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> (Securities Code: 8381) June 5, 2018

To Shareholders with Voting Rights:

Fumio Ishimaru President and Chief Executive Officer THE SAN-IN GODO BANK, LTD. 10, Uomachi, Matsue, Shimane, Japan

## NOTICE OF CONVOCATION OF

## THE 115TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 115th Annual General Meeting of Shareholders of THE SAN-IN GODO BANK, LTD. (the "Bank"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing by submitting the enclosed Voting Rights Exercise Form, or via the Internet, etc. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by Monday, June 25, 2018 at 5:15 p.m. Japan time.

<ol> <li>Date and Time:</li> <li>Place:</li> </ol>	Tuesday, June 26, 2018 at 10:00 a.m. Japan time Auditorium, 3F, Head Office of the Bank, 10, Uomachi, Matsue, Shimane, Japan	
3. Meeting Agenda:		
6 6	<ol> <li>The Business Report and Non-consolidated Financial Statements for the Bank's 115th Fiscal Year (from April 1, 2017 to March 31, 2018)</li> <li>Consolidated Financial Statements for the Bank's 115th Fiscal Year (from April 1, 2017 to March 31, 2018) and Results of Audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors</li> </ol>	
Proposals to be resolve	d:	
	Proposal No. 1: Appropriation of Surplus	
-	Partial Amendment to the Articles of Incorporation	
Proposal No. 3:	Election of Eight (8) Directors	
Proposal No. 4:	Change in Profit Criteria concerning Performance-linked Remuneration for	

Directors

## 4. Exercise of Voting Rights:

## **Exercise of Voting Rights via Meeting Attendance:**

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

Date and Time: Tuesday, June 26, 2018 at 10:00 a.m. Japan time

### **Exercise of Voting Rights in Writing**

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the following deadline.

Deadline: Monday, June 25, 2018 at 5:15 p.m. Japan time

### Exercise of Voting Rights via the Internet, etc.

Please access the voting website (http://www.e-sokai.jp), follow the instructions on the screen, and indicate your vote for or against the proposals by the following deadline.

Deadline: Monday, June 25, 2018 at 5:15 p.m. Japan time

• Handling of Duplicate Voting

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.

In addition, if you submit your vote multiple times via the Internet, etc., only the last vote will be valid.

## 5. Other matters regarding the notice of convocation

Of the documents that are required to be provided with this notice of convocation,

- 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"
- 4) The "Consolidated Financial Statement of Changes in Net Assets" and the "Notes to the Consolidated Financial Statements" are posted on the Bank's website

(http://www.gogin.co.jp/www/contents/100000043000/index.html), in accordance with laws and regulations as well as Article 16 of the Articles of Incorporation of the Bank.

Additionally, the Business Report, Non-consolidated Financial Statements, and the Consolidated Financial Statements included in this notice of convocation are extracted from the documents that have been audited by the Accounting Auditor on preparation for the Independent Auditor's Report and by the Board of Corporate Auditors on preparation for the Audit Report.

Any updates to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements, or the Consolidated Financial Statements will be posted on the Bank's website (<u>http://www.gogin.co.jp/</u>). (Japanese version only)

End

- ◎ To save resources, please bring this "Notice of Convocation" with you.
- The meeting will be held with attendees expected to adhere to a light and comfortable semi-formal wear protocol ("COOL BIZ") (suits, jackets, neckties, etc., are not necessary).

# **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

Regarding dividends, the Bank has adopted "performance-linked dividends," which maintain stability and provide dividends according to business results. Based on the above, the Bank would like to pay a year-end dividend of 19 yen per share, and in combination with an interim dividend, the annual dividend amounts to 26 yen per share.

- (1) Type of dividend property Cash
- (2) Matters concerning the allotment of dividend property and the total amount 19 yen per share of common stock of the Bank The total amount of dividends in this case is 2,975,962,951 yen
- (3) Effective date of distribution of surplus June 27, 2018
- 2. Other matters concerning the appropriation of surplus
  - (1) Item and amount of surplus to be increased General reserve 5,000,000 yen
  - (2) Item and amount of surplus to be decreased Retained earnings brought forward 5,000,000,000 yen

## Proposal No. 2: Partial Amendment to the Articles of Incorporation

- 1. Reasons for the amendment
  - In consideration of the accessibility of the Internet and in order to enhance the convenience of public inspection of public notices and to streamline its procedures, the Bank proposes to modify the method of public notice as stipulated in Article 5 of the current Articles of Incorporation (Method of Public Notice). Specifically, the Bank proposes that public notices of the Bank be made by electronic means and an alternative public notice method be stipulated in the event that public notice cannot be provided electronically due to unavoidable reasons.

