These documents are partial translations of the Japanese originals for reference purposes only.
In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Bank assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translations.

(Securities Code: 8366)
June 3, 2021

To Shareholders with Voting Rights:

Shojiro Takahashi
President
THE SHIGA BANK, LTD.
1-38, Hamamachi, Otsu,
Shiga, Japan

NOTICE OF CONVOCATION OF THE 134th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We are pleased to announce that the 134th Annual General Meeting of Shareholders of THE SHIGA BANK, LTD. (the "Bank") will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights by writing or via electromagnetic means (the Internet). Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by Thursday, June 24, 2021 at 5:00 p.m. Japan time.

1. **Date and Time:** Friday, June 25, 2021 at 10:00 a.m. Japan time

2. **Place:** 2F Hall, Head Office of the Bank, 1-38, Hamamachi, Otsu, Shiga, Japan

3. **Meeting Agenda:**

Matters to be reported:

1. The Business Report and Consolidated Financial Statements for the Bank's 134th Fiscal Year (from April 1, 2020 to March 31, 2021) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the Bank's 134th Fiscal Year (from April 1, 2020 to March 31, 2021)

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus
Proposal No. 2: Election of Nine (9) Directors
Proposal No. 3: Election of One (1) Audit & Supervisory Board Member

Guidance to Exercising Your Voting Rights

Exercise of voting rights by attending the Meeting in person

If attending the Meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk.
Time and date: Friday, June 25, 2021 at 10:00 a.m.

Exercise of voting rights in writing

Please indicate your vote for or against each proposal on the enclosed Voting Rights Exercise Form and return the form so that it will arrive no later than the deadline for exercise.
Exercise deadline: 5:00 p.m., Thursday, June 24, 2021

Exercise of voting rights via electromagnetic means (the Internet)

Please access the website for the exercise of voting rights (https://evote.tr.mufg.jp/) designated by the Bank and exercise your voting rights by following the on-screen guidance.
Exercise deadline: 5:00 p.m., Thursday, June 24, 2021

Please see pages 3 and 4 for details.

(1) If you vote both in writing (Voting Rights Exercise Form) and via electromagnetic means (the Internet), the vote placed via electromagnetic means (the Internet) will be deemed valid.
(2) If you exercise your vote multiple times via electromagnetic means (the Internet), the last vote exercised will be deemed valid.

End

1. Please note that persons other than shareholders, including proxies and their companions who are not shareholders, are not permitted to attend the General Meeting. When exercise your voting rights by proxy as stipulated in the Articles of Incorporation, please understand that the proxy must submit documentation proving power of attorney (a letter of attorney, etc.).
2. Pursuant to laws and regulations as well as Article 17 of the Articles of Incorporation of the Bank, the following items are posted on the Bank's website (https://www.shigagin.com/investor/) and are not included in the attached documents of this Notice of Convocation.
   1) "Matters concerning Share Subscription Rights of the Bank" and the "Systems to Ensure the Correctitude of Operations and Outline of the Operational Status of the Systems" of the Business Report
   2) "Consolidated Statement of Changes in Shareholders' Equity" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements
   3) "Non-consolidated Statement of Changes in Shareholders' Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements

   Accordingly, the attached documents in this Notice of Convocation are a part of the documents audited by the Accounting Auditor and the Audit & Supervisory Board during preparation of the Accounting Auditor's Report and the Audit Reports, respectively.
3. Any updates to the Reference Documents, the Business Report, the Consolidated Financial Statements, and Non-consolidated Financial Statements for the General Meeting of Shareholders will be posted on the Bank's website (https://www.shigagin.com/investor/).
4. The officers and employees of the Bank will implement semiformal dress code ("Eco - style") on the day of the meeting as a part of measures to prevent Global Warming, and as such we would like to ask shareholders to follow the same dress code when attending.

Guidance to Exercising Your Voting Rights via the Internet

The exercise of voting rights via the Internet is only possible by accessing the Bank's website dedicated for the purpose of exercising voting rights (https://evote.tr.mufg.jp/) via a personal computer, smartphone or mobile phone.

Deadline for exercise of voting rights

Until 5:00 p.m., Thursday, June 24, 2021
***** Please note that this service is unavailable every day between 2:00 a.m. and 5:00 a.m.

