

June 3, 2026

(Electronic Provision Measures Commencement Date: May 28, 2026)

To Stockholders with Voting Rights:

Hidefumi Kobayashi
Representative Director and
President
The 77 Bank, Ltd.
3-20, Chuo 3-chome, Aoba-ku,
Sendai City, Miyagi Prefecture,
Japan

NOTICE OF CONVOCATION OF THE 142ND ANNUAL GENERAL MEETING OF STOCKHOLDERS

You are cordially invited to attend the 142nd Annual General Meeting of Stockholders of The 77 Bank, Ltd. (the “Bank”), which will be held for the purposes as described below.

If you are unable to attend the meeting in person, you can exercise your voting rights in advance via the Internet or in writing via mail. Please review the Reference Documents for the General Meeting of Stockholders described hereinafter and exercise your voting rights according to the Process of Meeting of Stockholders and Exercise of Voting Rights (Page 3) by 5:00 p.m. on Thursday, June 25, 2026, Japan standard time.

- 1. Date and Time:** Friday, June 26, 2026 at 10:00 a.m. Japan standard time
- 2. Place:** 4F, Conference Room, Head Office, the Bank, 3-20, Chuo 3-chome, Aoba-ku, Sendai City, Miyagi Prefecture, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements for the Bank’s 142nd Fiscal Year (from April 1, 2025 to March 31, 2026)
 2. Results of audits of the Consolidated Financial Statements for the Bank’s 142nd Fiscal Year (from April 1, 2025 to March 31, 2026) by the Accounting Auditor and the Audit & Supervisory Committee

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Nine (9) Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)
- Proposal No. 3:** Election of One (1) Director Serving as Audit & Supervisory Committee Member

4. Matters Determined for Convocation

If you wish to make inconsistent voting, please notify the Bank in writing of your intention of making inconsistent voting of votes and the reasons thereof at least three (3) days prior to the Annual General Meeting of Stockholders.

If no indication of your vote for or against the proposals on the Voting Rights Exercise Form in writing, it will be treated as you have indicated your vote for the proposal.

5. Matters Concerning Measures for Electronic Provision

Measures for electronic provision are taken for information that is the contents of the Reference Documents for the General Meeting of Shareholders, etc. (Electronic Provision Measures Matters) in convening this General Meeting of Stockholders, and the Electronic Provision Measures Matters are posted as “Notice of Convocation of the 142nd Annual General Meeting of Stockholders” on the websites below.

[The Bank’s website]

<https://www.77bank.co.jp/english/stockholders.htm>

- Please select “Notice of Convocation of the 142nd Annual General Meeting of Stockholders”

[The Tokyo Stock Exchange’s website]

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

- Please enter the issue name “The 77 Bank, Ltd.” or securities code “8341,” then select “Basic information” and “Documents for public inspection/PR information” to review the information.

End

<Electronic Provision Measures Matters>

- * The following items are not included in the paper-based documents delivered to stockholders who have requested them in accordance with laws and ordinances and the Bank’s Articles of Incorporation. For this reason, the documents that are delivered include parts of the Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements that were audited by the Accounting Auditor and Audit & Supervisory Committee when preparing the Audit Report.
 - The “Matters concerning the Accounting Auditor,” “System to ensure the properness of operations” and “Operational status of system to ensure the properness of operations” in the Business Report.
 - The “Non-consolidated Statement of Changes in Equity” and the “Notes to Non-consolidated Financial Statements” in the Non-consolidated Financial Statements.
 - The “Consolidated Statement of Changes in Equity” and the “Notes to Consolidated Financial Statements” in the Consolidated Financial Statements.
 - The Audit Report
- * In the case where revisions are made to the Electronic Provision Measures Matters, the revised contents will be posted on each website of the Bank and the Tokyo Stock Exchange.

Process of Meeting of Stockholders and Exercise of Voting Rights

Before the Meeting of Stockholders

From the arrival of notice of convocation to Thursday, June 25, 2026

- 1 Please refer to the “Notice of Convocation of the 142nd Annual General Meeting of Stockholders” and other materials on the Bank’s website.

<https://www.77bank.co.jp/english/stockholders.htm>

- 2 Exercise of Voting Rights in advance

Deadline: Thursday, June 25, 2026 at 5:00 p.m. Japan standard time

If you are unable to attend the meeting in person, please exercise your voting rights either via the Internet or via mail.

- If you vote both via the Bank’s designated voting website on the Internet and in writing, only your vote exercised via the Internet will be deemed valid.
- If you submit your vote multiple times via the Internet, only the most recent vote will be deemed valid.
- Please note that communication charges and other related costs incurred when using each website shall be borne by stockholders.
- If you exercise your voting rights in writing, 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 the deadline.

On the day of the Meeting of Stockholders

Friday, June 26, 2026 at 10:00 a.m. Japan standard time

Place: 4F, Conference Room, Head Office, the Bank

Stockholders who are attending the meeting

- Please submit the enclosed Voting Rights Exercise Form at the reception desk. Please also bring this notice of convocation with you.
- Please refrain from recording, photographing, or making phone calls inside the venue.
- Please note that we will not be offering any gifts for those who attend this meeting.