## 2. Details of the amendment Details of the amendment are as follows:

	(Amended part is underlined.)
Current	Proposed amendment
Article 5. (Method of Public Notice)	Article 5. (Method of Public Notice)
Public notices of the Bank shall be	Public notices of the Bank shall be made
published in The Nikkei, which is	by electronic means; provided, however,
published in Tokyo, the San-in Chuo	that if the Bank is unable to issue a public
Shimpo Newspaper, which is published in	notice by electronic means due to an
Matsue, and the Nihonkai Shimbun,	accident or any other unavoidable reason,
which is published in Tottori.	public notices of the Bank shall be
	published in The Nikkei, which is
	published in Tokyo, the San-in Chuo
	Shimpo Newspaper, which is published in
	Matsue, and the Nihonkai Shimbun,
	which is published in Tottori.

# Proposal No. 3: Election of Eight (8) Directors

The terms of office of all Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of eight (8) Directors is proposed. The candidates for Directors are as follows:

No.	Name	Current position at the Bank	
1	Ichiro Kubota	Reappointment	Chairman and Representative Director
2	Fumio Ishimaru	Reappointment	President and Representative Director
3	Toru Yamasaki	Reappointment	Director and Senior Managing Executive Officer
4	Nobuharu Sugihara	Reappointment	Director and Senior Managing Executive Officer
5	Yasuhiro Imawaka	New Appointment	Managing Executive Officer
6	Hideto Tago	Reappointment Outside Director Independent Director	Director
7	Choemon Tanabe	Reappointment Outside Director	Director
8	Yasuyuki Kuratsu	New Appointment Outside Director Independent Director	

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
	Mr. Ichiro Kubota has General Manager of T experience and is wel Representative Direct duties and responsibil management matters a person capable of con	<ul> <li>Apr. 1974 Joined the Bank</li> <li>Apr. 1996 General Manager of Nogi Branch</li> <li>Jul. 1998 General Manager of Izumo-ekimae Branch</li> <li>Jun. 2000 General Manager of Osaka Branch</li> <li>Nov. 2002 General Manager of Head Office Business Dept.</li> <li>Jun. 2004 Director and General Manager of Tottori Business Dept.</li> <li>Jun. 2005 Managing Director and General Manager of Tottori Business Dept.</li> <li>Jun. 2007 Senior Managing Director</li> <li>Jun. 2011 President and Representative Director (current position)</li> <li>tion as a candidate for Director&gt;</li> <li>s held the posts of General Manager of Head Office Business Department and Cottori Business Department, and he possesses a wealth of operational</li> <li>l-versed in the operations of the Bank. He has served as President and or since June 2011 and Chairman since June 2015, and aptly performs the ities of said positions including decision-making about important and supervision of business execution. The Bank has determined that he is a tributing to management by utilizing his knowledge and experience regarding d thus continues to nominate him as a candidate for Director.</li> </ul>	31,006 shares
	Fumio Ishimaru (Oct. 28, 1954) (Reappointment) <reasons for="" nominat<="" td="">Mr. Fumio Ishimaru hGeneral Manager of Nexperience and is welRepresentative Directexecute the Bank's buthat he is a person cap</reasons>	Apr.1977Joined the BankJul.1998General Manager of Sakuradani BranchJun.2001General Manager of ALM Office in General Planning Dept.Jun.2003General Manager of Tottori Business Dept.Jun.2006General Manager of Tottori Business Dept.Jun.2007Director and General Manager of Tottori Business Dept.Jun.2008Director and General Manager of Management Planning Dept.Jun.2009Managing Director and General Manager of Management Planning Dept.Jun.2010Managing DirectorJun.2011Director, Senior Managing Executive Officer and Chief of Tottori HeadquartersJun.2013Director and Senior Managing Executive OfficerJun.2015President and Representative Director (current position) (Current responsibilities) Personneltion as a candidate for Director>mas held posts of General Manager of Tottori Business Department and Management Planning Department, and he possesses a wealth of operational l-versed in the operations of the Bank. He has served as President and or since June 2015, therefore he possesses the knowledge and experience to usiness management precisely, fairly, and efficiently. The Bank has determined pable of contributing to management by utilizing his knowledge and bank management, and thus continues to nominate him as a candidate for	16,000 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
3	Mr. Toru Yamasaki ha General Manager of M experience and is wel Managing Executive to execute the Bank's determined that he is	Apr.       1982       Joined the Bank         Jun.       2006       General Manager of Yonago-nishi Branch         Jun.       2009       General Manager of Business Planning Dept.         Jun.       2012       Executive Officer and General Manager of Management Planning Dept.         Jun.       2014       Managing Executive Officer         Jun.       2015       Director and Senior Managing Executive Officer (current position)         (Current responsibilities)       Management Planning, Personnel (sub)         tion as a candidate for Director>       sheld the posts of General Manager of Business Planning Department and Management Planning Department, and he possesses a wealth of operational         l-versed in the operations of the Bank. He has served as Director and Senior         Officer since June 2015, therefore he possesses the knowledge and experience         business management precisely, fairly, and efficiently. The Bank has         a person capable of contributing to management by utilizing his knowledge         ling bank management, and thus continues to nominate him as a candidate for	10,000 shares
4	Nobuharu Sugihara (Oct. 20, 1960) (Reappointment) <reasons for="" nominal<br="">Mr. Nobuharu Sugiha Manager of Complian Planning Department, operations of the Ban June 2017, therefore I management precisely of contributing to mar</reasons>	Apr.1983Joined the BankJul.2008General Manager of Osaka BranchJun.2010General Manager of Personnel Dept.Jun.2013Executive Officer and General Manager of Compliance and Risk Management Dept.Jun.2014Executive Officer and General Manager of Management Planning Dept.Jun.2015Managing Executive Officer Jun.Jun.2016Managing Executive Officer and Chief of Hyogo-Osaka HeadquartersJun.2017Director and Senior Managing Executive Officer and Chief of Tottori Headquarters (current position)Jun.2017Director and Senior Managing Executive Officer and Chief of Tottori Headquarters (current position)tion as a candidate for Director> ra has held the posts of General Manager of Personnel Department, General and he possesses a wealth of operational experience and is well-versed in the k. He has served as Director and Senior Managing Executive Officer since ne possesses the knowledge and experience to execute the Bank's business y, fairly, and efficiently. The Bank has determined that he is a person capable nagement by utilizing his knowledge and experience regarding bank s continues to nominate him as a candidate for Director.	11,000 shares

