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(Securities Code: 8362)
May 31, 2018

**To Shareholders with Voting Rights:**

Masahiro Hayashi
Director, President and
Representative Statutory Executive Officer
The Fukui Bank, Ltd.
1-1, Junka 1-chome, Fukui
Fukui, Japan

# NOTICE OF CONVOCATION OF THE 198TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 198th Annual General Meeting of Shareholders of The Fukui Bank, Ltd. (the "Bank"). The meeting will be held for the purposes as described below.

**If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights no later than 5:00 p.m. on Friday, June 22, 2018.**

1. **Date and Time:** Saturday, June 23, 2018 at 10:00 a.m. Japan time (Reception for the meeting will start at 9:00 a.m.)
2. **Place:** B1F Convention Hall, The Fukui Chamber of Commerce and Industry Building, 8-1, Nishikida 2-chome, Fukui, Fukui, Japan
   (Please be advised that the location of the meeting has been changed from the previous year. Please refer to the map provided at the end of this Notice for directions)
3. **Meeting Agenda:**
   **Matters to be reported:**
   1. The Business Report and Non-consolidated Financial Statements for the Bank's 198th Fiscal Year (from April 1, 2017 to March 31, 2018)
   2. Consolidated Financial Statements for the Bank's 198th Fiscal Year (from April 1, 2017 to March 31, 2018) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit Committee

   **Proposal to be resolved:**
   **Proposal:** Election of Nine (9) Directors

**4. Exercise of Voting Rights:**

(1) Exercise of 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 no later than 5:00 p.m. on Friday, June 22, 2018 Japan time.

(2) Exercise of Voting Rights via the Internet
Please access the Bank's designated voting website (https://evote.tr.mufg.jp/), enter the "log in ID" and "temporary password," enclosed with the Voting Rights Exercise Form, and follow the instructions on the voting website to indicate your vote for or against the proposals. Please confirm the "Instructions for Exercise of Voting Rights via the Internet" on page 39 and exercise your voting rights no later than 5:00 p.m. on Friday, June 22, 2018 Japan time.

(3) Handling of Duplicate Voting
If you vote both in writing on the Voting Rights Exercise Form and via the Bank's designated voting website on the Internet, only your vote placed via the Internet will be valid. In addition, if you submit your vote multiple times via the Internet, only the last vote will be valid.

**5. Matter Decided in Relation to the Convocation**

Re: Delivery of the Reference Documents for the General Meeting of Shareholders and the Voting Rights Exercise Form, etc.
The Notice of Convocation of the Annual General Meeting of Shareholders, the Reference Documents for the General Meeting of Shareholders and the Voting Rights Exercise Form shall be sent by postal mail even to shareholders who agreed to receive the Notice of Convocation of the Annual General Meeting of Shareholders via the Internet.

End

◎ When attending the Meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk of the Bank's head office on the day of the meeting for confirmation.

◎ Of the documents required to be provided along with this notice of convocation, the following items 1) through 3) are available online via the Bank's website (https://www.fukuibank.co.jp/ir/shareholders/meetings.html) pursuant to laws and regulations as well as Article 16 of the Articles of Incorporation of the Bank, and are therefore not included in the documents attached to this notice of convocation.

1) Business Report: "Matters related to subscription rights to new shares of the Bank"
2) Non-consolidated Financial Statements: "Non-consolidated Statements of Changes in Net Assets" and "Notes to the Non-consolidated Financial Statements"
3) Consolidated Financial Statements: "Consolidated Statements of Changes in Net Assets" and "Notes to the Consolidated Financial Statements"

Accordingly, the documents attached to this notice of convocation are part of Non-consolidated Financial Statements and Consolidated Financial Statements, which were audited when the Accounting Auditor prepared the Independent Auditor's Report and Audit Committee prepared the Audit Report.

◎ Any updates to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements and Consolidated Financial Statements will be posted on the Bank's website (https://www.fukuibank.co.jp/ir/shareholders/meetings.html).

# Reference Documents for the General Meeting of Shareholders

**Proposals and References**

**Proposal:** Election of Nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of nine (9) Directors is proposed pursuant to the decision of the Nominating Committee.