Method for scanning the QR code

For smartphones
The "login ID" and "temporary password" are not required for exercising voting rights using a smartphone.
You can log in by scanning the "login QR code" which is provided in the enclosed Voting Rights Exercise Form Sub Slip (right side).
***** Your voting rights can be exercised only once by using the method above.
Enter your vote for or against each of the proposals according to the on-screen guidance.

- Second and subsequent logins
- If you are unable to log in by scanning the QR code due to your smartphone model

Next page
QR Code is a registered trademark of DENSO WAVE INCORPORATED.

<To institutional investors>
You may use the electronic voting platform for institutional investors operated by ICJ, Inc. subject to prior request for the use of the platform.

Method for entering the "login ID" and "temporary password"

For personal computers and second and subsequent logins from smartphones

1. Access the website for exercising voting rights
   https://evote.tr.mufg.jp/
   Click "Next screen"

2. Login
   Enter the "login ID" and "temporary password" indicated in the Sub Slip (right side) of the enclosed Voting Rights Exercise Form
   Enter and click "Login"

3. Change your password
   Enter your "present password," "new password" and "new password (for confirmation)"
   Please be careful not to forget your new password
   Click "Send"

Enter your vote for or against each of the proposals according to the on-screen guidance.

Depending on the Internet user environment, shareholders using personal computers or smartphones may not be able to exercise voting rights via the dedicated voting site due to Internet firewalls, antivirus software, proxy servers, or lack of designating TLS-encrypted transmissions, etc.

Exercise of voting rights via mobile phone

Access the website for exercising voting rights
https://evote.tr.mufg.jp/
Some shareholders may not be able to use the service if their mobile phone models are incapable of sending information or TLS-encrypted communication for security purposes.

Important reminders

- To prevent people other than shareholders from illegally accessing the site and altering the content of voting selections (spoofing), we will ask shareholders who use the site to change their "temporary passwords" on the website for exercising voting rights.
- You will be provided with a new "login ID" and "temporary password" each time a General Meeting of Shareholders is convened.
- Costs arising from accessing the site for exercising voting rights (Internet connection fees, etc.) will be borne by the shareholder. In addition, when using a mobile phone, etc., to vote, there will be costs such as packet communication fees or other charges associated with using the mobile phone, and these fees will be borne by the shareholder.

Votes will be accepted via the Internet until **5:00 p.m., Thursday, June 24, 2021**.
However, you are cordially requested to exercise your voting rights earlier, and call the Help Desk with any inquiries or questions.

<For inquiries concerning systems, etc. for exercising voting rights via the Internet>

Stock Transfer Agency Division (Help Desk)
Mitsubishi UFJ Trust and Banking Corporation
Telephone: 0120-173-027
[Business hours: 9:00 a.m. ― 9:00 p.m.] (toll free)

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

With “mutual prosperity with the regional community” as a pillar, the Bank works to secure the health and transparency of management while aiming to enrich internal reserves and strengthen the financial structure in preparation for a management environment that will be increasingly harsh and future investment. The Bank has also a basic policy of continuing to provide stable dividends to shareholders while making payment of dividends as great as possible.

Based on this policy, with the intent of returning profits to shareholders and taking into consideration the business performance for the fiscal year under review, the Bank proposes the year-end dividends to be 22.50 yen per share, adding special dividends of 5 yen to an ordinary dividend of 17.50 yen, and other surplus to 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
   22.50 yen per share of common stock, for a total of 1,119,264,188 yen
   (Reference) As 17.50 yen per share was paid in December 2020 as an interim dividend, dividends to be paid for the full year amount to 40 yen per share.
   (3) Effective date of distribution of surplus
   June 28, 2021
2. Other matters concerning the appropriation of surplus
   (1) Item and the amount of surplus to be increased
   General reserve 11,700,000,000 yen
   (2) Item and amount of surplus to be decreased
   Retained earnings brought forward 11,700,000,000 yen

Proposal No. 2: Election of Nine (9) Directors

The term 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.

