These documents are partial translations of the Japanese originals for reference purposes only. In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Bank assumes no responsibility for these translations or for direct, indirect or any other forms of damage arising from these translations.

(Securities Code: 8381) June 5, 2025 (Commencement Date of Electronic Provision Measures: May 29, 2025)

To Shareholders with Voting Rights:

Hiroshi Yoshikawa President and Representative Director THE SAN-IN GODO BANK, LTD. 10, Uomachi, Matsue, Shimane, Japan

# NOTICE OF CONVOCATION OF THE 122ND ANNUAL GENERAL MEETING OF SHAREHOLDERS

Please be informed that the 122nd Annual General Meeting of Shareholders of THE SAN-IN GODO BANK, LTD. (the "Bank") will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Bank has taken electronic provision measures to provide information containing Reference Documents for the General Meeting of Shareholders, etc. (the "Matters to be Provided Electronically"). The Matters to be Provided Electronically are posted on the Bank's website on the Internet.

The Bank's website https://www.gogin.co.jp/ir/stocks/meeting/ (only in Japanese)

In addition to the Bank's website, the Matters to be Provided Electronically are also available on the Tokyo Stock Exchange (TSE) website. Please access the following website, enter and search for the Bank's name or securities code, and select "Basic information" followed by "Documents for public inspection/PR information" to review.

TSE website (TSE Listed Company Search)

https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

If you choose not to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc. Please review the Reference Documents for the General Meeting of Shareholders posted in the Matters to be Provided Electronically and exercise your voting rights by Wednesday, June 25, 2025 at 5:15 p.m. Japan time.

The General Meeting of Shareholders will be on a live webcast on the day via the Internet so that it may be viewed at places other than the venue. For details, please refer to the attached sheet enclosed "Live webcast via the Internet."

 Date and Time: Thursday, June 26, 2025 at 10:00 a.m. Japan time (Doors open at 9:00 a.m.)
 Place: Shimane Civic Center (Main Hall) 158, Tonomachi, Matsue, Shimane, Japan

### 3. Meeting Agenda:

- Matters to be reported: 1. The Business Report and Non-consolidated Financial Statements for the Bank's 122nd Fiscal Year (from April 1, 2024 to March 31, 2025)
  - 2. Consolidated Financial Statements for the Bank's 122nd Fiscal Year (from April 1, 2024 to March 31, 2025) and Results of Audits of the Consolidated Financial Statements by the Accounting Auditor and Audit and Supervisory Committee

#### Proposals to be resolved:

- Proposal No. 1: Appropriation of Surplus
- **Proposal No. 2:** Election of Eight (8) Directors (Excluding Directors who are Audit and Supervisory Committee Members)
- **Proposal No. 3:** Election of Five (5) Directors who are Audit and Supervisory Committee Members
- **Proposal No. 4:** Election of One (1) Substitute Director who is an Audit and Supervisory Committee Member

### 4. Matters Regarding the Notice of Convocation

1. In convening this General Meeting of Shareholders, the Bank will equally send documents stating the Matters to be Provided Electronically to all shareholders, regardless of whether or not a request for delivery of written documents. However, these documents do not include the following items pursuant to the provision of laws and regulations and the Bank's Articles of Incorporation.

1) "Items Regarding Subscription Rights to Shares of the Bank, etc." in the Business Report

2) "Basic Policy on Internal Control Systems to Ensure Appropriateness of Business" in the Business Report

3) The "Non-consolidated Financial Statement of Changes in Net Assets" and the "Notes to the Non-consolidated Financial Statements" in the Nonconsolidated Financial Statements

4) The "Consolidated Financial Statement of Changes in Net Assets" and the "Notes to the Consolidated Financial Statements" in the Consolidated Financial Statement

In addition, such documents are a part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing their audit reports.

2. In the case of any revisions to Matters to be Provided Electronically, the revised versions will be posted on each website above.

5. Others

- 1. You will need the enclosed Voting Rights Exercise Form to attend the meeting.
- 2. Please indicate your vote for or against the proposals on the Voting Rights Exercise Form. If there is no indication of approval or disapproval, it shall be treated as an indication of approval.
- 3. If you vote both in writing on the Voting Rights Exercise Form and via the Internet, etc., only your vote placed via the Internet, etc., will be valid.
- 4. If you submit your vote multiple times via the Internet, etc., only the last vote will be valid.
- 5. For shareholders with physical disabilities, upon request support, will be provided for admission by carers and service dogs, seating guidance, wheelchair support, communication support, and assistance for accompanying sign language interpreters. Please present to reception.
- 6. Please refrain from filming, recording, or posting on social networking sites or elsewhere from the venue.

# **Reference Documents for the General Meeting of Shareholders**

### **Proposals and References**

#### Proposal No. 1: Appropriation of Surplus

Regarding appropriation of surplus, under the basic policy of securing internal reserves while providing proactive and stable return of profits to shareholders, the Bank proposes the following.

1. Matters concerning year-end dividends

The Bank would like to pay a year-end dividend of 24 yen per share, and in combination with an interim dividend, the annual dividend amounts to 48 yen per share.

- (1) Type of dividend property Cash
- (2) Matters concerning the allotment of dividend property and the total amount 24 yen per share of common stock of the Bank The total amount of dividends in this case is 3,670,112,568 yen
- (3) Effective date of distribution of surplus June 27, 2025
- 2. Other matters concerning the appropriation of surplus
  - (1) Item and amount of surplus to be increased General reserve 5,000,000,000 yen
  - (2) Item and amount of surplus to be decreased Retained earnings brought forward 5,000,000,000 yen

**Proposal No. 2:** Election of Eight (8) Directors (Excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members) is proposed.