The candidates are as follows:

<table>
<tr><th>No.</th><th>Name<br>(Date of birth)</th><th>Past experience, positions, responsibilities,<br>and significant concurrent positions</th><th>Number of shares of the Bank held</th></tr>
<tr><td rowspan="2">1</td><td>Tadaaki Ito<br>(February 16, 1949)<br><br>(To be reappointed)</td><td>April 1971 Joined the Bank<br>June 1999 Director and Corporate Administration Group Manager, the Bank<br>March 2004 Director and Corporate Planning Group Manager, the Bank<br>February 2006 Director, the Bank<br>June 2006 Managing Director, the Bank<br>June 2007 Managing Executive Officer, the Bank<br>June 2008 Director and Representative Statutory Senior Managing Executive Officer, the Bank<br>March 2010 Director, President and Representative Statutory Executive Officer, the Bank<br>June 2015 Chairperson, the Bank (to present)<br><Significant concurrent positions><br>Outside Audit & Supervisory Board Member, Hokuriku Electric Power Company</td><td rowspan="2">15,700</td></tr>
<tr><td colspan="2"><Reasons for nominating the candidate for Director><br>Mr. Tadaaki Ito had served as Director, President and Representative Statutory Executive Officer for five years since 2010, and has been chairing the Board of Directors as Chairperson since 2015. Thus, he has abundant experience in, and knowledge of, business administration in general and management of the Board of Directors. Considering these records, the Bank believes that he is qualified for further enhancing corporate governance of the Bank, and has thus nominated him as a candidate for Director.</td></tr>
</table>

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 2 | Masahiro Hayashi (April 16, 1957)<br><br>(To be reappointed) | April 1981 Joined the Bank<br>March 2003 General Manager, Legal Office, Corporate Administration Group, the Bank<br>July 2004 Legal Team Leader, Corporate Administration Group and General Manager, Customer Service Office, the Bank<br>April 2006 Legal Team Leader, Corporate Planning Group and General Manager, Customer Service Office, the Bank<br>March 2007 Audit Team Leader, Audit Group, the Bank<br>June 2007 Audit Group Manager, the Bank<br>June 2008 Director, the Bank<br>June 2009 Director and Statutory Executive Officer, the Bank<br>June 2010 Director and Managing Executive Officer, the Bank<br>June 2014 Director, Representative Statutory Senior Managing Executive Officer, the Bank<br>April 2015 Director, Representative Statutory Senior Managing Executive Officer and General Manager, Business Support Headquarters, the Bank<br>June 2015 Director, President and Representative Statutory Executive Officer, the Bank (to present)<br><Significant concurrent positions><br>Chairperson and CEO, Fukui Capital and Consulting Co., Ltd. | 9,100 |
| | <Reasons for nominating the candidate for Director><br>Mr. Masahiro Hayashi had served as Director and Representative Statutory Senior Managing Executive Officer since 2014 and Director, President and Representative Statutory Executive Officer since 2015. Thus, he has plenty of experience and knowledge as a manager. Considering his track records in realization of revitalization of the local economy and in promotion of corporate management for the reinforcement of the Bank's financial base through the revitalization of the local economy, the Bank believes that he is qualified for further enhancing corporate governance of the Bank, and has thus nominated him as a candidate for Director. | | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 3 | Masahiro Asakura (February 14, 1958)<br><br>(To be reappointed) | April 1980 Joined the Bank<br>November 2000 Business Planning Team Leader, Corporate Business Group, the Bank<br>March 2001 Product Planning Team Leader, Corporate Business Group and General Manager, Small Business Center, the Bank<br>August 2002 Business Efficiency Improvement Project Team Leader, the Bank<br>September 2005 Internal Control Project Team Leader, the Bank<br>June 2009 General Manager, Fukui Kita Area Management Office and General Manager, Matsumoto Branch, the Bank<br>March 2010 Corporate Planning Group Manager, the Bank<br>June 2010 Statutory Executive Officer and Corporate Planning Group Manager, the Bank<br>May 2012 Statutory Executive Officer, the Bank<br>June 2012 Director and Managing Executive Officer, the Bank<br>June 2014 Director and Representative Statutory Senior Managing Executive Officer, the Bank<br>April 2015 Director, Representative Statutory Senior Managing Executive Officer, General Manager, Planning Headquarters and Deputy General Manager, Business Support Headquarters, the Bank<br>June 2015 Director, Representative Statutory Senior Managing Executive Officer and General Manager, Planning Headquarters, the Bank<br>June 2017 Director, Representative Statutory Senior Managing Executive Officer and General Manager, ALM Headquarters, the Bank<br>(to present) | 7,100 |
| | <Reasons for nominating the candidate for Director><br>Mr. Masahiro Asakura has been serving as Director and Representative Statutory Senior Managing Executive Officer since 2014. He also has been serving as General Manager of the Planning Headquarters since 2015 and General Manager of ALM Headquarters since 2017. Thus, he has extensive experience in, and knowledge of, business administration in general as well as risk management. Considering his records in formulation and promotion of corporate strategies of the Bank, as well as overall risk management of the bank, the Bank believes that he is qualified for further enhancing corporate governance of the Bank, and has thus nominated him as a candidate for Director. | | |

