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(Securities Code: 8562)
June 3, 2019

To Shareholders with Voting Rights:

Takahiro Kato
Director and President
THE FUKUSHIMA BANK, LTD.
2-5 Banseicho, Fukushima City,
Fukushima, Japan

NOTICE OF CONVOCATION OF THE 153 RD ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 153rd Annual General Meeting of Shareholders of THE FUKUSHIMA 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 by in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by 5:00 p.m. on Monday, June 24, 2019.

- 1. Date and Time:** Tuesday, June 25, 2019 at 10:00 a.m. Japan time
- 2. Place:** Large Hall, Basement, Head Office of the Bank
2-5 Banseicho, Fukushima City, Fukushima, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank’s 153rd Fiscal Year (from April 1, 2018 to March 31, 2019)
 2. Consolidated Financial Statements for the Bank’s 153rd Fiscal Year (from April 1, 2018 to March 31, 2019) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of Seven (7) Directors
Proposal No. 3: Election of One (1) Audit & Supervisory Board Member

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 by 5:00 p.m. on Monday, June 24, 2019 Japan time.

(2) Exercise of Voting Rights via Electromagnetic Means (the Internet, etc.)

Please access the Bank's designated voting website (<https://www.e-sokai.jp/>) using the "Voting Rights Exercise Code" and "Password" enclosed with the Voting Rights Exercise Form, follow the instructions on the voting website, and indicate your vote for or against the proposals by 5:00 p.m. on Monday, June 24, 2019. Please confirm the "Instructions for Exercise of Voting Rights via the Internet" on pages 39 to 40 (Japanese version only) when voting via the Internet.

(3) Handling of Duplicate Voting

If you vote both in writing (via mail) 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, regardless of the date the vote arrives.

In addition, if you submit your vote multiple times via the Internet, only the last vote will be valid.

End

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- ◎ 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.
 - ◎ 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.fukushimabank.co.jp/>).
 - ◎ Of the documents needed to be attached to this notice of convocation, "8. Systems to Ensure the Appropriateness of Business and Operational Status of the Systems" in the Business Report, the Notes to the Non-consolidated Financial Statements and the Notes to the Consolidated Financial Statements are, in accordance with laws and regulations as well as Article 15 of the Articles of Incorporation of the Bank, posted on the Bank's website (<https://www.fukushimabank.co.jp/>) and are therefore not included with this document. As a result, the attached documents of this notice of convocation are a subset of the Business Report, the Non-consolidated Financial Statements and Consolidated Financial Statements audited by the Accounting Auditor during preparation of the Independent Auditor's Report, Non-consolidated Financial Statements, and Consolidated Financial Statements audited by Audit & Supervisory Board Members during preparation of the Audit Report.
 - ◎ Semiformal dress code will be implemented on the day of the meeting, 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 proposes that year-end dividends for the 153rd fiscal year be as follows, in consideration of business results for the fiscal year under review, the status of internal reserve and other factors.

Matters regarding year-end dividends

(1) Type of dividend property

Cash

(2) Matters related to the allocation of dividend property to shareholders and the total amount

Amount per share of common stock of the Bank: ¥2.0

Total amount: ¥45,953,972

(3) Effective date of dividends of surplus

June 26, 2019

Proposal No. 2: Election of Seven (7) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of seven (7) Directors is proposed.

The candidates for Director are as follows:

