

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(Securities Code: 7161)

May 29, 2025

To our shareholders:

Hideki Nishizuka, Representative Director and President
Jimoto Holdings, Inc.
2-1-1, Ichibancho, Aoba-ku, Sendai-shi, Miyagi

Notice of the 13th Annual General Meeting of Shareholders

You are cordially invited to attend the 13th Annual General Meeting of Shareholders (the “General Meeting”) of Jimoto Holdings, Inc. (the “Company”), which will be held as indicated below.

In convening this General Meeting, the Company has taken measures for electronic provision, and matters subject to electronic provision measures (Electronic Provision Measures Matters) are posted on the following website in the form of “Notice of the 13th Annual General Meeting of Shareholders.”

The Company’s website: https://www.jimoto-hd.co.jp/ir/stock_info/shareholders_meeting/

In addition to the above, Electronic Provision Measures Matters are posted on the following website.

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

Please access the website mentioned above, enter the Company’s name or securities code (7161) to search, and select “Basic information” and “Documents for public inspection/PR information” in this order to view the information.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders included in Electronic Provision Measures Matters and exercise your voting rights by the end of the business day prior to the meeting (5:10 p.m. on Wednesday, June 18, 2025 (JST)).

Information about the venue

- The 13th Annual General Meeting of Shareholders will be held at the 3F Grand Conference Hall in the Head Office of Kirayaka Bank, Ltd. in Yamagata City, with a live conference feed to the 9F Auditorium Hall in the Head Office of The Sendai Bank, Ltd. in Sendai City.

<To shareholders attending the live feed in Sendai City>

- The live feed venue in Sendai City is not a venue for the general meeting of shareholders pursuant to the Companies Act. Please be aware that shareholders who attend the live feed will be able to watch the proceedings of the meeting on the screen but will not be able to ask questions or exercise their shareholder rights, such as the approval or disapproval of the proposals.
- If you plan to attend the live feed, please exercise your voting rights in advance in writing or via the Internet and present the live feed admission sheet at the reception.

1. **Date and Time:** Thursday, June 19, 2025, at 10:00 a.m. (JST)
2. **Venue:** 3-2-3, Hatago-machi, Yamagata-shi, Yamagata
3F Grand Conference Hall in the Head Office of Kirayaka Bank, Ltd.

3. Purpose of the Meeting

(General Meeting)

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 13th fiscal year (from April 1, 2024 to March 31, 2025), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee
2. The Non-consolidated Financial Statements for the 13th fiscal year (from April 1, 2024 to March 31, 2025)

Matters to be resolved:

- Proposal No. 1** Appropriation of Surplus
- Proposal No. 2** Election of 11 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal No. 3** Election of 4 Directors Who Are Audit and Supervisory Committee Members

4. Other Information

(Notice) Voting rights associated with preferred shares

As the Company has not paid dividends on its Class B, C, D, and E Preferred Shares (hereinafter referred to as the “Preferred Shares”), the government of Japan (The Resolution and Collection Corporation), which holds Preferred Shares, is entitled to exercise voting rights on all matters at General Meetings of Shareholders until a proposal for declaration that the entire amount of dividends on preferred shares be paid is approved at a General Meeting of Shareholders, as stipulated in the Company’s Articles of Incorporation and the guidelines for the issuance of Preferred Shares.

As a result, voting rights at the Annual General Meeting of Shareholders will be as stated below.

| | Total number of issued shares (shares) | Number of voting rights (units) |
|--------------------------|---|------------------------------------|
| Common shares | 26,840,263 | 264,294 |
| Class B Preferred Shares | 13,000,000 | 130,000 |
| Class C Preferred Shares | 10,000,000 | 100,000 |
| Class D Preferred Shares | 5,000,000 | 50,000 |
| Class E Preferred Shares | 18,000,000 | 180,000 |
| Total | 72,840,263 | 724,294 |

In Proposal No. 1 (Appropriation of Surplus) submitted to this Annual General Meeting of Shareholders, it is proposed to pay the entire amount of dividends on preferred shares, and if this proposal is passed, the government of Japan (The Resolution and Collection Corporation) will revert to a shareholder without voting rights.

Any changes in the operations, etc. of the Meeting due to changes in the circumstances in the future will be announced on the Company’s website.

- When you attend the meeting, you are kindly requested to present the enclosed voting form at the reception. In addition, please bring this notice with you in order to save resources.
- Of documents to be attached to this notice, “Notes to Consolidated Financial Statements” and “Notes to Non-consolidated Financial Statements” are posted on the Company’s website in accordance with laws and regulations, and the provision in Article 26 of the Company’s Articles of Incorporation (in Japanese). Therefore, they are not included in this document.
Consequently, the contents of this document are a portion of the Consolidated Financial Statements and Non- Consolidated Financial Statements audited by the Financial Auditor and the Audit and Supervisory Committee in preparing the audit reports.
- If any changes are made to items in the Electronic Provision Measures Matters, such changes will be posted on each website where the matters are posted.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

In light of the return to profitable operations in the fiscal year ended March 31, 2025 and other factors, the Company proposes to resume the payment of dividends on its common shares and preferred shares.

The Company proposes a year-end dividend of ¥5.00 per share on common stock to secure internal reserves for the repayment of public funds and to strengthen the Company's financial position.

Since the Company forewent interim dividend payment, the annual dividend on common shares will be ¥5.00 per share.

The year-end dividend for the preferred shares is the full amount of the predetermined dividend.

Year-end dividends

Type of dividend property: cash

Allotment of dividend property and the total amount:

| | | | |
|--------------------------|-----------------|--------------|--------------|
| Common shares | ¥5.00 per share | Total amount | ¥133,925,170 |
| Class B Preferred Shares | ¥0.23 per share | Total amount | ¥2,990,000 |
| Class C Preferred Shares | ¥0.20 per share | Total amount | ¥2,000,000 |
| Class D Preferred Shares | ¥0.20 per share | Total amount | ¥1,000,000 |
| Class E Preferred Shares | ¥0.10 per share | Total amount | ¥1,800,000 |
| | | Total | ¥141,715,170 |

Effective date of dividends of surplus: Friday, June 20, 2025

Proposal No. 2 Election of 11 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office of all 11 Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same shall apply in this Proposal) will expire at the conclusion of this General Meeting. Accordingly, the Company proposes the election of 11 Directors.