The candidates for Directors are as follows:

No.	Name		Current position at the Bank
1	Shojiro Takahashi	Reappointment	President
2	Motohiro Nishi	Reappointment	Senior Managing Director
3	Shinya Kubota	Reappointment	Senior Managing Director
4	Takahiro Saito	Reappointment	Managing Director
5	Katsuyoshi Horiuchi	Reappointment	Director
6	Katsuyuki Nishikawa	Reappointment	Director
7	Minako Takeuchi	Reappointment Outside Director	Director
8	Rikiya Hattori	Reappointment Outside Director	Director
9	Sawaichiro Kamata	New appointment Outside Director	

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Past experience, positions, responsibilities,
and significant concurrent positions</th><th>Number of shares of the Bank held</th></tr>
<tr><td rowspan="2">1</td><td>Reappointment

Shojiro Takahashi
(Aug. 20, 1956)</td><td>Apr. 1979 Joined the Bank
Jun. 2006 General Manager of Business Promotion Dept.
Jun. 2008 Director and General Manager of Business Promotion Dept.
Jun. 2009 Director and General Manager of Kyoto Branch
Jun. 2011 Managing Director
Jun. 2014 Senior Managing Director
Jun. 2015 Deputy President
Apr. 2016 President (current position)
In charge of Audit & Inspection Dept. and Secretariat</td><td rowspan="2">11,720</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Director>
In addition to experience as a General Manager at branch offices, Mr. Shojiro Takahashi has a wealth of operational experience through participation in the Business Promotion Dept., General Planning Dept., the Audit & Inspection Dept., etc. at Head Office, and a deep understanding of overall business operations. Due to the above, the Bank has judged that he has the knowledge, experience and sufficient social credibility to execute corporate management of banks in a precise, fair, and efficient manner, and has thus nominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">2</td><td>Reappointment

Motohiro Nishi
(May 2, 1959)</td><td>Apr. 1982 Joined the Bank
Jun. 2011 General Manager of Business Promotion Dept.
Jun. 2013 Director and General Manager of Osaka Branch
Apr. 2016 Director and General Manager of Kyoto Branch
Jun. 2016 Managing Director and General Manager of Kyoto Branch
Jun. 2019 Managing Director
Jun. 2020 Senior Managing Director (current position)
In charge of General Affairs Dept., Business Promotion Dept., and Financial Markets & International Dept.</td><td rowspan="2">2,400</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Director>
In addition to experience as a General Manager at branch offices, Mr. Motohiro Nishi has a wealth of operational experience through participation in the Business Promotion Dept., the Financial Markets & International Dept., etc. at Head Office, and a deep understanding of overall business operations. Due to the above, the Bank has judged that he has the knowledge, experience and sufficient social credibility to execute corporate management of banks in a precise, fair, and efficient manner, and has thus nominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">3</td><td>Reappointment

