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(Securities Code: 8562)
May 28, 2021

To Shareholders with Voting Rights:

Takahiro Kato
Director and President
THE FUKUSHIMA BANK, LTD.
2-5 Banseicho, Fukushima City,
Fukushima, Japan

NOTICE OF CONVOCATION OF THE 155TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to notify you that the 155th Annual General Meeting of Shareholders of THE FUKUSHIMA BANK, LTD. (the “Bank”) will be held for the purposes as described below.

Please refer to the enclosed document “Prevention of the Novel Coronavirus Disease (COVID-19) for the 155th Annual General Meeting of Shareholders of the Bank,” for details of the measures to be taken by the Bank concerning the prevention against COVID-19.

You can exercise your voting rights by in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by 5:00 p.m. on Monday, June 21, 2021.

- 1. Date and Time:** Tuesday, June 22, 2021 at 10:00 a.m. Japan time
- 2. Place:** Large Hall, Basement, Head Office of the Bank
2-5 Banseicho, Fukushima City, Fukushima, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank’s 155th Fiscal Year (from April 1, 2020 to March 31, 2021)
 2. Consolidated Financial Statements for the Bank’s 155th Fiscal Year (from April 1, 2020 to March 31, 2021) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board

Proposals to be resolved:

- Proposal:** Election of Seven (7) Directors

Matters Disclosed via the Internet

- Of the documents needed to be attached to this notice of convocation, the following matters are, in accordance with laws and regulations as well as Article 15 of the Articles of Incorporation of the Bank, posted on the Bank's website and are therefore not included with this document.
 - "Systems to Ensure the Appropriateness of Business and Operational Status of the Systems" in the Business Report
 - Notes to the Non-consolidated Financial Statements
 - Notes to the Consolidated Financial Statements

In addition, the attached documents of this notice of convocation are a subset of the Business Report audited by Audit & Supervisory Board Members as well as the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor and Audit & Supervisory Board Members.

- Any updates to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements and Consolidated Financial Statements will be posted on the Bank's website.

<p>The Bank's Website: https://www.fukushimabank.co.jp/</p>

Information Related to the Convocation

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk of the Bank's head office on the day of the meeting for confirmation.
- If you exercise your voting rights by proxy, you may appoint as a proxy one of the shareholders holding voting rights to attend the meeting. In such a case, a document evidencing the authority of proxy must be submitted.
- Semiformal dress code (COOL BIZ) will be implemented on the day of the meeting, and as such we would like to ask shareholders to follow the same dress code when attending.

Exercise of Voting Rights:

You can exercise your voting right through either of following methods:

- (1) If you plan to attend the Meeting, please submit the enclosed voting form to the receptionist at the Meeting.
Date/time: Tuesday, June 22, 2021 at 10:00 a.m. Japan time (Reception starts at 9:00 a.m.)
- (2) 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 5:00 p.m. on Monday, June 21, 2021 Japan time.
- (3) Exercise of Voting Rights via Electromagnetic Means (the Internet, etc.)
Please access the Bank's designated voting website, follow the instructions on the voting website, and indicate your vote for or against the proposals by 5:00 p.m. on Monday, June 21, 2021.

Reference Documents for the General Meeting of Shareholders

Proposal: Election of Seven (7) Directors

To clarify management responsibility for each fiscal year, the Articles of Incorporation of the Bank specify that the terms of office of Directors shall be one year. Therefore, the terms of office of all current seven (7) Directors will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the election of seven (7) Directors is proposed.

The candidates for Director are as follows:

No.	Name	Current positions and responsibilities at the Bank	Attendance at Board of Directors meetings
1	[Reappointment] [Male] Takahiro Kato	Director and President	100% (20/20)
2	[Reappointment] [Male] Akinori Sato	Managing Director and General Manager, Planning Headquarters	100% (20/20)
3	[Reappointment] [Male] Toshihiko Sato	Director and General Manager, Main Office Sales Department	100% (20/20)
4	[Reappointment] [Male] Takenori Suzuki	Director and General Manager, Koriyama Sales Department	100% (16/16)
5	[Reappointment] [Outside Director] [Independent Director] [Male] Akira Koketsu	Director	100% (20/20)
6	[Reappointment] [Outside Director] [Independent Director] [Female] Yumiko Nihei	Director	100% (20/20)
7	[New appointment] [Outside Director] [Male] Yasushi Hasegawa	—	—

[Outside Director]: Candidate for Outside Director

[Independent Director]: Candidate for Independent Director as prescribed by the Tokyo Stock Exchange, Inc.

