

Securities Code: 8558

June 9, 2026

To our shareholders:

Hiroshi Ebara  
Representative Director,  
President & Chief Executive Officer  
THE TOWA BANK, LTD.  
12-6, Honmachi 2-chome, Maebashi, Gunma

## Notice of the 121st Annual General Meeting of Shareholders

We are pleased to announce the 121st Annual General Meeting of Shareholders of THE TOWA BANK, LTD. (the “Bank”), which will be held as described below.

When convening this Annual General Meeting of Shareholders, the Bank takes measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (excluding the Voting Rights Exercise Form) (the items subject to measures for electronic provision) in electronic format. Please access the Bank’s website below to refer to the information.

The Bank’s website: <https://www.towabank.co.jp>

(Please access the above website, select “To our shareholders and investors,” in the top menu and then “Stock” and “General Meeting of Shareholders” by turns.) (Available in Japanese)

The items subject to measures for electronic provision are also posted on the website of the Tokyo Stock Exchange (TSE). Please access the TSE website (Listed Company Search) below to refer to the information.

TSE website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Please access the above website, input “Towa Bank” in “Issue name (company name)” or the Bank’s securities code “8558” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information” to review the information.)

You may exercise your voting rights via the Internet, etc. or in writing. If you intend to exercise your voting rights using these methods, please read the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:00 p.m. on Wednesday, June 24, 2026 (JST) either by entering your approval or disapproval on the Bank’s designated voting website (<https://www.e-sokai.jp>) or by returning the enclosed Voting Rights Exercise Form with indication of approval or disapproval.

1. Date and Time                      Thursday, June 25, 2026 at 10:00 a.m.  
(The reception desk will open at 9:00 a.m.) (JST)
2. Venue:                                Main Conference Room, 2F, Head Office of the Bank,  
12-6, Honmachi 2-chome, Maebashi, Gunma
3. Purposes of the Meeting:  
Matters to be reported:
  1. Business Report and Consolidated Financial Statements for the 121st fiscal year (from April 1, 2025 to March 31, 2026) and Reports of Audit on the Consolidated Financial Statements by Financial Auditor and Audit & Supervisory Board
  2. Non-consolidated Financial Statements for the 121st fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

- Proposal No. 1 Appropriation of Surplus
- Proposal No. 2 Election of Six Directors
- Proposal No. 3 Election of One Audit & Supervisory Board Member
- Proposal No. 4 Election of One Substitute Audit & Supervisory Board Member

4. Matters Determined upon the Convocation

- (1) If you do not attend the General Meeting of Shareholders, you are entitled to attend the General Meeting of Shareholders by designating another shareholder with voting rights of the Bank as your proxy. Provided, however, a document certifying the right of proxy needs to be submitted.
- (2) If there is no indication of approval or disapproval for each proposal on the returned Voting Rights Exercise Form, the Bank will treat the vote as an approval if it is the Bank's proposal and as a disapproval if it is shareholder's proposal.
- (3) If you exercise your voting rights both in writing and via the Internet, etc., the vote exercised via the Internet will be deemed valid. If you exercise your voting rights more than once via the Internet, etc., only the last vote will be deemed valid.
- (4) Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and Article 15 of the Articles of Incorporation of the Bank, the following items are not provided in the paper-based documents delivered to the shareholders. Accordingly, the paper-based documents delivered to the shareholders are part of the documents that have been audited by Audit & Supervisory Board Members and the Financial Auditor in preparing their Audit Reports.
  - (i) Notes to the Non-consolidated Financial Statements
  - (ii) Notes to the Consolidated Financial Statements

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form to the reception desk.
  - Please note that the staff at the venue will be dressed lightly (Cool Biz) on the day of the meeting.
  - Our officers and staff will have their health conditions fully managed and will continue to wear face masks when necessary.
  - If the items subject to measures for electronic provision require revisions, a notice of the revisions and the details of the items before and after the revisions will be posted on the Bank's website and the TSE website mentioned above on the Internet.

