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(Securities Code: 8364)

May 29, 2024

(Starting date of the measures for electronic provision: May 27, 2024)

To Shareholders with Voting Rights:

Yasuhiro Iwayama
President
The Shimizu Bank, Ltd.
2-1 Fujimicho, Shimizu-ku,
Shizuoka-shi, Shizuoka, Japan

**NOTICE OF CONVOCATION OF
THE 149TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

You are cordially invited to attend the 149th Annual General Meeting of Shareholders of the Shimizu Bank, Ltd. (the “Bank”). The meeting will be held as described below.

The Bank has taken measures for the electronic provision of materials for this General Meeting of Shareholders, and posted the matters to be provided electronically on the following website.

The Bank’s website: <https://www.shimizubank.co.jp/english/>

In addition to the above, the materials to be provided electronically are disclosed on the following website.

Tokyo Stock Exchange’s website:

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

To view the information thus disclosed, please access the website above, search for us by entering our bank name or securities code, and select “Basic information” and then “Documents for public inspection/PR information.”

If you are unable to attend the meeting, you can exercise your voting rights in writing or by electromagnetic means (via the Internet etc.). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. on Wednesday, June 19, 2024 (Japan standard time).

- 1. Date and Time:** Thursday, June 20, 2024 at 10:00 a.m. (Japan standard time)
- 2. Place:** Large Hall, 3F, Shimizu Bank Tenjin Head Office,
7-30, Tenjin 1-chome, Shimizu-ku, Shizuoka-shi, Shizuoka, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and Non-consolidated Financial Statements for the Bank’s 149th Fiscal Year (from April 1, 2023 to March 31, 2024)
 2. Consolidated Financial Statements for the Bank’s 149th Fiscal Year (from April 1, 2023 to March 31, 2024) and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Eleven (11) Directors (excluding Directors Serving as Audit & Supervisory Committee Members)

Proposal No. 3: Election of Four (4) Directors Serving as Audit & Supervisory Committee Members

4. Guide for Exercise of Voting Rights

The following three methods are available for exercising voting rights.

Exercise of Voting Rights by Attending the Meeting

Date and time: Thursday, June 20, 2024 at 10:00 a.m. (Japan standard time)

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk on the day of the meeting for confirmation. You are also kindly requested to bring this Notice of Convocation.

Exercise of Voting Rights by Proxy

In the case of attendance by proxy, please present to the receptionist at the General Meeting of Shareholders a document evidencing authority of the proxy to act as such, together with the Voting Rights Exercise Form. (Please note that the proxy must be one other shareholder of the Bank entitled to exercise voting rights at the General Meeting of Shareholders.)

Exercise of Voting Rights in Writing

Deadline: Wednesday, June 19, 2024 by 5:00 p.m. Japan standard time (time of receipt)

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it to us by the deadline.

Any voting right exercised in writing on the Voting Rights Exercise Form without indicating approval or disapproval for a particular proposal will be counted as a vote for approval of the proposal.

Exercise of Voting Rights via the Internet

Deadline: Wednesday, June 19, 2024 by 5:00 p.m. Japan standard time (time of transmission)

For exercising voting rights via the Internet, please refer to page 5 (in Japanese version only) and indicate your vote for or against the proposals by either of the following methods.

- (a) “Smart Exercise” by scanning the QR Code described on the right-hand side of the Voting Rights Exercise Form with a smartphone
- (b) Method by entering the Voting Rights Exercise Code and the Password

For institutional investors

As a method of exercising voting rights, you may use the “Electronic Voting System Platform” operated by ICJ, Inc.

Handling of Duplicate Voting

If you vote both in writing on the Voting Rights Exercise Form and via the Bank’s designated website for the exercise of voting rights on the Internet, only your vote placed via the Internet will be valid, irrespective of the date and time your votes arrive. In addition, if you place your votes multiple times via the Internet, only the last vote will be treated as valid.

Split Voting

If you intend to engage in split voting, please submit an electronic or written notice indicating the reasons for the split voting at least three days prior to the General Meeting of Shareholders.