No.	Name (Date of birth)		Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
5	Reasons for nominal Mr. Yasuhiro Imawak of Business Planning and he possesses a we Bank. He has served a knowledge and experi- efficiently. With the e management from a fit	Jul. 2006 Jun. 2009 Jun. 2012 Jun. 2013 Jun. 2014 Jun. 2014 Jun. 2016 (Current respondent, con as a candid a has held the p Department, an ealth of operation as Managing Ex- tence to execute expectation that resh point of view	Joined the Bank General Manager of Tsuda Branch General Manager of Izumo Branch General Manager of Business Planning Dept. General Manager of Regional Development Dept. Executive Officer and General Manager of Regional Development Dept. Managing Executive Officer (current position) onsibilities) Business Planning & Promotion, Regional Money and Capital Markets ate for Director> bosts of General Manager of Izumo Branch, General Manager d General Manager of Regional Development Department, nal experience and is well-versed in the operations of the ecutive Officer since June 2016, therefore he possesses the the Bank's business management precisely, fairly, and he will conduct decision-making and business execution in the work of the Bank's health and improve its corporate s a new candidate for Director.	5,000 shares
6	Hideto Tago (Nov. 2, 1951) (Reappointment) (Outside Director) (Independent Director) <reasons for="" nominat<br="">Mr. Hideto Tago poss centered mainly arour strategies and busines will offer advice and s practical point of view functions on the Boar nominate him as a car <special interest="" relat<br="">There is no special int <other matters=""> Mr. Hideto Tago is a car</other></special></reasons>	Apr.1974Aug.1988Jan.1992Apr.1997Apr.1997Jun.2003Jun.2004Jun.2007Jun.2007Jun.2007Jun.2007dion as a candidesses a wealth ornd regional finationss development issuggestions regardv and also condidd of Directors findidate for Outsionships with thterest between Ncandidate for Outs	Joined The Bank of Tokyo, Ltd. (currently MUFG Bank, Ltd.) General Manager of Capital Markets, Tokyo Branch of Banque Indosuez General Manager of Business Promotion Department, Tokyo Branch of National Westminster Bank Representative Director of Tago Office Co., Ltd. (current position) Partner (Executive Officer) of Deloitte Tohmatsu Consulting LLC. (currently ABeam Consulting Ltd.) Advisor of ABeam Consulting Ltd. Corporate Auditor of THE KAGOSHIMA BANK, LTD. Director of the Bank (current position) Director of THE KAGOSHIMA BANK, LTD. ate for Outside Director> of experience in the management consulting field which is ncial institutions, and knowledge concerning management to promote relationship banking. With the expectation that he arding overall management of the Bank from a specialized and uct decision-making, supervision, and check-and-balance rom an objective and neutral position, the Bank continues to ide Director.	8,000 shares

