

(Translation)

Securities Code: 8377

May 30, 2013

Dear Shareholders:

Shigeo Takagi
President & CEO
Hokuhoku Financial Group, Inc.
1-2-26 Tsutsumicho-dori, Toyama-city, Toyama

Convocation Notice of the 10th Ordinary General Meeting of Shareholders

This is to inform you that the 10th Ordinary General Meeting of Shareholders of Hokuhoku Financial Group, Inc. (“the Company”) will be held as described below. You are cordially invited to attend the meeting.

If you are unable to attend the meeting, you may exercise your voting rights in writing or by electromagnetic method (using the Internet etc.). Please exercise voting rights after careful examination of the Reference Documents for the General Meeting of Shareholders contained herein by 5:10 p.m., Thursday June 20, 2013.

- 1. Date and time:** June 21, 2013 (Friday) at 10:00 a.m.
- 2. Place:** 6th floor Conference Room
Head office of The Hokuriku Bank, Ltd.
1-2-26 Tsutsumicho-dori, Toyama-city, Toyama

The 10th Ordinary General Meeting of Shareholders is to be held in Toyama-city, so please note that the venue of the meeting is different from that of the last year.

3. Agenda:

Matters to be reported:

10th business year (April 1, 2012 through March 31, 2013) Business Report, Consolidated Financial Statements, Non-Consolidated Financial Statements, and Audit Report on Consolidated Financial Statements by the Accounting Auditor and Board of Corporate Auditors

Matters to be resolved:

- Proposal 1: Appropriation of Surplus
Proposal 2: Election of Eight (8) Directors
Proposal 3: Election of Two (2) Corporate Auditors

4. Exercise of Voting Rights

- (1) If you attend the meeting, please present the enclosed Voting Rights Exercise Form to the reception desk.

If you wish to exercise your voting rights through a proxy, you must appoint only one (1) proxy from shareholders with voting rights and submit a letter of attorney attached with the Voting Rights Exercise to the receptionist.

- (2) If you are unable to attend the meeting, please exercise voting right by any of the following method.

A. Exercise of Voting Rights in Writing

Please indicate your approval or disapproval of the proposals on the Voting Rights Exercise Form enclosed herewith, and send back to arrive by the time limit of the preceding page.

No indication on the voting form of your approval or disapproval for any proposal shall be treated as an indication of approval.

B. Exercise of Voting Rights by Electromagnetic Method (using the Internet, etc.)

Access the website for exercising voting rights specified by the Company. (<http://www.it-soukai.com/>) and enter the “Code for the Exercise of Voting Rights” and the “Password”. Exercise your voting rights by following the directions on the screen. Your voting rights are to be exercised by the time limit of the preceding page.

In addition, on the occasion of the voting right used by the Internet, please confirm "Guidance Notes on the Exercise of the Voting Rights by the Internet" from 11 pages to 12 pages.

- (3) Treatment of voting rights exercised multiple times

- A. If you send Voting Rights Exercise Form multiple times, the last vote cast shall be treated as the valid vote.
- B. Should you exercise your voting rights by completing the Voting Rights Exercise Form and by using the designated electromagnetic method, the vote cast by electromagnetic method shall be deemed to be the valid vote regardless of the time the Voting Rights Exercise Form reaches us.
- C. If you exercise your voting rights by electromagnetic method more than once, the last vote cast shall be the valid vote.

- (4) If any revisions are made to Reference Documents for the General Meeting of Shareholders, Business Report, Non-Consolidated Financial Statements and Consolidated Financial Statements, the revisions will be posted on the Company website (<http://www.hokuhoku-fg.co.jp/>).

- (5) The reception desk is open at 9:00A.M.

<p>This is a partial translation of the original Japanese “Convocation Notice of the 10th Ordinary General Meeting of Shareholders” prepared for the convenience of non-resident shareholders. In case of any discrepancy between any part of this translation and the original Japanese text, the Japanese original shall prevail.</p>

Proposal 1: Appropriation of Surplus

Our dividend policy is to ensure financial foundation and stable distribution of dividends, based on the public function of financial services that our group companies provide. We propose year-end dividend as below, considering for the business results of this year, enhancement of financial foundation, future business development and accumulation of internal surplus.