<Notice>

Wheelchair user space and sign language interpreters are available. Please do not hesitate to inform the reception desk or venue staff if you need assistance.

After the Close of the Meeting

Please confirm the “Notice of Resolutions” and “Results of Exercise of Voting Rights” on the Bank’s website and other websites.

*Other information to stockholders is also available.

Reference Documents for the General Meeting of Stockholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

With respect to the appropriation of surplus, based on the Bank's stockholder return policy, and after comprehensive consideration of our business performance and other factors, it is proposed that the surplus be appropriated as follows:

1. Matters concerning year-end dividends

(1) Type of dividend property

Cash

(2) Matters concerning the allotment of dividend property and the total amount

147 yen per share of common stock, an increase of 49.50 yen from the previous fiscal year-end, for a total of 10,999,738,638 yen.

Dividends to be paid for the full year amount to 260 yen per share including the interim dividend paid.

(3) Effective date of distribution of surplus

June 29, 2026

(Note) The Bank conducted a three-for-one stock split of its common stock on April 1, 2026. However, the record date of the year-end dividends for the current fiscal year is March 31, 2026, and thus the above information is based on the number of stocks prior to such stock split.

2. Other matters concerning the appropriation of surplus

(1) Item and the amount of surplus to be increased

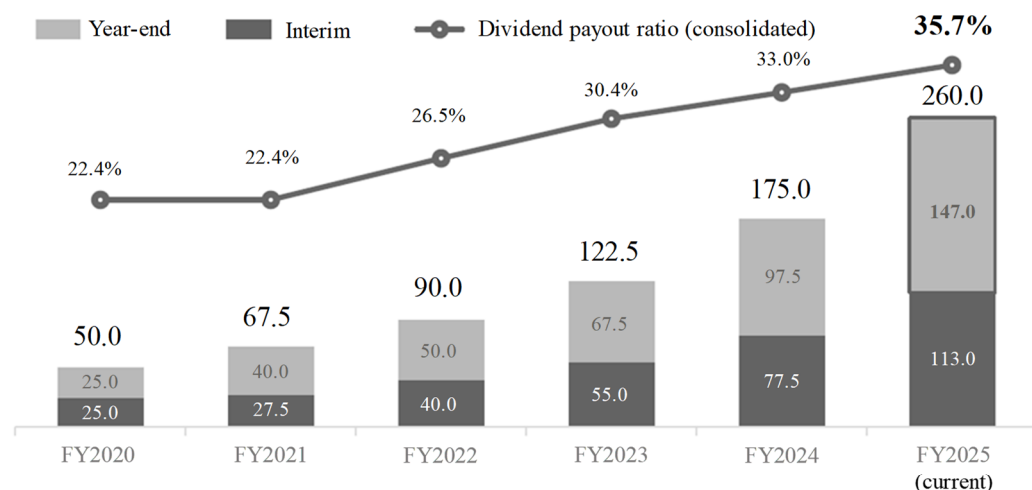
General reserve 25,500,000,000 yen

(2) Item and amount of surplus to be decreased

Retained earnings brought forward 25,500,000,000 yen

(Reference 1) Trend of Annual dividend per share and dividend payout ratio

(unit: yen)



(Reference 2) Stockholder return policy

In order to meet the expectations of its stakeholders by building a solid financial foundation and ensuring appropriate shareholder returns, the Bank has revised its shareholder return policy as of May 13, 2026, as follows.

While taking factors such as its public character as a bank business and the preservation of the soundness of its management into consideration, and based on the premise of strengthening its financial foundation, the Bank will use progressive dividends to elevate its dividend payout ratio relative to profit attributable to owners of the parent to at least 40% by fiscal 2027 and consider responsive acquisition of treasury shares with the aim of improving shareholder returns and returns on capital.

Proposal No. 2: Election of Nine (9) Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)

The terms of office of all the nine (9) Directors (excluding Directors serving as Audit & Supervisory Committee Members; hereinafter the same applies in this Proposal) will expire at the conclusion of this Annual General Meeting of Stockholders.

Accordingly, the election of nine (9) Directors is proposed.

Having the Audit & Supervisory Committee to examine this proposal in advance, as the nomination of candidates was done appropriately after the deliberation by the Corporate Governance Committee in accordance with the policy and procedures on nomination of candidates specified in the basic policy on corporate governance, each candidate is suitable for the position of the Bank's Director. Therefore, with respect to the details of this proposal, there were no specific matters to be commented on at the General Meeting of Stockholders in accordance with the provisions of the Companies Act.

The candidates for Directors are as follows.

