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 10, 2024

To Shareholders with Voting Rights:

Shinya Kubota
President
THE SHIGA BANK, LTD.
1-38, Hamamachi, Otsu,
Shiga, Japan

NOTICE OF CONVOCATION OF THE 137th 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 137th Annual General Meeting of Shareholders of THE SHIGA BANK, LTD. (the "Bank") will be held for the purposes as described below.

In convening this Meeting, the Bank has taken measures for electronic provision of the information contained in the Reference Documents for the General Meeting of Shareholders (matters subject to electronic provision) and posted the matters subject to electronic provision on the following Bank's website as the "NOTICE OF CONVOCATION OF THE 137th ANNUAL GENERAL MEETING OF SHAREHOLDERS" and the "Other matters subject to electronic provision for THE 137th ANNUAL GENERAL MEETING OF SHAREHOLDERS (Matters for Which Document Provision is Omitted)." Please access the Bank's website shown below to check this information.

The Bank's website: https://www.shigagin.com/investor (only available in Japanese)

Matters subject to electronic provision are also posted on the Tokyo Stock Exchange (TSE) website shown below, in addition to the above website. Please access the TSE website (Listed Company Search) shown below, enter the Issue name "THE SHIGA BANK,LTD." or the Bank's securities code "8366," and search. Select "Basic information," "Documents for public inspection/PR information," and then "Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting" in that order and see the relevant information.

TSE website (Listed Company Search):
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

If you are unable to attend the meeting, you can exercise your voting rights via electromagnetic means (the Internet) or by writing. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by Tuesday, June 25, 2024 at 5:00 p.m. Japan time.

1. **Date and Time:** Wednesday, June 26, 2024 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 137th Fiscal Year (from April 1, 2023 to March 31, 2024) 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 137th Fiscal Year (from April 1, 2023 to March 31, 2024)

Proposals to be resolved:

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

Guidance for Exercising Your Voting Rights

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., Tuesday, June 25, 2024

Please see pages 4 and 5 for details.

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.

If you indicate neither for nor against each proposal on the Voting Rights Exercise Form, it shall be treated as a vote for.

Exercise deadline: 5:00 p.m., Tuesday, June 25, 2024 arrival

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: Wednesday, June 26, 2024 at 10:00 a.m.

(1) If you vote both via electromagnetic means (the Internet) and in writing (Voting Rights Exercise Form), 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, of the matters subject to electronic provision, the following items are not provided in the document delivered to shareholders who have made written request.
   1) "Liability Limitation Agreements," "Indemnity Agreements," and "Matters Concerning Directors and Officers Liability Insurance Agreements" in the "Matters Concerning Company Officers (Director, Accounting Advisor, Audit & Supervisory Board Member, and Executive Officer)" and "Matters Concerning Outside Directors," "Matters Concerning Shares of the Bank," "Matters Concerning Stock Acquisition Rights, etc. of the Bank," "Matters Concerning Accounting Auditors," "Basic Policy Concerning Persons Who Control the Decisions on the Bank's Financial and Business Policies," "Overview of the System to Ensure the Appropriateness of Business and the Operational Status of the System," "Matters Concerning Specified Wholly Owned Subsidiaries," "Matters Concerning Transactions with the Parent Company," "Matters Concerning Accounting Advisor," and "Others" 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

   The Business Reports audited by the Audit & Supervisory Board and the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Audit & Supervisory Board and Accounting Auditor include the attached documents in this Notice of Convocation and the abovementioned matters in 1), 2), and 3). Those items listed above are posted on the Banks's website (https://www.shigagin.com/investor/).
3. Any updates to the matters subject to electronic provision will be posted, in both versions, prior to and after the revisions, on the Bank's website (https://www.shigagin.com/investor/) and the TSE website (https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show).

4. The officers and employees of the Bank will implement a 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.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The Bank strives to serve our purpose of "Bring the region happiness through 'Sampo yoshi,'" and our basic policy is to return profits to shareholders as much as possible based on the capital policy, "Sampo yoshi," which manages soundness, growth investment, and shareholder return in a balanced manner.