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Bank	Number of common shares of the Bank held
1	Takahiro Kato (Dec. 2, 1956) [Reappointment]	<p>Apr. 1980 Joined THE TOHO BANK, LTD. Mar. 2000 Branch Manager, Koriyama-higashi Branch Oct. 2003 Branch Manager, Sukagawa Branch Jun. 2006 General Manager, Financial Markets Department Jun. 2007 General Manager, General Planning Department Jun. 2008 Director and General Manager, General Planning Department Jun. 2009 Managing Director Jun. 2012 Managing Director (Representative Director) Jun. 2013 Senior Managing Director (Representative Director) Jun. 2015 Retired Director Chairman, Fukushima Corporation Aug. 2015 Representative Director and President, Toho Securities Co., Ltd. May 2018 Retired Chairman, Fukushima Corporation Retired Representative Director and President, Toho Securities Co., Ltd. Jun. 2018 Advisor, the Bank Jun. 2018 Director and President (to the present) (Significant concurrent positions) —</p>	21,800 shares
<p>[Reasons for nomination as a candidate for Director] Mr. Takahiro Kato is well-versed in the region and the management of regional financial institutions, and has a good personality, insight, capability, and achievements. The Bank has thus judged that he is the most appropriate person as a representative of the Bank.</p>			
2	Akinori Sato (Apr. 19, 1956) [Reappointment]	<p>Apr. 1980 Joined the Bank Mar. 2000 General Manager, Taira-higashi Branch Jun. 2001 General Manager, Tanagura Branch May 2002 General Manager, Public Relations Section, Corporate Planning Department May 2003 General Manager, Corporate Sales Department, Main Office Sales Department Apr. 2005 General Manager, Corporate Relations Department, Main Office Sales Department Oct. 2005 General Manager, Soma Branch Jul. 2007 General Manager, Nihonmatsu Branch Jul. 2009 General Manager, Aizu Branch Jun. 2012 General Manager, Taira Branch Jun. 2014 Executive Officer and General Manager, Planning Headquarters Jun. 2015 Director and General Manager, Planning Headquarters Jun. 2019 Managing Director and General Manager, Planning Headquarters (to the present) (Significant concurrent positions) —</p>	16,000 shares
<p>[Reasons for nomination as a candidate for Director] Mr. Akinori Sato has wide knowledge regarding sales, branch management, and planning of the Bank as a manager of core branches, Executive Officer, and Director, and the Bank wishes to continue to utilize this knowledge in the management of the Bank.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Bank	Number of common shares of the Bank held
3	Toshihiko Sato (Jul. 30, 1968) [Reappointment]	Apr. 1991 Joined the Bank Oct. 2008 General Manager, Corporate Support Office, Corporate Sales Team Apr. 2010 Senior Vice President, Corporate Support Office Mar. 2011 General Manager, Revitalization Support Office Apr. 2013 General Manager, Credit Management Office Aug. 2015 General Manager, Credit Control Department Jun. 2016 Executive Officer and General Manager, Credit Department and General Manager, Credit Control Department Jun. 2018 Director, General Manager, Operations Headquarters, General Manager, Credit Department and General Manager, Credit Control Department Jun. 2019 Director and General Manager, Main Office Sales Department (to the present) (Significant concurrent positions) —	6,500 shares
		[Reasons for nomination as a candidate for Director] Mr. Toshihiko Sato has served in positions such as General Manager of the Credit Department and General Manager of the Credit Control Department, and has wide-ranging expertise and abundant experience not only in the credit division, but also in the areas of credit management and business revitalization support. The Bank therefore wishes to utilize this wide knowledge and experience in the business execution of the Bank.	
4	Takenori Suzuki (Jun. 17, 1966) [Reappointment]	Apr. 1992 Joined the Bank Oct. 2009 Branch Manager, Arai Branch Jun. 2011 Vice General Manager, Koriyama Sales Department Apr. 2014 General Manager, Organization Development Office Aug. 2015 General Manager, Organization Development Department Apr. 2017 Branch Manager, Taira Branch Jun. 2018 Executive Officer and Vice General Manager, Sales Headquarters Jun. 2020 Director and General Manager, Koriyama Sales Department (to the present) (Significant concurrent positions) —	3,600 shares
		[Reasons for nomination as a candidate for Director] Mr. Takenori Suzuki has wide knowledge regarding sales, branch management, and planning of the Bank as a manager of core branches and Executive Officer, and the Bank wishes to continue to utilize this knowledge in the management of the Bank.	