No.	Name	Candidate attributes		Current positions at the Bank
1	Hidefumi Kobayashi	Reappointment	Male	Representative Director and President
2	Hiroshi Kobayashi	Reappointment	Male	Representative Director and Deputy President
3	Shuichi Ibuka	Reappointment	Male	Representative Director and Senior Managing Director
4	Yoshiyuki Odajima	Reappointment	Male	Managing Director
5	Kazuhiro Aoki	Reappointment	Male	Managing Director
6	Takeshi Kawaguchi	New candidate	Male	Senior Executive Officer and General Manager, Head Office Business Div., Basho no Tsuji Branch, and Minamimachi-dori Branch
7	Seiichi Ohtaki	Reappointment	Male	Outside Director Independent Director
8	Shigenori Oyama	Reappointment	Male	Outside Director Independent Director
9	Sayaka Kurihara	New candidate	Female	Outside Director Independent Director

No.	Name (Date of birth)	Past experience, positions, and responsibilities (Significant concurrent positions), Number of shares of the Bank held
1	Reappointment Male Hidefumi Kobayashi (Sep. 22, 1957)	Apr. 1981 Joined the Bank Jun. 2006 General Manager, Treasury Div., the Bank Jun. 2008 General Manager, General Planning & Coordination Div., the Bank Jun. 2010 Director and General Manager, General Planning & Coordination Div., the Bank Jun. 2013 Director and General Manager, Head Office Business Div., the Bank Jun. 2014 Managing Director and General Manager, Head Office Business Div., the Bank Jun. 2015 Managing Director, the Bank May 2016 Managing Director and General Manager, Ishinomaki Branch and Minato Branch, the Bank Jun. 2016 Managing Director, the Bank Jun. 2017 Representative Director and Deputy President, the Bank Jun. 2018 Representative Director and President, the Bank (current position) (Responsibilities) Audit & Inspection Div. (Number of shares of the Bank held) 41,400 shares
	(Reasons for selection as a candidate for Director) Based on his long experience in financial operations and successful track record of exercising leadership in management of the Bank as a Director since June 2010 and as a Representative Director since June 2017, the Bank believes that Mr. Hidefumi Kobayashi has knowledge and experience that enable him to precisely, fairly and efficiently perform management oversight and has sufficient social credibility, and thus selected him as a candidate for Director.	
2	Reappointment Male Hiroshi Kobayashi (May 27, 1968)	Apr. 1991 Joined the Bank Jun. 2012 General Manager, Kitahama Branch, the Bank Sep. 2014 General Manager, Morioka Branch, the Bank Jun. 2017 General Manager, Kencho Branch, the Bank Jun. 2018 General Manager, Regional Development Promotion Div., the Bank Jun. 2019 General Manager, General Planning & Coordination Div., the Bank Jun. 2021 Executive Officer and General Manager, General Planning & Coordination Div., the Bank Jun. 2023 Managing Director, the Bank Jun. 2024 Representative Director and Senior Managing Director, the Bank Jun. 2025 Representative Director and Deputy President, the Bank (current position) (Responsibilities) General Planning & Coordination Div., Digital Strategy Div., Treasury Div., Tokyo Liaison Office (Number of shares of the Bank held) 9,600 shares
	(Reasons for selection as a candidate for Director) Based on his long experience in financial operations and successful track record of exercising leadership in management of the Bank as an Executive Officer since June 2021, as a Managing Director since June 2023 and as a Representative Director since June 2024, the Bank believes that Mr. Hiroshi Kobayashi has knowledge and experience that enable him to precisely, fairly and efficiently perform management oversight and has sufficient social credibility, and thus selected him as a candidate for Director.	

No.	Name (Date of birth)	Past experience, positions, and responsibilities (Significant concurrent positions), Number of shares of the Bank held
3	Reappointment Male Shuichi Ibuka (Jan. 8, 1967)	Apr. 1989 Joined the Bank Sep. 2013 General Manager, Sendai Haranomachi Branch, the Bank Jun. 2016 General Manager, Treasury Administration & International Div., the Bank Jun. 2019 Executive Officer and General Manager, Ishinomaki Branch and Minato Branch, the Bank Feb. 2020 Executive Officer and General Manager, Ishinomaki Branch, the Bank Jan. 2021 Executive Officer and General Manager, Ishinomaki Branch and Kokucho Branch, the Bank Jun. 2021 Senior Executive Officer and General Manager, Ishinomaki Branch and Kokucho Branch, the Bank Jun. 2022 Senior Executive Officer and General Manager, Head Office Business Div., Basho no Tsuji Branch, and Minamimachi-dori Branch, the Bank Jun. 2023 Managing Director, the Bank Apr. 2025 Managing Director and General Manager, Oroshimachi Branch and Chuoshijo Branch, the Bank Jun. 2025 Representative Director and Senior Managing Director, the Bank (current position) (Responsibilities) Business Promotion Div., Consulting Promotion Div., Direct Channel Promotion Div. (Number of shares of the Bank held) 12,600 shares
		(Reasons for selection as a candidate for Director) Based on his long experience in financial operations and successful track record of exercising leadership in management of the Bank as an Executive Officer since June 2019, as a Managing Director since June 2023 and as a Representative Director since June 2025, the Bank believes that Mr. Shuichi Ibuka has knowledge and experience that enable him to precisely, fairly and efficiently perform management oversight and has sufficient social credibility, and thus selected him as a candidate for Director.
4	Reappointment Male Yoshiyuki Odajima (Dec. 14, 1969)	Apr. 1992 Joined the Bank Sep. 2014 General Manager, Higashi Sendai Branch, the Bank Mar. 2016 General Manager, Yoshioka Branch, the Bank Mar. 2018 General Manager, Taira Branch, the Bank Mar. 2020 General Manager, Nakakecho Branch and Sendai Ekimae Branch, the Bank Jun. 2022 Executive Officer and General Manager, Business Promotion Div., the Bank Jun. 2024 Managing Director, the Bank (current position) (Responsibilities) Group Business Strategy Div., Credit Supervision Div., General Affairs Div. (Number of shares of the Bank held) 4,800 shares
		(Reasons for selection as a candidate for Director) After serving as General Manager of the Bank's branches, Mr. Yoshiyuki Odajima was appointed Executive Officer in June 2022 and Managing Director in June 2024. Ever since, he has been especially responsible for the group business strategy departments and has been performing management oversight precisely, fairly and efficiently. The Bank believes that he also has sufficient social credibility and thus selected him as a candidate for Director.

