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(Securities Code: 8392)

May 30, 2025

(Start date of measures for electronic provision: May 29, 2025)

To Shareholders with Voting Rights:

Yasuhide Takahashi
President
THE OITA BANK, LTD.
4-1, Funaimachi 3-chome, Oita
City, Oita, Japan

**NOTICE OF CONVOCAION OF
THE 219TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

This is to notify you that the 219th Annual General Meeting of Shareholders of THE OITA BANK, LTD. (the “Bank”) will be held for the purposes as described below. Therefore, your attendance at the meeting is cordially requested.

When convening the General Meeting of Shareholders, we are taking measures for electronic provision, and we have posted the matters concerning measures for electronic provision as “Notice of Convocation of the 219th Annual General Meeting of Shareholders” and “Other matters concerning measures for electronic provision (Matters omitted in the delivery document)” on the following website on the Internet (the Japanese website only).

The Bank’s website: <https://www.oitabank.co.jp/kabunushi/kabusiki/soukai/> (the Japanese website only)

In addition to the above, it is also posted on the Tokyo Stock Exchange website.

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

Please access the above website, enter and search for the Bank’s name or securities code, and select “Basic Information” and “Documents for Public Inspection/PR Information” in order to view.

If you do not attend on the day, you can exercise your voting rights via the Internet or in writing. Please review the “Reference Documents for the General Meeting of Shareholders,” described in the matters concerning measures for electronic provision and exercise your voting rights by 5:30 p.m. on Wednesday, June 18, 2025, Japan time.

- 1. Date and Time:** Thursday, June 19, 2025 at 10:00 a.m.
(Reception starts at 9:00 a.m.)
- 2. Place:** 7F, Main Conference Room, Head Office of the Bank,
4-1, Funaimachi 3-chome, Oita City, Oita, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and Non-consolidated Financial Statements for the Bank’s 219th Fiscal Year (from April 1, 2024 to March 31, 2025)
 2. Consolidated Financial Statements for the Bank’s 219th Fiscal Year (from April 1, 2024 to March 31, 2025) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Seven (7) Directors (Except for Directors Serving as Audit & Supervisory Committee Members)

Proposal No. 3: Election of Five (5) Directors Serving as Audit & Supervisory Committee Members

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

1. Matters concerning year-end dividends

The Bank's fundamental dividend policy is to provide stable and continuous profit distribution, in view of its public nature as a banking business. To this end, the Bank is striving to strengthen its financial structure by reinforcing the long-term stability of its management base, enhancing the efficiency of its management, and building sufficient internal reserves.

The Bank has determined that the year-end dividend for the fiscal year under review is 60 yen per share after comprehensively considering the performance for the fiscal year 2024, a total payout ratio, and other factors. Summing the interim dividend of 50 yen per share, dividends for the full year amount to 110 yen per share.

- (1) Matters concerning the allotment of dividend property to shareholders and the total amount 60 yen per share of common stock, for a total of 922,738,500 yen (excluding treasury stock)
Including the interim dividend, full year dividends for the fiscal year under review amount to 110 yen per share.
- (2) Effective date of distribution of surplus
Friday, June 20, 2025

2. Other matters concerning the appropriation of surplus

- (1) Item and amount of surplus to be increased
General reserve 2,000,000,000 yen
- (2) Item and amount of surplus to be decreased
Retained earnings brought forward 2,000,000,000 yen

Proposal No. 2: Election of Seven (7) Directors (Except for Directors Serving as Audit & Supervisory Committee Members)

The terms of office of seven (7) Directors (Except for Directors Serving as Audit & Supervisory Committee Members; hereinafter, the same shall apply in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of seven (7) Directors is proposed in this proposal.

The candidates for Director are as follows:

Candidate No.	Name		Current positions at the Bank
1	Tomiichiro Goto	Reelection	Chairman and Representative Director
2	Yasuhide Takahashi	Reelection	President and Representative Director
3	Nobuhiko Okamatsu	Reelection	Senior Managing Director
4	Yasunori Sato	Reelection	Managing Director
5	Yu Ikeda	Reelection	Managing Director
6	Norio Hamada	New candidate	Executive Officer, General Manager, General Planning Division
7	Hisatsugu Wada	Reelection Outside Independent	Outside Director

New candidate:	Candidate for new Director not serving as Audit & Supervisory Committee Member
Reelection:	Candidate for reelected Director
Outside:	Candidate for Outside Director
Independent:	Candidate for Director registered with a stock exchange as Independent Director