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Bank	Number of common shares of the Bank held
5	<p data-bbox="204 472 392 533">Akira Koketsu (Apr. 21, 1952)</p> <p data-bbox="204 568 392 651">[Reappointment] [Outside Director] [Independent Director]</p>	<p data-bbox="435 300 1297 824">Apr. 1976 Joined Hakuhold Incorporated Dec. 1995 General Manager, Sales Department Dec. 1999 Acting General Manager, Sales Bureau Jun. 2002 Representative Director and President, Fukushima Hakuhold Incorporated Thereafter, served as Representative Director and President and Director, Morioka Hakuhold Incorporated, Akita Hakuhold Incorporated, Fukushima Hakuhold Incorporated, and Sendai Hakuhold Incorporated and Director, Aomori Hakuhold Incorporated Jul. 2012 Advisor, Tohoku Hakuhold Incorporated Mar. 2013 Retired Advisor Apr. 2013 Visiting Professor, Yamagata University (until March 2019) Jun. 2013 Director, the Bank (to the present) Apr. 2020 Trustee (part-time), Yamagata University (to the present) (Significant concurrent positions) —</p>	9,500 shares
<p data-bbox="177 831 1473 1039">[Reasons for nomination as a candidate for Outside Director and outline of expected duties] Mr. Akira Koketsu has specialized knowledge regarding organizational management, marketing, and ethics, etc., from his many years of experience as a corporate manager and as a university visiting professor (in charge of engineering ethics). Mr. Koketsu has appropriately supervised the management of the Bank as an Outside Director since June 2013. Accordingly, the Bank again has appointed Mr. Koketsu as a candidate for Outside Director and expects that after his election, he will provide management supervision and advice by utilizing his corporate management and specialized knowledge.</p>			
6	<p data-bbox="204 1256 392 1317">Yumiko Nihei (Aug. 31, 1950)</p> <p data-bbox="204 1352 392 1435">[Reappointment] [Outside Director] [Independent Director]</p>	<p data-bbox="435 1046 1297 1644">Apr. 2000 Full-time Instructor, Sakura no Seibo Junior College Apr. 2004 Chairperson, Fukushima Prefecture Joint Male-Female Committee (until Feb. 2015) Apr. 2006 Associate Professor, Sakura no Seibo Junior College Apr. 2013 Professor, Sakura no Seibo Junior College (Gave lectures on the Japanese Constitution, Legal, Labour Laws, Human Rights, international pacifism etc., while serving as Heads of the Volunteer Center, Career Department, and Library Information Center, etc.) Oct. 2013 Committee Member, Fukushima Regional Labour Committee (until June 2016) Mar. 2016 Retired Sakura no Seibo Junior College Jun. 2016 Director, the Bank (to the present) Apr. 2017 Part-time Instructor, Faculty of Administration and Social Sciences, Fukushima University (to the present) Jun. 2019 Member of Fukushima Medical University Certified Review Board (to the present) (Significant concurrent positions) —</p>	7,400 shares