No.	Name (Date of birth)	Past experience, positions, and responsibilities (Significant concurrent positions), Number of shares of the Bank held
5	Reappointment Male Kazuhiro Aoki (Mar. 25, 1970)	Apr. 1992 Joined the Bank Sep. 2014 General Manager, Kitahama Branch, the Bank Jan. 2017 General Manager, Head Office Business Div., 77 Securities Co., Ltd. Jun. 2019 General Manager, Treasury Administration & International Div., the Bank Jun. 2021 General Manager, Treasury Div., the Bank Jun. 2022 Executive Officer and General Manager, Treasury Div., the Bank Jun. 2024 Managing Director and General Manager, Treasury Div., the Bank Jun. 2025 Managing Director, the Bank (current position) (Responsibilities) Compliance Management Div., Risk Management Div., Treasury Administration & International Div. (Number of shares of the Bank held) 5,100 shares
		(Reasons for selection as a candidate for Director) After serving as General Manager of the Bank's branches and General Manager of Treasury Div., Mr. Kazuhiro Aoki was appointed Executive Officer in June 2022 and Managing Director in June 2024. Ever since, he has been especially responsible for risk management departments and has been performing management oversight precisely, fairly and efficiently. The Bank believes that he also has sufficient social credibility and thus selected him as a candidate for Director.
6	New candidate Male Takeshi Kawaguchi (Jul. 17, 1970)	Apr. 1993 Joined the Bank Sep. 2014 General Manager, Akaishidai Branch, the Bank Jun. 2017 General Manager, Morioka Branch, the Bank Jun. 2019 General Manager, Personal Banking & Direct Promotion Div., the Bank Apr. 2020 General Manager, Direct Channel Promotion Div., the Bank Jun. 2023 Executive Officer and General Manager, Head Office Business Div., Basho no Tsuji Branch, and Minamimachi-dori Branch, the Bank Jun. 2025 Senior Executive Officer and General Manager, Head Office Business Div., Basho no Tsuji Branch, and Minamimachi-dori Branch, the Bank (current position) (Number of shares of the Bank held) 3,000 shares
		(Reasons for selection as a candidate for Director) After serving as General Manager of the Bank's branches and General Manager of Direct Channel Promotion Div., Mr. Takeshi Kawaguchi was appointed Executive Officer in June 2023 and Senior Executive Officer in June 2025. Ever since, especially as General Manager of Head Office Business Div., Basho no Tsuji Branch, and Minamimachi-dori Branch, he has been performing management oversight precisely, fairly and efficiently. The Bank believes that he also has sufficient social credibility and thus selected him as a candidate for Director.