| No. | Name<br>(Date of birth) | Past experience, positions, responsibilities,<br>and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 4 | Shinji Sano<br>(May 3, 1962)<br><br>(To be reappointed) | April 1986 Joined the Bank<br>July 2003 General Manager, Awano Branch, the Bank<br>March 2006 Corporate Planning Team Sub-leader, Corporate Planning Group, the Bank<br>November 2007 Corporate Planning Team Sub-leader, Corporate Planning Group and General Manager, Secretarial Office, the Bank<br>June 2008 Legal Team Leader, Corporate Planning Group and General Manager, Customer Service Office, the Bank<br>September 2010 Corporate Planning Team Leader, Corporate Planning Group and General Manager, Customer Service Office, the Bank<br>August 2011 Compliance Management Team Leader, Risk Management Group and General Manager, Customer Service Office, the Bank<br>June 2014 Director, the Bank<br>June 2017 Director, Managing Executive Officer and General Manager, Planning Headquarters, the Bank (to present) | 2,898 |
| | <Reasons for nominating the candidate for Director><br>Mr. Shinji Sano has been serving as the manager in charge of corporate planning and the customer service division. He also has been serving as Director since 2014 and General Manager of the Planning Headquarters as Director and Managing Executive Officer since 2017. Thus, he has plenty of experience and knowledge of business administration in general as well as audit and compliance. Considering these records, the Bank believes that he is qualified for further enhancing corporate governance of the Bank, and has thus nominated him as a candidate for Director. | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 5 | Toru Yuasa (March 8, 1962)<br><br>(To be reappointed) | April 1986 Joined the Bank<br>September 2001 General Manager, Fukui Shiyakusho Branch, the Bank<br>April 2003 Group Manager, Fukui Nishi Area Business Group and Deputy General Manager, Fukui Nishi Area Management Office, the Bank<br>July 2005 Deputy General Manager, Kagetsu Branch, the Bank<br>June 2006 New Project Specialist Team Leader, the Bank<br>August 2006 Deputy General Manager, Head Office Business Division, the Bank<br>June 2008 General Manager, Echizen Kaigan Area Management Office and General Manager, Echizencho Branch, the Bank<br>September 2009 General Manager, Katsuyama Branch, the Bank<br>May 2012 General Manager, Takefu Area Management Office and General Manager, Takefu Branch, the Bank<br>June 2013 Operating Officer, General Manager, Takefu Area Management Office and General Manager, Takefu Branch, the Bank<br>April 2015 Operating Officer, Head Office General Manager and General Manager, Head Office Business Division, the Bank<br>June 2015 Statutory Executive Officer, Head Office General Manager and General Manager, Head Office Business Division, the Bank<br>June 2017 Director, Managing Executive Officer and General Manager, Business Support Headquarters, the Bank (to present) | 4,200 |
| | <Reasons for nominating the candidate for Director><br>Mr. Toru Yuasa has been serving as Statutory Executive Officer and General Manager of the Head Office Business Division since 2015 and General Manager of Business Support Headquarters as Director and Managing Executive Officer since 2017, and has widely engaged in business administration in general and business divisions. In addition, he has also been the General Manager of the Management Office in several main business areas of the Bank. Thus, he has plenty of knowledge regarding business management practices and the promotion of business activities. Considering these records, the Bank believes that he is qualified for further enhancing corporate governance of the Bank, and has thus nominated him as a candidate for Director. | | |