The selection of the candidates was determined by the Board of Directors after deliberations by the Nominating and Compensation Committee, the majority of whose members are Outside Directors.

Audit and Supervisory Committee has reviewed this Proposal and found no particular matters to be stated in accordance with the provisions of the Companies Act.

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

No.	Ν	Jame	Current position at the Bank	Attendance at the meeting of the Board of Directors
1	Toru Yamasaki	Reappointment	Chairman and Representative Director	100% (12 times/ 12 times)
2	Hiroshi Yoshikawa	Reappointment	President and Representative Director	100% (12 times/ 12 times)
3	Sawako Yoshioka	Reappointment	Director and Senior Managing Executive Officer	100% (10 times/ 10 times)
4	Hirohisa Ikuta	Reappointment	Director and Senior Managing Executive Officer	90% (9 times/ 10 times)
5	Yasuyuki Kuratsu	Reappointment Outside Director Independent Director	Director	100% (12 times/ 12 times)
6	Yasuhiro Goto	Reappointment Outside Director Independent Director	Director	100% (12 times/ 12 times)
7	Chie Motoi	Reappointment Outside Director Independent Director	Director	100% (12 times/ 12 times)
8	Graeme David Knowd	Reappointment Outside Director Independent Director	Director	100% (10 times/ 10 times)

(Note) The current positions at the Bank are as of the date of preparation of the Reference Documents for the General Meeting of Shareholders.

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
	Toru Yamasaki (Aug. 20, 1958) (Reappointment) <reasons for="" nomina<="" td=""><td>Apr. Jun. Jun. Jun. Jun. Jun. Jun. Apr.</td><td>1982 2006 2009 2012 2014 2015 2018 2020 2025 candida</td><td>Joined the Bank General Manager of Yonago-nishi Branch General Manager of Business Planning Dept. Executive Officer and General Manager of Management Planning Dept. Managing Executive Officer Director and Senior Managing Executive Officer Director, Vice President and Executive Officer President and Representative Director Chairman and Representative Director (current position)</td><td>45,000 shares Attendance at</td></reasons>	Apr. Jun. Jun. Jun. Jun. Jun. Jun. Apr.	1982 2006 2009 2012 2014 2015 2018 2020 2025 candida	Joined the Bank General Manager of Yonago-nishi Branch General Manager of Business Planning Dept. Executive Officer and General Manager of Management Planning Dept. Managing Executive Officer Director and Senior Managing Executive Officer Director, Vice President and Executive Officer President and Representative Director Chairman and Representative Director (current position)	45,000 shares Attendance at
1	Mr. Toru Yamasaki possesses a wealth of operational knowledge and experience from successively holding important positions, including General Manager of the Business Planning Department and General Manager of the Management Planning Department, and is well-versed in the overall operations of the Bank. After serving as Director and Senior Managing Executive Officer and Director, Vice President and Executive Officer, he served as President and Representative Director from June 2020, providing appropriate decisions on important management matters, and has contributed to improvements in the corporate value of the Bank. Since April 2025, he has been appropriately fulfilling his duties and responsibilities, including supervision of business execution, as Chairman and Representative Director, and striving to further strengthen corporate governance as the chairman of the Board of Directors. The Bank has determined that he is a person capable of maintaining the soundness of the Bank and contributing to improvements in the corporate value in the medium- to long-term by utilizing his knowledge				

No.	Name (Date of birth)		Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
2	Hiroshi Yoshikawa (Feb. 23, 1966) (Reappointment)	Apr.         198           Apr.         200           Jul.         200           Oct.         201           Jun.         201           Jun.         201           Jun.         201           Jun.         201           Jun.         201           Jun.         202           Jun.         202           Jun.         202           Jun.         202           Jun.         202           Qur.         202           Qur.         202           Qur.         202           Apr.         202           Apr.         202           Apr.         202           Personnel         Personnel	<ul> <li>8 Deputy General Manager of Yonago Branch</li> <li>9 General Manager of Himeji Branch</li> <li>2 General Manager of Hanshin-kita Branch</li> <li>5 General Manager of Okayama Branch</li> <li>7 General Manager of Yonago Branch</li> <li>9 Executive Officer and General Manager of Yonago Branch</li> <li>0 Executive Officer and Chief of Sanyo Headquarters</li> <li>1 Managing Executive Officer and Chief of Sanyo Headquarters</li> <li>2 Director and Managing Executive Officer</li> <li>3 Director and Senior Managing Executive Officer</li> <li>5 President and Representative Director (current position)</li> </ul>	11,800 shares Attendance at
	Sersonnel Reasons for nomination as a candidate for Director> Mr. Hiroshi Yoshikawa possesses a wealth of operational knowledge and experience from successively holding important positions, including General Manager of the Okayama Branch, General Manager of the Yonago Branch, and Chief of Sanyo Headquarters, and is well-versed in the overall operations of the Bank. He served as Director from June 2022, performing the business management of the Bank in an appropriate, impartial, and efficient manner, and has sufficiently fulfilled his duties and responsibilities. Since April 2025, as President and Representative Director, he has demonstrated the ability to make prompt and rational decisions from a position of overviewing the regional economy and business environment in tough economic trends and has been leading the management of the Bank as he oversees business execution. The Bank has determined that, as President and Representative Director, he is a person capable of demonstrating unifying power that moves the organization forward in realizing the business philosophy, promoting the creation and reforms, maintaining the soundness of the Bank, and contributing to improvements in corporate value in the medium- to long-term, and thus continues to nominate him as a candidate for Director.			the meeting of the Board of Directors: 100% (12 times/ 12 times)