Shinya Kubota
(Dec. 2, 1962)</td><td>Apr. 1986 Joined the Bank
Jun. 2015 General Manager of General Planning Dept.
Jun. 2017 Director and General Manager of General Planning Dept.
Jun. 2018 Managing Director
Jun. 2020 Senior Managing Director (current position)
In charge of Assets & Liabilities Managing Dept., Personnel Affairs Dept., and Computer System Dept.</td><td rowspan="2">4,600</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Director>
In addition to experience as a General Manager at branch offices, Mr. Shinya Kubota has a wealth of operational experience through participation in the General Planning Dept., the Assets & Liabilities Managing Dept., the Computer System Dept., etc. at Head Office, and a deep understanding of overall business operations. Due to the above, the Bank has judged that he has the knowledge, experience and sufficient social credibility to execute corporate management of banks in a precise, fair, and efficient manner, 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
4	Reappointment Takahiro Saito (Feb. 16, 1961)	Apr. 1983 Joined the Bank Feb. 2014 General Manager of Credit Supervision Dept. Jun. 2014 Director and General Manager of Credit Supervision Dept. Jun. 2017 Managing Director (current position) In charge of General Planning Dept., Credit Supervision Dept. and Administration Dept.	3,600
	<Reasons for nomination as a candidate for Director> In addition to experience as a General Manager at branch offices, Mr. Takahiro Saito has a wealth of operational experience through participation in the Credit Supervision Dept., the General Planning Dept., the Administration Dept., etc. at Head Office, and a deep understanding of overall business operations. Due to the above, the Bank has judged that he has the knowledge, experience and sufficient social credibility to execute corporate management of banks in a precise, fair, and efficient manner, and has thus nominated him as a candidate for Director.		
5	Reappointment Katsuyoshi Horiuchi (Aug. 6, 1964)	Apr. 1987 Joined the Bank Jun. 2014 General Manager of Assets & Liabilities Managing Dept. Jun. 2017 Executive Officer and General Manager of Business Promotion Dept. Jun. 2019 Director and General Manager of Kyoto Branch (current position)	2,000
	<Reasons for nomination as a candidate for Director> In addition to experience as a General Manager at branch offices, Mr. Katsuyoshi Horiuchi has a wealth of operational experience through participation in the Assets & Liabilities Managing Dept. and the Business Promotion Dept., etc. at Head Office, and a deep understanding of overall business operations. Due to the above, the Bank has judged that he has the knowledge, experience and sufficient social credibility to execute corporate management of banks in a precise, fair, and efficient manner, and has thus nominated him as a candidate for Director.		
6	Reappointment Katsuyuki Nishikawa (Feb. 13, 1965)	Apr. 1987 Joined the Bank Jun. 2014 General Manager of Administration Dept. Jun. 2016 General Manager of Audit & Inspection Dept. Jun. 2018 Executive Officer and General Manager of Audit & Inspection Dept. Jun. 2020 Director and General Manager of Audit & Inspection Dept. (current position)	2,300
	<Reasons for nomination as a candidate for Director> In addition to experience as a General Manager at branch offices, Mr. Katsuyuki Nishikawa has a wealth of operational experience through participation in the Administration Dept., the Audit & Inspection Dept., etc. at Head Office, and a deep understanding of overall business operations. Due to the above, the Bank has judged that he has the knowledge, experience and sufficient social credibility to execute corporate management of banks in a precise, fair, and efficient manner, and has thus nominated him as a candidate for Director.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Past experience, positions, responsibilities,
and significant concurrent positions</th><th>Number of shares of the Bank held</th></tr>
<tr><td rowspan="2">7</td><td>Reappointment

Outside Director

Minako Takeuchi
(Jan. 7, 1961)</td><td>Apr. 1983 Joined NEC Corporation
Dec. 2002 Retired from NEC Corporation
Jan. 2003 Joined STANTON CHASE INTERNATIONAL
Jul. 2013 Retired from STANTON CHASE INTERNATIONAL
Aug. 2013 Representative Director, TM Future Corporation (current position)
Jun. 2019 Outside Director, the Bank (current position)
Jun. 2020 Outside Director, Nihon M&A Center Inc. (current position)
(Significant concurrent positions)
Representative Director, TM Future Corporation
Outside Director, Nihon M&A Center Inc.</td><td rowspan="2">0</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Outside Director and expected role>
Ms. Minako Takeuchi has a wealth of experience and a wide range of insight in overall management as Representative Director at TM Future Corporation and Outside Director at Nihon M&A Center Inc., and thus the Bank has nominated her as a candidate for Outside Director. After her appointment, the Bank expects that she will utilize such experience and knowledge to supervise management from a standpoint independent from the management team and contribute to the sustainable growth and enhancement of the corporate value of the Bank.</td></tr>
<tr><td rowspan="2">8</td><td>Reappointment

Outside Director

Rikiya Hattori
(Feb. 3, 1954)</td><td>Apr. 1978 Joined Sumitomo Trust & Banking Co. Ltd. (currently Sumitomo Mitsui Trust Bank, Limited)
Apr. 2012 Director, Senior Managing Executive Officer, Sumitomo Mitsui Trust Bank, Limited
Apr. 2013 Deputy President Executive Officer, Sumitomo Mitsui Trust Holdings, Inc.
Deputy President, Sumitomo Mitsui Trust Bank, Limited
Jun. 2015 Deputy President, Sumitomo Mitsui Trust Holdings, Inc.
Apr. 2017 Director, Sumitomo Mitsui Trust Holdings, Inc.
Deputy Chairman, Sumitomo Mitsui Trust Bank, Limited
Jun. 2017 Retired from Director, Sumitomo Mitsui Trust Holdings, Inc.
Apr. 2018 Executive Advisor, Sumitomo Mitsui Trust Bank, Limited
Chairman, Sumitomo Mitsui Trust Panasonic Finance Co., Ltd.
Jun. 2018 Corporate Auditor, SUMITOMO DENSETSU CO., LTD. (current position)
Mar. 2020 Retired from Executive Advisor, Sumitomo Mitsui Trust Bank, Limited
Jun. 2020 Outside Director, the Bank (current position)
Feb. 2021 Retired from Chairman, Sumitomo Mitsui Trust Panasonic Finance Co., Ltd.
(Significant concurrent positions)
Corporate Auditor, SUMITOMO DENSETSU CO., LTD.</td><td rowspan="2">0</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Outside Director and expected role>
Having served as Deputy President and Deputy Chairman of Sumitomo Mitsui Trust Bank, Limited, Mr. Rikiya Hattori has a wealth of experience and a wide range of insight in finance and corporate management, and thus the Bank has nominated him as a candidate for Outside Director. After his appointment, the Bank expects that he will utilize such experience and knowledge to supervise management from a standpoint independent from the management team and contribute to the sustainable growth and enhancement of the corporate value of the Bank.</td></tr>
</table>

