees.

If this proposal is approved, we will make changes to the terminology of the policy for determining the details of individual remuneration for Directors so that it is consistent with the approved content.

This proposal is intended to determine the remuneration limit for Directors (excluding Directors who are Audit and Supervisory Committee Members) within a reasonable range, taking into account the Bank's business scale, its officers' remuneration structure and payment levels, the current number of Directors, and future trends. In addition, as described above, we intend to revise the policy for determining the details of individual remuneration for Directors. The content of this proposal has been deliberated by the Nomination and Compensation Advisory Committee, a majority of whose members are independent Outside Directors, based on the revised policy, and subsequently resolved by the Board of Directors. Accordingly, we consider this proposal to be appropriate.

The current Board of Directors consists of nine members (including three Outside Directors). If Proposal No. 2, "Partial Amendment to the Articles of Incorporation," and Proposal No. 3, "Election of nine (9) Directors (excluding Directors who are Audit and Supervisory Committee Members)," are approved as originally proposed, the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) will be nine (including three Outside Directors).

Furthermore, the resolution on this proposal shall take effect on the condition that the amendment to the Articles of Incorporation under Proposal No. 2, "Partial Amendment to the Articles of Incorporation," becomes effective.

**Proposal 6:** Establishment of the amount of remuneration for Directors who are Audit and Supervisory Committee Members

If Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” is approved as originally proposed, the Bank will transition to a company with Audit and Supervisory Committee.

Accordingly, we propose that the total annual remuneration for Directors who are Audit and Supervisory Committee Members be set at an annual amount not exceeding ¥122 million, taking into consideration factors such as the number of Directors who are Audit and Supervisory Committee Members, the economic environment, market trends, and remuneration levels at other companies.

This proposal is considered reasonable in light of the economic environment, market conditions, and other relevant factors, as well as in comparison with remuneration levels at other companies. It is also deemed appropriate given the expanded responsibilities expected of Directors who are Audit and Supervisory Committee Members.

If Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” and Proposal No. 4, “Election of six (6) Directors who are Audit and Supervisory Committee Members” are approved as originally proposed, the number of Directors who are Audit and Supervisory Committee Members will be six (including four Outside Directors).

Furthermore, the resolution on this proposal shall take effect on the condition that the amendment to the Articles of Incorporation under Proposal No. 2, “Partial Amendment to the Articles of Incorporation,” becomes effective.

**Proposal 7:** Determination of the amount and other details of performance-linked and share-based remuneration, etc. for Directors, etc. (excluding Directors who are Audit and Supervisory Committee Members)

1. Reasons for the proposal and reasons such remuneration has been deemed appropriate

The Bank's performance-linked share-based remuneration scheme (hereinafter, the "Plan"), under which shares of the Bank are granted to Directors (excluding Outside Directors and non-residents of Japan) and Executive Officers (excluding non-residents of Japan) of the Bank in accordance with their position and the degree of achievement of performance targets, was approved by shareholders at the 115th Annual General Meeting of Shareholders held on June 25, 2021, and has remained unchanged to date. However, if Proposal No. 2, "Partial Amendment to the Articles of Incorporation," is approved as originally proposed, the Bank will transition to a company with Audit and Supervisory Committee.

Accordingly, in connection with the transition to a company with Audit and Supervisory Committee, during the Covered Period (the current Covered Period is from the fiscal year ending March 31, 2025 through the fiscal year ending on March 31, 2027), the Bank proposes to newly establish the remuneration framework under the Plan for Directors (excluding Directors who are Audit and Supervisory Committee Members, Outside Directors, and non-residents of Japan) and Executive Officers of the Bank (excluding non-residents of Japan; together with Directors (excluding Directors who are Audit and Supervisory Committee Members, Outside Directors, and non-residents of Japan) hereinafter referred to as "Directors, etc."). Accordingly, approval of this proposal is hereby requested.

This remuneration framework will be established separately from the remuneration framework proposed for approval under Proposal No. 5, "Establishment of the amount of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members)."