With regard to this Proposal, the candidates for Director were appropriately nominated following the policy and procedure for nominating Directors set out by the Nomination and Remuneration Council, and were reviewed by the Audit and Supervisory Committee. As a result, the review found no particular matter required to be stated at the General Meeting, as the candidates were judged suitable for Directors of the Company.

If all of these 11 candidates are elected as Directors, the number of Directors of the Company will not exceed the number of Directors stipulated in the Articles of Incorporation, which stipulate that the number of Directors shall not exceed 12.

The candidates for Director are as follows:

| Candidate No. | Name | Current position in the Company | Board of Directors attendance |
|---------------|---|---------------------------------------|-------------------------------|
| 1 | Hideki Nishizuka Reappointment | Representative Director and Chairman | 9 out of 9 |
| 2 | Toshio Sakazume Reappointment | Representative Director and President | 18 out of 18 |
| 3 | Tsuyoshi Ogata Reappointment | Managing Director | 18 out of 18 |
| 4 | Osamu Suzuki Reappointment | Managing Director | 9 out of 9 |
| 5 | Yujiro Nakazawa New appointment | – | – |
| 6 | Takuji Suzuki Reappointment | Director | 9 out of 9 |
| 7 | Ken Shibata Reappointment | Director | 9 out of 9 |
| 8 | Yusuke Kobayashi Reappointment | Director | 9 out of 9 |
| 9 | Minoru Handa Reappointment Outside Director Independent Officer | Director (Outside) | 18 out of 18 |
| 10 | Yasushi Hasegawa Reappointment Outside Director | Director (Outside) | 18 out of 18 |
| 11 | Tsutomu Satake Reappointment Outside Director Independent Officer | Director (Outside) | 18 out of 18 |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|--|-------------------------------------|
| 1 | <p>Reappointment</p> <p>Hideki Nishizuka (November 26, 1971)</p> <p>Term of office: 9 months</p> <p>Board of Directors attendance: 9 out of 9</p> | <p>Apr. 1995 Joined The Shokusan Bank, Ltd.</p> <p>Apr. 2013 Manager of Corporate Planning Section and General Manager of Tokyo Office of Kirayaka Bank, Ltd.</p> <p>Oct. 2015 General Manager of Sales Planning Office, Sales Supervision Department, Sales Division</p> <p>Aug. 2017 General Manager of Fukushima Branch</p> <p>Apr. 2020 General Manager of Corporate Planning Department and General Manager of Accounting Department</p> <p>June 2023 Executive Officer and General Manager of Corporate Planning Department</p> <p>Apr. 2024 Executive Officer and General Manager of Remote Business Department</p> <p>June 2024 Director</p> <p>Sept. 2024 Representative Director and President (current position) Representative Director and Chairman of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Director and President of Kirayaka Bank, Ltd.</p> | 1,904 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Hideki Nishizuka and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Representative Director of the Company in September 2024, Hideki Nishizuka has demonstrated excellent leadership, such as guiding the initiatives for restructuring of Kirayaka Bank, Ltd., a subsidiary of the Company, and development of the regional economy. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|--|---|-------------------------------------|
| 2 | <p style="text-align: center;">Reappointment</p> <p style="text-align: center;">Toshio Sakazume (January 19, 1966)</p> <p style="text-align: center;">Term of office: 2 years</p> <p style="text-align: center;">Board of Directors attendance: 18 out of 18</p> | <p>Apr. 1991 Joined The Sendai Bank, Ltd.</p> <p>Oct. 2008 Manager of Loan Sales Section, Sales Department, Head Office</p> <p>Apr. 2012 Manager of Loan Sales Section 1 and Loan Sales Section 2, Sales Department, Head Office</p> <p>Nov. 2013 Deputy General Manager of Loan Department</p> <p>June 2015 General Manager of Loan Department and Administration Department</p> <p>June 2019 Director and General Manager of Loan Department and Administration Department</p> <p>June 2021 Director and General Manager of Local Enterprises Support Department Director of Sendai Bank Capital & Consulting, Ltd.</p> <p>June 2022 Managing Director and General Manager of Sales Division and Local Enterprises Support Department of The Sendai Bank, Ltd. Representative Director and President of Sendai Bank Capital & Consulting, Ltd.</p> <p>June 2023 Managing Director and General Manager of Sales Division of The Sendai Bank, Ltd. Director of the Company</p> <p>June 2024 Representative Director and President of The Sendai Bank, Ltd. (current position)</p> <p>Sept. 2024 Representative Director and President of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Director and President of The Sendai Bank, Ltd.</p> | 5,211 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Toshio Sakazume and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Representative Director and President of the Company in September 2024, Toshio Sakazume has demonstrated excellent leadership, such as guiding the initiatives for development of the Group and the regional economy. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|---|-------------------------------------|
| 3 | <p>Reappointment</p> <p>Tsuyoshi Ogata (January 30, 1966)</p> <p>Term of office: 7 years</p> <p>Board of Directors attendance: 18 out of 18</p> | <p>Apr. 1989 Joined The Sendai Bank, Ltd.</p> <p>Apr. 2005 Manager of Planning Section, Planning Department</p> <p>Apr. 2010 Deputy General Manager of Planning Department, Manager of Planning Section, and General Manager of Corporate Management Office</p> <p>Oct. 2012 General Manager of Planning Department</p> <p>Oct. 2013 General Manager of Corporate Planning Department and General Manager of Accounting Department</p> <p>June 2015 Director, General Manager of Corporate Planning Department and General Manager of Accounting Department</p> <p>June 2016 Director and General Manager of Sales Department, Head Office</p> <p>June 2018 Director Director and General Manager of General Planning Department of the Company</p> <p>June 2022 Managing Director, General Manager of General Planning Department of the Company</p> <p>June 2024 Managing Director of the Company (current position) Representative Managing Director of The Sendai Bank, Ltd. (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Managing Director of The Sendai Bank, Ltd.</p> | 4,940 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Tsuyoshi Ogata and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Director of the Company in June 2018, Tsuyoshi Ogata has demonstrated his management skills by mainly presiding over the general planning division, which formulates Group strategies and performs corporate operations and planning. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|--|-------------------------------------|
| 4 | <p>Reappointment</p> <p>Osamu Suzuki (December 17, 1971)</p> <p>Term of office: 9 months</p> <p>Board of Directors attendance: 9 out of 9</p> | <p>Apr. 1995 Joined Yamagata Shiawase Bank, Ltd.</p> <p>Apr. 2019 Group Leader, Consulting Group, Core Business Support Promotion Office, Core Business Support Strategy Department of Kirayaka Bank, Ltd.</p> <p>Apr. 2021 Deputy General Manager of Core Business Support Strategy Department</p> <p>Oct. 2022 General Manager of Corporate Support Department</p> <p>June 2023 Executive Officer and General Manager of Corporate Support Department</p> <p>Apr. 2024 Executive Officer, Manager of Credit Management Group and General Manager of Corporate Support Department</p> <p>June 2024 Director and General Manager of Corporate Support Department</p> <p>Sept. 2024 Representative Senior Managing Director (current position) Managing Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Senior Managing Director of Kirayaka Bank, Ltd.</p> | 2,001 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Osamu Suzuki and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Director of the Company in September 2024, Osamu Suzuki has demonstrated his management skills by mainly presiding over loan and corporate support divisions of Kirayaka Bank, Ltd., a subsidiary of the Company. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|---|---|-------------------------------------|