Other Matters to Which Electronic Provision Measures Apply (Matters Whose Recording in Physical Documents is Omitted)

Of the matters to which electronic provision measures apply, the Matters related to Subscription Rights to the Bank’s Shares, System for Ensuring Proper Operations, the Non-consolidated Statement of Changes in Equity, the Notes to the Non-consolidated Financial Statements, the Consolidated Statement of Changes in Equity, and the Notes to the Consolidated Financial Statements have been posted on the Bank’s website and Tokyo Stock Exchange’s website in accordance with laws and regulations and the provisions of Article 17, Paragraph 2 of the Articles of Incorporation of the Bank, and are therefore not included in the documents provided to shareholders who made request for provision of physical documents. The Business Report, the Non-consolidated Financial Statements and the Consolidated Financial Statements audited by the Audit & Supervisory Committee and the Accounting Auditor in preparing the Audit Report and the Independent Auditors’ Report, respectively, comprise the Matters related to Subscription Rights to the Bank’s Shares, System for Ensuring Proper Operations the Non-consolidated Statement of Changes in Equity, the Notes to

the Non-consolidated Financial Statements, the Consolidated Statement of Changes in Equity, and the Notes to the Consolidated Financial Statements, in addition to the documents included in this notice.

Any updates to the matters to which electronic provision measures apply will be posted on respective websites.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

Considering that we reported a loss for the fiscal year under review due to sales of foreign currency bonds for the purpose of reducing the cost of procuring foreign currency as a result of the rise in interest rate overseas, we regret to announce appropriation of surplus as follows.

1. Matters concerning year-end dividends of surplus
 - (1) Type of dividend property
Cash
 - (2) Allotment of dividend property to shareholders and the total amount
25 yen per share of common stock of the Bank
Total amount: 288,631,825 yen
The year-end dividend will be reduced by 5 yen from the last fiscal year. Including interim dividend, dividends to be paid for the full year amount to 55 yen per share.
 - (3) Effective date of distribution of surplus
June 21, 2024
2. Other matters concerning appropriation of surplus
 - (1) Item and the amount of surplus to be decreased
General reserve 3,500,000,000 yen
 - (2) Item and the amount of surplus to be increased
Retained earnings brought forward 3,500,000,000 yen

Proposal No. 2: Election of Eleven (11) Directors (excluding Directors Serving as Audit & Supervisory Committee Members)

The terms of office of all eleven (11) incumbent Directors (excluding Directors serving as Audit & Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of eleven (11) Directors (excluding Directors serving as Audit & Supervisory Committee Members) is proposed.

This proposal has been discussed by the Audit & Supervisory Committee, and there are no special matters to be stated pursuant to the provisions of the Companies Act.

The candidates for Directors (excluding Directors serving as Audit & Supervisory Committee Members) are as follows:

No.		Name		Current positions at the Bank
1	Reappointment	Katsuichiro Toyoshima		Chairman
2	Reappointment	Yasuhiro Iwayama		President
3	Reappointment	Ayato Mochizuki		Senior Managing Director
4	Reappointment	Masashi Hiraiwa		Managing Director
5	Reappointment	Nobuhide Fukazawa		Managing Director
6	Reappointment	Keiko Higashi	Outside Director Independent Officer	Outside Director
7	Reappointment	Yoshiki Shimma	Outside Director Independent Officer	Outside Director
8	Reappointment	Makoto Kono	Outside Director Independent Officer	Outside Director
9	Reappointment	Naoyuki Tamura		Director
10	Reappointment	Masaki Yagi		Director
11	New appointment	Yasumasa Oki		Executive Officer