Based on this policy, the Bank aims to return profits to shareholders with respect to year-end dividends. To this end, the Bank have decided to pay an ordinary dividend of 40 yen, taking into account the business results of the fiscal year under review, and other appropriations of surplus. The Bank proposes to pay the following dividends:

1. Matters concerning year-end dividends
   (1) Type of dividend property
   Cash
   (2) Matters concerning the allotment of dividend property and the total amount
   40 yen per share of common stock, for a total amount of 1,877,220,440 yen
   (Reference) As 50 yen per share was paid in December 2023 as an interim dividend (ordinary dividend of 40 yen, commemorative dividend of 10 yen for the Bank's 90th anniversary), dividends to be paid for the full year amount to 90 yen per share.
   (3) Effective date of distribution of surplus
   June 27, 2024
2. Other matters concerning the appropriation of surplus
   (1) Item and the amount of surplus to be increased
   General reserve 11,600,000,000 yen
   (2) Item and amount of surplus to be decreased
   Retained earnings brought forward 11,600,000,000 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	Attendance at Board of Directors Meetings in FY2023
1	Shojiro Takahashi	Reappointment Male	Chairman	12/12 (100%)
2	Shinya Kubota	Reappointment Male	President	12/12 (100%)
3	Katsuyoshi Horiuchi	Reappointment Male	Managing Director	12/12 (100%)
4	Hidekazu Toda	Reappointment Male	Managing Director	10/10* (100%)
5	Yoshinori Endo	Reappointment Male	Managing Director	10/10* (100%)
6	Nobuyuki Tanaka	New appointment Male	Managing Executive Officer	—
7	Minako Takeuchi	Reappointment Outside Director Independent Female	Director	12/12 (100%)
8	Rikiya Hattori	Reappointment Outside Director Independent Male	Director	12/12 (100%)
9	Sawaichiro Kamata	Reappointment Outside Director Independent Male	Director	12/12 (100%)

*Candidates No.4, Mr. Hidekazu Toda, and No.5, Mr. Yoshinori Endo were newly elected and assumed office at the 136th Annual General Meeting of Shareholders held on June 27, 2023. Therefore, the number of meetings of the Board of Directors attended by them represents the number after they assumed office.

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="3">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
Male
Shojiro Takahashi
(Aug. 20, 1956)
Number of years served as Director: 16 years
(As of the conclusion of this General Meeting)</td><td colspan="3">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
Jun. 2023 Chairman (current position)</td><td rowspan="2">29,727</td></tr>
<tr><td colspan="4"><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., the General Planning Dept., the Audit & Inspection Dept., etc. at Headquarters, 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
Male
Shinya Kubota
(Dec. 2, 1962)
Number of years served as Director: 7 years
(As of the conclusion of this General Meeting)</td><td colspan="3">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
Jun. 2023 President (current position)
In charge of Audit & Inspection Dept.</td><td rowspan="2">13,911</td></tr>
<tr><td colspan="4"><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 Audit & Inspection Dept., etc. at Headquarters, 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
3	Reappointment Male Katsuyoshi Horiuchi (Aug. 6, 1964) Number of years served as Director: 5 years (As of the conclusion of this General Meeting)	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 Jun. 2021 Managing Director and General Manager of Financial Markets & International Dept. Feb. 2022 Managing Director (current position) In charge of General Planning Dept., General Affairs Dept. and Credit Supervision Dept.	7,624
	<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 General Planning Dept., the General Affairs Dept. and Credit Supervision Dept., etc. at Headquarters, 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.		
4	Reappointment Male Hidekazu Toda (Feb. 22, 1968) Number of years served as Director: 1 year (As of the conclusion of this General Meeting)	Apr. 1990 Joined the Bank Jun. 2020 Executive Officer and General Manager of Administration Dept. Jun. 2021 Managing Executive Officer and General Manager of Administration Dept. Jun. 2023 Managing Director (current position) In charge of Administration Dept. and Computer System Dept.	1,674
	<Reasons for nomination as a candidate for Director> In addition to experience as a General Manager at branch offices, Mr. Hidekazu Toda has a wealth of operational experience through participation in the Administration Dept. and Computer System Dept., etc. at Headquarters, 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 Male Yoshinori Endo (Feb. 10, 1969) Number of years served as Director: 1 year (As of the conclusion of this General Meeting)	Apr. 1991 Joined the Bank Jun. 2019 General Manager of General Affairs Dept. Jun. 2020 Executive Officer and General Manager of General Affairs Dept. Jun. 2021 Managing Executive Officer and General Manager of Kyoto Branch Jun. 2023 Managing Director (current position) In charge of Business Promotion Dept. and Financial Markets & International Dept.	3,374
	<Reasons for nomination as a candidate for Director> In addition to experience as a General Manager at branch offices, Mr. Yoshinori Endo has a wealth of operational experience through participation in the Business Promotion Dept. and Financial Markets & International Dept., etc. at Headquarters, 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">6</td><td>New appointment
Male
Nobuyuki Tanaka
(Dec. 14, 1967)