(1) Type of dividend property: Cash

(2) Matters concerning the allocation and total amount of dividend property :

	(Dividend per share)	(Dividend amount)
Common shares	¥3.75	¥5,023,177,087
1st series Type 5 preferred shares	¥7.50	¥805,734,675
<u>Total</u>		<u>¥5,828,911,762</u>

(Notes) There were no interim dividends for common shares in the end of 2nd quarter. Interim and year-end dividends for 1st series Type 5 preferred shares are JPY 7.5 per share respectively, as specified in advance.

(3) Date on which dividends from surplus shall be effective: June 24, 2013

Proposal 2: Election of Eight (8) Directors

In order to fill the vacant offices of all eight (8) Directors, whose terms of office will expire upon the conclusion of this Ordinary General Meeting of Shareholders, we ask for the election of eight (8) Directors.

The candidates for Directors are as follows:

No	Name (Date of birth) Career Summary (Titles and Assignments in the Company and subsidiary banks and concurrent positions of other organizations)	Type and Number of Shares of the Company held																
1	<p>Yoshihiro Sekihachi (May 26, 1955)</p> <table border="1"> <tr> <td>April 1979</td> <td>Joined The Hokkaido Bank, Ltd.</td> </tr> <tr> <td>July 1999</td> <td>Manager and Head of Management Planning Group of the said bank</td> </tr> <tr> <td>June 2001</td> <td>Director and Executive Officer of the said bank</td> </tr> <tr> <td>June 2002</td> <td>Representative Director and Executive Officer of the said bank</td> </tr> <tr> <td>June 2003</td> <td>President of the said bank (present position)</td> </tr> <tr> <td>September 2004</td> <td>Deputy President of the Company (present position) (Important concurrent position of another organization)</td> </tr> <tr> <td></td> <td>President and Representative Director of The Hokkaido Bank, Ltd.</td> </tr> </table>	April 1979	Joined The Hokkaido Bank, Ltd.	July 1999	Manager and Head of Management Planning Group of the said bank	June 2001	Director and Executive Officer of the said bank	June 2002	Representative Director and Executive Officer of the said bank	June 2003	President of the said bank (present position)	September 2004	Deputy President of the Company (present position) (Important concurrent position of another organization)		President and Representative Director of The Hokkaido Bank, Ltd.	Common shares 58,200 shares		
April 1979	Joined The Hokkaido Bank, Ltd.																	
July 1999	Manager and Head of Management Planning Group of the said bank																	
June 2001	Director and Executive Officer of the said bank																	
June 2002	Representative Director and Executive Officer of the said bank																	
June 2003	President of the said bank (present position)																	
September 2004	Deputy President of the Company (present position) (Important concurrent position of another organization)																	
	President and Representative Director of The Hokkaido Bank, Ltd.																	
2	<p>Eishin Ihori (August 20, 1956)</p> <table border="1"> <tr> <td>April 1979</td> <td>Joined The Hokuriku Bank, Ltd.</td> </tr> <tr> <td>June 2004</td> <td>Deputy General Manager of Planning Division of the said bank</td> </tr> <tr> <td>September 2004</td> <td>Deputy General Manager of Planning Division of the said bank (Transferred to and in charge of the Company)</td> </tr> <tr> <td>June 2005</td> <td>General Manager of Planning Division of the said bank (Transferred to and in charge of the Company)</td> </tr> <tr> <td>June 2009</td> <td>Director and Executive Officer of the said bank Director of the Company (In charge of Planning and Administration Groups) (present position)</td> </tr> <tr> <td>June 2010</td> <td>Managing Executive Officer of the said bank) (present position)</td> </tr> <tr> <td>June 2013</td> <td>President and Representative Director of the said bank (scheduled) (Important concurrent position of another organization)</td> </tr> <tr> <td></td> <td>President and Representative Director of The Hokuriku Bank, Ltd. (scheduled)</td> </tr> </table>	April 1979	Joined The Hokuriku Bank, Ltd.	June 2004	Deputy General Manager of Planning Division of the said bank	September 2004	Deputy General Manager of Planning Division of the said bank (Transferred to and in charge of the Company)	June 2005	General Manager of Planning Division of the said bank (Transferred to and in charge of the Company)	June 2009	Director and Executive Officer of the said bank Director of the Company (In charge of Planning and Administration Groups) (present position)	June 2010	Managing Executive Officer of the said bank) (present position)	June 2013	President and Representative Director of the said bank (scheduled) (Important concurrent position of another organization)		President and Representative Director of The Hokuriku Bank, Ltd. (scheduled)	Common shares 47,000 shares
April 1979	Joined The Hokuriku Bank, Ltd.																	
June 2004	Deputy General Manager of Planning Division of the said bank																	
September 2004	Deputy General Manager of Planning Division of the said bank (Transferred to and in charge of the Company)																	
June 2005	General Manager of Planning Division of the said bank (Transferred to and in charge of the Company)																	
June 2009	Director and Executive Officer of the said bank Director of the Company (In charge of Planning and Administration Groups) (present position)																	
June 2010	Managing Executive Officer of the said bank) (present position)																	
June 2013	President and Representative Director of the said bank (scheduled) (Important concurrent position of another organization)																	
	President and Representative Director of The Hokuriku Bank, Ltd. (scheduled)																	