## Reference Documents for the General Meeting of Shareholders

### Proposal No. 1 Appropriation of Surplus

The Bank proposes the appropriation of surplus as follows:

Matters concerning dividends of surplus (year-end dividends for the 121st fiscal year)

Regarding the dividends of surplus, in accordance with the Bank's public mission as a regional financial institution, and based on its commitment to maintaining a sound management structure and strengthening internal reserves, the Bank is committed to continuing stable dividends and returning to shareholders.

As for the year-end dividend for the 121st fiscal year, based on its shareholder return policy and after comprehensively considering the business environment and performance, the Bank proposes the following.

1. Type of dividend property  
To be paid in cash.
2. Allotment of dividend property and their aggregate amount  
¥35 per common share  
Total amount ¥1,240,283,030
3. Effective date of dividends of surplus  
June 26, 2026

## Proposal No. 2 Election of Six Directors


The terms of office of all six Directors will expire at the conclusion of this meeting. Additionally, Mr. Akira Maruyama resigned on December 12, 2025.


Therefore, the Bank proposes the election of six Directors.


The nomination of the six Director candidates has been deliberated by the Nomination and Remuneration Committee, which is composed of Outside Directors and Directors with representative authority, and the Nomination and Remuneration Committee provided advice and proposals to the Board of Directors.


The candidates for Director are as follows:


Candidate No.	Name	Current position in the Bank
1	Isao Kitazume Reelection	Representative Director, Vice President & Executive Officer
2	Susumu Okabe Reelection	Director, Managing Executive Officer
3	Shinichiro Suzuki Reelection	Director, Senior Managing Executive Officer
4	Takeshi Mizuguchi Reelection Outside Independent	Director
5	Mikiko Saito Reelection Outside Independent	Director
6	Ryo Funaki New election Outside Independent	-


Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
1	 <p data-bbox="373 891 542 949">Isao Kitazume (July 16, 1964)</p>	<p data-bbox="596 365 1248 1032"> April 1987      Joined the Bank  October 2008    General Manager of Kagohara Branch  April 2013      General Manager of Isesaki Branch  April 2016      Executive Officer,  General Manager of Isesaki Branch  June 2016      Executive Officer,  General Manager of Relationship  Banking Promotion Department  June 2019      Director,  Executive Officer,  General Manager of Relationship  Banking Promotion Department  General Manager of Relationship  Banking Strategy Department  June 2020      Director,  Senior Managing Executive Officer  June 2025      Representative Director  Vice President &amp; Executive Officer  (current position) </p> <p data-bbox="596 1048 1248 1193"> In charge of:  Human Resources Department, Internal Audit Department,  Compliance Management Department, Next-generation  Banking System Promotion Department, Securities Business  (Internal Management Supervisor) </p>	Common shares 16,900 shares
<p data-bbox="328 1211 1398 1516"> Reasons for nomination as a candidate for Director  He has exceptional frontline awareness, having served as the General Manager of the Kagohara Branch and Isesaki Branch, as well as extensive operational experience in the relationship banking promotion division, integrated planning division, credit administration division, human resources division, integrated risk management division, internal audit division, and compliance management division. Furthermore, he served as Director from June 2019, Director and Senior Managing Executive Officer from June 2020, and Representative Director and Vice President since June 2025, and has performed those duties and responsibilities appropriately. Judging that he can draw on this experience and knowledge to contribute to the Bank's management, we have nominated him as a candidate for Director. </p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
2	 <p data-bbox="341 745 574 804">Susumu Okabe (November 15, 1962)</p>	<p data-bbox="595 365 1236 936"> April 1985      Joined the Bank  June 2008      General Manager of Hasuda Branch  July 2014      Deputy General Manager of Integrated Planning Department  February 2018    General Manager of Integrated Planning Department  January 2020    Executive Officer, General Manager of Integrated Planning Department  June 2022      Managing Executive Officer, General Manager of Integrated Planning Department, Director of Towa Bank Economic Research Center  June 2024      Director  Managing Executive Officer (current position)    In charge of:  Integrated Planning Department, General Affairs Department, Finance and Accounting Department </p>	Common shares 16,700 shares
<p data-bbox="328 943 1377 1189"> Reasons for nomination as a candidate for Director  He has extensive operational experience in the integrated planning division, general affairs division, and finance and accounting division. Furthermore, he served as the General Manager of the Hasuda Branch and is well-versed in overall banking operations. He has also performed his duties and responsibilities appropriately as Executive Officer from January 2020, as Managing Executive Officer from June 2022, and as Director and Managing Executive Officer from June 2024. Judging that he can draw on this experience and knowledge to contribute to the Bank's management, we have nominated him as a candidate for Director. </p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
3	 Shinichiro Suzuki (April 22, 1962)	<p>April 1985      Joined The Nippon Credit Bank, Ltd. (currently Aozora Bank, Ltd.)</p> <p>June 2017      Joined the Bank</p> <p>June 2017      General Manager of International Department</p> <p>June 2018      Executive Officer, General Manager of International Department and Joint Co-General Manager of Business Administration and System Department</p> <p>June 2020      Director, Managing Executive Officer</p> <p>June 2020      Director, Senior Managing Executive Officer (current position)</p> <p>In charge of:            Business Administration and System Department, Operation Department, Financial Crime Prevention Department, Consulting Department (deputy in charge), Next-generation Banking System Promotion Department[ (deputy in charge)</p>	Common shares 13,900 shares
<p>Reasons for nomination as a candidate for Director</p> <p>He has extensive operational experience in the relationship banking strategy division, international division, asset management division, business administration and system division, operation division, and financial crime prevention division. Furthermore, he served as Executive Officer from June 2018, as Director and Managing Executive Officer from June 2020, and as Director and Senior Managing Executive Officer since June 2025, and has performed those duties and responsibilities appropriately. Judging that he can draw on this experience and knowledge to contribute to the Bank's management, we have nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
4	 <p data-bbox="360 837 560 898">Takeshi Mizuguchi (January 14, 1962)</p>	<p data-bbox="596 365 1235 394">April 1984      Joined Nichimen Corporation</p> <p data-bbox="596 405 1235 434">October 1989      Joined Eiwa Audit Corporation</p> <p data-bbox="596 445 1235 474">September 1990      Joined TAC CO., Ltd.</p> <p data-bbox="596 486 1235 546">April 1997      Lecturer of Faculty of Economics, Takasaki City University of Economics</p> <p data-bbox="596 557 1235 651">April 2000      Associate Professor of Faculty of Economics, Takasaki City University of Economics</p> <p data-bbox="596 663 1235 723">October 2001      Ph.D. (Business Administration), Meiji University</p> <p data-bbox="596 734 1235 795">April 2008      Professor of Faculty of Economics, Takasaki City University of Economics</p> <p data-bbox="596 806 1235 866">April 2017      Vice President and Trustee of Takasaki City University of Economics</p> <p data-bbox="596 878 1235 938">June 2019      Outside Director of the Bank (current position)</p> <p data-bbox="596 949 1235 1111">April 2021      President of Takasaki City University of Economics (current position) Vice Chairman of Takasaki City University of Economics (current position)</p>	Common shares 6,200 shares
<p data-bbox="328 1133 1394 1478">Reasons for nomination as a candidate for outside Director and outline of expected roles He has extensive experience and broad insight, having served as the President of the Takasaki City University of Economics, as a member of the High-Level Panel on ESG Finance, as the Chair of the Positive Impact Finance Task Force, as the Chairman of the Green Finance Study Group of the Ministry of the Environment, as the Chairman of the Expert Panel on Sustainable Finance of the Financial Services Agency, and as the Chairman of the Impact Consortium. The Bank deems that he can provide suggestions and raise issues based on his specialized experience and knowledge and contribute to enhancing the effectiveness of the decision-making function and supervisory function of the Board of Directors, and that he can appropriately fulfill his role, and has nominated him as a candidate for outside Director. He has never in the past been directly involved in the management of a company, except as an outside director. However, the Bank judges that he will appropriately fulfill his duties as an outside Director based on the above reason.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
5	 <p data-bbox="357 640 568 696">Mikiko Saito (August 10, 1975)</p>	<p data-bbox="596 360 727 389">April 1998</p> <p data-bbox="596 396 727 425">March 2005</p> <p data-bbox="596 499 703 528">June 2021</p> <p data-bbox="596 562 703 591">May 2025</p> <p data-bbox="596 629 703 658">June 2025</p> <p data-bbox="804 360 1241 692">           Joined DENTSU INC.            Established Saito &amp; Co. (currently SMO Inc.)            CEO (current position)            Outside Director of VALQUA, LTD. (current position)            Outside Director of HIDAY HIDAKA Corp. (current position)            Outside Director of the Bank (current position)         </p>	<p data-bbox="1273 495 1385 584">Common shares 200 shares</p>
<p data-bbox="328 732 1394 965">           Reasons for nomination as a candidate for outside Director and outline of expected roles            She has extensive business experience as the manager of a consulting company specialized in branding and has particular expertise in “purpose branding,” which starts from defining the “purpose.” The Bank deems that she can use this experience and knowledge to provide suggestions and raise issues from a viewpoint as a corporate manager and contribute to enhancing the effectiveness of the decision making function and supervisory function of the Board of Directors, and that she can appropriately fulfill her role, and has nominated her as a candidate for outside Director.         </p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
6	 <p data-bbox="352 678 560 734">*Ryo Funaki (January 21, 1983)</p>	<p data-bbox="596 360 1206 421">September 2007    Joined Linklaters (Foreign Law Joint Enterprise)</p> <p data-bbox="596 427 1248 488">October 2008      Joined Okonogi Law Office (currently Ryouma Legal Professional Corporation)</p> <p data-bbox="596 495 1169 589">April 2021        Co-representative, Ryouma Legal Professional Corporation (current position)</p>	-
<p data-bbox="328 741 1318 770">Reasons for nomination as a candidate for outside Director and outline of expected roles</p> <p data-bbox="328 775 1401 1043">As an attorney, he has high insight and specialized knowledge regarding legal affairs in general, and he is active in a wide range of fields, including corporate legal affairs, consumer issues, bankruptcy filings and trustee services, adult guardianship services, and business succession. The Bank deems that he can provide suggestions and raise issues utilizing his experience and knowledge and contribute to enhancing the effectiveness of the decision-making function and supervisory function of the Board of Directors, and that he can appropriately fulfill his role, and has nominated him as a candidate for outside Director. He has never in the past been directly involved in the management of a company, except as an outside director. However, the Bank judges that he will appropriately fulfill his duties as an outside Director based on the above reason.</p>			