Number of years served as Director:
—</td><td>Apr. 1990 Joined the Bank
Jun. 2019 Executive Officer and General Manager of Osaka Branch
Jun. 2020 Executive Officer and General Manager of Credit Supervision Dept.
Jun. 2021 Managing Executive Officer and General Manager of Credit Supervision Dept.
Jun. 2022 Managing Executive Officer and General Manager of Audit & Inspection Dept. (current position)</td><td rowspan="2">3,400</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. Nobuyuki Tanaka has a wealth of operational experience through participation in the Credit Supervision and Audit & Inspection Dept., etc. at Headquarters, 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">7</td><td>Reappointment
Outside Director
Independent
Female

Minako Takeuchi
(Jan. 17, 1961)
Number of years served as Director: 5 years
(As of the conclusion of this General Meeting)</td><td>Apr. 1983 Joined NEC Corporation
Dec. 2002 Retired from NEC Corporation
Jan. 2003 Joined STANTON CHASE INTERNATIONAL
Jun. 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. (currently Nihon M&A Center Holdings Inc.) (current position)
Jun. 2022 Outside Director, Mitsubishi Steel Mfg. Co., Ltd. (current position)
(Significant concurrent positions)
Representative Director, TM Future Corporation
Outside Director, Nihon M&A Center Holdings Inc.
Outside Director, Mitsubishi Steel Mfg. 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>
Ms. Minako Takeuchi has a wealth of experience and a wide range of insight in overall management as Representative Director at TM Future Corporation, Outside Director at Nihon M&A Center Holdings Inc., and Outside Director at Mitsubishi Steel Mfg. Co., Ltd., 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>
</table>

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
8	Reappointment Outside Director Independent Male Rikiya Hattori (Feb. 3, 1954) Number of years served as Director: 4 years (As of the conclusion of this General Meeting)	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. 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. Jun. 2021 Retired from Corporate Auditor, SUMITOMO DENSETSU CO., LTD. Outside Director, SUMITOMO DENSETSU CO., LTD. (current position) (Significant concurrent positions) Outside Director, SUMITOMO DENSETSU CO., LTD.	0
	<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.		

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
9	Reappointment Outside Director Independent Male Sawaichiro Kamata (Apr. 20, 1960) Number of years served as Director: 3 years (As of the conclusion of this General Meeting)	Apr. 1984 Joined 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 Jun. 2021 Retired from Japan Securities Dealers Association Outside Director, the Bank (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 the Bank of Japan and the 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, Mr. Rikiya Hattori, and Mr. Sawaichiro Kamata as independent Director pursuant to provisions of the Tokyo Stock Exchange and registered them to the same Exchange.
3. There are ordinary banking transactions and M&A intermediation-related transactions between the Bank and Nihon M&A Center Inc., a subsidiary of Nihon M&A Center Holdings Inc. where Ms. Minako Takeuchi serves as an Outside Director. There are also ordinary banking transactions between the Bank and Mitsubishi Steel Mfg. Co., Ltd., of which Ms. Minako Takeuchi is an Outside Director. The transactions with both organizations for the fiscal year ended March 31, 2024 accounted for less than 1% of the Bank's consolidated gross operating income for the most recent fiscal year, which meets the criteria for independence (page 15).
4. Nihon M&A Center Holdings Inc. where Ms. Minako Takeuchi serves as an Outside Director announced that its subsidiary, Nihon M&A Center Inc. has found inaccurate internal reporting regarding the attribution period of sales in December 2021. Nihon M&A Center Holdings Inc. has revised said inaccurate accounting in its quarterly securities reports since the first quarter of the fiscal year ended March 31, 2021 and other financial reports. Ms. Minako Takeuchi has been regularly raising awareness of ensuring compliance as an Outside Director of Nihon M&A Center Holdings Inc. Since its discovery, she has provided recommendations for analysis and clarification of the cause of the event, responsibility and disciplinary measures for the officers, and measures to prevent recurrence.
5. Ms. Minako Takeuchi's term of office as Outside Director will be five years at the conclusion of this General Meeting of Shareholders.
6. Mr. Rikiya Hattori's term of office as Outside Director will be four years at the conclusion of this General Meeting of Shareholders.
7. Mr. Sawaichiro Kamata's term of office as Outside Director will be three years at the conclusion of this General Meeting of Shareholders.
8. 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, Mr. Rikiya Hattori, and Mr. Sawaichiro Kamata.
   If the elections of Ms. Minako Takeuchi, Mr. Rikiya Hattori, and Mr. Sawaichiro Kamata are approved as proposed, the Bank plans to continue the Liability Limitation Agreement with them.

