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(Securities Code: 8382)
June 3, 2020

To Shareholders with Voting Rights:

Sadanori Kato
President
The Chugoku Bank, Ltd.
1-15-20 Marunouchi, Kita-ku,
Okayama, Japan

**NOTICE OF CONVOCATION OF
THE 139TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to inform you that the 139th Ordinary General Meeting of Shareholders of The Chugoku Bank, Ltd. (the “Bank”) will be held for the purposes as described below.

A state of emergency declared by the Japanese government, and the emergency countermeasures taken by Okayama Prefecture in April this year have imposed a stringent self-restraint outings restriction, in response to the spread of the novel coronavirus disease (COVID-19).

On May 14, the state of emergency was lifted except for some designated prefectures subject to specific warnings, and Okayama Prefecture expects to resume socio-economic activities in the future. However, we still face the possibility of the infection's resurgence, and strict vigilance, such as putting thorough preventive measures in place, is still required. As a result of careful consideration in response to this situation, we concluded to hold the Ordinary General Meeting of Shareholders after implementing measures to prevent the spread of infection.

In light of this situation, we would like to advise our shareholders to refrain from attending the Ordinary General Meeting of Shareholders as much as possible to prevent the spread of infection. Instead, we request that our shareholders exercise their voting rights either in writing or via the Internet, etc. When you exercise your voting right in advance, please review the “Reference Documents for the General Meeting of Shareholders” described hereinafter and exercise your voting rights by Wednesday, June 24, 2020, at 5:00 p.m. Japan time.

1. **Date and Time:** Thursday, June 25, 2020 at 10:00 a.m. Japan time
2. **Place:** 3F Auditorium, Head Office, the Bank, 1-15-20 Marunouchi, Kita-ku, Okayama, Japan
3. **Meeting Agenda:**
Matters to be reported:
 1. The Business Report and Non-consolidated Financial Statements for the Bank's 139th Fiscal Year (from April 1, 2019 to March 31, 2020)
 2. Consolidated Financial Statements for the Bank's 139th Fiscal Year (from April 1, 2019 to March 31, 2020) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Ten (10) Directors (Excluding Directors Serving as Audit and

Supervisory Committee Members)
Proposal No. 3: Election of Six (6) Directors Serving as Audit and Supervisory Committee Members

Exercise of Voting Rights

Exercise of Voting Rights by Attending the Meeting

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

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 the aforementioned deadline.

Exercise of Voting Rights via the Internet, etc.

If voting via the Internet, etc., please confirm the “Procedures to Exercise of Voting Rights via the Internet, etc.” and exercise your voting rights by the aforementioned deadline.

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

End

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- ◎ There is no distribution of souvenirs to our shareholders attending the meeting. We sincerely appreciate your understanding.
 - ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Additionally, please bring this Notice of Convocation with you to conserve resources.
 - ◎ The venue will be extremely crowded during the time immediately before the meeting begins; please arrive early. Additionally, the reception is scheduled to begin at 9:00 a.m. Japan time.
 - ◎ Pursuant to laws and regulations as well as Article 16 of the Articles of Incorporation of the Bank, the following items are posted on the Bank’s website and are not included in this Notice of Convocation.
 1. Business Report
 - (1) “Matters Concerning Stock Acquisition Rights of the Bank, etc.”
 - (2) “Basic Policy Regarding the Desirable State of Parties Controlling the Determination of the Bank’s Financial and Business Policies”
 - (3) “Systems to Secure the Appropriateness of Operations”
 - (4) “Matters Concerning Specified Wholly-Owned Subsidiaries”
 - (5) “Matters Concerning Transactions with the Parent Company”
 - (6) “Matters Concerning Accounting Advisor”
 2. Financial Statements
 - (1) “Non-Consolidated Statements of Changes in Net Assets” and “Notes to the Non-consolidated Financial Statements”
 - (2) “Consolidated Statements of Changes in Net Assets” and “Notes to the 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 and Supervisory Committee during preparation of the Audit Reports.
- ◎ Revisions 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.

The Bank’s Website	https://www.chugin.co.jp/
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Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The Bank proposes the following regarding appropriation of surplus.

<Matters concerning year-end dividends>

The Bank's policy on dividends, in view of working to provide further profit returns to shareholders, is to have a stable annual dividend of 18 yen per share which is unaffected by business results, and to have a shareholder return ratio, the sum of dividends and purchases of treasury stock, of 35% of net income. Based on this policy, the Bank proposes the following year-end dividends for the 139th fiscal year.