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
9	New appointment Outside Director Sawaichiro Kamata (Apr. 20, 1960)	Apr. 1984 Joined Bank of Japan Apr. 2003 Head of System Management Div., Information System Services Dept., Bank of Japan Jul. 2005 Associate Director-General of Information System Services Dept. , Bank of Japan Jul. 2006 Associate Director-General of Payment and Settlement Systems Dept. and Associate Director-General of Secretariat of the Policy Board, Bank of Japan Aug. 2007 General Manager of Oita Branch, Bank of Japan Nov. 2009 Associate Director-General of Payment and Settlement Systems Dept., Bank of Japan Jul. 2012 General Manager of Kyoto Branch, Bank of Japan Jun. 2015 Retired from Bank of Japan Jul. 2015 Senior Advisor of Policy Making Headquarters, Japan Securities Dealers Association Jul. 2017 Joint General Manager of Administration Headquarters (Chief Information Officer and Chief Risk Officer), Japan Securities Dealers Association (current position)	0
	<Reasons for nomination as a candidate for Outside Director and expected role> Mr. Sawaichiro Kamata has a wealth of experience and a wide range of insight in finance accumulated at Bank of Japan and Japan Securities Dealers Association, and thus the Bank has nominated him as a candidate for Outside Director. After his appointment, the Bank expects that he will utilize such experience and knowledge to supervise management from a standpoint independent from the management team and contribute to the sustainable growth and enhancement of the corporate value of the Bank.		

(Notes)

1. There are no special interest relationships between each candidate for Director and the Bank.
2. Ms. Minako Takeuchi, Mr. Rikiya Hattori, and Mr. Sawaichiro Kamata are candidates for Outside Directors. Additionally, the Bank has designated Ms. Minako Takeuchi and Mr. Rikiya Hattori as independent officers pursuant to provisions of the Tokyo Stock Exchange and registered them to the same Exchange. In addition, the Bank also plans to designate Mr. Sawaichiro Kamata as an independent officer and register him to the same Exchange.
3. There are ordinary banking transactions and M&A intermediation-related transactions between the Bank and M&A Center Inc., of which Ms. Minako Takeuchi is an Outside Director. The transactions for the fiscal year ended March 31, 2021 accounted for less than 1% of the Bank's consolidated gross operating income for the most recent fiscal year.
4. Ms. Minako Takeuchi's term of office as Outside Director will be two years at the conclusion of this General Meeting of Shareholders.
5. Mr. Rikiya Hattori's term of office as Outside Director will be one year at the conclusion of this General Meeting of Shareholders.
6. Mr. Sawaichiro Kamata is scheduled to retire from Joint General Manager of Administration Headquarters (Chief Information Officer and Chief Risk Officer) at Japan Securities Dealers Association in June 2021.
7. Liability limitation agreements with Outside Directors are as follows:
   The Bank has stipulated in the Articles of Incorporation to allow for the conclusion of agreements with Outside Directors that limit their liability for damages to a certain range. Based on this stipulation, the Bank has entered into a liability limitation agreement with Ms. Minako Takeuchi and Mr. Rikiya Hattori.
   If the elections of Ms. Minako Takeuchi and Mr. Rikiya Hattori are approved as proposed, the Bank plans to continue the liability limitation agreement with them.
   Additionally, if the election of Mr. Sawaichiro Kamata is approved as proposed, the Bank plans to conclude the same liability limitation agreement with him. Overview of the agreement is as follows:
   - If an Outside Director is held liable for damages set forth in Article 423, Paragraph 1 of the Companies Act without willful misconduct or gross negligence, he/she will be responsible for such liability to the extent of the amount set forth by laws and regulations or 10 million yen, whichever is greater.
8. The Bank has entered into a directors and officers liability insurance agreement (D&O Insurance) to insure its Directors assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidates are appointed as Director, each of them will be insured under the insurance agreement, which is to be renewed during their terms of office.