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
1	Katsuichiro Toyoshima (July 6, 1957) <u>Reappointment</u> Attendance at Board of Directors meetings: 100% (15/15 meetings)	Apr. 1981 Joined the Bank Jun. 1996 General Manager of Secretariat Office Apr. 2001 Senior General Manager of Corporate Administration Division Jun. 2003 Director, General Manager of Fuji Branch Jun. 2005 Managing Director Jun. 2007 Senior Managing Director Apr. 2011 Deputy President Apr. 2012 President Apr. 2020 Chairman (incumbent)	24,049 shares
		<p>[Reasons for nomination as a candidate for Director] Mr. Katsuichiro Toyoshima, serving as the President since April 2012 and the Chairman since April 2020, has a wealth of management experience gained through his involvement in a wide range of banking business processes, including business strategies, sales, market operation, personnel and labor affairs, risk management, corporate credit review, and system clerical work. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.</p>	
2	Yasuhiro Iwayama (July 13, 1964) <u>Reappointment</u> Attendance at Board of Directors meetings: 100% (15/15 meetings)	Apr. 1988 Joined the Bank Jun. 2005 General Manager of Fuji-eki Nan Branch Apr. 2012 Senior General Manager of Fuji Branch, Fuji Shiyakusho-mae Branch and Matsuoka Branch Apr. 2014 Managing Executive Officer Jun. 2015 Director, General Manager of Corporate Administration Division Oct. 2016 Managing Director May 2019 Senior Managing Director Apr. 2020 President (incumbent)	17,276 shares
		<p>[Reasons for nomination as a candidate for Director] Mr. Yasuhiro Iwayama, serving as the Senior Managing Director since May 2019 and the President since April 2020, has a wealth of management experience gained through his involvement in a wide range of banking business processes, including business strategies, sales, market operation, personnel and labor affairs, risk management, corporate credit review, and system clerical work. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.</p>	

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
3	Ayato Mochizuki (January 27, 1964) <u>Reappointment</u> Attendance at Board of Directors meetings: 100% (15/15 meetings)	Apr. 1986 Joined the Bank	9,989 shares
		Jun. 2007 General Manager of Fujieda-eki Nishi Branch	
		Jul. 2011 Senior General Manager of Sales Division, Head Office, Okitsu Branch and Yagima Branch	
		Jul. 2012 Senior General Manager of Sales Division, Head Office	
		Jun. 2013 Director, General Manager of Sales Division, Head Office	
		Jun. 2015 Managing Director	
		Nov. 2018 Senior Managing Director (incumbent)	
		[Reasons for nomination as a candidate for Director] Mr. Ayato Mochizuki, currently serving as the Senior Managing Director, has a wealth of management experience gained through his involvement in a wide range of banking business processes, including business strategies, sales, personnel and labor affairs, risk management, corporate credit review, and system clerical work. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.	
4	Masashi Hiraiwa (April 17, 1968) <u>Reappointment</u> Attendance at Board of Directors meetings: 100% (15/15 meetings)	Apr. 1991 Joined the Bank	5,394 shares
		Jul. 2010 General Manager of Shimokanuki Branch	
		Apr. 2016 General Manager of Tokyo Branch	
		Apr. 2018 General Manager of Markets and International Division	
		May 2019 General Manager of Corporate Administration Division	
		Jun. 2020 Director	
		Apr. 2022 Managing Director (incumbent)	
		[Reasons for nomination as a candidate for Director] Mr. Masashi Hiraiwa, serving as Managing Director, has a wealth of managing experience gained through his involvement in a wide range of banking business processes, including sales, market operation, and risk management. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.	