No.	Name (Date of birth)	Past experience, positions, and responsibilities (Significant concurrent positions), Number of shares of the Bank held
7	Reappointment Male Outside Director Independent Director Seiichi Ohtaki (Sep. 8, 1952)	Oct. 1987 Assistant Professor, Faculty of Economics, Tohoku University Apr. 1992 Professor, Faculty of Economics, Tohoku University Apr. 1999 Professor, Graduate School of Economics and Management, Tohoku University Apr. 2011 Dean, Graduate School of Economics and Management/Faculty of Economics, Tohoku University Jul. 2014 President, The Sanaburi Foundation Jun. 2016 Auditor, Yurtec Corporation Nov. 2016 President, Organization for Creating Local Good (current position) Apr. 2018 Vice-President, Shizenkan University (current position) Jun. 2020 Director, the Bank (current position) (Number of shares of the Bank held) 3,600 shares
	(Reasons for selection as a candidate for Outside Director and expected roles) As Mr. Seiichi Ohtaki has a wealth of experience gained through his involvement in university education for many years and advanced specialized knowledge about economics and management, the Bank believes that he is suitable for the position of Outside Director of the Bank and selected him as a candidate for Director. After his election, especially as an expert of regional economies and management, he is expected to provide advice and supervision for the Bank.	
8	Reappointment Male Outside Director Independent Director Shigenori Oyama (Feb. 28, 1957)	Apr. 1982 Joined Tohoku Kinzoku Kogyo Co., Ltd. (currently TOKIN Corporation) Apr. 2007 Executive Officer and General Manager, EMC Business Div., TOKIN Corporation Jun. 2010 Director and Executive Officer, TOKIN Corporation Jun. 2011 Director and Managing Executive Officer, TOKIN Corporation Feb. 2012 Representative Director and CEO, TOKIN Corporation Apr. 2017 Executive vice president, KEMET Corporation Jul. 2020 Special Advisor for the Board of Directors, TOKIN Corporation Jul. 2021 President, TOKIN Foundation for Advancement of Science and Technology (current position) Jun. 2022 Director, the Bank (current position) Jun. 2023 Director, Hakuto Co., Ltd. (current position) (Significant concurrent position) Outside Director, Hakuto Co., Ltd. (Number of shares of the Bank held) 900 shares
	(Reasons for selection as a candidate for Outside Director and expected roles) As Mr. Shigenori Oyama has a wealth of experience and international wide-ranging knowledge gained through his career as a corporate manager of a global manufacturing company, the Bank believes that he is suitable for the position of Outside Director of the Bank and selected him as a candidate for Director. After his election, he is expected to provide advice and supervision, especially on corporate management and international business, for the Bank.	

No.	Name (Date of birth)	Past experience, positions, and responsibilities (Significant concurrent positions), Number of shares of the Bank held
9	New candidate Female Outside Director Independent Director Sayaka Kurihara (Nov. 8, 1977)	Oct. 2004 Registered as attorney-at-law Oct. 2004 Joined Iwata Godo Mar. 2012 Partner, Sendai Asahi Law Office (current position) Jun. 2021 Director, GDEP ADVANCE, Inc. (current position) (Significant concurrent position) Outside Director, GDEP ADVANCE, Inc. (Number of shares of the Bank held) 0 shares
	(Reasons for selection as a candidate for Outside Director and expected roles) As Ms. Sayaka Kurihara has a wealth of experience as an attorney-at-law and expertise in financial legal affairs, the Bank believes that she is suitable for the position of Outside Director of the Bank and selected her as a candidate for Director. After her election, she is expected to provide advice and supervision, especially on financial legal affairs, for the Bank.	

Outside Director	Candidate for Outside Director provided for in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act
Independent Director	Candidate for Director whom the Bank intends to designate as an independent director as defined by the Tokyo Stock Exchange and the Sapporo Securities Exchange and notify them of the designation

- (Notes)
- There is no special interest between the candidates and the Bank.
 - Mr. Seiichi Ohtaki, Mr. Shigenori Oyama, and Ms. Sayaka Kurihara are candidates for Outside Director. The Bank designated Mr. Seiichi Ohtaki and Mr. Shigenori Oyama as Independent Directors as defined by the Tokyo Stock Exchange and the Sapporo Securities Exchange and notified them of the designation. The Bank also intends to designate Ms. Sayaka Kurihara as an Independent Director as defined by the Tokyo Stock Exchange and the Sapporo Securities Exchange and notify them of the designation.
 - The number of years Mr. Seiichi Ohtaki and Mr. Shigenori Oyama will have served as Outside Director, respectively, at the conclusion of this Annual General Meeting of Stockholders is as follows.
Mr. Seiichi Ohtaki: 6 years
Mr. Shigenori Oyama: 4 years
 - Mr. Seiichi Ohtaki, Mr. Shigenori Oyama, and Ms. Sayaka Kurihara are business partners of the Bank. The nature of the transactions is ordinary banking transactions as an individual depositor and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of the transactions is omitted.
 - TOKIN Science and Technology Foundation, at which Mr. Shigenori Oyama serves as President, is a business partner of the Bank. TOKIN Science and Technology Foundation has transactions with the Bank, including deposits. However, the nature of the transactions between TOKIN Science and Technology Foundation and the Bank is ordinary banking transactions and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of the transactions is omitted.
 - At TOKIN Science and Technology Foundation, Mr. Hidefumi Kobayashi, a candidate for one of Directors (excluding Directors serving as Audit & Supervisory Committee Members), serves as an auditor. The Bank and TOKIN Science and Technology Foundation have relationships of interlocking outside officers. However, this does not affect the independence of Mr. Shigenori Oyama as an Outside Director.
 - Sendai Asahi Law Office, at which Ms. Sayaka Kurihara serves as a Partner, and GDEP ADVANCE, Inc., at which she serves as an Outside Director, are business partners of the Bank.
Sendai Asahi Law Office has transactions with the Bank, including deposits. However, the nature of the transactions between Sendai Asahi Law Office and the Bank is ordinary banking transactions and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of the transactions is omitted.
GDEP ADVANCE, Inc. has transactions with the Bank, including deposits. However, the nature of the transactions between GDEP ADVANCE, Inc. and the Bank is ordinary banking transactions and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of the transactions is omitted.
 - Mr. Seiichi Ohtaki used to work for Tohoku University and The Sanaburi Foundation which are business partners of the Bank.
Tohoku University has transactions with the Bank, including deposits and loans. However, the nature of transactions between the Bank and Tohoku University is ordinary banking transactions and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of the transactions is omitted.
The Sanaburi Foundation has transactions with the Bank, including deposits. However, the nature of transactions between

The Sanaburi Foundation and the Bank is ordinary banking transactions and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of the transactions is omitted.