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.

9. The Bank has entered into the Directors and Officers Liability Insurance Agreement (D&O Insurance) to insure its Directors against 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.

<Reference>

■ Composition and Skill Matrix of the Board of Directors after the conclusion of this Annual General Meeting of Shareholders

If Proposal No.2 is approved as proposed, the composition of the Board of Directors and the skills, experience, and knowledge possessed by each Director are as follows. The percentage of Outside Directors on the Board of Directors is 33.3%.

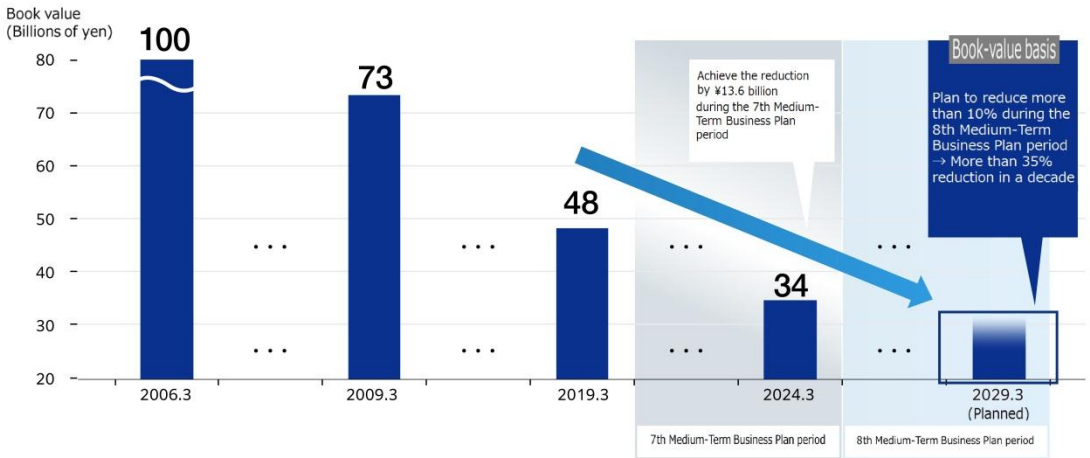
Name		Expertise and Experience							
		Management Strategy	SDGs/ESG Sustainability	Business Strategy	Market Operation	Risk Management	Financial Strategy/ Risk Supervision	HR & Diversity	DX & ICT Strategy
Director	Shojiro Takahashi	●	●	●		●		●	
	Shinya Kubota	●	●				●	●	●
	Katsuyoshi Horiuchi	●		●	●	●	●		
	Hidekazu Toda	●				●			●
	Yoshinori Endo		●	●	●				
	Nobuyuki Tanaka	●		●		●			
Outside Director	Minako Takeuchi	●	●					●	●
	Rikiya Hattori	●		●		●	●		
	Sawaichiro Kamata	●			●	●			●

* This table does not show all of the skills possessed by each Director.

■Policy on reduction of cross-shareholdings *Excluding unlisted shares

We will determine whether to continue any cross-shareholdings in comprehensive consideration of the economic rationality and the relevance of regional economy as well as the capital policy of the Bank, and strive to reduce cross-shareholdings.

We will proceed with selling any cross-held shares after thorough discussion with our customers.



Proposal No. 3: Election of Two (2) Audit & Supervisory Board Members

The term of Audit & Supervisory Board Member Mr. Yasunaga Ono and Mr. Kazukiyo Onishi will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of two (2) Audit & Supervisory Board Members is proposed.