- (1) Matters concerning the allotment of dividend property to shareholders and the total amount
11 yen per share of common stock, for a total of 2,068,656,986 yen
*As 11 yen was paid as an interim dividend, dividends to be paid for the full fiscal year amount to 22 yen, the same from the previous fiscal year.
- (2) Effective date of distribution of surplus
Friday, June 26, 2020

Proposal No. 2: Election of Ten (10) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)

The terms of office of ten (10) Directors (excluding Directors serving as Audit and Supervisory Committee Members; the same applies in the rest of this Proposal) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of ten (10) Directors is proposed.

Candidates for the Directors are decided by the resolution of the Board of Directors upon the deliberation by the Nominating and Compensation Committee that is chaired by an outside director, and the Bank judges that each of the candidates is qualified for a Director of the Bank.

The candidates for Director are as follows:

No.	Name	Current position at the Bank		Attendance at meetings of the Board of Directors
1	Masato Miyanaga	Director and Chairman	[Reappointment] [Male]	11/11 (100%)
2	Sadanori Kato	Director and President (Representative Director)	[Reappointment] [Male]	11/11 (100%)
3	Koji Terasaka	Senior Managing Director (Representative Director)	[Reappointment] [Male]	11/11 (100%)
4	Ikuhide Harada	Senior Managing Director (Representative Director)	[Reappointment] [Male]	11/11 (100%)
5	Shinichi Taniguchi	Managing Director	[Reappointment] [Male]	11/11 (100%)
6	Tatsuo Hiramoto	Managing Director	[Reappointment] [Male]	9/9 (100%)
7	Hiroyuki Ohara	Managing Director	[Reappointment] [Male]	9/9 (100%)
8	Hiromichi Kato	Managing Director	[Reappointment] [Male]	9/9 (100%)
9	Yoshio Sato	Outside Director	[Reappointment] [Outside] [Independent] [Male]	10/11 (90.9%)
10	Akira Kodera	Outside Director	[Reappointment] [Outside] [Independent] [Male]	11/11 (100%)

1 Masato Miyanaga

[Reappointment]
[Male]

Date of birth
September 12, 1954

Term of office as Director:
15 years (at the conclusion
of this General Meeting of
Shareholders)

**Attendance at meetings of
the Board of Directors:**
11/11 (100%)

**Number of shares of the
Bank held:**
24,400 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1977	Joined the Bank
Jun.	1999	General Manager, Tanokuchi Branch
Oct.	2000	General Manager, Credit Administration Department
Jun.	2003	General Manager, Fukuyama Branch and Senior Deputy General Manager, Bingo Regional Headquarters
Jun.	2005	Director and General Manager, Credit Supervision Department
Jun.	2006	Director, General Manager, Credit Supervision Department and General Manager, Credit Rating Center
Jun.	2007	Managing Director
Jun.	2011	Director and President (Representative Director)
Jun.	2019	Director and Chairman (current position)

Reasons for selecting the candidate for Director:

Since joining the Bank in 1977, he has gained examination and planning experience in the Credit Supervision Department, served as General Manager of the Credit Administration Department, General Manager of the Fukuyama Branch, General Manager of the Credit Supervision Department, and has also held the posts of supervisor of the Management Planning Department, Risk Management Department, Compliance Department, as Managing Officer. He possesses deep knowledge from his wealth of experience in a wide range of business, in addition to a high sense of balance. He has served as Director and President since 2011, and has formulated and implemented the 10-year long-term management plan, "Vision 2027: Plan for Creating the Future Together", by quickly responding to changes in the business environment. He has been serving as Director and Chairman since 2019. The Bank nominates him as a candidate for Director with the expectation that he will continue to contribute to the Bank's business performance development by using his wealth of management experience and deep knowledge mainly in the Bank's external activities.