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
5	Nobuhide Fukazawa (December 29, 1966) <u>Reappointment</u> Attendance at Board of Directors meetings: 100% (15/15 meetings)	Apr. 1989 Joined the Bank	6,546 shares
		Jul. 2008 General Manager of Eastern Loan Center	
Apr. 2011 General Manager of Kambara Branch and AEON TOWN Kambara Branch			
Apr. 2014 General Manager of Nagoya Branch and General Manager of Business Information Office Nagoya			
Apr. 2016 General Manager of Takahashi Branch, Ihara Branch, Oshikiri Branch, Tsuji Branch and Shimono Branch			
Apr. 2018 Senior General Manager of Fuji Branch and Matsuoka Branch			
Apr. 2020 Executive Officer, General Manager of Branch Advisory Division			
Apr. 2021 Executive Officer, General Manager of Management Planning Division			
Jun. 2021 Director, General Manager of Management Planning Division			
Apr. 2022 Director			
May. 2024 Managing Director (incumbent)			
[Reasons for nomination as a candidate for Director] Mr. Nobuhide Fukazawa serving as Managing Director, has a wealth of managing experience gained through his involvement in a wide range of banking business processes, including business strategies, sales, personnel and labor affairs, and corporate credit review. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.			
6	Keiko Higashi (August 23, 1953) <u>Reappointment</u> <u>Outside Director</u> <u>Independent Officer</u> Attendance at Board of Directors meetings: 93.3% (14/15 meetings)	Apr. 1980 Full-time Lecturer, Tokai University Junior College	5,200 shares
		Apr. 1990 Assistant Professor, Tokai University Junior College	
Apr. 2004 Professor, Tokai University Junior College			
Apr. 2007 Professor, Department of Kansei Design, School of Development Engineering, Tokai University			
Apr. 2011 Professor, Department of Environmental and Societal Affairs, School of Marine Science and Technology, Tokai University			
Jun. 2015 Director of the Bank (incumbent)			
Apr. 2019 Professor Emeritus, Tokai University (incumbent)			
[Reasons for nomination as a candidate for Outside Director and expected role as Outside Director] Ms. Keiko Higashi has academic experience and social credibility cultivated as a university professor. She has appropriately fulfilled her duties and responsibilities as Outside Director of the Bank. Thus, the Bank has nominated her as a candidate for Outside Director in the expectation that based on her insight and experience, she will continue to provide supervision and advice, etc.			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
7	<p>Yoshiki Shimma (October 15, 1948) Reappointment Outside Director Independent Officer</p> <p>Attendance at Board of Directors meetings: 100% (15/15 meetings)</p>	<p>Apr. 1972 Joined Suzuyo & Co., Ltd. Nov. 2005 Managing Director, Suzuyo & Co., Ltd. Jun. 2009 Senior Managing Director, Suzuyo & Co., Ltd. Jan. 2012 President and Director, Suzuyo Holdings Co., Ltd. May 2013 President and Representative Director, Suzuyo Marine Co., Ltd. Apr. 2014 President and Representative Director, Suzuyo Transportation Co., Ltd. Nov. 2020 Senior Advisor, Suzuyo Transportation Co., Ltd. (incumbent) Jun. 2022 Director of the Bank (incumbent)</p>	1,900 shares
<p>[Reasons for nomination as a candidate for Outside Director and expected role as Outside Director] Mr. Yoshiki Shimma has a wealth of experience in the field of corporate management. He has appropriately fulfilled his duties and responsibilities as Outside Director of the Bank. Thus, the Bank has nominated him as a candidate for Outside Director in the expectation that based on his insight and experience, he will continue to provide supervision and advice, etc.</p>			
8	<p>Makoto Kono (November 12, 1970) Reappointment Outside Director Independent Officer</p> <p>Attendance at Board of Directors meetings: 100% (15/15 meetings)</p>	<p>Oct. 2000 Registered as attorney-at-law with Tokyo Bar Association Joined Aikawa Law Office Apr. 2005 Registered as attorney-at-law with Shizuoka Bar Association Joined Kono Law Office Sep. 2010 Representative Partner, Kono Law Office (incumbent) Jun. 2020 Director and Audit & Supervisory Committee Member of the Bank Jun. 2023 Director of the Bank (incumbent)</p>	4,400 shares
<p>[Reasons for nomination as a candidate for Outside Director and expected role as Outside Director] Mr. Makoto Kono has extensive experience as an attorney-at-law over many years. He has appropriately fulfilled his duties and responsibilities as Outside Director of the Bank. Thus, the Bank has nominated him as a candidate for Outside Director in the expectation that based on his insight and experience, he will continue to provide supervision and advice, etc.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
9	Naoyuki Tamura (September 22, 1964) <u>Reappointment</u>	Apr. 1987 Joined the Bank Oct. 2003 General Manager of Ejiri Branch Dec. 2006 General Manager of Business Planning Division Jul. 2009 General Manager of Management Planning Division Apr. 2011 General Manager of Yaizu Branch, Tajiri Branch and Otomi Branch Apr. 2012 General Manager of Tokyo Branch Apr. 2014 General Manager of General Affairs and Human Resources Division Apr. 2016 General Manager of Internal Audit Division Apr. 2017 Senior General Manager of Corporate Administration Division Jun. 2019 Director (incumbent)	5,546 shares
	Attendance at Board of Directors meetings: 100% (15/15 meetings)	[Reasons for nomination as a candidate for Director] Mr. Naoyuki Tamura has been involved in a wide range of banking business processes, including business strategies, market operation, personnel and labor affairs, risk management, corporate credit review, and system clerical work. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.	
10	Masaki Yagi (December 31, 1971) <u>Reappointment</u>	Apr. 1994 Joined the Bank Apr. 2016 General Manager of Fujieda-eki Nishi Branch Feb. 2019 General Manager of Mishima Branch Apr. 2020 Senior General Manager of Corporate Administration Division Apr. 2021 Senior General Manager of Sales Division, Head Office Apr. 2023 Senior General Manager of Management Planning Division Jun. 2023 Director, General Manager of Management Planning Division May 2024 Director (incumbent)	2,646 shares
	Attendance at Board of Directors meetings: 100% (12/12 meetings)	[Reasons for nomination as a candidate for Director] Mr. Masaki Yagi has been involved in a wide range of banking business processes, including business strategies, sales, and risk management. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.	