No.	Name (Date of birth)		Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held	
7	(Date of birth) Choemon Tanabe (Aug. 4, 1979) (Reappointment) (Outside Director) </td <td>Apr.201Apr.201Jun.201<td>and significant concurrent positions 0 Representative Director and President of Tanabe Corporation (current position) 0 Representative Director and President of Jutoku Industries Co., Ltd. 0 Representative Director and President of Shoyo Printing Inc. (current position) 0 Director of San-in Chuo Television Broadcasting Co., Ltd. 1 Representative Director of THE TANABE MUSEUM OF ART (current position) 1 Representative Director and President of JUTOKU CORPORATION (current position) 1 Director of the Bank (current position) 2 Representative of Green Power Unnan LLC. (current position) 4 Danobeta International CO., LTD. Representative Director and President (current position) 4 Managing Director of San-in Chuo Television Broadcasting Co., Ltd. 6 Representative Director and President of San-in Chuo Television Broadcasting Co., Ltd. (current position) 8 Chairman and Representative Director of Matsuko Corporation (current position) 4 date for Outside Director&gt; ealth of experience and insight as a local area business leader nt, therefore advice and suggestions regarding overall regional bank can be expected. With the expectation that he garding overall management of the Bank from various points of ting, supervision, and check-and-balance functions on the bint of a representative of his local economic community, the a candidate for Outside Director. Although he is not designated of the transactional relationship between the Bank and the s determined that he is a person capable of contributing to</td><td></td></td>	Apr.201Apr.201Jun.201 <td>and significant concurrent positions 0 Representative Director and President of Tanabe Corporation (current position) 0 Representative Director and President of Jutoku Industries Co., Ltd. 0 Representative Director and President of Shoyo Printing Inc. (current position) 0 Director of San-in Chuo Television Broadcasting Co., Ltd. 1 Representative Director of THE TANABE MUSEUM OF ART (current position) 1 Representative Director and President of JUTOKU CORPORATION (current position) 1 Director of the Bank (current position) 2 Representative of Green Power Unnan LLC. (current position) 4 Danobeta International CO., LTD. Representative Director and President (current position) 4 Managing Director of San-in Chuo Television Broadcasting Co., Ltd. 6 Representative Director and President of San-in Chuo Television Broadcasting Co., Ltd. (current position) 8 Chairman and Representative Director of Matsuko Corporation (current position) 4 date for Outside Director&gt; ealth of experience and insight as a local area business leader nt, therefore advice and suggestions regarding overall regional bank can be expected. With the expectation that he garding overall management of the Bank from various points of ting, supervision, and check-and-balance functions on the bint of a representative of his local economic community, the a candidate for Outside Director. Although he is not designated of the transactional relationship between the Bank and the s determined that he is a person capable of contributing to</td> <td></td>	and significant concurrent positions 0 Representative Director and President of Tanabe Corporation (current position) 0 Representative Director and President of Jutoku Industries Co., Ltd. 0 Representative Director and President of Shoyo Printing Inc. (current position) 0 Director of San-in Chuo Television Broadcasting Co., Ltd. 1 Representative Director of THE TANABE MUSEUM OF ART (current position) 1 Representative Director and President of JUTOKU CORPORATION (current position) 1 Director of the Bank (current position) 2 Representative of Green Power Unnan LLC. (current position) 4 Danobeta International CO., LTD. Representative Director and President (current position) 4 Managing Director of San-in Chuo Television Broadcasting Co., Ltd. 6 Representative Director and President of San-in Chuo Television Broadcasting Co., Ltd. (current position) 8 Chairman and Representative Director of Matsuko Corporation (current position) 4 date for Outside Director> ealth of experience and insight as a local area business leader nt, therefore advice and suggestions regarding overall regional bank can be expected. With the expectation that he garding overall management of the Bank from various points of ting, supervision, and check-and-balance functions on the bint of a representative of his local economic community, the a candidate for Outside Director. Although he is not designated of the transactional relationship between the Bank and the s determined that he is a person capable of contributing to		
	view and also conduct decision-making, supervision, and check-and-balance functions on the Board of Directors from the standpoint of a representative of his local economic community, the Bank continues to nominate him as a candidate for Outside Director. Although he is not designated as an Independent Director in view of the transactional relationship between the Bank and the companies he operates, the Bank has determined that he is a person capable of contributing to improvement of the Bank's corporate value as Outside Director by utilizing his insight as a				
	business leader with full knowledge of the region. <special candidate="" interest="" relationships="" the="" with=""> There exist transactions such as loans, etc., from the Bank to Tanabe Corporation, JUTOKU CORPORATION, Green Power Unnan LLC., Danobeta International CO., LTD., San-in Chuo Television Broadcasting Co., Ltd., and Matsuko Corporation, where Mr. Choemon Tanabe serves as Representative Director, etc.</special>				
	<other matters=""> Mr. Choemon Tanabe is a candidate for Outside Director. Furthermore, his term of office as Outside Director for the Bank will be 7 years at the conclusion of this Annual General Meeting of Shareholders.</other>				