2

Sadanori Kato

[Reappointment]
[Male]

Date of birth
August 23, 1957

Term of office as Director:
7 years (at the conclusion of
this General Meeting of
Shareholders)

**Attendance at meetings of
the Board of Directors:**
11/11 (100%)

**Number of shares of the
Bank held:**
19,657 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1981	Joined the Bank
Feb.	2003	General Manager, Kamogata Branch
Feb.	2005	General Manager, Konan Branch
Feb.	2008	Senior Deputy General Manager, Computer System Department
Jun.	2008	General Manager, Computer System Department
Jun.	2012	Commissioner and General Manager, Computer System Department
Jun.	2013	Director and General Manager, Personnel Department
Jun.	2015	Managing Director
Jun.	2017	Senior Managing Director (Representative Director)
Jun.	2019	Director and President (Representative Director) (current position)

Responsibilities:

Overall business, Secretariat and NEXT 10 Promotion Department

Reasons for selecting the candidate for Director:

Since joining the Bank in 1981, he has gained experience in the Management Planning Department and Business Planning Department, has served as General Manager of the Konan Branch, the Computer System Department, and the Personnel Department, and has held the posts of supervisor of the Management Planning Department, Compliance Department, Computer System Department and Risk Management Department, as Managing Officer. He possesses deep knowledge of a wide range of operations from his wealth of experience, with a sense of balance and high trustworthiness. He has been serving as Director and President since 2019, and has been aptly fulfilling those duties and responsibilities. He has formulated the medium-term management plan, “The Stage II, Plan for Creating the Future Together” in March 2020, with leveraging his future-oriented mind to positively perceive the shift in the market as a chance, and working towards the actualization of the growth strategy with the Bank’s collective group efforts.

The Bank nominates him as candidate for Director, as it expects him to utilize his wealth of experience and wide range of knowledge to lead the Bank’s business performance development as he has high management planning ability and a sense of balance.

3

Koji Terasaka

[Reappointment]
[Male]

Date of birth
October 25, 1957

Term of office as Director:
7 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
11/11 (100%)

Number of shares of the Bank held:
11,476 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1980	Joined the Bank
Feb.	2003	General Manager, Hinase Branch
Jun.	2005	General Manager, Fuchu Branch
Jun.	2009	General Manager, Credit Supervision Department and General Manager, Credit Rating Center
Oct.	2011	General Manager, Credit Supervision Department
Jun.	2012	Commissioner and General Manager, Credit Supervision Department
Jun.	2013	Director and General Manager, Shikoku Regional Headquarters
Feb.	2015	Director and General Manager, Head Office Business Department
Jun.	2017	Managing Director
Jun.	2019	Senior Managing Director (Representative Director) (current position)

Responsibilities:

Overall business, Audit & Inspection Department and Personnel Department

Reasons for selecting the candidate for Director:

Since joining the Bank in 1980, he has gained experience in the Credit Supervision Department, served as a General Manager of the Credit Supervision Department, Shikoku Regional Headquarters, and Head Office Business Department, and has held the posts of supervisor of the Credit Supervision Department, Administrative Planning Department, Treasury Administration Department, Personal Department and Audit & Inspection Department as Managing Officer. He possesses deep knowledge in a credit decision, and overall operation of management and administration, in addition to marketing from a wealth of business experience. He has been serving as Senior Managing Director since 2019 and has been aptly fulfilling those duties and responsibilities.

The Bank nominates him as candidate for Director, as he has strong skill at building customer relationships and has a great network, and he is expected to utilize his wealth of experience and wide range of knowledge to contribute to the Bank's business performance development.

4

Ikuhide Harada

[Reappointment]
[Male]

Date of birth
April 6, 1961

Term of office as Director:
3 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
11/11 (100%)

Number of shares of the Bank held:
12,063 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1985	Joined the Bank
Oct.	2007	General Manager, Hirai Branch
Jun.	2009	General Manager, Fuchu Branch
Jun.	2011	General Manager, Osaka Branch
Jun.	2013	General Manager, Fukuyama Branch and Senior Deputy General Manager, Bingo Regional Headquarters
Jun.	2015	Executive Officer and General Manager, Personnel Department
Jun.	2017	Managing Director
Jun.	2019	Senior Managing Director (Representative Director) (current position)

Responsibilities:

Overall business, Management Planning Department, Computer System Department and Tokyo Liaison Office

Reasons for selecting the candidate for Director:

Since joining the Bank in 1985, he has gained experience in the Business Promotion Department, served as General Manager of the Osaka Branch, Fukuyama Branch, and Personnel Department and has held the posts of supervisor of Computer System Department, Risk Management Department and Management Planning Department, as Managing Officer. He possesses deep knowledge in business promotion, personnel planning, system, risk management, as well as overall management planning from a wealth of business experience. He has been serving as Senior Managing Director since 2019, and has been aptly fulfilling those duties and responsibilities. The Bank nominates him as candidate for Director, as he has excellent logicity and sense of balance, planning and creative skills, and he is expected to utilize his wealth of experience and wide range of knowledge to contribute to the Bank's business performance development.