11	Yasumasa Oki (June 14, 1970) <u>New appointment</u>	Apr. 1995	Joined the Bank	900 shares
		Jul. 2012	General Manager of Yagima Branch and Okitsu Branch	
Apr. 2014	General Manager of Shimada Branch			
Apr. 2017	General Manager of Tokyo Branch			
May 2019	Senior General Manager of Sales Division, Head Office			
Apr. 2021	Executive Officer, General Manager of Branch Administration Division			
Apr. 2023	Executive Officer (incumbent)			
<p>[Reasons for nomination as a candidate for Director] Mr. Yasumasa Oki has been involved in a wide range of banking business processes, including risk management and corporate credit review. Based on his insight and experience, the Bank believes he is capable of appropriately executing management decisions for the Bank and has nominated him as a candidate for Director.</p>				

- (Notes)
1. Special interest relationship between each candidate for Director and the Bank
 - (1) Mr. Makoto Kono is the Bank's legal counsel and the Bank pays him counseling fees.
 - (2) No special interest exists between any other candidates for Directors and the Bank.
 2. Independence of candidates for Outside Directors (Independence Criteria for Outside Directors of the Bank are listed on page 18.)
Ms. Keiko Higashi, Mr. Yoshiki Shimma, and Mr. Makoto Kono are candidates for Outside Director who meet the criteria for determining the independence of Outside Directors of the Bank. The Bank has submitted notifications to Tokyo Stock Exchange to register Ms. Keiko Higashi, Mr. Yoshiki Shimma, and Mr. Makoto Kono as independent officers of the Bank. If their election is approved as originally proposed, they will continue to be independent officers.
 3. Number of years in office as Outside Director
The terms of office as Outside Director will be nine (9) years for Ms. Keiko Higashi and two (2) years for Mr. Yoshiki Shimma, and four (4) years for Mr. Makoto Kono at the conclusion of this Annual General Meeting of Shareholders.
 4. Limited liability agreements with Outside Directors
Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Bank has concluded agreements with Ms. Keiko Higashi, Mr. Yoshiki Shimma, and Mr. Makoto Kono to limit their liabilities in the event that they neglect their duties and that the limit of the liability under such agreements shall be the amount provided by laws and regulations. If the election of Ms. Keiko Higashi, Mr. Yoshiki Shimma, and Mr. Makoto Kono is approved, the Bank intends to renew the limited liability agreements with them.
 5. Directors and officers liability insurance contract
The Bank has concluded a directors and officers liability insurance contract with an insurance company to insure its Directors as stipulated in Article 430-3, Paragraph 1 of the Companies Act. All insurance premiums are borne by the Bank.
The insurance contract covers damages incurred by the insured in the event of a claim for damages arising from acts by the insured in the course of his or her duties, and is renewed each year. However, the insurance contract has certain exclusions, such as not covering any loss or damage caused by an insured who knowingly violated laws and regulations. Should each candidate be appointed and assume office as Director, each candidate will be insured under the insurance contract. The Bank intends to renew the insurance contract during the term of office of each candidate.