9. Mr. Shigenori Oyama used to work for TOKIN Corporation which is a business partner of the Bank. TOKIN Corporation has transactions with the Bank, including deposits and loans. However, the nature of the transactions between the Bank and TOKIN Corporation is ordinary banking transactions and it is deemed not to have any impact on the decisions of stockholders and investors, and thus, description of the outline of their transactions is omitted.
10. Although Mr. Seiichi Ohtaki has never been directly involved in corporate management, he has a wealth of experience gained through his involvement in university education for many years and advanced specialized knowledge about economics and management. Therefore, it is the Bank's judgment that he is suitable for the position of Outside Director of the Bank and capable of appropriately fulfilling his duties as an Outside Director of the Bank.
11. Although Ms. Sayaka Kurihara has never been directly involved in corporate management, she has a wealth of experience as an attorney-at-law and expertise in financial legal affairs. Therefore, it is the Bank's judgment that she is suitable for the position of Outside Director of the Bank and capable of appropriately fulfilling her duties as an Outside Director of the Bank.
12. Ms. Sayaka Kurihara's name on the family register is Sayaka Takahashi.
13. If the election of Outside Directors is approved as proposed, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Bank plans to continue with the liability limitation agreements that have been concluded with Mr. Seiichi Ohtaki and Mr. Shigenori Oyama, which limit their liability for damages arising from neglect of their duties to the minimum liability amount stipulated by laws and regulations.
If the election of candidate for Outside Director Ms. Sayaka Kurihara is approved as proposed, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Bank plans to enter into the liability limitation agreement with her, which limits her liability for damages arising from neglect of her duties to the minimum liability amount stipulated by laws and regulations.
14. The Bank has entered into a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with Directors and Executive Officers as the insured. The insurance premiums are fully borne by the Bank. The insurance policy covers liability of Directors and Executive Officers arising in the performance of their duties or damage claims received pertaining to the pursuit of said liability. However, damages caused as a result of any conduct committed while knowing that the conduct is in violation of laws and regulations shall not be covered, and a coverage limit and a deductible are set under the insurance contract as a measure to ensure that the insured perform their duties appropriately.
The candidates for reappointment have been covered by the insurance policy. If the election of new candidates is approved, they will be covered by the insurance policy.
The Bank will renew the contract in July 2026.
15. The Bank conducted a three-for-one stock split of its common stock on April 1, 2026, and the number of shares of the Bank held by each candidate indicates that of shares after the stock split.

Proposal No. 3: Election of One (1) Director Serving as Audit & Supervisory Committee Member

The term of office of Director Masanori Muranushi, serving as Audit & Supervisory Committee Member, will expire at the conclusion of this Annual General Meeting of Stockholders. Accordingly, the election of one (1) Director serving as Audit & Supervisory Committee Member is proposed.

The consent of the Audit & Supervisory Committee has been obtained for the submission of this proposal.

The candidate for Director serving as Audit & Supervisory Committee Member is as follows.

Name (Date of birth)	Past experience, positions, and responsibilities (Significant concurrent positions), Number of shares of the Bank held	
New candidate Male Takashi Kuroda (Dec. 9, 1966)	Apr. 1990	Joined the Bank
	Jun. 2014	General Manager, Higashi Oroshimachi Branch, the Bank
	Jun. 2016	General Manager, Izumi Branch, the Bank
	Jun. 2018	General Manager, Furukawa Branch, the Bank
	Jun. 2019	General Manager, Consulting Promotion Div., the Bank
	Jun. 2020	Executive Officer and General Manager, Consulting Promotion Div., the Bank
	Jun. 2021	Executive Officer and General Manager, Personnel Div., the Bank
	Jun. 2022	Senior Executive Officer and General Manager, Personnel Div., the Bank
	Jun. 2023	Managing Director, the Bank
	(current position)	
(Number of shares of the Bank held)		19,800 shares
(Reasons for selection as a candidate for Director)		
Mr. Takashi Kuroda has many years of experience in financial operations and a wealth of successful track record gained through his involvement in management as Director. The Bank believes that he has knowledge and experience that enable him to precisely, fairly and efficiently audit the performance of duties by Directors of the Bank, as well as sufficient social credibility, and thus selected him as a candidate for Director serving as Audit & Supervisory Committee Member.		