This proposal is submitted for approval in connection with the transition to a company with Audit and Supervisory Committee. The substantive terms and conditions of the remuneration under the Plan are substantially the same as those approved at the 115th Annual General Meeting of Shareholders held on June 25, 2021. If this proposal is approved, the Bank will amend the policy for determining the content of individual remuneration for Directors so as to ensure consistency with the approved policy. The content of this proposal has been deliberated by the Nomination and Compensation Advisory Committee, a majority of whose members are independent Outside Directors, in light of the revised policy, and has been resolved by the Board of Directors. Accordingly, the Bank considers the proposal to be appropriate.

The current Board of Directors consists of nine members (including three Outside Directors). However, if Proposal No. 2, "Partial Amendment to the Articles of Incorporation," and Proposal No. 3, "Election of nine (9) Directors (excluding Directors who are Audit and Supervisory Committee Members)," are approved as originally proposed, the number of Directors of the Bank eligible for the Plan (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) will be six. In addition, the number of Executive Officers who are not concurrently serving as Directors and who are eligible under the Plan will be 18.

As noted above, the Plan also covers Executive Officers, and the remuneration under the Plan includes remuneration for Executive Officers. However, this proposal is made on the basis that such Executive Officers may newly assume office as Directors during the relevant Covered Period under the Plan, and accordingly proposes the total amount and details of remuneration under the Plan as remuneration, etc. for Directors, etc.

In addition, the resolution on this proposal shall take effect on the condition that the amendment to the Articles of Incorporation under Proposal No. 2, "Partial Amendment to the Articles of Incorporation," becomes effective.

2. Amount and details, etc. of remuneration under the Plan

(1) Summary of the Plan

The Plan is based on a share-based remuneration scheme where the shares of the Bank are acquired through a trust using the amount of remuneration for Directors, etc. contributed by the Bank, and the shares of the Bank and the money equivalent to the amount obtained by converting the shares of the Bank into cash (hereinafter, the "shares of the Bank, etc.") are delivered and granted (hereinafter, "Delivery, etc.") to Directors, etc. (Details are as provided in (2) and thereafter.)

i) Persons eligible for the Delivery, etc., of the shares of the Bank, etc., under the Plan	<ul style="list-style-type: none"> <li>• Directors of the Bank (excluding Directors who are Audit and Supervisory Committee Members, Outside Directors, and Directors who are non-residents of Japan)</li> <li>• Executive Officers of the Bank (excluding Executive Officers who are non-residents of Japan)</li> </ul>
ii) Maximum amount of money contributed by the Bank (as shown in (2) below)	<ul style="list-style-type: none"> <li>• For the consecutive three fiscal years (hereinafter, the “Covered Period”), the maximum amount is ¥440 million for each Covered Period</li> </ul>
iii) Maximum number of the shares of the Bank, etc. that can be used for Delivery, etc. to Directors, etc. (as shown in (3) below)	<ul style="list-style-type: none"> <li>• The maximum number of total points that can be granted to Directors, etc., in one fiscal year is 353,000 points (one point correspond to one Bank’s share).</li> </ul>
iv) Acquisition method for the shares of the Bank (as shown in (2) below)	<ul style="list-style-type: none"> <li>• We plan to acquire the shares of the Bank from the stock market or from the Bank (disposition of treasury shares)</li> <li>• The percentage of the number of shares corresponding to the maximum number of points granted to Directors, etc., in one fiscal year to the total number of shares issued is around 0.29% (as of March 31, 2026. After excluding treasury shares)</li> </ul>
v) Details of performance achievement conditions (as shown in (3) below)	<ul style="list-style-type: none"> <li>• Performance achievement conditions fluctuate based on the achievement levels, etc. of performance targets in each fiscal year’s Medium-Term Management Plan</li> </ul>
vi) Timing of Delivery, etc. of the shares of the Bank, etc. (as shown in (4) below)	<ul style="list-style-type: none"> <li>• The time of retirement of Directors, etc. (at the time of death in the event Directors, etc. die)</li> </ul>

(2) Maximum amount of money contributed by the Bank

The Plan covers three consecutive fiscal years (the “Covered Period”). The initial Covered Period is from the fiscal year ending on March 31, 2025 through the fiscal year ending on March 31, 2027.