| 5 | <p>New appointment</p> <p>Yujiro Nakazawa (November 29, 1969)</p> <p>Term of office: -</p> <p>Board of Directors attendance: - out of -</p> | <p>Apr. 1992 Joined The Sendai Bank, Ltd.</p> <p>Apr. 2009 General Manager of Ogawara Branch</p> <p>Feb. 2014 General Manager of Tagajo Branch</p> <p>Apr. 2016 General Manager of Furukawa Branch and Sanbongi Branch</p> <p>June 2019 General Manager of Local Enterprises Support Department</p> <p>June 2021 General Manager of Tobukojodanchi Branch</p> <p>Apr. 2022 Executive Officer, General Manager of Tobukojodanchi Branch</p> <p>June 2023 Director, General Manager of Loan Department and Administration Department</p> <p>June 2024 Managing Director (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Managing Director of The Sendai Bank, Ltd.</p> | 1,800 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Yujiro Nakazawa and the Company.</p> <p>[Reasons for nomination as candidate for Director] Yujiro Nakazawa has demonstrated his management skills, being engaged in bank management as Director and General Manager of Loan Department and Administration Department of The Sendai Bank, Ltd., a subsidiary of the Company, since June 2023 and as its Managing Director since June 2024. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|---|-------------------------------------|
| 6 | <p>Reappointment</p> <p>Takuji Suzuki (January 29, 1975)</p> <p>Term of office: 9 months</p> <p>Board of Directors attendance: 9 out of 9</p> | <p>Apr. 1998 Joined The Shokusan Bank, Ltd.</p> <p>Apr. 2015 Chief Facilitator, Sendai Corporate Sales Department of Kirayaka Bank, Ltd.</p> <p>Oct. 2015 Chief Facilitator, Sendai Corporate Clients Group, Core Business Support Department</p> <p>Jan. 2016 Chief Facilitator, Yamagata Corporate Clients Group, Core Business Support Department</p> <p>Feb. 2017 General Manager of North Sales Department</p> <p>Apr. 2020 General Manager of Kaminoyama Branch</p> <p>Apr. 2022 General Manager of Shibata Branch</p> <p>June 2023 Executive Officer and General Manager of Shibata Branch</p> <p>June 2024 Executive Officer and General Manager of Corporate Clients Support Department</p> <p>Sept. 2024 Director, Manager of Branch Support Group (current position) Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Director, Manager of Branch Support Group of Kirayaka Bank, Ltd.</p> | 841 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Takuji Suzuki and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Director of the Company in September 2024, Takuji Suzuki has demonstrated his management skills by mainly presiding over the sales division of Kirayaka Bank, Ltd., a subsidiary of the Company. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|--|---|-------------------------------------|
| 7 | <p>Reappointment</p> <p>Ken Shibata (November 30, 1974)</p> <p>Term of office: 9 months</p> <p>Board of Directors attendance: 9 out of 9</p> | <p>Apr. 2007 Joined The Sendai Bank, Ltd.</p> <p>Apr. 2017 Manager of Corporate Planning Section, Corporate Planning Department</p> <p>Apr. 2018 Manager of Corporate Planning Section and Manager of IT Planning Section, Corporate Planning Department</p> <p>June 2019 General Manager of Corporate Planning Department and General Manager of Accounting Department</p> <p>Apr. 2022 Executive Officer, General Manager of Corporate Planning Department and General Manager of Accounting Department</p> <p>June 2022 Director of Sendai Bank Capital & Consulting, Ltd. (current position)</p> <p>June 2023 Director, General Manager of Corporate Planning Department and General Manager of Accounting Department of The Sendai Bank, Ltd. (current position)</p> <p>Sept. 2024 Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Director, General Manager of Corporate Planning Department and General Manager of Accounting Department of The Sendai Bank, Ltd.</p> | 1,800 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Ken Shibata and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Director of the Company in September 2024, Ken Shibata has demonstrated his management skills by mainly presiding over the general planning and accounting divisions of The Sendai Bank, Ltd., a subsidiary of the Company. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|---|---|-------------------------------------|
| 8 | <p>Reappointment</p> <p>Yusuke Kobayashi (February 28, 1975)</p> <p>Term of office: 9 months</p> <p>Board of Directors attendance: 9 out of 9</p> | <p>Apr. 1997 Joined The Shokusan Bank, Ltd.</p> <p>Aug. 2017 Manager of Corporate Planning Section, Corporate Planning Department of Kirayaka Bank, Ltd.</p> <p>Apr. 2019 Deputy General Manager of Corporate Planning Department</p> <p>Apr. 2020 Deputy General Manager of Core Business Support Strategy Department</p> <p>Apr. 2022 General Manager of Kaminoyama Branch</p> <p>June 2023 Deputy General Manager of General Planning Department of the Company</p> <p>June 2024 General Manager of General Planning Department of the Company</p> <p>Sept. 2024 Director, Manager of Planning Group of Kirayaka Bank, Ltd. (current position) Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Director, Manager of Planning Group of Kirayaka Bank, Ltd.</p> | 1,600 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Yusuke Kobayashi and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Director of the Company in September 2024, Yusuke Kobayashi has demonstrated his management skills by mainly presiding over the general planning and accounting divisions of Kirayaka Bank, Ltd., a subsidiary of the Company. The Company has nominated him as a candidate for Director because he has the qualities required of a Director of the Company and possesses knowledge, experience, and social credibility that enable him to continue to sufficiently contribute to the business development of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|---|---|-------------------------------------|
| 9 | <p>Reappointment Outside Director Independent Officer</p> <p>Minoru Handa (September 3, 1957)</p> <p>Term of office: 6 years</p> <p>Board of Directors attendance: 18 out of 18</p> | <p>Apr. 1989 Registered as an attorney at law (Yamagata Bar Association) Established Minoru Handa Law Offices Managing Partner of Minoru Handa Law Offices (current position)</p> <p>Apr. 2009 President of Yamagata Bar Association Governor of Japan Federation of Bar Associations Vice President of Tohoku Federation of Bar Associations</p> <p>Jan. 2015 Chairman of Information Disclosure and Personal Information Protection Committee of Tendo City (current position)</p> <p>Feb. 2017 Chairman of Yamagata Federation of Lawyers Cooperatives (current position)</p> <p>July 2018 Chairman of the Expropriation Committee of Yamagata Prefecture (current position)</p> <p>June 2019 Director of the Company (current position)</p> <p>May 2023 Director of YAMAZAWA CO., LTD. (current position)</p> <p>[Significant concurrent positions outside the Company] Managing Partner of Minoru Handa Law Offices Director of YAMAZAWA CO., LTD.</p> | - common shares |