Candidate No. 1 Tomiichiro Goto		Reelection
Date of birth:	May 5, 1955	
Number of shares of the Bank held:	3,045 shares	
Number of years served as a director upon conclusion of this General Meeting of Shareholders: 12 years		
Past experience, positions, responsibilities and significant concurrent positions		
Apr. 1978	Joined THE OITA BANK, LTD.	
Mar. 2008	General Manager, Public Affairs and Regional Development Department	
Oct. 2009	General Manager, Sales Planning Division	
Jun. 2010	Full-time Audit & Supervisory Board Member	
Jun. 2013	Managing Director	
Apr. 2014	Managing Director, General Manager, Strategic Planning Headquarters	
Jun. 2014	Managing Director, General Manager, Strategic Planning Headquarters, Executive Officer	
Jun. 2015	Senior Managing Director and Representative Director, General Manager, Strategic Planning Headquarters, Executive Officer	
Apr. 2016	President and Representative Director, Executive Officer	
Jun. 2024	Chairman and Representative Director (current position)	
Reasons for nomination as a candidate for Director and the outline of the expected role		
Having served as an officer responsible for general planning, sales planning, and personnel affairs at the Bank and as an Audit & Supervisory Board Member of the Bank, Mr. Tomiichiro Goto has been serving as President since 2016 and Chairman since 2024, and has been properly fulfilling his duties and responsibilities. Of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding corporate management, legal affairs and risk management, finance and accounting, sales consulting, human resources and diversity, regional economy and regional development, and sustainability, SDGs and ESG. The Bank has nominated him as a candidate for Director because it judges he is capable of continuing to contribute to improvement of medium- to long-term corporate value of the Bank.		

Candidate No. 2 Yasuhide Takahashi		Reelection
Date of birth:	Jan. 18, 1963	
Number of shares of the Bank held:	2,563 shares	
Number of years served as a director upon conclusion of this General Meeting of Shareholders: 8 years		
Past experience, positions, responsibilities and significant concurrent positions		
Apr. 1985	Joined THE OITA BANK, LTD.	
Aug. 2005	General Manager, Enokuma Branch	
Jun. 2009	General Manager, Hakata Branch	
Apr. 2010	Group Leader, General Planning Division	
Jun. 2011	Deputy General Manager, General Planning Division	
Jun. 2012	General Manager, Sales Planning Division	
Apr. 2014	General Manager, Sales Strategy Division	
Jun. 2015	Executive Officer, General Manager, General Planning Division	
Jun. 2016	Executive Officer, General Manager, General Planning Division, General Manager, Revenue Management Office	
Jun. 2017	Director, General Manager, General Planning Division, General Manager, Revenue Management Office, Executive Officer	
Jun. 2019	Managing Director, General Manager, Strategic Planning Headquarters, Executive Officer	
Jun. 2021	Senior Managing Director and Representative Director, General Manager, Strategic Planning Headquarters, Executive Officer	
Jun. 2024	President and Representative Director, Executive Officer (current position)	
Reasons for nomination as a candidate for Director and the outline of the expected role		
Having served as the General Manager of Sales Strategy Division, and General Manager of General Planning Division at the Bank, Mr. Yasuhide Takahashi has deep insight concerning various issues, profound knowledge, and a wealth of experience. He has been serving as Senior Managing Director and General Manager of Strategic Planning Headquarters since 2021 and President since 2024. Of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding corporate management, legal affairs and risk management, finance and accounting, sales consulting, market operation, human resources and diversity, digitalization and administration, and sustainability, SDGs and ESG. The Bank has nominated him as a candidate for Director because it judges he is capable of continuing to contribute to improvement of medium- to long-term corporate value of the Bank.		

Candidate No. 3		
Nobuhiko Okamatsu		Reelection
Date of birth:	Jun. 22, 1961	
Number of shares of the Bank held:	3,418 shares	
Number of years served as a director upon conclusion of this General Meeting of Shareholders: 5 years		
Past experience, positions, responsibilities and significant concurrent positions		
Apr. 1984	Joined THE OITA BANK, LTD.	
Dec. 2005	General Manager, Inukai Branch	
Jun. 2007	Personnel assignment, Human Resources Division	
Mar. 2011	General Manager, Tsukumi Branch	
Jun. 2013	General Manager, Hita Branch	
Jun. 2015	Executive Officer, General Manager, Nakatsu Branch	
Jun. 2017	Managing Executive Officer, General Manager, Beppu Branch	
Jun. 2019	Managing Executive Officer, General Manager, Head Office Sales Department	
Jun. 2020	Managing Director, Executive Officer	
Jun. 2024	Senior Managing Director, General Manager, Strategic Planning Headquarters, Executive Officer (current position)	
Reasons for nomination as a candidate for Director and the outline of the expected role		
Mr. Nobuhiko Okamatsu has gained experience in business execution management at divisions including Human Resources Development Division at the Headquarters of the Bank. In addition, he has a wealth of experience in key areas in Oita Prefecture, including having served as the General Manager of the branches in Hita, Nakatsu, and Beppu, and as Managing Executive Officer and General Manager of Head Office Sales Department. Furthermore, he has been serving as Managing Director since 2020 and Senior Managing Director and General Manager of Strategic Planning Headquarters since 2024. Of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding finance and accounting, sales consulting, market operation, and human resources and diversity. The Bank has nominated him as a candidate for Director because it judges he is capable of continuing to contribute to improvement of medium- to long-term corporate value of the Bank.		