- (Notes)
1. There is no special interest between the candidate and the Bank.
 2. The Bank has entered into a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with Directors and Executive Officers as the insured. The insurance premiums are fully borne by the Bank. The insurance policy covers liability of Directors and Executive Officers arising in the performance of their duties or damage claims received pertaining to the pursuit of said liability. However, damages caused as a result of any conduct committed while knowing that the conduct is in violation of laws and regulations shall not be covered, and a coverage limit and a deductible are set under the insurance contract as a measure to ensure that the insured perform their duties appropriately.
The candidate has been covered by the insurance policy. If this proposal is approved, he will continue to be covered by the insurance policy. The Bank will renew the contract in July 2026.
 3. The Bank conducted a three-for-one stock split of its common stock on April 1, 2026, and the number of shares of the Bank held by the candidate indicates that of shares after the stock split.

(Reference)

[Criteria for Independence of Outside Directors]

The criteria of the Bank for judging independence of Outside Directors are as follows.

<Criteria for Judging Independence>

An Independent Director of the Bank shall satisfy requirements for Outside Directors as defined by laws and regulations and the independence standards stipulated in the “Guidelines for Listing Management, etc.” set forth by the Tokyo Stock Exchange, and does not fall under any of the items below currently or recently (Note 1), without having a risk of conflict of interest with stockholders of the Bank.

- A. A party who has the Bank as a major business partner (Note 2), or an executive person thereof if the party is a corporation, etc.
- B. A party who is a major business partner of the Bank (Note 3), or an executive person thereof if the party is a corporation, etc.
- C. A consultant, accounting specialist or legal professional who has received money and other benefits from the Bank for an average of more than 10 million yen annually for the last three years other than remuneration for Director
- D. An employee, etc. of a consulting firm, accounting firm, or legal firm that has the Bank as a major business partner (Note 2)
- E. A major stockholder (Note 4) of the Bank, or an executive person thereof if the party is a corporation, etc.
- F. A party who has received donations from the Bank for an average of more than 10 million yen annually for the last three years, or an executive person thereof if the party is a corporation, etc.
- G. A relative within the second degree of the following individual (limited to significant person (Note 5))
 - a. An individual who falls under any of the above A. to F.
 - b. Director, Audit & Supervisory Board Member, Executive Officer and major employee of the Bank or its subsidiary

Note 1: “Recently” is defined as the time that is practically equivalent to the present, such as when the contents of proposal(s) are finalized for submission to an annual general meeting of stockholders where Outside Director shall be elected.

Note 2: “A party who has the Bank as a major business partner” is defined as that transaction amount between the Bank and such party accounts for 2% or more of the total consolidated sales for the most recent fiscal year of the said party.

Note 3: “A major business partner of the Bank” is defined as that such party pays the Bank the amount equivalent to 2% or more of the total gross profit on a consolidated basis for the most recent fiscal year of the Bank.

Note 4: “A major stockholder” is defined as that such party that holds 10% or more of the total voting rights of the Bank.

Note 5: “Significant person” is defined as a person who is in the post of executive or general manager of a company, or equivalent level thereto, or a person who is a certified public accountant or an attorney-at-law, if such person belongs to an accounting firm or legal firm, etc.

[Skills Matrix]

The Board of Directors of the Bank has identified skills and other qualities each of Directors shall possess, which are necessary for the Bank to pursue sustainable growth and improvement in corporate value over a medium to long term, as well as to achieve its “target form” set in “Vision 2030” (R.V.). With In-house Directors who are well-versed in the banking operation and several Outside Directors with a wealth of experience and wide-ranging knowledge outside the Bank, the Board of Directors is in a balanced and diverse composition of knowledge, experience, and abilities as a whole.

The table shown below has been prepared based on the assumption that “Election of Nine (9) Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)” and “Election of One (1) Director Serving as Audit & Supervisory Committee Member” are approved as originally proposed at this Annual General Meeting of Stockholders.

		In-house	Outside	Management strategy / Corporate management	Compliance / Risk management	Sales / Regional revitalization	International / Market operation	AX, DX / Productivity improvement	Human capital / Diversity
Directors not serving as Audit & Supervisory Committee Members	Hidefumi Kobayashi	○		◎	●	●	●	●	◎
	Hiroshi Kobayashi	○		◎	◎	●	●	●	◎
	Shuichi Ibuka	○		●	●	◎	●	●	
	Yoshiyuki Odajima	○		●		●	◎	◎	
	Kazuhiro Aoki	○			◎	●	◎		
	Takeshi Kawaguchi	○			●	◎		◎	
	Seiichi Ohtaki		○	◎		●			
	Shigenori Oyama		○	◎			●	●	
	Sayaka Kurihara		○		◎				●
Directors serving as Audit & Supervisory Committee Members	Takashi Kuroda	○		●	●	●	●	●	●
	Yoko Ushio		○	●					●
	Naoto Miura		○	●				●	
	Shinya Endo		○	●		●			
	Kazuo Fukuda		○	●	●		●		

(Note) “◎” is marked for the skills and other qualities especially expected from Directors not serving as Audit & Supervisory Committee Members.