No.	Name (Date of birth)		Р	ast experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
3	successively holding Branch, General Mar is well-versed in the June 2024, performir efficient manner, and determined that she i contributing to impro-	a posses importa nager of overall o ng the bu has suf s a perso ovements	sses a wea nt positic the Yona operation isiness m ficiently to on capabl s in the co	Joined the Bank Assistant Manager of Customer Service Dept. General Manager of Fukuike Sub-branch General Manager of Yonago-nishi Branch General Manager of Yonago Branch Executive Officer, Chief of Yonago Headquarters Senior Managing Executive Officer and Chief of Tottori Headquarters Director, Senior Managing Executive Officer and Chief of Tottori Headquarters (current position) for Director> alth of operational knowledge and experience from ons, including General Manager of the Yonago Headquarters, and s of the Bank. She has been serving as Director since anagement of the Bank in an appropriate, impartial, and fulfilled her duties and responsibilities. The Bank has e of maintaining the soundness of the Bank and orporate value in the medium- to long-term by utilizing ce, and thus continues to nominate her as a candidate	7,800 shares Attendance at the meeting of the Board of Directors: 100% (10 times/ 10 times)

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
4	Hirohisa Ikuta (Aug. 24, 1965) (Reappointment) <reasons for="" nomina<br="">Mr. Hirohisa Ikuta p successively holding Branch, General Ma Department, and is Director since June impartial, and efficio Bank has determine contributing to impr</reasons>	Digital 1 Financir tion as a possesses g importa mager of well-vers 2024, pe ent manr d that he povement	Transforming candida a wealth ant positive the Kob sed in the rforming her, and l is a person to in the cost is a person to in th	Joined the Bank Deputy General Manager of Tottori Branch General Manager of Matsue-ekimae Branch General Manager of Kakogawa Branch General Manager of Kobe Branch Executive Officer and General Manager of Kobe Branch Executive Officer and General Manager of Risk Management Dept. Executive Officer and General Manager of Digital Transformation Promotion Headquarters Managing Executive Officer and General Manager of Digital Transformation Promotion Headquarters Senior Managing Executive Officer and General Manager of Digital Transformation Promotion Headquarters Director, Senior Managing Executive Officer and General Manager of Digital Transformation Promotion Headquarters Director, Senior Managing Executive Officer and General Manager of Digital Transformation Promotion Headquarters (current position) ibilities) mation Promotion, Personnel (Deputy General Manager),	Bank held 11,000 shares Attendance at the meeting of the Board of Directors: 90% (9 times/ 10 times)

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
5	Yasuyuki Kuratsu (Jun. 23, 1955) (Reappointment) (Outside Director) (Independent Director)	Apr. Jun. Jun. Apr. Feb. Mar. Apr. Jun. Nov.	1979 1996 1997 1998 2001 2007 2007 2015 2018 2022	Joined The Bank of Tokyo, Ltd. (currently MUFG Bank, Ltd.) Managing Director of Bankers Trust Managing Director of The Chase Manhattan Bank Representative of Tokyo Office (concurrently) of Chase Securities Inc. Representative Director of Research & Pricing Technology, Inc. (current position) Executive Director of Industrial & Infrastructure Fund Investment Corporation Outside Corporate Auditor of Central Tanshi FX Co., Ltd. (current position) Senior Fellow of The Institute for International Economic Studies (current position) Director of the Bank (current position) Outside Director of Espoirer Co., Ltd.	6,500 shares Attendance at
	<reasons a="" and="" as="" candidate="" director="" expected="" for="" nomination="" of="" outside="" roles="" summary=""> Mr. Yasuyuki Kuratsu possesses specialized insight concerning the international financial sector and extensive experience in domestic and overseas financial business operations and is well- acquainted with the Bank's regional characteristics as he grew up in the local area. Since taking office as an Outside Director in June 2018, he has aptly performed the duties and responsibilities of the position, including providing appropriate advice and suggestions regarding the management of the Bank from various angles. The Bank has determined that he is a person capable of meeting the expectation that he will continue to offer advice and suggestions regarding the overall management of the Bank from a professional and practical viewpoint and also conduct decision-making, supervision, and check-and-balance functions on the Board of Directors from an objective and neutral position, and thus continues to nominate him as a candidate for Director. Special interest relationships with the candidate&gt; There is no special interest between Mr. Yasuyuki Kuratsu and the Bank. Other matters&gt; Mr. Yasuyuki Kuratsu is a candidate for Outside Director. Furthermore, his term of office as Outside Director of the Bank will be 7 years at the conclusion of this General Meeting of Shareholders.</reasons>				Attendance at the meeting of the Board of Directors: 100% (12 times/ 12 times)