Candidate No. 4	
Yasunori Sato	
Reelection	
Date of birth:	Oct. 19, 1964
Number of shares of the Bank held:	1,168 shares
Number of years served as a director upon conclusion of this General Meeting of Shareholders: 2 years	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1987	Joined THE OITA BANK, LTD.
Jun. 2007	General Manager, Inukai Branch
Aug. 2009	Group Leader, Sales Administration Department
Jun. 2012	General Manager, Yufuin Branch
Jun. 2014	General Manager, Personal Sales Support Department
Jun. 2016	General Manager, Corporate Sales Support Department
Apr. 2017	General Manager, Corporate Sales Support Department, General Manager, International Sales Office
Jun. 2017	Executive Officer, General Manager, Corporate Sales Support Department
Jun. 2020	Managing Executive Officer, General Manager, Head Office Sales Department
Nov. 2020	Managing Executive Officer, General Manager, Head Office Sales Department, General Manager, Higashi Branch
Jun. 2023	Managing Director, General Manager, Sales Administration Division, Executive Officer (current position)
Reasons for nomination as a candidate for Director and the outline of the expected role Mr. Yasunori Sato has gained experience in General Manager in Yufuin Branch, etc., of the Bank. In addition, having served as General Manager of Personal Sales Support Department, Executive Officer and General Manager of Corporate Sales Support Department, and Managing Executive Officer and General Manager of Head Office Sales Department, he has abundant business knowledge and business experience. In addition, he has been serving as Managing Director, General Manager, Sales Administration Division since 2023. Of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding finance and accounting, sales consulting, regional economy and regional development, and sustainability, SDGs and ESG. The Bank has nominated him as a candidate for Director because it judges he is capable of continuing to contribute to improvement of medium- to long-term corporate value of the Bank.	

Candidate No. 5	
Yu Ikeda	Reelection
Date of birth:	Jan. 21, 1966
Number of shares of the Bank held:	2,855 shares
Number of years served as a director upon conclusion of this General Meeting of Shareholders: 1 year	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1988	Joined THE OITA BANK, LTD.
Jun. 2009	General Manager, Ozai Branch
Mar. 2012	Group Leader, General Planning Division
Jun. 2014	Deputy General Manager, Human Resources Development Division
Jun. 2017	General Manager, Hita Branch
Jun. 2019	General Manager, General Planning Division
Apr. 2020	General Manager, General Planning Division, General Manager, Revenue Management Office
Jun. 2020	Executive Officer, General Manager, General Planning Division, General Manager, Revenue Management Office
Jun. 2022	Executive Officer, General Manager, General Planning Division
Jun. 2023	Managing Executive Officer, General Manager, Head Office Sales Department, General Manager, Higashi Branch
Jun. 2024	Managing Director, Executive Officer (current position)
Reasons for nomination as a candidate for Director and the outline of the expected role Having served as General Manager of Hita Branch and Managing Executive Officer and General Manager of Head Office Sales Department at the Bank, Mr. Yu Ikeda has abundant sales experience. He has gained experience in business execution management at divisions including General Planning Division and Human Resources Development Division at the Headquarters. In addition, having served as Executive Officer and General Manager of General Planning Division, he has abundant business knowledge and business experience. Furthermore, he has been serving as Managing Director since 2024. Of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding finance and accounting, sales consulting, market operation, and digitalization and administration. The Bank has nominated him as a candidate for Director because it judges he is capable of continuing to contribute to improvement of medium- to long-term corporate value of the Bank.	