| No. | Name<br>(Date of birth) | Past experience, positions, responsibilities,<br>and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 6 | Noriyuki Satake<br>(November 17, 1963)<br><br>(To be reappointed) | April 1986 Joined the Bank<br>February 2003 General Manager, Kamikitano Branch, the Bank<br>December 2004 Deputy Group Manager, Kanazawa Area Business Group, the Bank<br>July 2005 Deputy General Manager, Kanazawa Branch, the Bank<br>February 2006 Individual Business Planning Team Leader, Individual Business Group, the Bank<br>October 2006 Retail Business Planning Team Leader, Retail Business Group, the Bank<br>April 2009 General Manager, Sakaicho Branch, the Bank<br>January 2011 General Manager, Komatsu Branch, the Bank<br>September 2013 Corporate Planning Team Leader, Corporate Planning Group, the Bank<br>April 2015 Operating Officer, General Manager, Takefu Area Management Office and General Manager, Takefu Branch, the Bank<br>June 2017 Director, the Bank<br>(to present) | 655 |
| | <Reasons for nominating the candidate for Director><br>Mr. Noriyuki Satake has been engaged in the business of planning divisions such as corporate planning, and also served as General Manager of Branches. In addition, he has also been the Operating Officer, which is the highest managerial position of the Bank, since 2015, and Director since 2017 and performed audit on Directors and Statutory Executive Officers as a member of the Audit Committee. Thus, he has plenty of experience and knowledge regarding business administration in general, and those of finance and accounting as a member of the Audit Committee. Considering these records, the Bank believes that he is qualified for further enhancing corporate governance of the Bank, and has thus nominated him as a candidate for Director. | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 7 | Kazuhiro Uchikami (October 29, 1964)<br><br>(To be reappointed) | April 1991 Public prosecutor, Tokyo District Public Prosecutors Office<br>April 1992 Public prosecutor, Kokura Branch, Fukuoka District Public Prosecutors Office<br>April 1994 Public prosecutor, Osaka District Public Prosecutors Office<br>April 1996 Public prosecutor, Otsu District Public Prosecutors Office<br>April 1997 Assistant to Professor of Legal Training and Research Institute (Public prosecutor attached to the Institute)<br>April 1998 Public prosecutor attached to Criminal Affairs Bureau, Ministry of Justice<br>January 2001 Public prosecutor handling clerical work of public prosecutors, Supreme Public Prosecutors Office<br>July 2003 Retired from office<br>September 2003 KITAGAWA LAW OFFICE (to present)<br>June 2014 Director, the Bank (to present) | 800 |
| | <Reasons for nominating the candidate for Outside Director><br>Mr. Kazuhiro Uchikami is knowledgeable as a lawyer with abundant expertise and extensive knowledge particularly concerning corporate legal affairs. As an Outside Director, he has been providing accurate suggestions and advice from an independent and objective standpoint at the Board of Directors since 2014. Considering these track records, the Bank believes that he is suitable for supervising risk management concerning corporate legal affairs, etc. and further enhancing corporate governance of the Bank and that he can properly perform his duties as an Outside Director although he does not have direct experience in corporate management. Thus, the Bank has nominated him as a candidate for Outside Director. His tenure of office as Outside Director of the Bank will be four years at the conclusion of this Annual General Meeting of Shareholders. | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 8 | Masaru Nambo (May 17, 1953)<br><br>(To be reappointed) | April 1984 Management Consulting Division, Fukui Economic and Management Research Institute<br>April 1991 Chief Assistant to General Manager, Management Consulting Division, the Institute<br>April 1994 Chief, Economic Research Section, Economic Research Division, the Institute<br>September 2000 In charge of economic research, Examination Team, Financing Group, the Bank<br>March 2001 Retired from the Bank<br>April 2001 Assistant, Research Institute for Regional Economics, Fukui Prefectural University<br>April 2004 Assistant Professor, Research Institute for Regional Economics, Fukui Prefectural University<br>July 2008 Associate Professor, Research Institute for Regional Economics, Fukui Prefectural University<br>April 2009 Professor and Doctor (Economics), Research Institute for Regional Economics, Fukui Prefectural University<br>April 2012 Leader, Local Economic Department, Professor and Doctor (Economics), Research Institute for Regional Economics, Fukui Prefectural University<br>June 2015 Director, the Bank (to present)<br>April 2017 Director, Professor and Doctor (Economics), Research Institute for Regional Economics, Fukui Prefectural University (to present) | 600 |
| | <Reasons for nominating the candidate for Outside Director><br>Mr. Masaru Nambo is knowledgeable as Professor and Doctor (Economics) of Fukui Prefectural University with abundant expertise and extensive knowledge particularly concerning local economy. As a Director since 2015 and an Outside Director since 2016, he has been providing accurate suggestions and advice from an independent and objective standpoint at the Board of Directors. Considering these track records, the Bank believes that he is qualified for supervising promotion of local strategies for revitalization of the local economy, etc. and further enhancing corporate governance of the Bank and that he can properly perform his duties as an Outside Director although he does not have direct experience in corporate management. Thus, the Bank has nominated him as a candidate for Outside Director. His tenure of office as Outside Director of the Bank will be two years at the conclusion of this Annual General Meeting of Shareholders. | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---|---|---|---|
| 9 | Yuko Mitsuya (July 29, 1958)<br><br>(To be newly appointed) | April 1981 Joined Hitachi, Ltd.<br>April 1990 Part-time Assistant Professor, University of Tsukuba<br>April 2011 Trustee, Fujimura Girls' Junior and Senior High School (to present)<br>April 2012 Administrative Council Member, University of Tsukuba<br>April 2014 Visiting Professor, Tokyo Women's College of Physical Education & Tokyo Women's Junior College of Physical Education<br>June 2014 Advisory Meeting Member, The Tokyo Organising Committee of the Olympic and Paralympic Games (to present)<br>June 2014 Council Member, Japan Volleyball Association (to present)<br>May 2017 Central Board Member, the International Basketball Federation (to present)<br><Significant concurrent positions><br>Representative Director, cipher co., LTD<br>Outside Director, FUJITA KANKO INC.<br>Outside Director, Paloma Co., Ltd.<br>President, Japan Basketball Association | 0 |
| | <Reasons for nominating the candidate for Outside Director><br>Ms. Yuko Mitsuya is from Fukui prefecture, and after she has played in the frontline in the world of Japanese sports, she has served as officers of various sport associations including President of Japan Basketball Association. She has not only greatly devoted herself to the promotion of the world of Japanese sports, but also enhanced organizational management. In addition, she has long been involved in corporate management, and has plenty of experience and deep knowledge as a manager. Based on these various experience, the Bank believes that she can contribute to further enhancing corporate governance of the Bank by giving accurate advice to the business administration in general of the Bank, as well as to the Bank's ongoing initiatives on female succession promotion. Thus, the Bank has nominated her as a candidate for Outside Director. | |