5 Shinichi Taniguchi

[Reappointment]
[Male]

Date of birth
October 21, 1964

Term of office as Director:
3 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
11/11 (100%)

Number of shares of the Bank held:
7,935 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1987 Joined the Bank
Jun. 2008 General Manager, Kakogawa Branch
Jun. 2011 General Manager, Tanokuchi Branch
Jun. 2013 General Manager, Management Planning Department
Jun. 2015 Executive Officer and General Manager, Tsuyama Branch
Jun. 2017 Managing Director and General Manager, Bingo Regional Headquarters
Jun. 2019 Managing Director (current position)

Responsibilities:

Business Promotion Department and Solution Marketing Department

Reasons for selecting the candidate for Director:

Since joining the Bank in 1987, he has gained experience in the Management Planning Department, served as General Manager of the Management Planning Department and Tsuyama Branch, and has held the posts of supervisor of Bingo Regional Headquarters and the Business Marketing Promotion Department as Managing Officer. He possesses deep knowledge in management planning and business promotion from a wealth of business experience. He has been serving as Managing Director since 2017, and has been aptly fulfilling those duties and responsibilities. The Bank nominates him as candidate for Director with the expectation that he will utilize his wealth of experience and wide range of knowledge to contribute to the Bank's business performance development.

6 Tatsuo Hiramoto

[Reappointment]
[Male]

Date of birth
January 16, 1964

Term of office as Director:
1 year (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
9/9 (100%)

Number of shares of the Bank held:
8,929 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1987 Joined the Bank
Jun. 2009 General Manager, Mizushima Higashi Branch
Jun. 2011 General Manager, Tamashima Branch
Jun. 2013 General Manager, Tokyo Branch
Jun. 2015 Executive Officer and General Manager, Management Planning Department
Jun. 2017 Managing Executive Officer and General Manager, Management Planning Department
Apr. 2019 Managing Executive Officer, General Manager, Management Planning Department and General Manager, Cost Management Center
May 2019 Managing Executive Officer, General Manager, Management Planning Department, General Manager, Cost Management Center and General Manager, General Affairs Department
Jun. 2019 Managing Director (current position)

Responsibilities:

Credit Supervision Department, Administrative Planning Department and Treasury Administration Department

Reasons for selecting the candidate for Director:

Since joining the Bank in 1987, he has gained experience in the Credit Supervision Department, served as a General Manager of Tokyo Branch and Management Planning Department, and has held the posts of supervisor of Credit Supervision Department, Administrative Planning Department and Treasury Administration Department as Managing Officer. He possesses deep knowledge in management planning and credit decision operation from a wealth of business experience. He has been serving as Managing Director since 2019, and has been aptly fulfilling those duties and responsibilities. The Bank nominates him as candidate for Director with the expectation that he will utilize his wealth of experience and wide range of knowledge to contribute to the Bank's business performance development.

7 Hiroyuki Ohara

[Reappointment]
[Male]

Date of birth
July 10, 1962

Term of office as Director:
1 year (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
9/9 (100%)

Number of shares of the Bank held:
4,779 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1985 Joined the Bank
Feb. 2006 General Manager, Takehara Branch
Feb. 2008 General Manager supervising Credit Supervision Department and General Manager, Management Support Center
Jun. 2011 General Manager, Yonago Branch
Jun. 2013 General Manager, Credit Supervision Department
Jun. 2017 Executive Officer and General Manager, Personnel Department
Jun. 2019 Managing Director (current position)

Responsibilities:

Risk Management Department and Compliance Department

Reasons for selecting the candidate for Director:

Since joining the Bank in 1985, he has gained experience in the Credit Supervision Department, served as General Manager of the Credit Supervision Department and Personnel Department, and has held the posts of supervisor of Compliance Department and Risk Management Department as Managing Officer. He possesses deep knowledge in personnel planning and credit decision operation from a wealth of business experience. He has been serving as Managing Director since 2019, and has been aptly fulfilling those duties and responsibilities. The Bank nominates him as candidate for Director with the expectation that he will utilize his wealth of experience and wide range of knowledge to contribute to the Bank's business performance development.