| <p>[Special matters regarding the candidate for outside Director] There is no special interest between Minoru Handa and the Company. He is a candidate for outside Director.</p> <p>The reason for the nomination of Minoru Handa as a candidate for outside Director and the reason the Company judged him able to appropriately execute his duties as outside Director are because he possesses expertise and extensive experience as an attorney at law, and the Company will be able to utilize his suggestions and opinions to secure fair and appropriate decision-making of the Board of Directors from a fair and neutral standpoint. The Company expects him to play an appropriate role in supervising and advising on the execution of business as outside Director of the Company from his legal perspective, etc. as an attorney at law.</p> <p>At the conclusion of this meeting, his tenure as outside Director of the Company will have been six years.</p> <p>The Company has submitted notification to the Tokyo Stock Exchange that he has been appointed as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with him to limit his liability for damages under Article 423, Paragraph 1 of the same Act to the amount stipulated by laws and regulations. If his reelection is approved at this meeting, the Company plans to renew the aforementioned agreement with him. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|---|---|-------------------------------------|
| 10 | <p>Reappointment Outside Director</p> <p>Yasushi Hasegawa (February 22, 1962)</p> <p>Term of office: 4 years</p> <p>Board of Directors attendance: 18 out of 18</p> | <p>Apr. 1984 Joined the Ministry of Finance</p> <p>July 2007 Director of Banking Business Division II, Supervision Bureau of Financial Services Agency</p> <p>July 2008 Director of Insurance Business Division, Supervision Bureau</p> <p>July 2010 Director of Planning and Management Division, Supervision Bureau</p> <p>July 2012 Director of Policy Division, Policy Bureau</p> <p>July 2014 Director-General of Fukuoka Local Finance Branch Bureau, the Ministry of Finance</p> <p>July 2015 Deputy Director-General (in charge of planning, market, and secretariat) of Planning and Coordination Bureau, Financial Services Agency</p> <p>July 2016 Director-General of Tokai Local Finance Bureau, the Ministry of Finance</p> <p>June 2017 Senior Managing Director (in charge of screening and risk supervision) of Japan Bank for International Cooperation</p> <p>June 2019 Retired from the Ministry of Finance</p> <p>Nov. 2019 Advisor of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2020 Joined SBI Holdings, Inc.</p> <p>Aug. 2020 Executive Officer and Secretary General of Regional Revitalization Partners Co., Ltd. (current position)</p> <p>June 2021 Director of FUKUSHIMA BANK, LTD. Director of the Company (current position)</p> <p>Feb. 2022 Director of SBI Chigin Holdings, Inc. (current position)</p> <p>June 2023 Director (non-executive) of Kirayaka Bank, Ltd. (current position)</p> <p>May 2025 Representative Director and President of SBI Chigin Holdings, Inc. (current position)</p> <p>[Significant concurrent positions outside the Company] Executive Officer and Secretary General of Regional Revitalization Partners Co., Ltd. Representative Director and President of SBI Chigin Holdings, Inc. Director (non-executive) of Kirayaka Bank, Ltd.</p> | <p>- common shares</p> |
| <p>[Special matters regarding the candidate for outside Director]</p> <p>There is no special interest between Yasushi Hasegawa and the Company. He is a candidate for outside Director.</p> <p>The reason for the nomination of Yasushi Hasegawa as a candidate for outside Director and the reason the Company judged him able to appropriately execute his duties as outside Director are because he possesses long years of extensive experience and expertise in financial administration, and the Company will be able to utilize his suggestions and opinions to secure fair and appropriate decision-making of the Board of Directors. The Company expects him to play an appropriate role in supervising and advising on the execution of business as outside Director of the Company from his expertise cultivated over many years in financial administration.</p> <p>At the conclusion of this meeting, his tenure as outside Director of the Company will be four years.</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with him to limit his liability for damages under Article 423, Paragraph 1 of the same Act to the amount stipulated by laws and regulations. If his reelection is approved at this meeting, the Company plans to renew the aforementioned agreement with him. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|---|-------------------------------------|
| 11 | <p>Reappointment Outside Director Independent Officer</p> <p>Tsutomu Satake (March 2, 1953)</p> <p>Term of office: 3 years</p> <p>Board of Directors attendance: 18 out of 18</p> | <p>Apr. 1975 Joined Tohoku Electric Power Co., Inc.</p> <p>June 2007 Executive Officer and General Manager of Corporate Planning Department</p> <p>June 2009 Managing Director and General Manager of Customer Division</p> <p> Auditor (part-time) of Yurtec Corporation</p> <p>June 2012 Resigned as Auditor (part-time) of Yurtec Corporation</p> <p> Director (part-time) of Yurtec Corporation</p> <p> Representative Director & Vice President of Tohoku Electric Power Co., Inc.</p> <p>June 2013 Resigned as Director (part-time) of Yurtec Corporation</p> <p>June 2014 Resigned as Director of Tohoku Electric Power Co., Inc.</p> <p> Representative Director & President of Yurtec Corporation</p> <p>June 2019 Representative Director & President and Chief Executive Officer</p> <p>June 2021 Representative Director & Chairman of the Board</p> <p>June 2022 Director of the Company (current position)</p> <p>June 2023 Senior Advisor of Yurtec Corporation</p> <p>June 2024 Advisor of Yurtec Corporation (current position)</p> <p>[Significant concurrent positions outside the Company] Advisor of Yurtec Corporation</p> | 800 common shares |
| <p>[Special matters regarding the candidate for outside Director]</p> <p>There is no special interest between Tsutomu Satake and the Company.</p> <p>He is a candidate for outside Director.</p> <p>The reason for the nomination of Tsutomu Satake as a candidate for outside Director and the reason the Company judged him able to appropriately execute his duties as outside Director are because he possesses extensive experience and broad knowledge as a corporate manager, and the Company will be able to utilize his suggestions and opinions to secure fair and appropriate decision-making of the Board of Directors from a fair and neutral standpoint. The Company expects him to play an appropriate role in supervising and advising on the execution of business as outside Director of the Company from his experience and expertise in corporate management cultivated at other companies.</p> <p>At the conclusion of this meeting, his tenure as outside Director of the Company will be three years.</p> <p>The Company has submitted notification to the Tokyo Stock Exchange that he has been appointed as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with him to limit his liability for damages under Article 423, Paragraph 1 of the same Act to the amount stipulated by laws and regulations. If his reelection is approved at this meeting, the Company plans to renew the aforementioned agreement with him. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.</p> | | | |