<p data-bbox="177 1650 1473 1982">[Reasons for nomination as a candidate for Outside Director and outline of expected duties] Ms. Yumiko Nihei has specialized knowledge regarding legal studies and women's studies, etc., through many years of instruction at Sakura no Seibo Junior College, etc., and has also served in many public positions such as Committee Member, Fukushima Regional Labour Committee. Ms. Nihei has appropriately supervised the management of the Bank as an Outside Director since June 2016 to continue to utilize her wide and advanced knowledge and experience, etc., in the management. Accordingly, the Bank has again appointed Ms. Nihei as a candidate for Outside Director and expects that after her election, she will advise on the management of the Bank as well as provide appropriate supervision and advice on business execution based on her specialized knowledge. In addition, although Ms. Nihei has no experience in corporate management other than serving as Outside Director, the Bank has judged that she will be able to fulfill duties of Outside Director in an appropriate manner based on the above reasons.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Bank	Number of common shares of the Bank held
7	Yasushi Hasegawa (February 22, 1962) [New appointment] [Outside Director]	<p>Apr. 1984 Joined the Ministry of Finance (<i>Okura-sho</i>) (currently the Ministry of Finance (<i>Zaimu-sho</i>))</p> <p>Jul. 2007 Director, Banking Business Division II, Supervisory Bureau, Financial Services Agency</p> <p>Jul. 2008 Director, Insurance Business Division, Supervisory Bureau, Financial Services Agency</p> <p>Jul. 2010 Director, Planning and Management Division, Supervisory Bureau, Financial Services Agency</p> <p>Jul. 2012 Director, Planning Division, Planning and Coordination Bureau, Financial Services Agency</p> <p>Jul. 2014 Director General, Fukuoka Local Finance Branch Bureau, Ministry of Finance</p> <p>Jul. 2015 Deputy Director-General, Planning and Coordination Bureau, Financial Services Agency (in charge of planning, markets and Minister's Secretariat)</p> <p>Jul. 2016 Director General, Tokai Local Finance Bureau, Ministry of Finance</p> <p>Jun. 2017 Senior Managing Director, Japan Bank for International Cooperation (in charge of Assessment and Risk Management)</p> <p>Jun. 2019 Retired from Ministry of Finance</p> <p>Nov. 2019 Advisor, Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2020 Joined SBI Holdings, Inc. (to the present)</p> <p>Aug. 2020 Executive Officer, Secretary General, Regional Revitalization Partners Co., Ltd. (to the present)</p> <p>(Significant concurrent positions) Executive Officer, Secretary General, Regional Revitalization Partners Co., Ltd.</p>	- shares
<p>[Reasons for nomination as a candidate for Outside Director and outline of expected duties] After joining the Ministry of Finance (<i>Okura-sho</i>) (currently the Ministry of Finance (<i>Zaimu-sho</i>)), Mr. Yasushi Hasegawa served as Director of Banking Business Division II of Supervisory Bureau of Financial Services Agency, Deputy Director-General of Planning and Coordination Bureau of Financial Services Agency, and Director General of Tokai Local Finance Bureau of Ministry of Finance, etc. He was also engaged in corporate management as an advisor or outside director of private sectors. The Bank has appointed Mr. Hasegawa as a candidate for Outside Director, expecting Mr. Hasegawa to provide guidance and advice for the Bank's management by utilizing his wide and advanced knowledge and experience in financial administration and corporate management. The Bank expects that after his election, Mr. Hasegawa will provide management supervision and advice by utilizing his corporate management and specialized knowledge.</p>			