No.	Name			Past experience, positions, responsibilities,	Number of shares of the
	(Date of birth)			and significant concurrent positions	Bank held
		Apr.	1984	Joined Nikkei Inc.	
		Sep.	1988	Resident Officer of Bahrain Bureau, Nikkei Inc.	
		Jan.	1990	Resident Officer of Headquarters for Europe, Middle East	
				and Africa (London), Nikkei Inc.	
		Sep.	1992	Industry Sector of Tokyo Head Office, Nikkei Inc.	
		Sep.	1997	Resident Officer of China Headquarters (Beijing), Nikkei	
		Sep.	2000	Inc. Editorial Board Member of Industry Sector, Tokyo Head	
		Mar.	2002	Office of Nikkei Inc. Editorial Writer of Nikkei Inc. and Newscaster of Nikkei	
	V 11 C /	wiai.	2002	CNBC Japan, Inc.	
	Yasuhiro Goto	Dec.	2004	Member of Operational Review Committee of Japan	
	(Sep. 18, 1958) (Reappointment)			Organization for Metals and Energy Security (JOGMEC)	
	(Outside Director)			(current position)	
	(Independent	Apr.	2005	Part-time Board Member of National Petroleum	
	Director)			Association (current position)	
	Directory	Mar.	2008	General Manager of Asia Sector, Editorial Office, Tokyo	
			0010	Head Office of Nikkei Inc.	2 000
		Apr.	2010	Editorial Board Member of Nikkei Inc.	2,000
		Apr.	2016	Professor of Department of Urban Innovation, Asia University (current position)	shares
		Jun.	2017	Independent Corporate Auditor of Foster Electric	Attendance at
		Juli.	2017	Company, Limited	the meeting
6		Jun.	2020	Independent Director of Foster Electric Company, Limited	of the Board
				(current position)	of Directors:
		Jun.	2021	Director of the Bank (current position)	100%
		Dec.	2021	Advisor of Hazama Ando Corporation (current position)	(12 times/
	<reasons for="" nominat<="" td=""><td>tion as a</td><td>candidat</td><td>e for Outside Director and summary of expected roles&gt;</td><td>12 times)</td></reasons>	tion as a	candidat	e for Outside Director and summary of expected roles>	12 times)
				positions at a newspaper company, including Resident	
				, Editorial Writer, General Manager of the Asia Sector at the	
				Member. In addition, he possesses specialized insight as an	
				rning such fields as the analysis of industrial structure, the	
				ansion of Japanese corporations. Since taking office as an	
				aptly performed the duties and responsibilities of the	
				iate advice and suggestions regarding the management of	
				ank has determined that he is a person capable of meeting	
	-			to offer advice and suggestions regarding the overall	
				essional and practical viewpoint and also conduct decision-	
				balance functions on the Board of Directors from an	
				us continues to nominate him as a candidate for Director.	
	<special interest="" relat<="" td=""><td>-</td><td></td><td></td><td></td></special>	-			
		nterest b	etween N	Ar. Yasuhiro Goto and the Bank.	
	<other matters=""></other>		data for 4	Outside Director Fruthameone 1: to town of the first of the	
				Outside Director. Furthermore, his term of office as Outside	
	Director of the Balls	will be	+ years a	t the conclusion of this General Meeting of Shareholders.	1

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
	Chie Motoi (Jul. 28, 1963) (Reappointment) (Outside Director) (Independent Director)	Apr. Sep. Sep. Apr. Apr. Sep. Jun.	1987 1997 2000 2011 2011 2019 2022	Director of the Bank (current position)	-
7	<ul> <li>7 is come function has been responsible for a white range of projects as a senior manager and</li> <li>7 executive partner at a consulting firm and has extensive practical experience and expertise. She is also committed to supporting the success of women and has extensive knowledge and</li> <li>7 june 2022, she has aptly performed the duties and responsibilities of the position, including</li> <li>9 moviding appropriate advise and suggestions recording the management of the Park from</li> </ul>				Attendance at the meeting of the Board of Directors: 100% (12 times/ 12 times)

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
	Graeme David Knowd (May 3, 1969) (Reappointment) (Outside Director) (Independent Director)	Sep. Jun. Mar. Nov. Sep. Jul. Jun. Jun. Sep. Jun. Jun.	1997 1998 1999 2000 2005 2006 2008 2012 2018 2023 2024	Bank of England Analyst Financial Services Authority Analyst Associate, Standard & Poor's Director, UBS Securities Manager, Bank for International Settlement (BIS) Vice President, CLSA Executive Director, Morgan Stanley Securities Managing Director, Moody's Japan Singapore Managing Director, Moody's Investors Service (currently Moody's Ratings) Director and President, Knowd Advisory (current position) Director of the Bank (current position)	-
8	Reasons for nomination as a candidate for Outside Director and summary of expected roles> Mr. Graeme David Knowd has a long history of analyzing both domestic and foreign companies, with roles at a central bank, international institutions, global financial institutions, and ratings agencies. He also has extensive practical experience and expertise in the management of financial institutions, working as regional manager for ratings agencies. Since taking office as an Outside Director in June 2024, he has aptly performed the duties and responsibilities of the position, including providing appropriate advice and suggestions regarding the management of the Bank from various angles. The Bank has determined that he is a person capable of meeting the expectation that he will continue to offer advice and suggestions regarding the overall management of the Bank to maintain the soundness of the Bank and to contribute to improvements in its corporate value, and also conduct decision-making, supervision, and check- and-balance functions on the Board of Directors. Special interest relationships with the candidate> There is no special interest between Mr. Graeme David Knowd and the Bank. Cother matters> Mr. Graeme David Knowd is a candidate for Outside Director. Furthermore, his term of office as Outside Director of the Bank will be 1 year at the conclusion of this General Meeting of				

(Notes) 1. Mr. Yasuyuki Kuratsu, Mr. Yasuhiro Goto, Ms. Chie Motoi, and Mr. Graeme David Knowd have been submitted to the Tokyo Stock Exchange as Independent Directors as stipulated by the aforementioned Exchange. If they are elected as originally proposed, they will continue to serve as Independent Directors.