[Special matters regarding the candidates for Director (11 persons)]

Outline of a directors and officers liability insurance agreement

The Company has entered into a directors and officers liability insurance agreement with an insurance company under which the Company bears the entire premium. All Directors of the Company are insured, and legal damages and litigation expenses (except for those that fall under the exemptions stipulated in the insurance agreement) resulting from their actions in their positions will be covered. If each candidate is elected as a Director, all Directors will be insured under the said directors and officers liability insurance agreement. The current agreement will expire in October 2025 but is scheduled to be renewed with the same contents.

Proposal No. 3 Election of 4 Directors Who Are Audit and Supervisory Committee Members

The terms of office of all 4 Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting. Accordingly, the Company proposes the election of 4 Directors who are Audit and Supervisory Committee Members.

The consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows.

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|---|-------------------------------------|
| 1 | <p>Reappointment</p> <p>Wataru Sanpei (August 8, 1966)</p> <p>Term of office: 1 year</p> <p>Board of Directors attendance: 15 out of 15</p> <p>Audit and Supervisory Committee attendance: 13 out of 13</p> | <p>Apr. 1989 Joined The Sendai Bank, Ltd.</p> <p>June 2008 Manager of Corporate Business Section, Promotion Department</p> <p>Apr. 2012 General Manager of Takasago Branch</p> <p>July 2013 Manager of Planning Section, Planning Department</p> <p>Oct. 2013 Manager of Corporate Planning Section and General Manager of Corporate Management Office, Corporate Planning Department</p> <p>Oct. 2014 General Manager of Nagamachiminami Branch</p> <p>June 2018 General Manager of Local Enterprises Support Department</p> <p>June 2019 General Manager of Retail Business Department</p> <p>Apr. 2023 Executive Officer and General Manager of Internal Audit Department</p> <p>June 2024 Director and Audit and Supervisory Committee Member of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] None.</p> | 2,200 common shares |
| <p>[Special matters regarding the candidate for Director] There is no special interest between Wataru Sanpei and the Company.</p> <p>[Reasons for nomination as candidate for Director] Since taking office as Director who is an Audit and Supervisory Committee Member in June 2024, Wataru Sanpei has appropriately executed his duties as a full-time member of the Audit and Supervisory Committee, including supervision and advice on business execution. The Company has nominated him as a candidate for Director who is an Audit and Supervisory Committee Member because he has the qualities required of a Director of the Company and he can be expected to continue to supervise the overall management of the Company.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|---|-------------------------------------|
| 2 | <p>Reappointment Outside Director Independent Officer</p> <p>Yoshiaki Ito (July 21, 1950)</p> <p>Term of office: 6 years</p> <p>Board of Directors attendance: 18 out of 18</p> <p>Audit and Supervisory Committee attendance: 16 out of 16</p> | <p>Nov. 1976 Joined Tetsuzo Ota & Co. (current Ernst & Young ShinNihon LLC) and as a Registered Junior Accountant</p> <p>Mar. 1981 Registered as Certified Public Accountant</p> <p>Sept. 1983 Joined Ito CPA Office</p> <p>Nov. 1983 Registered as Certified Tax Accountant</p> <p>July 1988 Employee of Asahi Shinwa & Co. (current KPMG AZSA LLC)</p> <p>June 1999 Representative Employee and General Manager of the Yamagata Office, Asahi & Co. (current KPMG AZSA LLC)</p> <p>Apr. 2002 Comprehensive External Auditor of Yamagata Prefecture</p> <p>July 2002 Deputy Chairman of The Japanese Institute of Certified Public Accountants Tohoku Chapter Chairman of The Japanese Institute of Certified Public Accountants Tohoku Chapter, Yamagata Division</p> <p>July 2007 Managing Partner of Ito CPA Office (current position)</p> <p>June 2010 Auditor of Kirayaka Bank, Ltd.</p> <p>Oct. 2012 Audit & Supervisory Board Member of the Company</p> <p>June 2016 Retired from Auditor of Kirayaka Bank, Ltd.</p> <p>June 2019 Retired as Audit & Supervisory Board Member of the Company Director and Audit and Supervisory Committee Member of the Company (current position)</p> <p>[Significant concurrent position outside the Company] Managing Partner of Ito CPA Office</p> | 1,100 common shares |
| <p>[Special matters regarding the candidate for outside Director] There is no special interest between Yoshiaki Ito and the Company.</p> <p>[Reasons for nomination as candidate for outside Director and expected role] He is a candidate for outside Director.</p> <p>The reason for the nomination of Yoshiaki Ito as a candidate for outside Director who is an Audit and Supervisory Committee Member and the reason the Company judged him able to appropriately execute his duties as outside Director are because the Company judged that he would be able to reflect his expertise and experience cultivated as a certified public accountant in the audit of the Company. The Company expects him to play an appropriate role in supervising and advising on the execution of business as outside Director of the Company from his professional perspective as a certified public accountant.</p> <p>At the conclusion of this meeting, his tenure as outside Director who is an Audit and Supervisory Committee Member of the Company will have been six years.</p> <p>The Company has submitted notification to the Tokyo Stock Exchange that he has been appointed as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p> <p>Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with him to limit his liability for damages under Article 423, paragraph 1 of the same Act to the amount stipulated by laws and regulations. If his reelection is approved at this meeting, the Company plans to renew the aforementioned agreement with him. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|--|---|---|-------------------------------------|