8 Hiromichi Kato

[Reappointment]
[Male]

Date of birth
September 20, 1962

Term of office as Director:
1 year (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
9/9 (100%)

Number of shares of the Bank held:
2,498 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1986 Joined the Bank
Jun. 2009 General Manager, Hiroshima Funairi Branch
Jun. 2011 General Manager, Hirai Branch
Jun. 2013 General Manager, Himeji Branch
Jun. 2015 General Manager, Financial Business Department and General Manager, Structured Finance Center
Jun. 2017 Executive Officer and General Manager, Tsuyama Branch
Jun. 2019 Managing Director (current position)

Responsibilities:

Funds & Securities Department, International Affairs Department and General Affairs Department

Reasons for selecting the candidate for Director:

Since joining the Bank in 1986, he has gained experience in the Funds & Securities Department, served as General Manager of the Financial Business Department and Tsuyama Branch, and has held the posts of supervisor of Funds & Securities Department, International Affairs Department as Managing Officer. He possesses deep knowledge in fund operations from a wealth of business experience. He has been serving as Managing Director since 2019, and has been aptly fulfilling those duties and responsibilities. The Bank nominates him as candidate for Director with the expectation that he will utilize his wealth of experience and wide range of knowledge to contribute to the Bank's business performance development.

9

Yoshio Sato

[Reappointment]

[Outside]

[Independent]

[Male]

Date of birth

February 14, 1949

Term of office as Director:

6 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:

10/11 (90.9%)

Number of shares of the Bank held:

2,500 shares

Past experience, positions, responsibilities, and significant concurrent positions

Jul. 1974 Joined Arthur Andersen & Co.
Jul. 1979 Resigned from Arthur Andersen & Co.
Aug. 1979 Joined Tohmatsu Aoki Audit Firm
Mar. 1981 Registered as Certified Public Accountant
Aug. 1986 Resigned from Tohmatsu Aoki Audit Firm
Sep. 1986 Established Yoshio Sato CPA Firm
Representative, Yoshio Sato CPA Firm (current position)
Jun. 2006 Outside Audit & Supervisory Board Member, the Bank
Jun. 2014 Outside Director (current position)

Reasons for selecting the candidate for Outside Director:

Through his many years of experience as a certified public accountant, he has gained a wealth of experience and a high level of knowledge and specialization in finance and accounting, in addition to being sufficiently familiar with the local economic community. The Bank nominates him as candidate for Outside Director with the expectation that he will give advice that utilizes his knowledge and strengthen the viability of the decision-making functions and supervisory functions of the Board of Directors from his position of being independent from management.

10

Akira Kodera

[Reappointment]

[Outside]

[Independent]

[Male]

Date of birth

April 23, 1947

Term of office as Director:

4 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:

11/11 (100%)

Number of shares of the Bank held:

2,600 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr. 1970 Joined ITOCHU Corporation
Jun. 2000 Executive Officer, ITOCHU Corporation
Apr. 2002 Managing Executive Officer, ITOCHU Corporation
Jun. 2004 Representative Director and Managing Executive Officer, ITOCHU Corporation
Jun. 2006 Resigned from ITOCHU Corporation
Assumed the office of Representative Director, ITOCHU ENEX CO., LTD.
Jun. 2012 Chairman of the Board of Directors, ITOCHU ENEX CO., LTD.
Mar. 2015 Resigned from ITOCHU ENEX CO., LTD.
Jun. 2016 Outside Director, the Bank (current position)

Reasons for selecting the candidate for Outside Director:

He has held the posts of Representative Director and Managing Executive Officer of the ITOCHU Corporation and Representative Director, President and Chairman of ITOCHU ENEX CO., LTD. He possesses a wealth of corporate management experience and a high level of knowledge. The Bank nominates him as candidate for Outside Director with the expectation that he will give advice that utilizes his knowledge and experience as a corporate manager, and strengthen the viability of the decision-making functions and supervisory functions of the Board of Directors from his position of being independent from management.

- (Notes)
1. There are no special interests between the candidates and the Bank.
 2. Messrs. Yoshio Sato and Akira Kodera are candidates for Outside Director. The Bank has registered Messrs. Yoshio Sato and Akira Kodera at the Tokyo Stock Exchange as Independent Director/Auditor stipulated by the aforementioned Exchange. If this Proposal is approved as proposed, the Bank plans to designate Messrs. Yoshio Sato and Akira Kodera as Independent Director/Auditor.
 3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Bank has entered into an agreement with Outside Directors to limit their liability for damages as provided for by Article 423, Paragraph 1 of said Act. The liability amount for Outside Directors pursuant to such agreement shall be the minimum amount stipulated by laws and regulations. If this Proposal is approved as proposed, the Bank plans to continue to have the Agreement in effect with Messrs. Yoshio Sato and Akira Kodera.