- 2. The Bank has concluded liability limitation agreements on provisions under Article 427, Paragraph 1 of the Companies Act with Mr. Yasuyuki Kuratsu, Mr. Yasuhiro Goto, Ms. Chie Motoi, and Mr. Graeme David Knowd. The limit of liability under the agreement shall be the minimum amount of liability stipulated by laws and regulations. If they are reelected, the Bank will continue the said agreements with them.
- 3. The Bank has concluded a directors and officers liability insurance contract with an insurance company. The insurance contract covers damages that may be incurred as a result of the responsibilities assumed by the insured persons in the execution of their duties. However, there are certain exemptions, such as in the case of knowingly committed acts of violation against laws. If each candidate takes office as Director, the candidate will be an insured person under the insurance contract. Furthermore, the insured persons do not bear the insurance premiums. The Bank plans to renew the insurance contract as the aforementioned in July 2025.
- 4. Ms. Chie Motoi's name on the family register is Chie Kubota.
- 5. The past experience, positions, responsibilities, and significant concurrent positions held by each candidate are as of the date of preparation of the Reference Documents for the General Meeting of Shareholders.

Proposal No. 3: Election of Five (5) Directors who are Audit and Supervisory Committee Members

The terms of office of all five (5) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of five (5) Directors who are Audit and Supervisory Committee Members is proposed.

The selection of the candidates was determined by the Board of Directors after deliberations by the Nominating and Compensation Committee, the majority of whose members are Outside Directors.

The Audit and Supervisory Committee has given its consent to the submission of this Proposal. The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

No.	N	ame	Current position at the Bank	Attendance at the meeting of the Board of Directors	Attendance at the meeting of Audit and Supervisory Committee
1	Mamiko Nakamura	Reappointment	Director (Audit and Supervisory Committee Member)	100% (12 times/ 12 times)	100% (14 times/ 14 times)
2	Yoshiko Koto	New Appointment	-	-	-
3	Tamaki Adachi	Reappointment Outside Director Independent Director	Director (Audit and Supervisory Committee Member)	100% (12 times/ 12 times)	100% (14 times/ 14 times)
4	Tomoaki Seko	Reappointment Outside Director Independent Director	Director (Audit and Supervisory Committee Member)	100% (12 times/ 12 times)	100% (14 times/ 14 times)
5	Hiroshi Omori	New Appointment Outside Director Independent Director	-	-	-

(Note) The current positions at the Bank are as of the date of preparation of the Reference Documents for the General Meeting of Shareholders.

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
1	Ms. Mamiko Nakam of operational know of the General Mana Service Department, Director who is an A performed her duties of applying her weal Directors in an appro	Jun.       2010       General Manager of Similale-Idadidit Branch         Jun.       2018       General Manager of Customer Service Dept.         Jun.       2019       General Manager of Personnel Dept.         Jun.       2021       Director and Audit and Supervisory Committee Member (current position)         tion as a candidate for Director>       is well-versed in the overall operations of the Bank based on her wealth         ledge and experience and has aptly performed the duties and responsibilities       ger of the Shimane-idaidori Branch, the General Manager of the Customer	16,900 shares Attendance at the meeting of the Board of Directors: 100% (12 times/ 12 times) Attendance at the meeting of Audit and Supervisory Committee: 100% (14 times/ 14 times)

No.	Name Date of birth)		Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
2	operational knowled the General Manage Branch. She has bee Office since April 20 determined that she and supervise the ex	well-versed in t ge and experience r of the Shanichi n serving as the 24 and has aptly is a person capal ecution of duties perspective, and	he overall operations of the Bank based on her wealth of ce and has aptly performed the duties and responsibilities of Sub-branch and the General Manager of the Shimadaimae General Manager of the Audit and Supervisory Committee y performed her duties and responsibilities. The Bank has ble of applying her wealth of experience and insight to audit by Directors in an appropriate, impartial, and efficient thus has nominated her as a new candidate for Director who	1,600 shares Attendance at the meeting of the Board of Directors: - Attendance at the meeting of Audit and Supervisory Committee: -

No.	Name Date of birth)		Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held			
3	Tamaki Adachi (Feb. 25, 1971) (Reappointment) (Outside Director) (Independent Director) <reasons for="" nomina<br="">Ms. Tamaki Adachi laws and regulations Director who is an A performed her duties of applying her weal Directors and offer p point of view. There who is an Audit and directly contributing</reasons>	possesses a high as a lawyer. Sin Judit and Superv and responsibil th of experience precise and appro- fore, the Bank th Supervisory Me to corporate ma	Registered as attorney-at-law (Admission to Tottori Bar Association) Started practice in Yonago Representative of Adachi Law Office (current position) Auditor of Tottori University (current position) Corporate Auditor of the Bank Director and Auditor and Supervisory Committee Member of the Bank (current Position) the for Outside Director and summary of expected roles> level of business acumen and expert knowledge concerning ace taking office as Corporate Auditor in June 2016 and as isory Committee Member in June 2019, she has aptly ities. The Bank has determined that she is a person capable and insight to audit and supervise the execution of duties by opriate opinions and advice from a neutral and objective nus continues to nominate her as a candidate for Director mber. Additionally, although she does not have experience magement, the Bank has determined that she is a person				
	<ul> <li>capable of appropriately executing her duties as an Outside Director for the aforementioned reasons.</li> <li><special candidate="" interest="" relationships="" the="" with=""></special></li> <li>There is no special interest between Ms. Tamaki Adachi and the Bank.</li> </ul>						
	Other matters> Ms. Tamaki Adachi is a candidate for Outside Director. Furthermore, her term of office as Outside Director (Audit and Supervisory Committee Member) of the Bank will be 6 years, and her total term of office, including as Outside Corporate Auditor of the Bank, will be 9 years at the conclusion of this General Meeting of Shareholders.						