[Details of Skills]

Management strategy / Corporate management	Knowledge, experience, and abilities related to management strategy, corporate and group management, and sustainability
Compliance / Risk management	Knowledge, experience, and abilities related to compliance, risk management, corporate credit supervision, and financial accounting
Sales / Regional revitalization	Knowledge, experience, and abilities related to sales strategy, consulting, regional revitalization, and industry-academia-government collaboration
International / Market operation	Knowledge, experience, and abilities related to international expansion, markets, and securities operations
AX, DX / Productivity improvement	Knowledge, experience, and abilities related to systems planning and management, digital areas, and business efficiency
Human capital / Diversity	Knowledge, experience, and abilities related to human resources strategy, human resources development, organizational culture reform, and diversity promotion

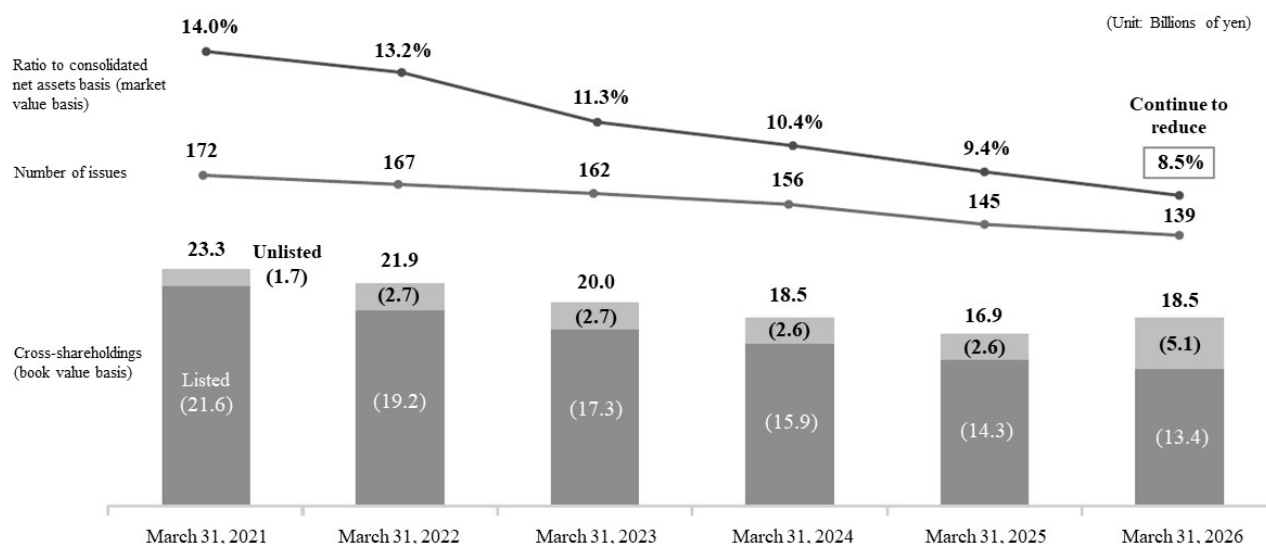
[Matters related to cross-shareholdings]

The Bank has established a “Policy on Cross-shareholdings” and discloses it on the Bank’s website as follows.

<Policy on Cross-shareholdings>

- As a general rule, the Bank’s policy is to reduce cross-shareholdings. As a regional financial institution, the Bank will hold cross-shareholdings only when it is judged that maintaining and strengthening business and cooperative relationships with the client will contribute to enhanced corporate value of both the client and the Bank.
- With regard to cross-shareholdings, the Bank will make regular decisions on whether or not to hold particular shares by comprehensively examining their profitability based on the Bank’s cost of capital, etc., as well as the medium- to long-term economic rationale for such holdings, future outlook, the purpose of holding, and other relevant factors.

Based on the above policy, the Bank has reduced its cross-shareholdings, and the ratio to consolidated net assets basis (market value basis) of the cross-shareholdings as of the end of March 2026 was 8.5%. The Bank will continue to reduce its cross-shareholdings while paying attention to fluctuations in market value due to rising share prices and other factors.



■ Handling of cross-shareholdings and pure investments

The Bank clearly distinguishes between cross-shareholdings and pure investments in terms of the department responsible for their management. The Bank reviews the purpose of cross-shareholdings, which are aimed at enhancing corporate value over the medium to long term, while considering the differences from pure investments, which the Bank has a policy to hold onto over the medium to long term with the purpose of receiving stable dividends and profits from rising share prices and achieving diversification effects in its securities portfolio. In addition, the results of their respective reviews are reported to the Board of Directors.

The Bank has also established voting rights exercise criteria for cross-shareholdings and pure investments that are consistent with their respective purposes. After the Bank determines the vote for or against each of the proposals of investees, the results of voting rights exercise are reported to the Board of Directors. In fiscal 2025, the Bank expressed the opposition to total of 17 proposals of company proposals.