| 3 | <p style="text-align: center;">Reappointment Outside Director Independent Officer</p> <p style="text-align: center;">Takashi Takahashi (February 3, 1950)</p> <p style="text-align: center;">Term of office: 6 years</p> <p>Board of Directors attendance: 17 out of 18</p> <p>Audit and Supervisory Committee attendance: 16 out of 16</p> | <p>Apr. 1972 Joined the Yamagata Prefectural Government</p> <p>Apr. 2001 General Manager of Tokyo Office</p> <p>Apr. 2004 General Manager of the Agriculture, Forestry and Fisheries Department</p> <p>Apr. 2006 Manager of the Shonai General Branch Office</p> <p>July 2008 General Manager of the Health and Welfare Department</p> <p>Mar. 2009 Resigned from the Yamagata Prefectural Government</p> <p> Deputy Governor-General of Yamagata Prefecture</p> <p> Vice Chairman of Association of Sports Promotion 21st Century in Yamagata</p> <p>Apr. 2012 Administrative Director</p> <p>Mar. 2013 Resigned as Deputy Governor-General of Yamagata Prefecture</p> <p>Aug. 2013 Representative Director and President of Montedio Yamagata Co., Ltd.</p> <p>Nov. 2015 Resigned as Representative Director and President</p> <p>June 2016 Audit & Supervisory Board Member of the Company</p> <p>June 2019 Resigned as Audit & Supervisory Board Member Director and Audit and Supervisory Committee Member (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>None.</p> | - common shares |
| <p>[Special matters regarding the candidate for outside Director]</p> <p>There is no special interest between Takashi Takahashi and the Company.</p> <p>[Reasons for nomination as candidate for outside Director and expected role]</p> <p>He is a candidate for outside Director.</p> <p>The reason for the nomination of Takashi Takahashi as a candidate for outside Director who is an Audit and Supervisory Committee Member and the reason the Company judged him able to appropriately execute his duties as outside Director are because he has held important positions in Yamagata Prefecture, including General Manager of the Agriculture, Forestry and Fisheries Department, General Manager of the Health and Welfare Department, and Deputy Governor-General of Yamagata Prefecture, and based on the experience and insight he has cultivated through his career, he is expected to supervise the overall management of the Company from a fair and neutral standpoint. The Company expects him to play an appropriate role in supervising and advising on the execution of business as outside Director of the Company utilizing his experience and insight cultivated over many years in the administration of Yamagata Prefecture.</p> <p>At the conclusion of this meeting, his tenure as outside Director who is an Audit and Supervisory Committee Member of the Company will have been six years.</p> <p>The Company has submitted notification to the Tokyo Stock Exchange that he has been appointed as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p> <p>Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with him to limit his liability for damages under Article 423, paragraph 1 of the same Act to the amount stipulated by laws and regulations. If his reelection is approved at this meeting, the Company plans to renew the aforementioned agreement with him. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibilities in the Company, and significant concurrent positions outside the Company | Number of the Company's shares held |
|---|---|---|-------------------------------------|
| 4 | <p>Reappointment Outside Director Independent Officer</p> <p>Akiyo Ito (January 11, 1959)</p> <p>Term of office: 2 years</p> <p>Board of Directors attendance: 18 out of 18</p> <p>Audit and Supervisory Committee attendance: 16 out of 16</p> | <p>Apr. 1983 Joined Miyagi Prefectural Government</p> <p>Apr. 2013 General Manager of Tokyo Office</p> <p>Apr. 2014 General Manager of Health and Welfare Department</p> <p>Apr. 2016 General Manager of Earthquake Reconstruction Planning Department</p> <p>Apr. 2018 General Manager of General Affairs Department</p> <p>Mar. 2019 Resigned from the Miyagi Prefectural Government</p> <p>Apr. 2019 Director of Board of Education in Miyagi Prefecture</p> <p>Mar. 2023 Resigned as Director of Board of Education in Miyagi Prefecture</p> <p>Apr. 2023 Director of The Miyagi Museum of Art (current position)</p> <p>June 2023 Director and Audit and Supervisory Committee Member of the Company (current position)</p> <p>Apr. 2024 Governor of Japanese Red Cross Society (current position)</p> <p>[Significant concurrent position outside the Company] Director of The Miyagi Museum of Art Governor of Japanese Red Cross Society</p> | 400 common shares |
| <p>[Special matters regarding the candidate for outside Director] There is no special interest between Akiyo Ito and the Company. [Reasons for nomination as candidate for outside Director and expected role] She is a candidate for outside Director. The reason for the nomination of Akiyo Ito as a candidate for outside Director who is an Audit and Supervisory Committee Member and the reason the Company judged her able to appropriately execute her duties as outside Director are because she has held position of General Manager in multiple Departments at Miyagi Prefectural Government, and also held an important position of Director of Board of Education in Miyagi Prefecture since April 2019. She has thus abundant experience in administration and broad insight, and is expected to make accurate proposals and opinions, and supervise the overall management of the Company from a fair and neutral standpoint. The Company expects her to play an appropriate role in supervising and advising on the execution of business as outside Director of the Company utilizing her experience and insight cultivated over many years in the administration of Miyagi Prefecture. At the conclusion of this meeting, her tenure as outside Director who is an Audit and Supervisory Committee Member of the Company will have been two years. The Company has submitted notification to the Tokyo Stock Exchange that she has been appointed as an independent officer as provided for by the aforementioned exchange. If her reelection is approved, the Company plans for her appointment as an independent officer to continue. Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with her to limit her liability for damages under Article 423, paragraph 1 of the same Act to the amount stipulated by laws and regulations. If her reelection is approved at this meeting, the Company plans to renew the aforementioned agreement with her. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.</p> | | | |