Proposal No. 3: Election of Six (6) Directors Serving as Audit and Supervisory Committee Members

The terms of office of six (6) Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of six (6) Directors serving as Audit and Supervisory Committee Members is proposed.

This proposal has received the approval of the Audit and Supervisory Committee.

The candidates for Directors serving as Audit and Supervisory Committee Members are as follows:

No.	Name	Current position at the Bank		Attendance at meetings of the Board of Directors and the Audit and Supervisory Committee
1	Hiromichi Ando	Full-time Audit and Supervisory Committee Member	[Reappointment] [Male]	The Board of Directors' meeting 11/11 (100%) The Audit and Supervisory Committee's meeting 12/12 (100%)
2	Kotaro Kogame	Full-time Audit and Supervisory Committee Member	[Reappointment] [Male]	The Board of Directors' meeting 9/9 (100%) The Audit and Supervisory Committee's meeting 9/9 (100%)
3	Hiromichi Furuya	Audit and Supervisory Committee Member	[Reappointment] [Outside] [Independent] [Male]	The Board of Directors' meeting 11/11 (100%) The Audit and Supervisory Committee's meeting 12/12 (100%)
4	Toshihide Saito	Audit and Supervisory Committee Member	[Reappointment] [Outside] [Independent] [Male]	The Board of Directors' meeting 11/11 (100%) The Audit and Supervisory Committee's meeting 12/12 (100%)
5	Kazuhiro Tanaka	Audit and Supervisory Committee Member	[Reappointment] [Outside] [Independent] [Male]	The Board of Directors' meeting 11/11 (100%) The Audit and Supervisory Committee's meeting 10/12 (83.3%)
6	Yukiyo Kiyono		[New candidate] [Outside] [Independent] [Female]	The Board of Directors' meeting - The Audit and Supervisory Committee's meeting -

1 Hiromichi Ando

[Reappointment]

[Male]

Date of birth

February 28, 1958

Term of office as Director:

9 years (at the conclusion of this General Meeting of Shareholders)

Term of office as Director serving as Audit and Supervisory Committee Member:

3 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:

11/11 (100%)

Attendance at meetings of the Audit and Supervisory Committee:

12/12 (100%)

Number of shares of the Bank held:

15,000 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1981	Joined the Bank
Feb.	2002	General Manager, Higashi Okayama Branch
Jan.	2004	Senior Deputy General Manager, Okayama-Minami Branch
Nov.	2005	Senior Supervisor, Business Support Department
Jun.	2006	Senior Supervisor, Business Support Department and General Manager, Public Services Department
Jun.	2007	General Manager, Management Planning Department
Jun.	2009	General Manager, Tokyo Branch
Jun.	2011	Director and General Manager, Personnel Department
Jun.	2013	Director and General Manager, Audit & Inspection Department
Jun.	2017	Director (Full-time Audit and Supervisory Committee Member) (current position)

Reasons for selecting the candidate for Director serving as Audit and Supervisory Committee Member:

Since joining the Bank in 1981, he has gained experience in Personnel Department, and has served as General Manager of the Management Planning Department, Personnel Department, and Audit & Inspection Department. He possesses a wealth of business experience and a wide range of knowledge. The Bank nominates him as candidate for Director serving as Audit and Supervisory Committee Member with the expectation that he will audit the execution of duties by Directors in fair and appropriate manner as Audit and Supervisory Committee Member.

2 Kotaro Kogame

[Reappointment]

[Male]

Date of birth

February 26, 1961

Term of office as Director:

1 year (at the conclusion of this General Meeting of Shareholders)

Term of office as Director serving as Audit and Supervisory Committee Member:

1 year (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:

9/9 (100%)

Attendance at meetings of the Audit and Supervisory Committee:

9/9 (100%)

Number of shares of the Bank held:

3,829 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1984	Joined the Bank
Jun.	2007	General Manager, Marugame Branch
Feb.	2010	General Manager, Risk Management Department
Jun.	2013	General Manager, Hiroshima Branch
Jun.	2015	Commissioner and General Manager, Hiroshima Branch
Jun.	2016	Commissioner and General Manager, NEXT 10 Promotion Department
Jun.	2017	Executive Officer and General Manager, Audit & Inspection Department
Jun.	2019	Director (Full-time Audit and Supervisory Committee Member) (current position)

Reasons for selecting the candidate for Director serving as Audit and Supervisory Committee Member:

Since joining the Bank in 1984, he has gained experience in the Business Marketing Promotion Department and Planning and Statistics Department, and has served as General Manager of the Risk Management Department and Audit & Inspection Department. He possesses a wealth of business experience and a wide range of knowledge. The Bank nominates him as candidate for Director serving as Audit and Supervisory Committee Member with the expectation that he will audit the execution of duties by Directors in fair and appropriate manner as Audit and Supervisory Committee Member.