(Notes)
1. There are no special interest relationships between the candidates for Directors and the Bank.
2. Mr. Kazuhiro Uchikami, Mr. Masaru Nambo and Ms. Yuko Mitsuya are candidates for Outside Directors.
3. The Bank has notified Tokyo Stock Exchange, Inc. of the status of Mr. Kazuhiro Uchikami and Mr. Masaru Nambo as Independent Officers provided for in the regulations of the Exchange. If they are nominated as originally proposed, they will continue to serve as Independent Officers. In addition, if Ms. Yuko Mitsuya is nominated as originally proposed, she will newly serve as Independent Officer.
4. Liability limitation agreements with Outside Directors.
   The Bank provides in its current Articles of Incorporation that the Bank may enter into agreements with Outside Directors to limit their liability for compensation to the Bank to a certain extent, so that it will be able to invite competent persons as Outside Directors. Pursuant to the provisions, the Bank has entered into liability limitation agreements with Mr. Kazuhiro Uchikami and Mr. Masaru Nambo. In addition, the Bank plans to enter into liability limitation agreement with Outside Director candidate Ms. Yuko Mitsuya.
   The overview of the agreement is as follows:
   - If an Outside Director is held liable due to negligence of duties, the Outside Director will be responsible for such liability to the extent of the minimum liability amount set forth in Article 427, Paragraph 1 of the Companies Act.
   - Limitation of liabilities mentioned above only applies when the relevant Outside Director has acted in good faith and is not grossly negligent in performing his/her duties.