[Special matters regarding the candidates for Director who are Audit and Supervisory Committee Members (4 persons)]

Outline of a directors and officers liability insurance agreement

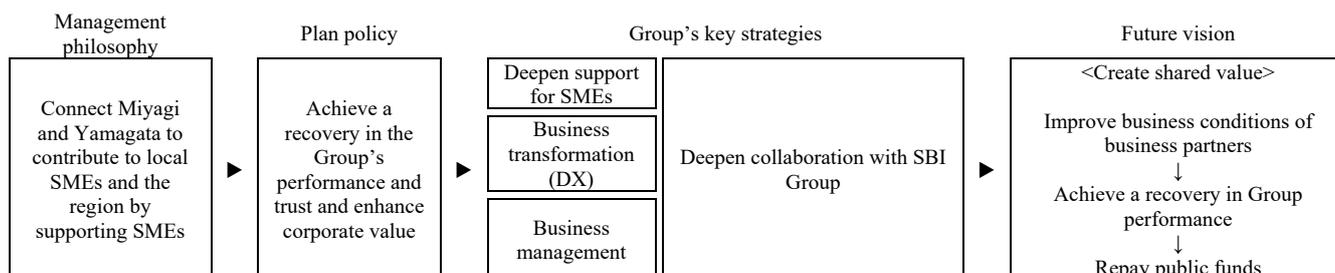
If each candidate in this proposal is elected as a Director who is an Audit and Supervisory Committee Member, each person will be included in the insured under the directors and officers liability insurance agreement described in Proposal No. 2.

<Reference>

1. Jimoto Holdings' skill selection of the Board of Directors

- As a bank holding company with regional financial institutions under its umbrella, we believe that the Board of Directors must be equipped with the skills to properly carry out “group management control.”
- At the same time, in order to realize the Group’s key strategies and management philosophy, it is the policy of the Company to utilize the external insight of outside Directors, with their business experience and knowledge related to each strategy.

Management strategy and skill of Jimoto Holdings



| Category | Skill | Reasons for selection | Director's responsible division, business experience, knowledge |
|------------------|---------------------------------------|--|---|
| Inside Director | Business management | Perform administrative duties for the holding company | Corporate planning / Subsidiary bank management / Risk management / Market operations |
| | Support for SMEs | Realization of priority strategy: contribution to local small and medium enterprises | Loan approval / Customer support (branch manager, etc.) |
| | Business reform | Realization of priority strategy: reform of business processes and enhancement of financial services | Office systems / HR & general affairs |
| | Utilization of external collaboration | Realization of priority strategy: increase sophistication and speed of business development | Demonstration of effectiveness and results of external collaboration (SBI, etc.) |
| Outside Director | Local industry | Utilization of outside Directors' knowledge | Trends in local industry in Miyagi and Yamagata |
| | Corporate management | Utilization of outside Directors' knowledge | Experience in business management at other companies |
| | Finance / Accounting | Utilization of outside Directors' knowledge | Expertise and experience in corporate finance (e.g., certified public accountant) |
| | Legal / Risk management | Utilization of outside Directors' knowledge | Legal and risk management expertise and experience (e.g., attorney) |
| | Public administration | Utilization of outside Directors' knowledge | Experience in local and financial administration |

2. Skill matrix of the Board of Directors

Board of Directors of Jimoto Holdings

The Board of Directors of Jimoto Holdings, led by inside Directors, is equipped with the skills necessary to carry out business management as a bank holding company and to implement the Group's key strategies.

[Inside Directors]

| Name | Business management | | | | SMEs | | Business reform | | Utilization of external collaboration |
|---|---------------------|----------------------------|-----------------|-------------------|---------------|------------------|-----------------|----------------------|---------------------------------------|
| | Corporate planning | Subsidiary bank management | Risk management | Market operations | Loan approval | Customer support | Office systems | HR & general affairs | |
| Director candidate Hideki Nishizuka | • | • | | | | • | | | • |
| Director candidate Toshio Sakazume | • | • | | • | • | • | | | • |
| Director candidate Tsuyoshi Ogata | • | • | • | | | • | | | • |
| Director candidate Osamu Suzuki | • | • | | | • | • | | | |
| Director candidate Yujiro Nakazawa | • | • | | • | • | • | | | |
| Director candidate Takuji Suzuki | • | • | | | | • | | | |
| Director candidate Ken Shibata | • | • | | | | • | • | | • |
| Director candidate Yusuke Kobayashi | • | • | | | | • | | • | • |
| Audit and Supervisory Committee Member candidate Wataru Sanpei | • | | • | | | • | | | |

[Responsibilities, career summary, qualifications, etc., of each Director]

| Name | Division in charge in Jimoto HD | Subsidiary bank representation | Main career at subsidiary bank | Collaboration achievement areas with SBI and others |
|---|---------------------------------|--------------------------------|---|---|
| Director candidate Hideki Nishizuka | Audit | Yes | General Manager of Corporate Planning Department, General Manager of Remote Business Department, General Manager of Fukushima Branch, Kirayaka Bank, Ltd. | Corporate planning |
| Director candidate Toshio Sakazume | Audit | Yes | General Manager of Sales Division, General Manager of Local Enterprises Support Department, General Manager of Loan Department, The Sendai Bank, Ltd. | Regional revitalization |
| Director candidate Tsuyoshi Ogata | General planning / Risk | Yes | General Manager of Corporate Planning Department, General Manager of Accounting Department, General Manager of Sales Department, Head Office, The Sendai Bank, Ltd. | Corporate planning |
| Director candidate Osamu Suzuki | Loan / Risk | Yes | General Manager of Corporate Support Department, Kirayaka Bank, Ltd. | |
| Director candidate Yujiro Nakazawa | Newly appointed | Yes | General Manager of Loan Division, General Manager of Local Enterprises Support Department, The Sendai Bank, Ltd. | |
| Director candidate Takuji Suzuki | Sales / Corporate support | Yes | General Manager of Corporate Clients Support Department, General Manager of Shibata Branch, Kirayaka Bank, Ltd. | |
| Director candidate Ken Shibata | Accounting / Financial market | | General Manager of Corporate Planning Department, General Manager of Accounting Department, The Sendai Bank, Ltd. | Regional revitalization |
| Director candidate Yusuke Kobayashi | General planning / HR | | General Manager of Kaminoyama Branch, Kirayaka Bank, Ltd. | Corporate planning |
| Audit and Supervisory Committee Member candidate Wataru Sanpei | | | General Manager of Internal Audit Department, General Manager of Retail Business Department, General Manager of Local Enterprises Support Department, The Sendai Bank, Ltd. | |