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held	
	Tomoaki Seko (Feb. 15, 1971) (Reappointment) (Outside Director) (Independent Director)	Oct. Apr. Jan. Mar. Mar. Jun. Jun.	1992 2006 2007 2014 2016 2020 2021	Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC) Registered as attorney-at-law (Admission to Tottori Bar Association) Started practice in Tottori Joined Tottori Himawari-Fund Law Office (currently Tottori Aozora Law Office) (current position) Registered as certified public accountant Outside Corporate Auditor of Nippon Ceramic Co., Ltd. Outside Director who is an Audit and Supervisory Committee Member of Nippon Ceramic Co., Ltd. (current position) Outside Corporate Auditor of Tottori Airport Building Co., Ltd. Director and Auditor and Supervisory Committee Member of the Bank (current Position)	2,000 shares Attendance at the meeting of the Board of Directors: 100% (12 times/	
<ul> <li><sup>4</sup> </li> <li><sup>4</sup> </li></ul>						

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held		
	Hiroshi Omori (Jun. 24, 1974) (New Appointment) (Outside Director) (Independent Director)	Dec. Aug. Oct. Oct. Dec.	2005 2007 2022 2022 2022 2022	Joined Hiroshima Office, Chuo Aoyama Audit Corporation Joined Hiroshima Office, KPMG AZSA & Co. (currently KPMG AZSA LLC) Representative of Hiroshi Omori Certified Public Accountant Office (current position) Representative Director of Omori Accounting Office Co., Ltd. (current position) Representative of Hiroshi Omori Certified Tax Accountant Office (current position)	- Attendance at the meeting of the Board of Directors:		
5	<ul> <li><reasons a="" and="" as="" candidate="" director="" expected="" for="" nomination="" of="" outside="" roles="" summary=""></reasons></li> <li>Mr. Hiroshi Omori possesses expert knowledge and practical experience concerning financial affairs and accounting as a certified public accountant and a certified tax accountant. The Bank has determined that he is a person capable of applying his wealth of experience and insight to audit and supervise the execution of duties by Directors and offer precise and appropriate opinions and advice from a new perspective. Therefore, the Bank thus has nominated him as a candidate for Director who is an Audit and Supervisory Member.</li> <li><special candidate="" interest="" relationships="" the="" with=""></special></li> <li>There is no special interest between Mr. Hiroshi Omori and the Bank.</li> <li><other matters=""></other></li> <li>Mr. Hiroshi Omori is a new candidate for Outside Director.</li> </ul>						

(Notes) 1. Ms. Tamaki Adachi and Mr. Tomoaki Seko have been submitted to the Tokyo Stock Exchange as Independent Directors as stipulated by the aforementioned Exchange. If they are elected as originally proposed, they will continue to serve as Independent Directors. Additionally, the Bank has determined that there is no possibility that a conflict of interest between Mr. Hiroshi Omori and the general shareholders will occur according to "Independence Criteria for Outside Officers" determined by the Bank. He will be submitted to the Tokyo Stock Exchange as an Independent Director as stipulated by the aforementioned Exchange, if he is elected as originally proposed as Director.

- 2. The Bank has concluded liability limitation agreements on provisions under Article 427, Paragraph 1 of the Companies Act with Ms. Tamaki Adachi and Mr. Tomoaki Seko. The limit of liability under the agreement shall be the minimum amount of liability stipulated by laws and regulations. If they are reelected, the Bank will continue the said agreements with them. If Mr. Hiroshi Omori is elected to the position of Director, the Bank plans to conclude a similar agreement with him.
- 3. The Bank has concluded a directors and officers liability insurance contract with an insurance company. The insurance contract covers damages that may be incurred as a result of the responsibilities assumed by the insured persons in the execution of their duties. However, there are certain exemptions, such as in the case of knowingly committed acts of violation against laws. If each candidate takes office as Director who is an Audit and Supervisory Committee Member, the candidate will be an insured person under the insurance contract. Furthermore, the insured persons do not bear the insurance premiums. The Bank plans to renew the insurance contract as the aforementioned in July 2025.
- 4. The past experience, positions, responsibilities, and significant concurrent positions held by each candidate are as of the date of preparation of the Reference Documents for the General Meeting of Shareholders.

**Proposal No. 4:** Election of One (1) Substitute Director who is an Audit and Supervisory Committee Member

In preparation for a contingency in which the Bank does not have the number of Directors who are Audit and Supervisory Committee Members required by laws and regulations, the election of one (1) Substitute Director who is an Audit and Supervisory Committee Member is proposed in advance.

The effectiveness of the election under this Proposal may be canceled by a resolution of the Board of Directors and consent of the Audit and Supervisory Committee of the Bank, provided such cancellation is done prior to the assumption of office.

The selection of the candidates was determined by the Board of Directors after deliberations by the Nominating and Compensation Committee, the majority of whose members are Outside Directors.

The Audit and Supervisory Committee has given its consent to the submission of this Proposal.