(Notes)


1. Asterisk(\*) denotes a new candidate for Director.
2. There is no special interest between any of the candidates and the Bank.
3. Mr. Takeshi Mizuguchi, Ms. Mikiko Saito and Mr. Ryo Funaki are candidates for outside Directors.  
At the conclusion of this meeting, the tenure of Mr. Takeshi Mizuguchi as outside Director of the Bank will have been seven years.  
At the conclusion of this meeting, the tenure of Ms. Mikiko Saito as outside Director of the Bank will have been one year.
4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Bank has entered into agreements with Mr. Takeshi Mizuguchi and Ms. Mikiko Saito to limit their liability for damages under Article 423, paragraph (1) of the same Act. If their elections are approved, the Bank plans to renew the respective agreements with each one of them. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.  
If the election of Mr. Ryo Funaki is approved, the Bank plans to enter into the above-mentioned agreement with him.
5. The Bank has entered into a directors and officers liability insurance (“D&O insurance”) policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, thereby covering losses and costs incurred by insureds including Directors of the Bank in cases where they are liable for damages arising from their performance of duties (unless a coverage exclusion in the insurance policy is applied). If the candidates are elected and appointed as Directors, they will become insureds in the policy. Furthermore, the Bank plans to renew the policy at the time of the next renewal based on a resolution at the Board of Directors.
6. The Bank has submitted notification to the Tokyo Stock Exchange that Mr. Takeshi Mizuguchi and Ms. Mikiko Saito have been designated as independent officers as provided for by the aforementioned exchange. If the election of Mr. Ryo Funaki is approved, the Bank plans to designate him as an independent officer as provided for by the aforementioned exchange.
7. Ms. Mikiko Saito’s name on the family register is Mikiko Aoyama.
8. Ms. Mikiko Saito is scheduled to assume office as Outside Director of Fuji Media Holdings, Inc. and of Fuji Television Network, Inc. on June 25, 2026.