3 Hiromichi Furuya

[Reappointment]
[Outside]
[Independent]
[Male]

Date of birth
August 27, 1948

Term of office as Outside Director:
4 years (at the conclusion of this General Meeting of Shareholders)

Term of office as Director serving as Audit and Supervisory Committee Member:
4 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
11/11 (100%)

Attendance at meetings of the Audit and Supervisory Committee:
12/12 (100%)

Number of shares of the Bank held:
1,800 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1971	Joined Okayama Prefectural Government
Apr.	2006	General Manager, Agriculture, Forestry and Fisheries Department
Apr.	2008	Public Corporation Manager
Apr.	2009	Assumed the office of Deputy Governor, Okayama Prefecture
Nov.	2012	Resigned from Deputy Governor, Okayama Prefecture
Jun.	2013	Outside Audit & Supervisory Board Member, the Bank
Jun.	2016	Outside Director (Audit and Supervisory Committee Member) (current position)

Reasons for selecting the candidate for Director serving as Audit and Supervisory Committee Member:

Having held key prefectural posts such as the Deputy Governor of Okayama Prefecture, he possesses a wealth of experience and knowledge on prefectural governance. The Bank nominates him as a candidate for Outside Director serving as Audit and Supervisory Committee Member with the expectation that he will ensure the appropriateness of decision-making in the Board of Directors of the Bank and contribute to strengthening audit and supervision system as Audit and Supervisory Committee Member.

Supplementary information on independence

The Company has bank deposit transactions with Mr. Hiromichi Furuya; however, the percentage of the transaction amount to the total deposit balance of the Bank is less than 0.1%.

Mr. Hiromichi Furuya satisfies the “Independence Criteria for Outside Officers” of the Bank, and there is no issue concerning his independence.

4 Toshihide Saito

[Reappointment]
[Outside]
[Independent]
[Male]

Date of birth
July 16, 1952

Term of office as Outside Director:
4 years (at the conclusion of this General Meeting of Shareholders)

Term of office as Director serving as Audit and Supervisory Committee Member:
4 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
11/11 (100%)

Attendance at meetings of the Audit and Supervisory Committee:
12/12 (100%)

Number of shares of the Bank held:
2,600 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1976	Joined Kao Soap Co., Ltd. (currently Kao Corporation)
Jun.	2004	Director and Executive Officer, Kao Corporation
Jun.	2012	Director and Managing Executive Officer, Kao Corporation
Mar.	2014	Resigned from Kao Corporation
Jun.	2016	Outside Director, the Bank (Audit and Supervisory Committee Member) (current position)

Reasons for selecting the candidate for Director serving as Audit and Supervisory Committee Member:

He possesses a wealth of experience and a high level of knowledge regarding corporate management from holding positions in the legal and compliance departments of Kao Corporation as a Director and Managing Executive Officer. The Bank nominates him as a candidate for Outside Director serving as Audit and Supervisory Committee Member with the expectation that he will ensure the adequacy of decision-making in the Board of Directors of the Bank and contribute to strengthening audit and supervision system as Audit and Supervisory Committee Member.

Supplementary information on independence

The Company has bank deposit transactions with Mr. Toshihide Saito; however, the percentage of the transaction amount to the total deposit balance of the Bank is less than 0.1%. There is no business transaction between the Bank and Kao Corporation. Mr. Toshihide Saito satisfies the "Independence Criteria for Outside Officers" of the Bank, and there is no issue concerning his independence.