The candidate for Substitute Director who is an Audit and Supervisory Committee Member is as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions			Number of shares of the Bank held		
	Hajime Maruyama (Sep. 6, 1976) (Outside Director) (Independent Director)	Oct. Oct. Jan. Apr.	2004 2008 2013 2017	Assumed office as public prosecutor Registered as attorney-at-law (Admission to Shimane Bar Association) Started practice in Matsue Representative of Shimane Maruyama Law Office (current position) Auditor of the University of Shimane			
1	<						

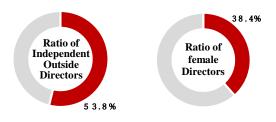
- (Notes) 1. According to "Independent Criteria for Outside Officers" determined by the Bank, there is no possibility that a conflict of interest between Mr. Hajime Maruyama and the general shareholders will occur, the Bank has judged that he possesses sufficient independence. If he assumes the position of Director who is an Audit and Supervisory Committee Member, he will be submitted to the Tokyo Stock Exchange, as an Independent Director as stipulated by the aforementioned Exchange.
  - 2. If Mr. Hajime Maruyama assumes the position of Director who is an Audit and Supervisory Committee Member, the Bank plans to conclude a liability limitation agreement under Article 427, Paragraph 1 of the Companies Act with him. The limit of liability under the agreement shall be the minimum amount of liability stipulated by laws and regulations.
  - 3. The Bank has concluded a directors and officers liability insurance contract with an insurance company. The insurance contract covers damages that may be incurred as a result of the responsibilities assumed by the insured persons in the execution of their duties. However, there are certain exemptions, such as in the case of knowingly committed acts of violation against laws. If Mr. Hajime Maruyama takes office as Director who is an Audit and Supervisory Committee Member, he will be an insured person under the insurance contract. Furthermore, the insured person does not bear the insurance premiums. The Bank plans to renew the insurance contract as the aforementioned in July 2025.
  - 4. The past experience, positions, responsibilities, and significant concurrent positions held by the candidate are as of the date of preparation of the Reference Documents for the General Meeting of Shareholders.

### (Reference)

Composition of the Board of Directors after the election (scheduled)

If Proposal No. 2 and Proposal No. 3 are approved as originally proposed, the composition of the Board of Directors will be as follows.

The ratio of the number of Independent Outside Directors on the Board of Directors will be 53.8% (7 persons). Additionally, the ratio of the number of female Directors on the Board of Directors will be 38.4% (5 persons).



(1) Internal Directors' Skills Matrix

			Essential s	kills for man	agement		Essential	l skills for bus	or business			
Name	Current position at the Bank	Corporate management	Sustainability	Regional communities/ economies	Risk manage- ment	Human resources management/ diversity	Sales/ consulting	Financial market/asset management	DX/ IT			
Toru Yamasaki Male	Chairman and Representative Director	•	•	•	•				•			
Hiroshi Yoshikawa Male	President and Representative Director	•	•	•			•	•				
Sawako Yoshioka Female	Director and Senior Managing Executive Officer	•		•		•	•					
Hirohisa Ikuta Male	Director and Senior Managing Executive Officer	•		•	•			•	•			
Mamiko Nakamura Female	Director (Audit and Supervisory Committee Member)			•	•	•						
Yoshiko Koto Female	-			•	•	•						

### (2) Outside Directors' Skills Matrix

		Essen	tial skills for s managem	Skills expected to provide management advice					
Name	Current position at the Bank	Corporate management	Sustainability	Finance/ accounting	Legal affairs	Global business	Human resources development/ diversity	Financing	DX/ IT
Yasuyuki Kuratsu Male Independent Director	Director	•	•			•		•	
Yasuhiro Goto Male Independent Director	Director	•	•			•	•		
Chie Motoi Female Independent Director	Director	•	•				•		•
Graeme David Knowd Male Independent Director	Director	•	•			•	•	•	
Tamaki Adachi Female Independent Director	Director (Audit and Supervisory Committee Member)		•		•				
Tomoaki Seko Male Independent Director	Director (Audit and Supervisory Committee Member)			•	•				
Hiroshi Omori Male Independent Director	-			•				•	

(Note) The current positions at the Bank are as of the date of preparation of the Reference Documents for the General Meeting of Shareholders.

### Reason for skill selection

In light of our management philosophy, long-term vision, key issues (materialities) set out in the mediumterm management plan, and management strategy, the Bank has identified the skills considered to be especially important to be possessed by Internal Directors and Outside Directors.

### Overview of identified skills

#### (1) Internal Directors

	Skill	Specific expertise and	Main related key issues (materialities)	Reason for selection
	Corporate management	experience Expertise in proposing and implementing management strategy	Improve corporate value, strengthen corporate governance	It is essential to have the knowledge, capabilities, and experience in proposing and implementing management strategy to realize management philosophy and to work toward sustainable growth and improved corporate value.
Essential skills for management	Sustainability	Expertise and experience in ESG	Response to environmental preservation and climate change, respect for human rights, contribution to regional revitalization	Regional sustainability and the Bank's sustainable growth are seen as inextricably tied to the other, and it is essential to have insight into solving regional community issues also in light of global trends.
lls for m	Regional community and economy	Skills and experience in solving regional and customers' issues	Contribution to regional revitalization	As a regional Bank, it is necessary to have a deep understanding of regional communities and economies and to provide solutions for regional revitalization.
anagemen	Risk management	Expertise and experience in risk control and compliance	Strengthened corporate governance	It is essential to have knowledge and experience in risk control that enables risk taking. It is also necessary to have the capabilities and qualities to lead corporate culture focused on compliance.
nt	Human resources management and diversity	Expertise and experience in human resources management, human resources development, and promotion of diversity	Work style reforms and promotion of diversity and inclusion	Knowledge and experience are necessary to enhance human capital, which is a driver of improved corporate value. Additionally, it is necessary to advance diversity in human resources for sustainable growth and improved corporate value.
Essential	Sales/ consulting	Comprehensive experience in sales and expertise and experience in consulting business	Contribution to regional revitalization, improve corporate value, support QOL* in the era of 100-year life spans	For the Bank to achieve sustainable growth by solving issues faced by customers, knowledge and experience is necessary for a deep understanding of customers and of the communities where the Bank operates as well as for providing appropriate solutions.
Essential skills for business	Financial market/asset management	Expertise and experience in market investment and financial asset management businesses	Improve corporate value, support QOL* in the era of 100-year life spans	For securities investment, it is essential to have the knowledge and experience to enable appropriate determinations about market trends and risk/returns. Additionally, for the field of asset consulting, it is essential to have the knowledge and experience to enable realization of customer-first operations in light of market trends.
	DX/IT	Expertise and experience in DX and IT digital fields	Promote DX and provide high-quality financial services	Improved productivity through structural reforms beginning in digital fields and providing added value to customers is essential for the Bank's sustained growth and improved corporate value.