| No. | Name | Current positions and responsibilities at the Bank |
|-----|-------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|
| 1 | [Reappointment] Takahiro Kato | Director and President |
| 2 | [Reappointment] Akinori Sato | Director and General Manager, Planning Headquarters |
| 3 | [Reappointment] Takashi Yanai | Director and General Manager, Administrative Headquarters |
| 4 | [Reappointment] Toshihiko Sato | Director, General Manager, Operations Headquarters, General Manager, Credit Department and General Manager, Credit Control Department |
| 5 | [Reappointment] [Outside Director] [Independent Director] Akira Koketsu | Director |
| 6 | [Reappointment] [Outside Director] [Independent Director] Akira Kawate | Director |
| 7 | [Reappointment] [Outside Director] [Independent Director] Yumiko Nihei | Director |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| 1 | Takahiro Kato (Dec. 2, 1956) [Reappointment] | <p>Apr. 1980 Joined THE TOHO BANK, LTD. Mar. 2000 Branch Manager, Koriyama-higashi Branch Oct. 2003 Branch Manager, Sukagawa Branch Jun. 2006 General Manager, Financial Markets Department Jun. 2007 General Manager, General Planning Department Jun. 2008 Director and General Manager, General Planning Department Jun. 2009 Managing Director Jun. 2012 Managing Director (Representative Director) Jun. 2013 Senior Managing Director (Representative Director) Jun. 2015 Retired Director Chairman, Fukushima Corporation Aug. 2015 Representative Director and President, Toho Securities Co., Ltd. May 2018 Retired Chairman, Fukushima Corporation Retired Representative Director and President, Toho Securities Co., Ltd. Jun. 2018 Advisor, the Bank Jun. 2018 Director and President (to the present)</p> | 1,300 shares |
| <p>[Reasons for selection] Mr. Takahiro Kato is well-versed in the region and the management of regional financial institutions, and has a good personality, insight, capability, and achievements. The Bank has thus judged that he is the most appropriate person as a representative of the Bank.</p> | | | |
| 2 | Akinori Sato (Apr. 19, 1956) [Reappointment] | <p>Apr. 1980 Joined the Bank Mar. 2000 General Manager, Taira-higashi Branch Jun. 2001 General Manager, Tanagura Branch May 2002 General Manager, Public Relations Section, Corporate Planning Department May 2003 General Manager, Corporate Sales Department, Main Office Sales Department Apr. 2005 General Manager, Corporate Relations Department, Main Office Sales Department Oct. 2005 General Manager, Soma Branch Jul. 2007 General Manager, Nihonmatsu Branch Jul. 2009 General Manager, Aizu Branch Jun. 2012 General Manager, Taira Branch Jun. 2014 Executive Officer and General Manager, Planning Headquarters Jun. 2015 Director and General Manager, Planning Headquarters (to the present)</p> | 8,600 shares |
| <p>[Reasons for selection] Mr. Akinori Sato has wide knowledge regarding sales, branch management, and planning of the Bank as a manager of core branches, Executive Officer, and Director, and the Bank wishes to continue to utilize this knowledge in the management of the Bank.</p> | | | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|-----|----------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| 3 | Takashi Yanai (Feb. 6, 1959) [Reappointment] | Apr. 1982 Joined the Bank Apr. 2004 Team Leader, Corporate Planning Team Mar. 2006 Team Leader, Operation Development Team Jun. 2006 Team Leader, Risk Management Team Mar. 2007 Team Leader, Sales Planning Team Mar. 2008 Team Leader, Corporate Planning Team Jul. 2009 General Manager, Risk Management Office Apr. 2010 General Manager, Sales Planning Office Apr. 2012 General Manager, Omiya Branch Apr. 2014 General Manager, Administrative Control Office Aug. 2015 General Manager, Administrative Planning Department Jun. 2016 Executive Officer and General Manager, Administrative Headquarters Jun. 2017 Director and General Manager, Administrative Headquarters (to the present) | 5,143 shares |
| | | [Reasons for selection] Mr. Takashi Yanai has served as a manager of planning divisions of headquarters such as Team Leader of Corporate Planning Team, General Manager of Sales Planning Office and Administrative Planning Department, recently promoting the streamline of administration as General Manager of Administrative Headquarters, and the Bank wishes to utilize this wide knowledge and experience in the management of the Bank. | |
| 4 | Toshihiko Sato (Jul. 30, 1968) [Reappointment] | Apr. 1991 Joined the Bank Oct. 2008 General Manager, Corporate Support Office, Corporate Sales Team Apr. 2010 Senior Vice President, Corporate Support Office Mar. 2011 General Manager, Revitalization Support Office Apr. 2013 General Manager, Credit Management Office Aug. 2015 General Manager, Credit Control Department Jun. 2016 Executive Officer and General Manager, Credit Department and General Manager, Credit Control Department Jun. 2018 Director, General Manager, Operations Headquarters, General Manager, Credit Department and General Manager, Credit Control Department (to the present) | 3,200 shares |
| | | [Reasons for selection] Mr. Toshihiko Sato has served as General Manager of the Credit Department and General Manager of the Credit Control Department, and has wide-ranging expertise and abundant experience not only in the credit division, but also in the areas of credit management and business revitalization support. The Bank therefore wishes to utilize this wide knowledge and experience in the business execution of the Bank. | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|-----|---------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| 5 | Akira Koketsu (Apr. 21, 1952) [Reappointment] [Outside Director] [Independent Director] | Apr. 1976 Joined Hakuodo Incorporated Dec. 1995 General Manager, Sales Department Dec. 1999 Acting General Manager, Sales Bureau Jun. 2002 Representative Director and President, Fukushima Hakuodo Incorporated Thereafter, served as Representative Director and President and Director, Morioka Hakuodo Incorporated, Akita Hakuodo Incorporated, Fukushima Hakuodo Incorporated, and Sendai Hakuodo Incorporated and Director, Aomori Hakuodo Incorporated Jul. 2012 Advisor, Tohoku Hakuodo Incorporated Mar. 2013 Retired Advisor Apr. 2013 Visiting Professor, Yamagata University (until March 2019) Jun. 2013 Director, the Bank (to the present) | 4,000 shares |
| | | [Reasons for selection] Mr. Akira Koketsu has specialized knowledge regarding organizational management, marketing, and ethics, etc., from his many years of experience as a corporate manager and as a university visiting professor (in charge of engineering ethics), and the Bank wishes to continue to utilize this wide and advanced knowledge and experience, etc., in the management of the Bank. | |
| 6 | Akira Kawate (Sep. 26, 1953) [Reappointment] [Outside Director] [Independent Director] | Apr. 1978 Joined Ministry of Home Affairs Apr. 1992 Deputy General Manager, Planning and Procurement Department, Fukushima Prefecture Apr. 1993 General Manager, Commercial and Industrial Labour Department, Fukushima Prefecture Apr. 1996 General Manager, General Affairs Department, Fukushima Prefecture Apr. 1999 Vice Governor, Fukushima Prefecture Dec. 2006 Vice Chairman, Emergency Development Foundation Jul. 2012 Full-time Director, Japan Firefighting Association Jul. 2013 Advisor, Sumitomo Mitsui Trust Bank, Limited Aug. 2015 Executive Director, National City Development Association (until June 2018) Jun. 2016 Director, the Bank (to the present) Jul. 2018 Senior Director, National Federation of Underpopulated Region Self-Reliance Support | 1,200 shares |
| | | [Reasons for selection] Mr. Akira Kawate has superior knowledge and experience regarding regional affairs and organizational management as the Vice Governor of Fukushima Prefecture and foundation executive, and the Bank wishes to continue to utilize this wide and advanced knowledge and experience, etc., in the management of the Bank. In addition, although Mr. Kawate has no experience in corporate management other than serving as Outside Director, the Bank has judged that he will be able to fulfill duties of Outside Director in an appropriate manner based on the above reasons. | |