5 Kazuhiro Tanaka

[Reappointment]
[Outside]
[Independent]
[Male]

Date of birth
November 27, 1957

Term of office as Outside Director:
3 years (at the conclusion of this General Meeting of Shareholders)

Term of office as Director serving as Audit and Supervisory Committee Member:
3 years (at the conclusion of this General Meeting of Shareholders)

Attendance at meetings of the Board of Directors:
11/11 (100%)

Attendance at meetings of the Audit and Supervisory Committee:
10/12 (83.3%)

Number of shares of the Bank held:
12,000 shares

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1981	Joined Tohmatsu Aoki Audit Firm
Mar.	1985	Registered as Certified Public Accountant
Sep.	1986	Resigned from Tohmatsu Aoki Audit Firm
Oct.	1986	Joined Chikashi Tanaka Certified Tax Accountant Firm
Oct.	1986	Established Kazuhiro Tanaka CPA Firm
Oct.	2015	Established TANAKA tax accounting office
		Representative Partner, (current position)
Jun.	2017	Outside Director, the Bank (Audit and Supervisory Committee Member) (current position)

Reasons for selecting the candidate for Director serving as Audit and Supervisory Committee Member:

Through his many years of experience as a certified public accountant, he has gained a wealth of experience and a high level of knowledge, and specialization regarding finance and accounting. The Bank nominates him as a candidate for Outside Director serving as Audit and Supervisory Committee Member with the expectation that he will ensure the adequacy of decision-making in the Board of Directors of the Bank and contribute to strengthening audit and supervision system of the Bank.

Supplementary information on independence

The Company has bank deposit transactions with Mr. Kazuhiro Tanaka; however, the percentage of the transaction amount to the total deposit balance of the Bank is less than 0.1%. He is a representative of the tax accountant office. Still, the Bank has no advisory agreements entered into with him, neither has it made any payment to him, except for remuneration payment as him being an officer. Mr. Kazuhiro Tanaka satisfies the “Independence Criteria for Outside Officers” of the Bank, and there is no issue concerning his independence.

6 Yukiyo Kiyono

[New candidate]
[Outside]
[Independent]
[Female]

Date of birth
December 13, 1963

**Number of shares of the
Bank held: -**

Past experience, positions, responsibilities, and significant concurrent positions

Apr.	1993	Judicial apprentice
Apr.	1995	Registered as attorney-at-law
Apr.	1995	Joined Kondo Gennosuke Law Office (currently Legal Professional Corporation Taiyo Sogo Law Office)
May.	2002	Resigned from Kondo Gennosuke Law Office
Apr.	2004	Established Kiyono Law Office
		Attorney-at-law, Kiyono Law Office (current position)
	2009	Vice Chairman, Okayama Lawyers Association

Reasons for selecting the candidate for Director serving as Audit and Supervisory Committee Member:

Through her many years of experience as an attorney-at-law, she has gained a wealth of experience and a high level of knowledge in legal affairs and gender equality. The Bank nominates her as a candidate for Outside Director serving as Audit and Supervisory Committee Member with the expectation that she will ensure the adequacy of decision-making in the Board of Directors of the Bank and contribute to strengthening audit and supervision system of the Bank.

Supplementary information on independence

The Company has bank deposit transactions with Ms. Yukiyo Kiyono; however, the percentage of the transaction amount to the total deposit balance of the Bank is less than 0.1%. She is a representative of the law office, but the Bank has no advisory agreement entered into with her.

Ms. Yukiyo Kiyono satisfies the “Independence Criteria for Outside Officers” of the Bank, and there is no issue concerning her independence.

(Notes)

1. There are no special interests between the candidates and the Bank.
2. Messrs. Hiromichi Furuya, Toshihide Saito, and Kazuhiro Tanaka, and Ms. Yukiyo Kiyono are candidates for Outside Director. The Bank has registered Messrs. Hiromichi Furuya, Toshihide Saito, and Kazuhiro Tanaka at the Tokyo Stock Exchange as Independent Director/Auditor stipulated by the aforementioned Exchange. If this Proposal is approved as proposed, the Bank plans to designate Messrs. Hiromichi Furuya, Toshihide Saito, and Kazuhiro Tanaka, and Ms. Yukiyo Kiyono as Independent Director/Auditor.
3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Bank has entered into an agreement with Outside Directors to limit their liability for damages as provided for by Article 423, Paragraph 1 of said Act. The liability amount for Outside Directors pursuant to such agreement shall be the minimum amount stipulated by laws and regulations. If Messrs. Hiromichi Furuya, Toshihide Saito, and Kazuhiro Tanaka are reappointed, the Bank plans to continue to have the Agreement in effect with them. If this Proposal is approved as proposed, the Bank plans to enter into the Agreement with Ms. Yukino Kiyono.