\*Quality of life.

### (2) Outside Directors

	Skill	Specific expertise and experience	Main related key issues (materialities)	Reason for selection
Essential ski	Corporate management	Expertise in proposing and implementing management strategy and in organizational management	Improve corporate value, strengthen corporate governance	It is essential to have knowledge and experience for appropriately monitoring and overseeing the realization of the management philosophy, strategy to achieve sustainable growth and improve corporate value, direction of initiatives and status of their implementation.
Essential skills for supervision of management	Sustainability	Expertise and experience in ESG	Response to environmental preservation and climate change, respect for human rights, contribution to regional revitalization	Regional sustainability and the Bank's sustainable growth are seen as inextricably tied to the other, and it is necessary to have the knowledge and expertise for overseeing the implementation of sustainability management by having insight into solving regional community issues also in light of global trends.
fmanag	Finance/accounting	Expertise in finance and accounting	Strengthen corporate governance	It is essential to have knowledge and expertise for overseeing accurate financial reporting and a sound and stable financial foundation for the Bank Group.
ement	Legal affairs	Expertise in legal affairs	Strengthen corporate governance	In order to maintain corporate value, it is necessary to have knowledge and experience with appropriate risk management and compliance based on knowledge of the law.
	Global business	Insight and experience with a global perspective	Improve corporate value	The Bank expects oversight of and advice on the Bank's management strategy in light of global trends and momentum.
Skills expected to provide management advice	Human resources development/ diversity	Expertise and experience in human resources development, and promotion of diversity	Work style reforms and promotion of diversity and inclusion	It is essential to have knowledge and experience for enhancing human capital, which is the driving force for improved corporate value. In particular, for consulting services for corporate customers, which is a key initiative, we expect advice from an outside perspective in this new business field for the Bank. Additionally, in order to achieve sustainable growth and improved corporate value, it is essential to push ahead with diversity among managerial human resources.
ide managemer	Financing	Expertise and experience in financial markets and the financial industry	Improve corporate value	It is essential to have a correct understanding of financial markets and regulatory trends based on specialist knowledge and experience in global financial markets and the Bank expects oversight as well as advice concerning its management and securities investments.
it advice	DX/IT	Expertise and experience in DX and IT digital fields	Promote DX and provide high- quality financial services	Improved productivity through structural reforms beginning in digital fields and providing added value to customers is essential for the Bank's sustained growth and improved corporate value. In particular, the Bank expects advice based on specialist knowledge concerning structural reforms through DX and IT, which are key initiatives.

### (Reference)

# Independence Criteria for Outside Officers

The Bank determines that Outside Directors or Outside Directors who are Audit and Supervisory Committee Members (referred to collectively as "Outside Officers" hereinafter) possess independence if they do not fall under any of the items listed below.

- 1. In the Bank or an associated company of the Bank (\*1), persons who are business executives (\*2) and persons who were previously business executives within ten years of assuming the position
- 2. Persons or business executives who hold the Bank as a major transaction partner (\*3), or persons who were such business executives within the last three years
- 3. A major transaction partner of the Bank or the business executive of said partner, or a person who was such a business executive within the last three years
- 4. A certified public accountant, lawyer, or other consultant who has received sums of money or other assets in excess of 10 million yen on average for the past three years, from the Bank, excluding Director remunerations
- 5. In the event that an organization such as a specialized corporation, association, etc., including auditing firms, law offices, and consulting firms, has made the Bank a major transaction partner or is a major transaction partner of the Bank, a person belonging to such an organization or a person who has belonged to such an organization within the last three years
- 6. Persons or business executives who have received donations in excess of 10 million yen on average for the past three years from the Bank
- 7. Persons belonging to auditing firms that conduct the Bank's legal audits, or persons who have belonged to such an auditing firm within the last three years
- 8. In the event that a business executive of the Bank is at present or has at any time within the past three years served as an Outside Director at another company, a business executive of said other company
- 9. The spouse or relation to the second degree of any of the following persons:
  - (1) A major business executive (\*4) of the Bank or an associated company of the Bank
  - (2) Persons listed in items 2. through 8. above

However, in items 2., 3., 6., and 8., this is limited to major business executives. In items 4. and 5., this is limited to persons with specialized credentials, such as certified public accountants and lawyers. In 7., this is limited to major business executives and persons with specialized credentials such as certified public accountants.

- \*1. "Associated companies" refers to subsidiaries and affiliated companies.
- \*2. "Business executives" refers to executive directors at a corporation or other organization, executive officers or other officers who execute business at a corporation, etc., or persons who execute business as corporate members, administration officers, or other managers and employees under the Companies Act.
- \*3. "Major transaction partner" refers to persons who have a transactional relationship that can potentially have the same level of influence as an associated company, defined in \*1 above, toward the decision-making of the opposite party's operations, etc., in consideration of the actual situation of the transaction.
- \*4. "Major business executive" refers to executive directors, executive officers, or other persons who execute important business as officers or section managers who execute operations at a corporation, and who fall under business executives as defined in \*2 above.