Candidate No. 6	
Norio Hamada	New candidate
Date of birth:	May 14, 1967
Number of shares of the Bank held:	2,101 shares
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1990	Joined THE OITA BANK, LTD.
Apr. 2010	Group Leader, Sales Promotion Division
Oct. 2011	Group Leader, Sales Support Division
Jun. 2013	General Manager, Shimogori Branch
Jun. 2015	General Manager, Beppu Kitahama Branch
Jun. 2016	General Manager, Furugou Branch
Jun. 2018	General Manager, Kokura Branch
Jun. 2020	General Manager, Sales Strategy Division
Jun. 2022	Executive Officer, General Manager, Sales Strategy Division
Jun. 2023	Executive Officer, General Manager, General Planning Division (current position)
Reasons for nomination as a candidate for Director and the outline of the expected role Having served as the General Manager of the branches in Beppu Kitahama, Furugou, and Kokura at the Bank, Mr. Norio Hamada has abundant sales experience. Having served as Executive Officer and the General Manager of Sales Strategy Division since 2022 and Executive Officer and the General Manager of General Planning Division since 2023, he has abundant business knowledge and business experience. In addition, of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding finance and accounting, sales consulting, regional economy and regional development, and sustainability, SDGs and ESG. The Bank has nominated him as a candidate for Director because it judges he is capable of continuing to contribute to improvement of medium- to long-term corporate value of the Bank.	

Candidate No. 7		Reelection Outside Director Independent Director
Hisatsugu Wada		
Date of birth:	Feb. 26, 1953	
Number of shares of the Bank held:	100,000 shares	
Number of years served as an outside director upon conclusion of this General Meeting of Shareholders: 2 years		
Past experience, positions, responsibilities and significant concurrent positions		
Mar. 1976	Joined Sanwa Shurui Co., Ltd.	
Sep. 1985	Director	
Sep. 1989	Managing Director	
Oct. 1995	Executive Managing Director	
Oct. 2003	Executive Senior Managing Director	
Oct. 2008	Representative Director and Executive Vice President	
Oct. 2009	Representative Director and President	
Apr. 2013	Vice Chairman, Oita Industrial Association (current position)	
Nov. 2016	Vice President, Usa chamber of Commerce and Industry (current position)	
Oct. 2017	Representative Director and Chairman, Sanwa Shurui Co., Ltd.	
May 2021	Chairman, Usa City Tourism Association (current position)	
Sep. 2021	Chairman, Oita Prefectural Tourism Association “Tourism Oita” (current position)	
Jun. 2023	Director (Outside), THE OITA BANK, LTD. (current position)	
Oct. 2023	Advisor (part-time), Sanwa Shurui Co., Ltd. (current position)	
Significant concurrent position		
Advisor, Sanwa Shurui Co., Ltd.		
Vice Chairman, Oita Industrial Association		
Vice President, Usa chamber of Commerce and Industry		
Chairman, Usa City Tourism Association		
Chairman, Oita Prefectural Tourism Association “Tourism Oita”		
Reasons for nomination as a candidate for Outside Director and the outline of the expected role		
Having been involved in the management of Sanwa Shurui Co., Ltd. for many years, Mr. Hisatsugu Wada has a wealth of knowledge and high-level insight regarding corporate management. Of the skills that the Board of Directors of the Bank is required to possess, he possesses skills regarding corporate management, regional economy and regional development, and sustainability, SDGs and ESG. The Bank has nominated him as a candidate for Outside Director because it judges, with him having served as Outside Director of the Bank since 2023, he has appropriately fulfilled his role in contributing to enhancing effectiveness of decision-making and oversight functions of the Board of Directors, etc., providing his accurate opinions and advice based on local economic conditions, etc. and understanding the nature of the challenges facing the Bank.		

(Notes) 1. There are no special interests between each of the candidates for Director and the Bank.

2. Mr. Hisatsugu Wada is a candidate for Outside Director and meet the “Independence Standards for Outside Directors of the Bank” established by the Bank. The Bank has appointed him Independent Director as defined by the Tokyo Stock Exchange and the Fukuoka Stock Exchange and notified the said Exchanges of the appointment.

3. Transactions with Mr. Wada as a person and with Sanwa Shurui Co., Ltd., where Mr. Wada serves as Advisor

- There are normal banking transactions between Mr. Wada as a person and the Group.
- Regarding transactions between Sanwa Shurui Co., Ltd., where Mr. Wada serves as Advisor, and the Group, there are no investments or loans from the Bank as of the end of the fiscal year under review. Revenue from transactions with the company accounts for less than 1% of consolidated net revenue of the Bank for the most recent fiscal year. The Bank's portion of net sales of Sanwa Shurui Co., Ltd. for the most recent fiscal year also accounts for less than 1%. The Bank has thus judged that there is no concern about his independence as neither of them is under control of the other.

4. The Articles of Incorporation of the Bank stipulates that the Bank may conclude a liability limitation contract with an Outside Director so that he/she will be able to adequately perform his/her expected role as an Outside Director. The Bank has entered into a liability limitation contract with Mr. Wada. If he is elected, the Bank intends to renew the liability limitation contract with him. The outline of the details of the contract is as follows:

- Concerning the liability for damages provided for in Article 423, Paragraph 1 of the Companies Act, the contract limits his liability for damages to the minimum liability amount defined in Article 425, Paragraph 1 of the Companies Act, provided that he has performed his duties in good faith and without gross negligence.