| No. | Name (Date of birth) | Past experience, positions, responsibilities, and significant concurrent positions | Number of shares of the Bank held |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| 7 | Yumiko Nihei (Aug. 31, 1950) [Reappointment] [Outside Director] [Independent Director] | <p>Apr. 1995 Part-time Instructor, Sakura no Seibo Junior College (Lifestyle Culture Theory)</p> <p>Apr. 2000 Full-time Instructor, Sakura no Seibo Junior College</p> <p>Apr. 2004 Chairperson, Fukushima Prefecture Joint Male-Female Committee (until Feb. 2015)</p> <p>Apr. 2006 Associate Professor, Sakura no Seibo Junior College</p> <p>Apr. 2013 Professor, Career Education Department, Sakura no Seibo Junior College (Japanese Constitution, Legal, Labour Laws, Human Rights, Fukushima Studies, etc.)</p> <p>Oct. 2013 Committee Member, Fukushima Regional Labour Committee (until June 2016)</p> <p>Mar. 2016 Retired Sakura no Seibo Junior College</p> <p>Jun. 2016 Director, the Bank (to the present)</p> <p>Jun. 2019 Member of Fukushima Medical University Certified Review Board</p> | 2,000 shares |
| <p>[Reasons for selection]</p> <p>Ms. Yumiko Nihei has specialized knowledge regarding legal studies and women's studies, etc., through many years of instruction at Sakura no Seibo Junior College, etc., and has also served in many public positions such as Committee Member, Fukushima Regional Labour Committee, and the Bank wishes to continue to utilize this wide and advanced knowledge and experience, etc., in the management of the Bank. In addition, although Ms. Nihei has no experience in corporate management other than serving as Outside Director, the Bank has judged that she will be able to fulfill duties of Outside Director in an appropriate manner based on the above reasons.</p> | | | |

(Notes)

- There are no special interest relationships between each candidate and the Bank.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei are candidates for Outside Director. Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei have been submitted to the Tokyo Stock Exchange as an Independent Director based on the definitions of said Exchange, and if each of them are elected at this General Meeting, they are scheduled to continue to be an Independent Director.
- The Bank has concluded agreements with Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei in accordance with Article 427, Paragraph 1 of the Companies Act and the Bank's Articles of Incorporation to limit their liabilities that correspond to the requirements provided in Article 423, Paragraph 1 of the Companies Act. If each of them are reappointed, the Bank is scheduled to continue the agreement with them.
The maximum amount of liability for damages based on said agreement for Outside Directors is 15 million yen or the minimum amount of liability as stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is higher.
- The term of office of Mr. Akira Koketsu as Outside Director of the Bank will be six years at the conclusion of this General Meeting. Also, the term of office of Mr. Akira Kawate and Ms. Yumiko Nihei as Outside Directors of the Bank will be three years at the conclusion of this General Meeting.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei have not been business executors or executives of the Bank or its subsidiaries.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei are not parent companies, etc., of the Bank, and were not parent companies, etc., of the Bank within the past five years.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei are not business executors or executives of designated affiliated companies of the Bank, and were not business executors or executives of designated affiliated companies of the Bank within the past five years.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei are not scheduled to receive a significant amount of cash or other property from the Bank or a designated affiliated company of the Bank, and have not received any within the past two years.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei are not spouses, relatives within the second degree, or equivalent persons of a business executor or executive of the parent company, etc., of the Bank, the Bank, or a designated affiliated company of the Bank.
- Mr. Akira Koketsu, Mr. Akira Kawate, and Ms. Yumiko Nihei were not business executors at a stock company for which the Bank succeeded rights and obligations via a merger, absorption-type split, incorporation-type demerger, or transfer of business directly before said merger, etc., within the past two years.