## Proposal No. 3 Election of One Audit & Supervisory Board Member

At the conclusion of this meeting, Audit & Supervisory Board Member Shinichi Kato will resign. Therefore, the Bank proposes the election of one Audit & Supervisory Board Member.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

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

Name (Date of birth)	Career summary, position in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
 <p>*Yoko Tanaka (April 7, 1973)</p>	<p>October 2000      Joined Century Ota Showa &amp; Co. (currently Ernst &amp; Young ShinNihon LLC)</p> <p>April 2005        Registered as a certified public accountant</p> <p>November 2010   Representative of Yoko Tanaka Certified Public Accountant Office (current position)</p>	<p>-</p>
<p><b>Reasons for nomination as a candidate for outside Audit &amp; Supervisory Board Member</b>            As a certified public accountant, she has extensive experience and broad insight regarding management in general. So that she can use this experience and insight in auditing the Bank's management, the Bank has nominated her as a candidate for outside Audit &amp; Supervisory Board Member.            She has never in the past been directly involved in the management of a company, except as an outside director. However, the Bank judges that she will appropriately fulfill her duties as an outside Audit &amp; Supervisory Board Member based on the above reason.</p>		

(Notes)

1. Asterisk(\*) denotes a new candidate for Audit & Supervisory Board Member
2. There is no special interest between the candidate and the Bank.
3. Ms. Yoko Tanaka is a candidate for outside Audit & Supervisory Board Member.
4. If the election of Ms. Yoko Tanaka is approved under this proposal, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Bank plans to enter into an agreement with her to limit her liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.
5. The Bank has entered into a directors and officers liability insurance ("D&O insurance") policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, thereby covering losses and costs incurred by insureds including Audit & Supervisory Board Members of the Bank in cases where they are liable for damages arising from their performance of duties (unless a coverage exclusion in the insurance policy is applied). If the candidate is elected and appointed as Audit & Supervisory Board Member, she will be included as an insured in the policy. Furthermore, the Bank plans to renew the policy at the time of the next renewal based on a resolution at the Board of Directors.
6. If the election of Ms. Yoko Tanaka is approved, the Bank plans to designate her as an independent officer as provided for by the Tokyo Stock Exchange.
7. Ms. Yoko Tanaka's name on the family register is Yoko Kitahara.

(Reference)

Skills matrix of Directors and Audit & Supervisory Board Members (if the candidates are elected at this General Meeting of Shareholders)

	Name			Experience and expertise									
				Corporate management and management strategy	Legal affairs and compliance	Risk management	Finance and accounting	Sales	Corporate credit administration and management improvement	Market operations	Human resources, general affairs, and human resource development	IT and digital	ESG and sustainability
Director	Isao Kitazume			•	•	•	•	•	•		•		•
	Susumu Okabe			•		•	•	•			•		•
	Shinichiro Suzuki			•				•		•		•	
	Takeshi Mizuguchi	Outside	Independent	•	•		•				•		•
	Mikiko Saito	Outside	Independent	•		•		•			•		•
	Ryo Funaki	Outside	Independent	•	•	•			•				
Audit & Supervisory Board Member	Hiroyuki Sakurai			•	•	•		•	•		•	•	
	Nobuyuki Sakurada			•	•	•		•	•				
	Junko Saito	Outside	Independent	•			•		•		•		
	Yoko Tanaka	Outside	Independent	•			•		•		•		


\* The above list does not show all the experience or expertise possessed by Directors or Audit & Supervisory Board Members.