5. The Bank has entered into a directors and officers liability insurance contract provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to insure all its Directors and Executive Officers. The insurance

contract will cover the damages that the insureds will bear if they are held liable for damages due to their work. The Bank pays the full insurance premium. There are exemption clauses, for example, claims for damages caused by intention or gross negligence are not covered by the insurance contract. When the candidates assume office of Directors, they will be insured by the insurance contract. The contract will be renewed during their terms of office.

Proposal No. 3: Election of Five (5) Directors Serving as Audit & Supervisory Committee Members

Since the terms of office of the five (5) Directors serving as Audit & Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders, the election of five (5) Directors is proposed in this proposal.

Audit & Supervisory Committee has given its consent to the submission of this proposal in advance.

The candidates for Director serving as Audit & Supervisory Committee Member are as follows:

Candidate No.	Name		Current positions at the Bank
1	Hiroyuki Hirakawa	Reelection	Full-time Director (Audit & Supervisory Committee Member)
2	Takeshi Mori	New candidate	
3	Mitsuo Kawano	Reelection Outside Independent	Outside Director (Audit & Supervisory Committee Member)
4	Akiko Yamamoto	Reelection Outside Independent Female	Outside Director (Audit & Supervisory Committee Member)
5	Tomoko Nomi	New candidate Outside Independent Female	

New candidate:	Candidate for new Director serving as Audit & Supervisory Committee Member
Reelection:	Candidate for reelected Director
Outside:	Candidate for Outside Director
Independent:	Candidate for Director registered with a stock exchange as Independent Director

Candidate No. 1	
Hiroyuki Hirakawa	Reelection
Date of birth:	Aug. 30, 1963
Number of shares of the Bank held:	1,420 shares
Number of years served as a director (audit & supervisory committee member) upon conclusion of this General Meeting of Shareholders: 4 years	
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1986	Joined THE OITA BANK, LTD.
Aug. 2006	Deputy General Manager, Tokyo Branch
Mar. 2009	General Manager, Tsuru Branch
Jun. 2012	Deputy General Manager, General Planning Division
Jun. 2015	General Manager, Sales Strategy Division
Jun. 2016	General Manager, Kokura Branch
Jul. 2018	President and Representative Director, Funai Sangyo, Ltd.
Jun. 2021	Director of the Bank (Audit & Supervisory Committee Member) (current position)
Reasons for nomination as a candidate for Director and the outline of the expected role Having served as Deputy General Manager of General Planning Division, General Manager of Sales Strategy Division, and General Manager of Kokura Branch at the Bank, Mr. Hiroyuki Hirakawa is well versed in banking business with abundant business experience, insight and knowledge. He has the qualities and track record to appropriately supervise as Director serving as Audit & Supervisory Committee Member since 2021. The Bank has nominated him as a candidate for Director serving as Audit & Supervisory Committee Member because it judges he is capable of contributing to improvement of medium- to long-term corporate value of the Bank, and accurately and efficiently auditing and supervising the execution of duties by Directors.	

Candidate No. 2	
Takeshi Mori	New candidate
Date of birth:	May 22, 1969
Number of shares of the Bank held:	0 share
Past experience, positions, responsibilities and significant concurrent positions	
Apr. 1993	Joined The Bank of Japan
Jul. 2006	Director, Institute for Monetary and Economic Studies
Jul. 2007	Seconded to the Financial Services Agency
Jul. 2009	Director, Payment and Settlement Systems Department, The Bank of Japan
Jul. 2012	Director, Personnel and Corporate Affairs Department
May 2014	Chief Representative in Washington, D.C.
Jul. 2016	Chief, Corporate Affairs Section, Currency Issue Department
Jun. 2018	General Manager, Oita Branch
Jul. 2020	Associate Director-General, Payment and Settlement Systems Department
Jun. 2022	Associate Director-General, Financial System and Bank Examination Department
Jun. 2023	Head of Center for Advanced Financial Technology, Financial System and Bank Examination Department
Jun. 2024	Deputy Director-General, Operations Department
May 2025	Attached to the Personnel and Corporate Affairs Department (current position)
Reasons for nomination as a candidate for Director and the outline of the expected role Mr. Takeshi Mori possesses expertise and a wide range of knowledge in financial matters and market, etc., serving for Payment and Settlement Systems Department, Personnel and Corporate Affairs Department, Financial System and Bank Examination Department, seconded to the Financial Services Agency, and serving as Chief Representative in Washington, D.C., at the Bank of Japan, and in addition, having track record of writing and contributing many books and articles. During this period, he also served as the General Manager of Oita Branch from 2018, having high-level knowledge of financial and economic conditions in Oita. The Bank has nominated him as a candidate for Director serving as Audit & Supervisory Committee Member because it judges he is capable of contributing to improvement of medium- to long-term corporate value of the Bank, and accurately and efficiently auditing and supervising the execution of duties by Directors by utilizing his knowledge and experience cultivated over the years.	