Proposal No. 3: Election of One (1) Audit & Supervisory Board Member

The term of Audit & Supervisory Board Member Mr. Yasuhito Matsui will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of one (1) Audit & Supervisory Board Member is proposed.

We have obtained the approval of the Audit & Supervisory Board for this item.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Bank held
Reappointment Outside Audit & Supervisory Board Member Yasuhito Matsui (Sep. 3, 1975)	Apr. 2000 Registered as a Lawyer Apr. 2000 Joined Karasuma Law Office Jan. 2005 Registered as a lawyer in New York State May 2005 Joined Miyake & Partners May 2009 Appointed Partner, Miyake & Partners May 2012 Registered as a Patent Attorney Jun. 2017 Outside Audit & Supervisory Board Member, the Bank (current position) Jan. 2019 Established and appointed Partner, Nishikibashi Partners LPC (current position) (Significant concurrent positions) Partner, Nishikibashi Partners LPC	0
<Reasons for nomination as a candidate for Outside Audit & Supervisory Board Member> Mr. Yasuhito Matsui has been involved in corporate legal affairs as a lawyer, and has specialized knowledge and a wealth of experience. Due to the above, although he has not been directly involved in corporate management, he has the knowledge, experience and sufficient social credibility to audit the execution of operations of Directors of the Bank in a precise, fair, and efficient manner, and the Bank has thus nominated him as a candidate for Outside Audit & Supervisory Board Member.		

(Notes)

1. There are no special interest relationships between the candidate for Audit & Supervisory Board Member and the Bank.
2. Mr. Yasuhito Matsui is a candidate for Outside Audit & Supervisory Board Member. Additionally, the Bank has designated Mr. Yasuhito Matsui as an independent officer pursuant to provisions of the Tokyo Stock Exchange and registered him to the same Exchange.
3. Mr. Yasuhito Matsui's term of office as Outside Audit & Supervisory Board Member will be four years at the conclusion of this General Meeting of Shareholders.
4. Liability limitation agreements with Outside Audit & Supervisory Board Members are as follows:
   The Bank has stipulated in the Articles of Incorporation to allow for the conclusion of agreements with Outside Audit & Supervisory Board Members that limit their liability for damages to a certain range. Based on this stipulation, the Bank has entered into a liability limitation agreement with Mr. Yasuhito Matsui.
   If the election of Mr. Yasuhito Matsui is approved as proposed, the Bank plans to continue the liability limitation agreement with him. Overview of the agreement is as follows:
   - If an Outside Audit & Supervisory Board Member is held liable for damages set forth in Article 423, Paragraph 1 of the Companies Act without willful misconduct or gross negligence, he/she will be responsible for such liability to the extent of the amount set forth by laws and regulations or 10 million yen, whichever is greater.
5. The Bank has entered into a directors and officers liability insurance agreement (D&O Insurance) to insure its Audit & Supervisory Board Members assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidate is appointed as Audit & Supervisory Board Member, he will be insured under the insurance agreement, which is to be renewed during his term of office.

[Reference] Criteria for Independence

Outside Directors and Outside Audit & Supervisory Board Members are considered to be independent if none of the following applies.

① A person involved in the execution of business at a Group Companies of the Bank

② A person for whom the Bank is a primary business partner[*1] or a person engaged in business execution of such person, or a primary business partner of the Bank[*2] or a person engaged in business execution of such business partner

③ A consultant, accounting specialist, or legal specialist that receives a significant amount of monetary compensation or other assets from the Bank, aside from executive remuneration

④ A person to which ① to ③ above applied at a recent time

⑤ A relative of a person to which any of ① to ④ above applies (excluding insignificant persons)

*1. A business partner who earned 1% or more of its consolidated net sales from the Bank in the most recent fiscal year.

*2. A business partner whose payments to the Bank account for 1% or more of the Bank's consolidated gross operating income in the most recent fiscal year