## Proposal No. 4 Election of One Substitute Audit & Supervisory Board Member

To prepare for cases in which the number of Audit & Supervisory Board Members (including outside Audit & Supervisory Board Members) falls short of the number prescribed by laws and regulations, based on Article 329, paragraph (3) of the Companies Act, the Bank proposes the election of one substitute Audit & Supervisory Board Member.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

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

Name (Date of birth)	Career summary, position in the Bank, and significant concurrent positions outside the Bank	Class and number of Bank shares owned
 <p data-bbox="236 1032 429 1093">Shu Hamba (August 21, 1965)</p>	<p data-bbox="483 703 1185 734">April 1993 Registered with Dai-ichi Tokyo Bar Association</p> <p data-bbox="483 741 874 772">April 1993 Joined Iwata Godo</p> <p data-bbox="483 779 1201 840">February 2004 Registered as an attorney-at-law admitted in New York, United States of America</p> <p data-bbox="483 846 1114 878">March 2010 Outside Auditor of Caterpillar Japan Ltd.</p> <p data-bbox="483 884 1155 916">June 2010 Outside Director of SMBC Servicer Co., Ltd.</p> <p data-bbox="483 922 1241 954">August 2010 Joined Shimada Hamba &amp; Osajima (current position)</p> <p data-bbox="483 960 1050 992">March 2012 Outside Director of Shoei Co., Ltd.</p> <p data-bbox="483 999 1206 1059">June 2012 Substitute Audit &amp; Supervisory Board Member of the Bank (current position)</p> <p data-bbox="483 1066 1110 1171">June 2024 Outside Director (Audit and Supervisory Committee Member) of TSUGAMI CORPORATION (current position)</p>	<p data-bbox="1321 884 1337 896">-</p>
<p data-bbox="197 1184 1283 1216"><b>Reasons for nomination as a candidate for substitute outside Audit &amp; Supervisory Board Member</b></p> <p data-bbox="197 1223 1382 1364">He has extensive experience and broad insight in the legal field as an attorney. So that he can use this experience and insight in auditing the Bank's management, the Bank has nominated him as a candidate for substitute outside Audit &amp; Supervisory Board Member. He has never in the past been directly involved in the management of a company, except as an outside director. However, the Bank judges that he will appropriately fulfill his duties as an outside Audit &amp; Supervisory Board Member based on the above reasons.</p>		

- (Notes)
1. The effect of appointment is limited to prior to assumption and may be revoked by resolution of the Board of Directors with the consent of the Board of Auditors.
  2. There is no special interest between the candidate and the Bank.
  3. Mr. Shu Hamba is a candidate for substitute outside Audit & Supervisory Board Member.
  4. If Mr. Shu Hamba assumes the office of Audit & Supervisory Board Member, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Bank plans to enter into an agreement with him to limit his liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.
  5. The Bank has entered into a directors and officers liability insurance ("D&O insurance") policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, thereby covering losses and costs incurred by insureds including Audit & Supervisory Board Members of the Bank in cases where they are liable for damages arising from their performance of duties (unless a coverage exclusion in the insurance policy is applied). If Mr. Shu Hamba assumes the office of Audit & Supervisory Board Member, he will be included as an insured in the policy.
  6. If Mr. Shu Hamba assumes the office of Audit & Supervisory Board Member, the Bank plans to submit notification to the Tokyo Stock Exchange concerning his designation as an independent officer as provided for by the aforementioned exchange.