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

The candidates for Audit & Supervisory Board Member are as follows:

<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>New appointment
Male
Akihisa Hida
(Oct. 11, 1968)

Number of years served as Audit & Supervisory Board Member:
—</td><td>Apr. 1991 Joined the Bank
Jun. 2019 General Manager of Business Promotion Dept.
Jun. 2020 Executive Officer and General Manager of General Planning Dept.
Jun. 2021 Managing Executive Officer and General Manager of General Planning Dept.
Jun. 2022 Senior Executive Director (current position)</td><td rowspan="2">1,400</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Audit & Supervisory Board Member>
In addition to experience as a General Manager at branch offices, Mr. Akihisa Hida has a wealth of operational experience through participation in the General Planning Dept. and Business Promotion Dept., etc. at Headquarters, 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 audit the execution of operations of Directors of the Bank in a precise, fair, and efficient manner, and has thus nominated him as a candidate for Audit & Supervisory Board Member.</td></tr>
<tr><td rowspan="2">2</td><td>Reappointment
Outside Audit & Supervisory Board Member
Independent
Male

Kazukiyo Onishi
(Jan. 15, 1957)
Number of years served as Audit & Supervisory Board Member: 4 years
(As of the conclusion of this General Meeting)</td><td>Apr. 1980 Joined the Ministry of Finance
Jul. 2014 Director-General of Yokohama Customs, the Ministry of Finance
Jul. 2015 Retired from the Ministry of Finance
Oct. 2015 Advisor, Aioi Nissay Dowa Insurance Co., Ltd.
Jun. 2016 Retired from Advisor, Aioi Nissay Dowa Insurance Co., Ltd.
Jun. 2016 Audit & Supervisory Board Member, TAKASAGO INTERNATIONAL CORPORATION
Jun. 2020 Retired from Audit & Supervisory Board Member, TAKASAGO INTERNATIONAL CORPORATION
Jun. 2020 Outside Audit & Supervisory Board Member, the Bank (current position)</td><td rowspan="2">0</td></tr>
<tr><td colspan="2"><Reasons for nomination as a candidate for Outside Audit & Supervisory Board Member>
Mr. Kazukiyo Onishi has a high insight gained through involvement in public finance and tax administration, etc. at the Ministry of Finance and experience as an auditor, etc. at private companies. He has not been directly involved in corporate management, but due to the above, the Bank has judged that 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 has thus nominated him as a candidate for Audit & Supervisory Board Member.</td></tr>
</table>

(Notes)

1. There are no special interest relationships between each candidate for Audit & Supervisory Board Member and the Bank.

2. Mr. Kazukiyo Onishi is a candidate for Outside Audit & Supervisory Board Member. Additionally, the Bank designated him as an independent officer pursuant to provisions of the Tokyo Stock Exchange and registered him to the same Exchange.
3. Mr. Kazukiyo Onishi'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. Kazukiyo Onishi.
   If the election of Mr. Kazukiyo Onishi 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 in good faith or without 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 the Directors and Officers Liability Insurance Agreement (D&O Insurance) to insure its Audit & Supervisory Board Members against assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidates are appointed as Audit & Supervisory Board Member, each of them will be insured under the Insurance Agreement, which is to be renewed during their terms of office.

<Reference>

■ Composition of Audit & Supervisory Board Members after the conclusion of this Annual General Meeting of Shareholders.

No.	Name			Position at the Bank	Attendance at Board of Directors Meetings in FY2023	Attendance at Audit & Supervisory Board Meetings in FY2023
—*	Hideki Sugie	Current position	Male	Full-time Audit & Supervisory Board Member	12/12 (100%)	12/12 (100%)
1	Akihisa Hida	New appointment	Male	Full-time Audit & Supervisory Board Member	—	—
—*	Yasuhito Matsui	Current position Outside Director Independent	Male	Outside Audit & Supervisory Board Member	12/12 (100%)	12/12 (100%)
2	Kazukiyo Onishi	Reappointment Outside Director Independent	Male	Outside Audit & Supervisory Board Member	12/12 (100%)	12/12 (100%)

*The term of office of Audit & Supervisory Board Members is four years, and Mr. Hideki Sugie and Mr. Yasuhito Matsui were elected and appointed at the 135th Annual General Meeting of Shareholders in June 2022 and the 134th Annual General Meeting of Shareholders in June 2021, respectively.

■ 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 Company 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