Proposal No. 3: Election of Four (4) Directors Serving as Audit & Supervisory Committee Members

The terms of office of all four (4) incumbent Audit & Supervisory Board Members will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of four (4) Directors serving as Audit & Supervisory Committee Members 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:

No.	Name		Current positions at the Bank
1	New appointment	Fumitoshi Yabuzaki	Senior Managing Director
2	Reappointment	Kazuaki Isobe	Outside Director and Audit & Supervisory Committee Member
3	Reappointment	Shigeyuki Konagaya	Outside Director and Audit & Supervisory Committee Member
4	Reappointment	Kanako Ito	Outside Director and Audit & Supervisory Committee Member

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
1	<p>Fumitoshi Yabuzaki (June 1, 1962) <u>New appointment</u></p> <p>Attendance at Board of Directors meetings: 100% (15/15 meetings)</p>	<p>Apr. 1985 Joined the Bank</p> <p>Jun. 2007 General Manager of Markets and International Division</p> <p>Oct. 2010 General Manager of Tokyo Branch</p> <p>Apr. 2012 Senior General Manager of Corporate Administration Division</p> <p>Jun. 2013 Executive Officer</p> <p>Apr. 2015 Managing Executive Officer</p> <p>Jun. 2017 Director</p> <p>May 2019 Managing Director</p> <p>Apr. 2022 Senior Managing Director (incumbent)</p>	18,892 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Fumitoshi Yabuzaki, currently serving as the Senior Managing Director, has a wealth of management experience gained through his involvement in a wide range of banking business processes, including business strategies, market operation, personnel and labor affairs, risk management, and system clerical work. Based on his insight and experience, the Bank believes he is capable of performing duties appropriately as the Bank's Audit & Supervisory Committee Member and has nominated him as a candidate for Director serving as Audit & Supervisory Committee Member.</p>			
2	<p>Kazuaki Isobe (January 4, 1948) <u>Reappointment</u> <u>Outside Director</u> <u>Independent Officer</u></p> <p>Attendance at Board of Directors meetings: 100% (15/15 meetings)</p> <p>Attendance at Audit & Supervisory Committee meetings: 100% (13/13 meetings)</p>	<p>Apr. 1971 Joined Showa Audit Corporation</p> <p>Mar. 1974 Passed Certified Public Accountant examination</p> <p>Aug. 1974 Left Showa Audit Corporation</p> <p>Sep. 1974 Established CPA Isobe Kazuaki Office (incumbent)</p> <p>Jun. 2014 Audit & Supervisory Board Member of the Bank</p> <p>Jun. 2020 Director and Audit & Supervisory Committee Member of the Bank (incumbent)</p>	5,700 shares
<p>[Reasons for nomination as a candidate for Outside Director and expected role as Outside Director]</p> <p>Mr. Kazuaki Isobe has extensive experience as a Certified Public Accountant over many years. He has appropriately fulfilled his duties and responsibilities as the Bank's Outside Director and Audit & Supervisory Committee Member. Thus, the Bank has nominated him as a candidate for Outside Director serving as Audit & Supervisory Committee Member in the expectation that based on his insight and experience, he will continue to provide supervision and advice, etc.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
3	Shigeyuki Konagaya (January 1, 1954) Reappointment Outside Director Independent Officer Attendance at Board of Directors meetings: 100% (15/15 meetings) Attendance at Audit & Supervisory Committee meetings: 100% (13/13 meetings)	Jun. 1976 Employed by Shizuoka City Apr. 2005 Director, Policy and Legal Affairs Division, General Affairs Department, General Affairs Bureau Apr. 2008 Senior Advisor, Commerce and Industry Department, Economic Affairs Bureau and Director, Commercial Labor Administration Division Apr. 2010 Director, Administrative Management Department, Management Bureau Apr. 2011 Director, Management Bureau Apr. 2012 Director, General Affairs Bureau Oct. 2013 Deputy Mayor of Shizuoka City Mar. 2021 Retired as Deputy Mayor of Shizuoka City Jun. 2021 Director and Audit & Supervisory Committee Member of the Bank (incumbent)	2,100 shares
[Reasons for nomination as a candidate for Outside Director and expected role as Outside Director] Mr. Shigeyuki Konagaya has experience and social credibility cultivated in public administration as Deputy Mayor of Shizuoka City. He has appropriately fulfilled his duties and responsibilities as Outside Director and Audit & Supervisory Committee Member. Thus, the Bank has nominated him as a candidate for Outside Director serving as Audit & Supervisory Committee Member in the expectation that based on his insight and experience, he will continue to provide supervision and advice, etc.			
4	Kanako Ito (April 12, 1953) Reappointment Outside Director Independent Officer Attendance at Board of Directors meetings: 100% (12/12 meetings) Attendance at Audit & Supervisory Committee meetings: 100% (10/10 meetings)	Apr. 1983 Registered as attorney-at-law with Dai-Ichi Tokyo Bar Association Apr. 1996 Registered as attorney-at-law with Shizuoka Bar Association Joined Ito Law Office (incumbent) Jun. 2023 Director and Audit & Supervisory Committee Member of the Bank (incumbent)	200 shares
[Reasons for nomination as a candidate for Outside Director and expected role as Outside Director] Ms. Kanako Ito has extensive experience as an attorney-at-law over many years. She has appropriately fulfilled her duties and responsibilities as the Bank's Outside Director and Audit & Supervisory Committee Member. Thus, the Bank has nominated her as a candidate for Outside Director serving as Audit & Supervisory Committee Member in the expectation that based on her insight and experience, she will continue to provide supervision and advice, etc.			