The Company's management philosophy is to contribute to local small and medium-sized enterprises and communities in Miyagi and Yamagata prefectures, and the outside Directors consist mainly of people with knowledge of local industries in both prefectures.

Furthermore, outside Directors have a wealth of experience and knowledge in areas such as corporate management, finance and accounting, legal and risk management, and public administration, and they constitute a diverse skill set for the Board of Directors.

[Outside Directors]

| Name | Local industries | Corporate management | Finance / Accounting | Legal / Risk management | Public administration |
|--|------------------|----------------------|----------------------|-------------------------|-----------------------|
| Outside Director candidate (independent) Minoru Handa | • | | | • | |
| Outside Director candidate Yasushi Hasegawa | | | | • | • |
| Outside Director candidate (independent) Tsutomu Satake | • | • | | | |
| Outside Audit and Supervisory Committee Member candidate (independent) Yoshiaki Ito | • | | • | | |
| Outside Audit and Supervisory Committee Member candidate (independent) Takashi Takahashi | • | • | | | • |
| Outside Audit and Supervisory Committee Member candidate (independent) Akiyo Ito | • | | | | • |

[Responsibilities, career summary, qualifications, etc., of each Director]

| Name | Main career summary and positions | Qualifications |
|--|---|--------------------------------|
| Outside Director candidate (independent) Minoru Handa | Managing Partner of Minoru Handa Law Offices (current position) | Attorney at law |
| Outside Director candidate Yasushi Hasegawa | Director-General of Tokai Local Finance Bureau, the Ministry of Finance, Senior Managing Director of Japan Bank for International Cooperation, Representative Director and President of SBI Chigin Holdings, Inc. (current position) | |
| Outside Director candidate (independent) Tsutomu Satake | Representative Director & Vice President of Tohoku Electric Power Co., Inc., Advisor of Yurtec Corporation (current position) | |
| Outside Audit and Supervisory Committee Member (independent) Yoshiaki Ito | Managing Partner of Ito CPA Office (current position) | Certified public accountant |
| Outside Audit and Supervisory Committee Member (independent) Takashi Takahashi | Deputy Governor-General of Yamagata Prefecture President of Montedio Yamagata Co., Ltd. | |
| Outside Audit and Supervisory Committee Member (independent) Akiyo Ito | Director of Board of Education in Miyagi Prefecture General Manager of General Affairs Department, Miyagi Prefectural Government Director of The Miyagi Museum of Art (current position) Governor of Japanese Red Cross Society (current position) | |

(Note) The above are not exhaustive lists of all the insight and experience held by the Directors.

<Reference>

The Company has determined the following criteria to judge the independence of candidates for Outside Director.

Independence Evaluation Criteria of Outside Officer

1. (1) Candidates shall not be executive directors, executive officers, managers or other employees of the Group (hereinafter referred to in general as “Persons Who Execute Business”) and who have not been working as a person involved with business execution of the Group in the last ten years.
- (2) Candidates for outside Director who have acted as a non-executive Director (Note 1) or Audit & Supervisory Board Member of the Group in the last ten years shall not have acted as a person involved in business execution of the Group in the ten years previous to their position as a non-executive Director or Audit & Supervisory Board Member.
- (3) Candidates shall not be a spouse or a relative within two degrees of kinship of officers (Note 2), managers, or other important employees (excluding officers, etc.) of the Group.
2. Candidates shall not be persons who are a major shareholder of the Company (Note 3), officers or employees of companies of which the Company is a major shareholder (excluding said officers).
3. (1) Candidates shall not be persons who have a business relationship with the Company or a core subsidiary of the Company (Note 4) whereby the Company or a core subsidiary of the Company is its major transacting counterparty (Note 5), or the parent company or a significant subsidiary thereof, or when such party is a company, a business executive, or a party which has fallen under such category during the past three years.
- (2) Candidates shall not be persons who have a business relationship with the Company or a core subsidiary of the Company who is a major transacting counterparty, or the parent company or a significant subsidiary thereof, or when such party is a company, a business executive, or a party which has fallen under such category during the past three years.
- (3) Candidates shall not be employees of an organization that has received donations that exceed a certain amount (an average of ¥10 million annually over the last three years) from the Company or its core subsidiaries.
4. Candidates shall not be officers, etc. of a company, its parent company or its subsidiary that have brought in officers, etc. from the Group.
5. Candidates are not currently an accounting auditor or an employee, etc. of an accounting firm of the Group and have not been in charge of auditing operations of the Group as said employee in the last three years.
6. Candidates may not be a lawyer, public certified accountant or another type of consultant that has earned money or other assets of ¥10 million or more on average per year over the last three years from the Company or its core subsidiaries in addition to the officer remuneration.
7. Furthermore, candidates shall be a person who does not have an ongoing, substantive conflict of interest due to circumstances other than the above between the general shareholders of the Company.

(Note 1) “Non-executive officer” refers to Directors who are not an executive director.

(Note 2) “Officers, etc.” refers to directors (including outside Director) and auditors (including outside Audit & Supervisory Board Member).

(Note 3) “Major shareholder” refers to a person or organization that held 10% or more voting rights directly or indirectly at the end of the most recent fiscal year.

(Note 4) “Core subsidiaries” refers to Kirayaka Bank, Ltd. and The Sendai Bank, Ltd.

(Note 5) “Main business partner” is judged as a business partner who made up 2% or more of the annual consolidated sales (consolidated ordinary income in the case of the Company) for the most recent fiscal year.