Candidate No. 3		Reelection Outside Director Independent Director
Mitsuo Kawano		
Date of birth:	Feb. 9, 1952	
Number of shares of the Bank held:	2,303 shares	
Number of years served as an outside director (audit & supervisory committee member) upon conclusion of this General Meeting of Shareholders: 4 years		
Past experience, positions, responsibilities and significant concurrent positions		
Mar. 1981	Registered as Certified Public Accountant	
Aug. 1986	Opened Kawano Certified Public Accountant Office (current position)	
Mar. 1987	Registered as Certified Tax Accountant	
Mar. 2001	Outside Audit & Supervisory Board Member, Joyfull Co., Ltd. (current position)	
Jun. 2016	Substitute Audit & Supervisory Board Member, THE OITA BANK, LTD.	
Jun. 2019	Outside Audit & Supervisory Board Member	
Jun. 2021	Outside Director (Audit & Supervisory Committee Member) (current position)	
Oct. 2022	Senior Partner, Kawano Accounting Office (current position)	
Significant concurrent position		
Certified Public Accountant (Kawano Certified Public Accountant Office)		
Senior Partner, Kawano Accounting Office		
Outside Audit & Supervisory Board Member, Joyfull Co., Ltd.		
Auditor, Ooita encouragement of study society Foundation		
Reasons for nomination as a candidate for Outside Director and the outline of the expected role		
Mr. Mitsuo Kawano has expertise as a certified public accountant, extensive practical experience in finance and accounting, and broad insight and knowledge. In addition, he has the qualities and track record to appropriately supervise as Director serving as Audit & Supervisory Committee Member since 2021. The Bank has nominated him as a candidate for Outside Director serving as Audit & Supervisory Committee Member because it judges he is capable of contributing to improvement of medium- to long-term corporate value of the Bank, and enhancing effectiveness of decision-making and oversight functions of the Board of Directors from a standpoint independent of management.		

Candidate No. 4 Akiko Yamamoto		Reelection Outside Director Independent Director Female
Date of birth:	Jul. 20, 1958	
Number of shares of the Bank held:	1,261 shares	
Number of years served as an outside director upon conclusion of this General Meeting of Shareholders: 5 years		
Number of years served as an audit & supervisory committee member upon conclusion of this General Meeting of Shareholders: 2 years		
Past experience, positions, responsibilities and significant concurrent positions		
Apr. 1981	Joined Oita Prefectural Government	
Apr. 2013	Director, Global Environment Measure Division, Department of Life and Environment	
Apr. 2014	Director, Life and Environment Planning Division, Department of Life and Environment	
May 2015	Director General, Director, Life and Environment Planning Division, Department of Life and Environment	
Jan. 2016	Senior General, Eastern Region Sub-prefectural Bureau	
Apr. 2018	Executive Director, Department of Life and Environment	
Mar. 2019	Resigned from Oita Prefectural Government	
May 2020	Director and Councillor, Dotoku Gakuen (current position)	
Jun. 2020	Outside Director, THE OITA BANK, LTD.	
Jun. 2023	Outside Director (Audit & Supervisory Committee Member) (current position)	
Significant concurrent position		
Director and Councillor, Dotoku Gakuen		
Member, Election Administration Commission of Oita Prefecture		
Reasons for nomination as a candidate for Outside Director and the outline of the expected role		
Ms. Akiko Yamamoto has gained highly impressive experience and track record in the local administration over a long time. In addition, she has served as Outside Director of the Bank since 2020 and Audit & Supervisory Committee Member since 2023, and fully fulfilled her role by making decisions on significant management matters and supervising business execution. The Bank has nominated her as a candidate for Outside Director serving as Audit & Supervisory Committee Member because it judges she is capable of contributing to improvement of medium- to long-term corporate value of the Bank, and enhancing effectiveness of decision-making and oversight functions of the Board of Directors from a standpoint independent of management.		