- (Notes) 1. Special interest relationship between the candidate for Director serving as Audit & Supervisory Committee Member and the Bank
- (1) Ms. Kanako Ito is the Bank's legal counsel and the Bank pays her counseling fees.
- (2) No special interest exists between any other candidates for Directors serving as Audit & Supervisory Committee Members and the Bank.
2. Independence of candidates for Outside Directors (Independence Criteria for Outside Directors of the Bank are listed on page 18)
- Mr. Kazuaki Isobe, Mr. Shigeyuki Konagaya, and Ms. Kanako Ito are candidates for Outside Directors who meet the criteria for determining the independence of Outside Directors of the Bank. The Bank has submitted notifications to Tokyo Stock Exchange, Inc. to register Mr. Kazuaki Isobe, Mr. Shigeyuki Konagaya, and Ms. Kanako Ito as

independent officers of the Bank. If their election is approved as originally proposed, they will continue to be independent officers.

3. Number of years in office as Outside Director

The terms of office as Outside Director at the conclusion of this Annual General Meeting of Shareholders will be four (4) years for Mr. Kazuaki Isobe (ten (10) years including his term as Outside Audit & Supervisory Board Member of the Bank), three (3) years for Mr. Shigeyuki Konagaya, and one (1) year for Ms. Kanako Ito at the conclusion of this Annual General Meeting of Shareholders.

4. Limited liability agreements with Outside Directors

Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Bank has concluded agreements with Mr. Kazuaki Isobe, Mr. Shigeyuki Konagaya, and Ms. Kanako Ito to limit their liabilities in the event that they neglect their duties and that the limit of the liability under such agreements shall be the amount provided by laws and regulations. If the election of Mr. Kazuaki Isobe, Mr. Shigeyuki Konagaya, and Ms. Kanako Ito is approved, the Bank intends to renew the agreements with them.