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

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

The Audit & Supervisory Board has approved this Proposal.

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

| No. | Name (Date of birth) | Past experience, positions, and significant concurrent positions | Number of shares of the Bank held |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| 1 | Fumio Shinkai (Oct. 16, 1951) [Reappointment] [Outside Audit & Supervisory Board Member] [Independent Auditor] | Apr. 1992 Registered at Dai-ichi Tokyo Bar Association Apr. 1996 Transferred to Fukushima Bar Association Established Shinkai Law Office Jun. 2004 Public member, Fukushima Prefecture Labor Committee Apr. 2006 Advisor, Fukushima City (to the present) Nov. 2008 Representative Partner & Lawyer, Shinkai Law Office (to the present) Jun. 2011 Audit & Supervisory Board Member, the Bank (to the present) Jun. 2012 Chairman, Fukushima Prefecture Labor Committee Oct. 2013 Chairman, Fukushima Local Labor Council Apr. 2016 Chairman, Fukushima Bar Association | 1,200 shares |
| [Reasons for selection] Mr. Fumio Shinkai has specialized knowledge and experience regarding legal affairs as a lawyer and has also served in many public positions such as Chairman of Fukushima Prefecture Labor Committee and Chairman of Fukushima Bar Association, and the Bank wishes to utilize this wide and advanced knowledge and experience, etc., in the audits of the Bank. In addition, although Mr. Shinkai has no experience in corporate management other than serving as Outside Audit & Supervisory Board Member, the Bank has judged that he will be able to fulfill duties of Outside Audit & Supervisory Board Member in an appropriate manner based on the above reasons. | | | |

(Notes)

1. There are no special interest relationships between the candidate and the Bank.
2. Mr. Fumio Shinkai is a candidate for Outside Audit & Supervisory Board Member, and is a candidate for Independent Auditor that will not have conflicts of interest with general shareholders as required by the Tokyo Stock Exchange.
3. The term of office of Mr. Fumio Shinkai as Audit & Supervisory Board Member of the Bank will be eight years at the conclusion of this General Meeting.
4. To allow for Outside Audit & Supervisory Board Members to adequately exercise their abilities during the course of executing their expected duties, the Bank has defined in its Articles of Incorporation the ability to conclude agreements to limit the liability for damages to the Bank to within a certain limit. The candidate for Outside Audit & Supervisory Board Member Mr. Fumio Shinkai has concluded said agreement with the Bank. The outline of the agreement is that when he, as Outside Audit & Supervisory Board Member, becomes liable as stipulated in Article 423, Paragraph 1 of the Companies Act, the maximum amount of liability for damages is 10 million yen or the minimum amount of limit for liability as stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is greater, if he acts in good faith and is not grossly negligent. In the event that this Proposal is approved and Mr. Fumio Shinkai is reappointed, the Bank will continue the above liability limitation agreement with him.
5. Mr. Fumio Shinkai has not been a business executor or executive of the Bank or its subsidiaries.
6. Mr. Fumio Shinkai is not parent company, etc., of the Bank, and was not parent company, etc., of the Bank within the past five years.
7. Mr. Fumio Shinkai is not a business executor or executive of designated affiliated companies of the Bank, and was not a business executor or executive of designated affiliated companies of the Bank within the past five years.
8. Mr. Fumio Shinkai is not scheduled to receive a significant amount of cash or other property from the Bank or a designated affiliated company of the Bank, and has not received any within the past two years.
9. Mr. Fumio Shinkai is not a spouse, relative within the second degree, or equivalent person of a business executor or executive of the parent company, etc., of the Bank, the Bank, or a designated affiliated company of the Bank.
10. Mr. Fumio Shinkai was not a business executor at a stock company for which the Bank succeeded rights and obligations via a merger, absorption-type split, incorporation-type demerger, or transfer of business directly before said merger, etc., within the past two years.

End