Candidate No. 5 Tomoko Nomi		New candidate Outside Director Independent Director Female
Date of birth:	Oct. 28, 1981	
Number of shares of the Bank held:	0 share	
Past experience, positions, responsibilities and significant concurrent positions		
Jan. 2015	Registered as attorney-at-law with Oita Bar Association Joined Yoshida Law Office	
Nov. 2018	Joined Yasuyuki Tanaka Law Office (current position)	
Significant concurrent position Attorney-at-law (Yasuyuki Tanaka Law Office)		
Reasons for nomination as a candidate for Outside Director and the outline of the expected role Ms. Tomoko Nomi has a wealth of experience, a high level of insight, and expertise in laws and regulations, as attorney-at-law. In addition, she has served in many public positions, including as a director and at a committee of administrative organs. Though she has not been directly involved in management of a company, the Bank has nominated her as a candidate for Outside Director serving as Audit & Supervisory Committee Member because it judges she is capable of contributing to improvement of medium- to long-term corporate value of the Bank, and enhancing effectiveness of decision-making and oversight functions of the Board of Directors from a standpoint independent of management.		

(Notes) 1. There are no special interests between each of the candidates for Director and the Bank.

2. Mr. Mitsuo Kawano, Ms. Akiko Yamamoto, and Ms. Tomoko Nomi are candidates for Outside Director, and the Bank has appointed him/her Independent Director as defined by the Tokyo Stock Exchange and the Fukuoka Stock Exchange and notified the said Exchanges of the appointment.
3. Transactions with Mr. Mitsuo Kawano as a person and Kawano Certified Public Accountant Office, which Mr. Kawano manages, Kawano Accounting Office, where Mr. Kawano serves as Senior Partner, and Joyfull Co., Ltd., where Mr. Kawano serves as Outside Audit & Supervisory Board Member
 - There are normal banking transactions between Mr. Kawano as a person and Kawano Accounting Office, where Mr. Kawano serves as Senior Partner, and the Group.
 - Revenue from transactions with Kawano Certified Public Accountant Office, which Mr. Kawano manages, and Kawano Accounting Office, where Mr. Kawano serves as Senior Partner, accounts for less than 1% of consolidated net revenue of the Bank for the most recent fiscal year. Kawano Certified Public Accountant Office and Kawano Accounting Office have no advisory contracts with the Group. The Banks's portion of net sales of Kawano Certified Public Accountant Office and Kawano Accounting Office for the most recent fiscal year also accounts for less than 1%. The Bank has thus judged that there is no concern about his independence as neither of them is under control of the other.
 - There are normal banking transactions between Joyfull Co., Ltd., where Mr. Kawano serves as Outside Audit & Supervisory Board Member, and the Group. However, the Bank has judged that there is no concern about his independence as neither of them is under control of the other.
4. Transactions with Ms. Akiko Yamamoto as a person and Dotoku Gakuen, where Ms. Yamamoto serves as Director
 - There are normal banking transactions between Ms. Yamamoto as a person and the Group.
 - There are normal banking transactions between Dotoku Gakuen, where Ms. Yamamoto serves as Director, and the Group. However, revenue from transactions with Dotoku Gakuen accounts for less than 1% of consolidated net revenue of the Bank for the most recent fiscal year. The Banks's portion of net sales of Dotoku Gakuen for the most recent fiscal year also accounts for less than 1%. The Bank has thus judged that there is no concern about her independence as neither of them is under control of the other.
5. Transactions with Ms. Tomoko Nomi as a person and Yasuyuki Tanaka Law Office, where Ms. Nomi works
 - There are normal banking transactions between Ms. Nomi as a person and Yasuyuki Tanaka Law Office, where Ms. Nomi works, and the Group.
 - Revenue from transactions with Yasuyuki Tanaka Law Office, where Ms. Nomi works, accounts for less than 1% of consolidated net revenue of the Bank for the most recent fiscal year. Yasuyuki Tanaka Law Office has no advisory contracts with the Group. The Banks's portion of net sales of Yasuyuki Tanaka Law Office, where Ms. Nomi works, for the most recent fiscal year also accounts for less than 1%. The Bank has thus judged that there is no concern about her independence as neither of them is under control of the other.
6. Ms. Tomoko Nomi's registered name under the family registration system of Japan is Tomoko Tanaka. The name she uses in her duties is stated here.
7. Liability limitation contract with an Outside Director
The Articles of Incorporation of the Bank stipulates that the Bank may conclude a liability limitation contract with an Outside Director so that he/she will be able to adequately perform his/her expected role as an Outside Director. The Bank has entered into a liability limitation contract with Mr. Mitsuo Kawano and Ms. Akiko Yamamoto. If they are

elected, the Bank intends to renew the contract with them. If Ms. Tomoko Nomi is elected, the Bank intends to conclude a liability limitation contract with her. The outline of the details of the contract is as follows:

- Concerning the liability for damages provided for in Article 423, Paragraph 1 of the Companies Act, the contract limits their liability for damages to the minimum liability amount defined in Article 425, Paragraph 1 of the Companies Act, provided that they have performed their duties in good faith and without gross negligence.
8. The Bank has entered into a directors and officers liability insurance contract provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to insure all its Directors and Executive Officers. The insurance contract will cover the damages that the insureds will bear if they are held liable for damages due to their work. The Bank pays the full insurance premium. There are exemption clauses, for example, claims for damages caused by intention or gross negligence are not covered by the insurance contract. When the candidates assume office of Directors, they will be insured by the insurance contract. The contract will be renewed during their terms of office.