5. Directors and officers liability insurance contract

The Bank has concluded a directors and officers liability insurance contract with an insurance company to insure Directors as stipulated in Article 430-3, Paragraph 1 of the Companies Act. All insurance premiums are borne by the Bank.

The insurance contract covers damages incurred by the insured in the event of a claim for damages arising from acts by the insured in the course of his or her duties, and is renewed each year. However, the insurance contract has certain exclusions, such as not covering any loss or damage caused by an insured who knowingly violated laws and regulations. Should each candidate be appointed and assume office as Director, each candidate will be insured under the insurance contract. The Bank intends to renew the insurance contract during the term of office of each candidate.

<Reference>

[Skill matrix of the Directors after Proposal No. 2 and Proposal No. 3 have been approved]

The following illustrates extensive experience and skills possessed by Directors.

Name		Experience and skills						
		Business strategy	Sales	Market operation	Personnel and labor affairs	Risk management	Corporate credit review	System clerical work
Katsuichiro Toyoshima	Male	●	●	●	●	●	●	●
Yasuhiro Iwayama	Male	●	●	●	●	●	●	●
Ayato Mochizuki	Male	●	●		●	●	●	●
Masashi Hiraiwa	Male		●	●		●		
Nobuhide Fukazawa	Male	●	●		●		●	
Naoyuki Tamura	Male	●		●	●	●	●	●
Masaki Yagi	Male	●	●			●		
Yasumasa Oki	Male					●	●	
Fumitoshi Yabuzaki (Audit & Supervisory Committee Member)	Male	●		●	●	●		●

The following illustrates the areas of expertise possessed by Outside Directors.

Name		Area of expertise				
		Corporate management	Academic experience	Legal affairs	Finance and accounting	Regional economy
Keiko Higashi	Female		●			
Yoshiki Shimma	Male	●				
Makoto Kono	Male			●		
Kazuaki Isobe (Audit & Supervisory Committee Member)	Male				●	
Shigeyuki Konagaya (Audit & Supervisory Committee Member)	Male					●
Kanako Ito (Audit & Supervisory Committee Member)	Female			●		

*The above tables do not indicate all of the insights and experiences possessed by each Director.

Independence Criteria for Outside Directors of the Bank

The Bank appoints as its Independent Outside Directors persons who possess professional expertise, the necessary knowledge for the execution of duties, and extensive experience as a manager, and who meet the requirements for Outside Directors stipulated in the Companies Act as well as the Independence Criteria outlined below.

Independence Criteria

In principle, persons who do not meet any of the following criteria either currently or recently.

1. A person for whom the Bank is a major business partner or the executor of business for said person, or a person that is a major business partner of the Bank or the executor of business for said person
2. A consultant, accounting specialist, or legal specialist, etc. who has received a significant amount of money or other assets from the Bank, other than executive remuneration
3. Employees, etc. of consulting offices, accounting offices, and law offices for whom the Bank is a major business partner
4. A person who is in receipt of a significant amount of donations from the Bank, or the business executor if said person is a corporation
5. A major shareholder of the Bank or the business executor if said shareholder is a corporation
6. Close relatives of the following persons (excluding insignificant persons)
 - a. A person to whom any of the above 1. to 5. applies
 - b. A Director, Audit & Supervisory Board Member, Executive Officer, and important employee, etc. of the Bank and its subsidiaries

- “Recently” refers to cases that can, for practical purposes, be regarded as occurring in the present. For example, this includes cases applicable at the point at which details of proposals at the General Meeting of Shareholders appointing Independent Officers as Outside Directors were decided. “Recently” does not refer to more than a year ago.
- “Major” refers to a business partner with whom the Bank has a transactional relationship that could affect business decisions, etc. to the same extent as a parent company, subsidiary, or affiliated company.
- A “significant amount” refers to an average of 10 million yen or more over the past three years.
- “Close relatives” refers to a spouse or relative within the second degree of kinship.
- “Insignificant persons” refers to officers and manager-level persons of a company or business partner, and persons other than certified public accountants affiliated with each audit corporation and lawyers affiliated with each law firm.

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