The Bank will, for each Covered Period, contribute funds of up to ¥440 million as remuneration for Directors, etc. of the Bank and will establish a trust with a trust period of three years (including any extension of the trust period as described below; the same shall apply hereinafter) (the “Trust”), in which Directors, etc. who have satisfied the beneficiary requirements are beneficiaries.

Pursuant to the instructions of the trust administrator, the Trust is to acquire the shares of the Bank from the stock market or the Bank (disposition of treasury shares) using the trust money. During the trust period, the Bank is to grant points to Directors, etc. (as shown in (3) below) and is to conduct Delivery, etc. of the shares of the Bank, etc. from the Trust.

In lieu of establishing the Trust anew, the Trust may continue to be used by modifying the trust agreement and entrusting additional funds at the expiration of the trust period of the Trust. In such case, the trust period is to be extended for a further three years, and the Covered Period is to be three fiscal years after the extension of the trust period. For each trust period that is extended, the Bank is to make additional contributions of trust money within a total of ¥440 million. Meanwhile, the Bank is to continue granting points to Directors, etc. during the extended trust period, and the Trust is to continue the Delivery, etc. of the shares of the Bank, etc. during the extended trust period.

However, if such additional contributions are to be made, if there are any of the shares of the Bank (excluding the shares of the Bank equivalent to points granted to Directors, etc. for which Delivery, etc. has yet to be conducted) or money remaining in the trust assets (hereinafter, the “Residual Shares, etc.”), the sum of the amount of Residual Shares, etc. and additional trust money to be contributed is to be within ¥440 million.

Furthermore, at the expiration of the trust period, if there are Directors, etc. who may satisfy the beneficiary requirements, while no new points will be granted to Directors, etc.; however, the trust period of the Trust may be extended until the Delivery, etc. of the Bank’s Shares, etc. to such Directors, etc. is completed.

(3) Calculation method and maximum number of the shares of the Bank, etc. for which Delivery, etc. to Directors, etc. can be conducted

During a set period following the conclusion of each fiscal year during the trust period, a set number of points will be granted to Directors, etc. based on their role during each fiscal year and based on the achievement levels, etc. of performance targets in the Medium-Term Management Plan.

The points granted accumulate every year, and Delivery, etc. of the shares of the Bank, etc. will be made to Directors, etc. at the time of their retirement based on the number of accumulated points (hereinafter, the “Accumulated Points”).

Furthermore, one point shall correspond to one Bank’s share. However, if an event occurs during the trust period for which it is considered fair to make adjustments due to a stock split, reverse stock split or similar event, the number of the Bank’s Shares per point shall be adjusted based on the applicable split ratio or reverse split ratio.

The maximum number of total points that can be granted to the Bank’s Directors, etc., in one fiscal year is 353,000 points. This maximum number of total points is set based on the maximum amount of trust money in (2) above and past stock prices, etc.

(4) Method and timing with respect to Delivery, etc. of the shares of the Bank, etc. to Directors, etc.

Upon retirement, Directors, etc. who satisfy the beneficiary requirements are to receive Delivery, etc. of a number of the shares of the Bank, etc. as calculated based on (3) above. At that time, the Directors, etc. will be granted a number of the shares of the Bank equivalent to 80% of their Accumulated Points (shares less than one unit are rounded down), and the shares of the Bank equivalent to the remaining points are to be converted into cash within the Trust and the Directors, etc. are to receive money equivalent to the amount converted to cash from the Trust.

If Directors, etc. die during the trust period, the shares of the Bank equivalent to their Accumulated Points at that time are to be converted entirely to cash within the Trust, and the heir of said Directors, etc. is to receive money equivalent to the amount converted to cash from the Trust. Furthermore, if Directors, etc. become non-residents of Japan during the trust period, the shares of the Bank equivalent to their Accumulated Points at that time are to be converted entirely to cash within the Trust, and the Directors, etc. in question are to receive money equivalent to the amount converted to cash from the Trust.

(5) Voting rights pertaining to shares of the Bank held by the Trust

Voting rights pertaining to the shares of the Bank held by the Trust are not to be exercised during the trust period to ensure the neutrality of the Bank’s management.

(6) Other matters of the Plan

Other details regarding the Plan are to be determined by the Board of Directors whenever there are matters that involve establishing the Trust, modifying the trust agreement and entrusting additional funds to the Trust.

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