(Reference) Outline of the “Independence Standards for Independent Outside Directors”

If Outside Directors meet the following requirements, the Bank judges such Outside Directors as independent.

1. The individual does not fall under the following currently or in the past.
 - (1) A person engaged in the execution of business (*2) of the Group (*1).
2. The individual does not fall under any of the following currently or over the past three years.
 - (1) A person engaged in the execution of business of a major borrower (*3) of the Group.
 - (2) A person engaged in the execution of business of a major business partner (*4) of the Group.
 - (3) A major shareholder of the Bank (a person who directly or indirectly possesses 10% or more of voting rights) or a person engaged in the execution of business, corporate auditor, and accounting advisor of such major shareholder.
 - (4) A person engaged in the execution of business, corporate auditor, and accounting advisor of a company for which the Group possesses 5% or more of its voting rights.
 - (5) An accounting auditor or a person engaged in the execution of business of the Group
 - (6) A person who receives more than ¥10 million per year from the Group, in addition to any compensation received as a director of or a corporate auditor, such as an accounting specialist, legal specialist, or consultant.
 - (7) A person engaged in the execution of business of an organization that receives donations from the Group in excess of ¥10 million per year.
3. A spouse or family member within the second degree of kinship of the individual or a person living with the individual does not fall under any of the following.
 - (1) Matters described in items 1 and 2 above.
4. There must be no interlocking relationship of officers.
5. A person has not served as Outside Director in excess of eight years.
6. There must be no reasons based on which a person is deemed not capable of fulfilling duties as Independent Outside Director, apart from the reasons described above.
7. In the event that a person who fails to meet any of requirements described in items 2 to 5 above is deemed by the Bank sufficiently independent and appropriate for Outside Director of the Bank in light of the person’s personality, insight, etc., the Bank may nominate such person as a candidate for Independent Outside Director of the Bank, by making an explanation about the reason externally.
 - (*1) The Bank and its subsidiaries and associates (consolidated subsidiaries).
 - (*2) An executive director, executive officer, or employee.
 - (*3) The Bank judges whether such company, etc. could be under significant control of the Group’s management, comprehensively considering the factors such as its share of credit, ratio of the credit amount to net sales and total assets, debt repayment period, magnitude in comparison with transactions such as deposits, transactions with other financial institutions, and determines whether it is a major borrower.
 - (*4) The Bank judges whether such company, etc. is in the position that could receive the same degree of the impact as parent, subsidiaries or associates would receive, due to factors such as net sales, etc. from transactions between the Group and such company, etc. accounting for a considerable portion of net sales, etc. of such company, and determines whether it is a major business partner.

(Reference) Skills Matrix of the Board of Directors

The following is a skills matrix of the Board of Directors if Proposals No. 2 and No. 3 are approved and adopted as originally proposed.

Organization	Name	Gender	Position	Corporate management	Legal affairs and risk management	Finance and accounting	Sales consulting	Market operation	Human resources and diversity	Digitalization and administration	Regional economy and regional development	Sustainability, SDGs and ESG
Board of Directors	Tomiichiro Goto	M	Chairman Representative Director	●	●	●	●		●		●	●
	Yasuhide Takahashi	M	President Representative Director	●	●	●	●	●	●	●		●
	Nobuhiko Okamatsu	M	Senior Managing Director			●	●	●	●			
	Yasunori Sato	M	Managing Director			●	●				●	●
	Yu Ikeda	M	Managing Director			●	●	●		●		
	Norio Hamada	M	Managing Director			●	●				●	●
	Hisatsugu Wada	M	Director Outside Director	●							●	●
Audit & Supervisory Committee	Hiroyuki Hirakawa	M	Director Full-time Audit & Supervisory Committee Member	●		●	●					
	Takeshi Mori	M	Director Full-time Audit & Supervisory Committee Member		●	●		●		●		
	Mitsuo Kawano	M	Director Audit & Supervisory Committee Member Outside Director	●		●						
	Akiko Yamamoto	F	Director Audit & Supervisory Committee Member Outside Director						●		●	
	Tomoko Nomi	F	Director Audit & Supervisory Committee Member Outside Director		●				●			

*The above table does not describe all of the knowledge, experience and capability possessed by each person.