5. "Standards for Independence of Outside Directors"
The Bank has established "Standards for Nominating Candidates for Outside Directors," as described below.

"Standards for Nominating Candidates for Outside Directors"

The Nominating Committee shall nominate those who meet the following conditions as Outside Directors of the Bank:

(1) A person who has extensive experience as a manager, or is in a position as a professional expert in laws, accounting, finance or economics, and has wide experience as well

(2) A person who can maintain independence from the representative of the company and does not fall under any of the following criteria:
   1) A person for whom the Bank is a major business partner (*1), or in the event that the person is a legal entity, a person who serves as an executive (*2) of such legal entity.
   2) A major business partner of the Bank (*3), or a person who serves as its executive
   3) A consultant, an accounting professional or a legal professional who receives a large amount of monetary consideration and/or other property from the Bank, besides the compensation for officers (*4)
   4) A major shareholder of the Bank (*5) (In the event that the major shareholder is a legal entity, a person who serves as an executive of such legal entity.)
   5) A near relative (*6) of a person falling under any of foregoing items 1) through 4)
   6) A near relative of executives of the Bank or any of its subsidiaries
   7) A person who has fallen under any of foregoing 1) through 6) in the past one year

(3) A person who has characters and insight suitable for Outside Directors

(4) A person who has no problem in terms of health or operations when preforming duties as an Outside Director

Notes:

1. A person for whom the Bank is a major business partner shall mean a person who falls under any of the following cases:
   - A person whose amount of transactions with the Bank Group exceeds 10% of the consolidated net sales of the group of such person in the most recent fiscal year
   - A business partner that has liabilities against the Bank Group and the amount of such liabilities of the group of the said business partner against the Bank Group exceeds 1% of the consolidated total assets of the business partner's group
   - However, in the event that the business partner is an individual, a person whose amount of transactions with or liabilities against the Bank Group exceeds 10 million yen (excluding standardized housing loans and standardized consumer loans)
2. An executive shall mean an important employee, including executive directors, executive officers and operating officers
3. A major business partner of the Bank shall mean a person who falls under any of the following cases:
   - A person whose amount of transactions with the Bank Group exceeds10% of the consolidated ordinary income of the Bank in the most recent business year
   - A business partner that has liabilities against the Bank Group and whose amount of liabilities against the Group exceeds 1% of the consolidated total assets of the Bank Group at the end of the most recent business year
   - However, in the event that the business partner is an individual, a person whose amount of transactions with or liabilities against the Bank Group exceeds 10 million yen (excluding standardized housing loans and standardized consumer loans)
4. A consultant, an accounting professional or a legal professional who receives a large amount of money or other property from the Bank, other than compensation as an officer shall mean a person who received property over 10 million yen from the Bank Group other than compensation as an officer in the most recent business year. After such a person takes office as an Outside Director, transactions such as consulting agreements and advisory agreements shall never be conducted with the person.
5. A major shareholder of the Bank shall mean a shareholder who holds 10% or more of the total voting rights of the shares of the Bank directly or indirectly.

6. A near relative shall mean a relative within the second degree of kinship and an interested party who depends on the said person for his/her livelihood.