(Notes)

1. There are no special interest relationships between each candidate and the Bank.
2. The Bank has concluded agreements with the candidates for Outside Director Mr. Akira Koketsu and Ms. Yumiko Nihei in accordance with Article 427, Paragraph 1 of the Companies Act and the Bank's Articles of Incorporation to limit their liability specified in Article 423, Paragraph 1 of the Companies Act at 15 million yen or the minimum amount of liability as stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is higher. If they are reappointed and assume office as Director, the Bank is scheduled to continue the agreement with them. If the election of Mr. Yasushi Hasegawa is approved as proposed, the Bank intends to conclude a similar liability limitation agreement with him.
3. The Bank has concluded a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The insurance contract will cover any damages that may arise due to the insured assuming liability for the execution of duties or receiving a claim for pursuing such liability. All candidates will be included as the insured under the said directors and officers liability insurance contract. In addition, the Bank plans to renew the contract with the same contents.
4. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa are candidates for Outside Director. Mr. Akira Koketsu and Ms. Yumiko Nihei have been submitted to the Tokyo Stock Exchange as Independent Directors based on the definitions of said Exchange, and if they are elected at this General Meeting, they are scheduled to continue to be Independent Directors.

5. The term of office of Mr. Akira Koketsu as Outside Director of the Bank will be eight years at the conclusion of this General Meeting. Also, the term of office of Ms. Yumiko Nihei as Outside Directors of the Bank will be five years at the conclusion of this General Meeting.
6. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa have not been business executors or executives of the Bank or its subsidiaries.
7. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa are not parent companies, etc., of the Bank, and were not parent companies, etc., of the Bank within the past 10 years.
8. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa are not business executors or executives of designated affiliated companies of the Bank, and were not business executors or executives of designated affiliated companies of the Bank within the past 10 years.
9. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa are not scheduled to receive a significant amount of cash or other property from the Bank or a designated affiliated company of the Bank, and have not received any within the past two years.
10. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa are not spouses, relatives within the third degree, or equivalent persons of a business executor or executive of the parent company, etc., of the Bank, the Bank, or a designated affiliated company of the Bank.
11. Mr. Akira Koketsu, Ms. Yumiko Nihei, and Mr. Yasushi Hasegawa were not business executors at a stock company for which the Bank succeeded rights and obligations via a merger, absorption-type split, incorporation-type demerger, or transfer of business directly before said merger, etc., within the past two years.

(Reference)

Standards for Determining Independence of Outside Officers

The Bank shall determine that a person is eligible to be an outside officer if the person satisfies the independence requirements prescribed by the Tokyo Stock Exchange, Inc. and does not fall under any of the following categories currently or recently.

1. A party for which the Bank is a major business partner or a business executor of such party.
2. A party who is a major business partner of the Bank or a business executor of such party.
3. A consultant, accounting specialist, or legal specialist who receives a significant amount of cash or other property from the Bank, aside from executive remuneration.
4. A party who receives more than a certain amount of donations or subsidies from the Bank, or a business executor of such party.
5. A major shareholder of the Bank or a business executor of such shareholder.
6. A spouse or a relative within the second degree of a party who falls under any of the following categories (excluding parties who are not significant):
 - (1) A party to whom 1 to 5 above applies.
 - (2) A business executor of the Bank or its subsidiaries.
7. A party who might potentially pose a continual and substantial conflict of interest with overall general shareholders of the Bank due to reasons not provided in 1 to 6 above.

[Definitions]

- * “Recently” is used for cases that are considered effectively equivalent to the current condition, such as cases where any of the categories listed above applied to a person at the time that content of the proposal for election as an Outside Director or Outside Audit & Supervisory Board Member at a General Meeting of Shareholders was determined.
- * “A party for which the Bank is a major business partner” refers to:
 - In ordinary transactions, a counterparty whose transactions with the Bank accounted for 2% or more of the counterparty’s consolidated net sales for the latest fiscal year.
 - In financial transactions, a counterparty whose most significant debtor is the Bank and the changes in the Bank’s financing policies will have a serious impact on the counterparty’s business.
- * “A party who is a major business partner of the Bank” refers to:
 - In financial transactions, a major counterparty to which the Bank has loaned 1% or more of the Bank’s total amount of assets.
 - In deposit transactions, a major counterparty whose deposits in the Bank account for 1% or more of the Bank’s total amount of deposits.
- * “A significant amount” refers to an amount of 10 million yen or more on average for the past three years.
- * “More than a certain amount” refers to an amount of more than 10 million yen on average for the past three years.
- * “A major shareholder” refers to a person or corporation, etc., which holds, either directly or indirectly, voting rights of 10% or more of total voting rights at the end of the latest fiscal year.
- * “Significant” refers to persons who are at the executive or managerial level at a company.