No.	Name (Date of birth)			Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
	Mr. Yasuyuki Kuratsu external to the Bank, a international financial business operations. V overall management of supervision, and check neutral position to ma nominated as a new ca <special interest="" relat<br="">There is no special interest of ther matters&gt; Mr. Yasuyuki Kuratsu</special>	Apr.1Jun.1Jun.1Jun.1Apr.2Feb.2Mar.2Apr.2tion as a cari is well-actand possesssector andVith the expof the Bankk-and-balarintain the Eandidate forionships witterest betweet is a new c	1996 1997 1998 2001 2007 2015 2015 2015 andida quain ses sp 1 a we pectat from nce fu Bank' r Out ith the een N		0 shares

(Note) According to "Independence Criteria for Outside Officers," determined by the Bank, there is no possibility that a conflict of interest between Messrs. Hideto Tago and Yasuyuki Kuratsu and the general shareholders will occur, and the Bank has judged that they possess sufficient independence. They will be submitted to the Tokyo Stock Exchange, Inc. as Independent Directors as stipulated by the aforementioned Exchange.

(Reference)

# Independence Criteria for Outside Officers

The Bank determines that Outside Directors or Outside Corporate Auditors (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/Corporate Auditor 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.

Proposal No. 4: Change in Profit Criteria concerning Performance-linked Remuneration for Directors

Regarding the performance-linked remuneration for directors, which was approved at the 112th Annual General Meeting of Shareholders held on June 24, 2015, the Bank proposes to change its profit criteria, which is currently "profit (non-consolidated)," to "profit attributable to owners of parent (consolidated)."

Under the previous medium-term management plan (from fiscal 2015 to fiscal 2017), which aimed to reinforce cooperation across the group, the Bank has established a structure to form the foundation for the cooperation through increase in the investment ratio, merger between subsidiaries, etc. In the current medium-term management plan (from fiscal 2018 to fiscal 2020) which starts from the current fiscal year, the Bank will shift to a stage of further deepening cooperation in business operation. The Bank has decided to change its profit criteria from that of "non-consolidated" to "consolidated" as it is becoming increasingly necessary for Directors to take responsibility in the business results of the group companies and the group management is emphasized more than ever before, while customer needs grow more diverse and complex.

There are currently 8 Directors (of which, 3 are Outside Directors). There will be 8 Directors (of which, 3 are Outside Directors) if Proposal No. 3 is approved as originally proposed.

(Annual amounts. Revised portions are underlin				
<current> <u>Profit (Non-consolidated)</u> <proposed change=""> <u>Profit attributable to owners of parent (Consolidated)</u></proposed></current>	Performance-linked Remuneration for Directors (Of which, for Outside Directors)			
Over 15.0 billion yen	98 million yen (Within 14 million yen)			
Over 14.0 billion yen, not exceeding 15.0 billion yen	91 million yen (Within 13 million yen)			
Over 13.0 billion yen, not exceeding 14.0 billion yen	84 million yen (Within 12 million yen)			
Over 12.0 billion yen, not exceeding 13.0 billion yen	77 million yen (Within 11 million yen)			
Over 11.0 billion yen, not exceeding 12.0 billion yen	70 million yen (Within 10 million yen)			
Over 10.0 billion yen, not exceeding 11.0 billion yen	63 million yen (Within 9 million yen)			
Over 9.0 billion yen, not exceeding 10.0 billion yen	56 million yen (Within 8 million yen)			
Over 8.0 billion yen, not exceeding 9.0 billion yen	49 million yen (Within 7 million yen)			
Over 7.0 billion yen, not exceeding 8.0 billion yen	42 million yen (Within 6 million yen)			
Over 6.0 billion yen, not exceeding 7.0 billion yen	35 million yen (Within 5 million yen)			
Over 5.0 billion yen, not exceeding 6.0 billion yen	28 million yen (Within 4 million yen)			
5.0 billion yen or less	0			

Proposed Change in Performance-linked Remuneration for Directors