No	Name (Date of birth) Career Summary (Titles and Assignments in the Company and subsidiary banks and concurrent positions of other organizations)	Type and Number of Shares of the Company held																		
*3	<p>Hidenori Mugino (March 18, 1957)</p> <table border="1" data-bbox="323 320 1185 996"> <tr> <td data-bbox="323 320 555 365">April 1979</td> <td data-bbox="555 320 1185 365">Joined The Hokuriku Bank, Ltd.</td> </tr> <tr> <td data-bbox="323 365 555 443">June 2005</td> <td data-bbox="555 365 1185 443">Head of Managerial Administration Division of the said bank</td> </tr> <tr> <td data-bbox="323 443 555 566">June 2007</td> <td data-bbox="555 443 1185 566">Deputy Head of Toyama Regional Business Division and General Manager of Head Office Business Division of the said bank</td> </tr> <tr> <td data-bbox="323 566 555 689">June 2009</td> <td data-bbox="555 566 1185 689">Director, Deputy Head of Toyama Regional Business Division and Head Office Business Division of the said bank</td> </tr> <tr> <td data-bbox="323 689 555 813">June 2010</td> <td data-bbox="555 689 1185 813">Director, Managing Executive Officer and Head of Toyama Regional Business Division of the said bank (present position)</td> </tr> <tr> <td data-bbox="323 813 555 996">June 2013</td> <td data-bbox="555 813 1185 996">Chairman and Representative Director of the said bank (scheduled)</td> </tr> </table> <p>(Important concurrent position of another organization) Chairman and Representative Director of The Hokuriku Bank, Ltd. (scheduled)</p>	April 1979	Joined The Hokuriku Bank, Ltd.	June 2005	Head of Managerial Administration Division of the said bank	June 2007	Deputy Head of Toyama Regional Business Division and General Manager of Head Office Business Division of the said bank	June 2009	Director, Deputy Head of Toyama Regional Business Division and Head Office Business Division of the said bank	June 2010	Director, Managing Executive Officer and Head of Toyama Regional Business Division of the said bank (present position)	June 2013	Chairman and Representative Director of the said bank (scheduled)	Common shares 36,379 shares						
April 1979	Joined The Hokuriku Bank, Ltd.																			
June 2005	Head of Managerial Administration Division of the said bank																			
June 2007	Deputy Head of Toyama Regional Business Division and General Manager of Head Office Business Division of the said bank																			
June 2009	Director, Deputy Head of Toyama Regional Business Division and Head Office Business Division of the said bank																			
June 2010	Director, Managing Executive Officer and Head of Toyama Regional Business Division of the said bank (present position)																			
June 2013	Chairman and Representative Director of the said bank (scheduled)																			
4	<p>Masahiro Sasahara (February 21, 1957)</p> <table border="1" data-bbox="323 1064 1185 1848"> <tr> <td data-bbox="323 1064 555 1108">April 1979</td> <td data-bbox="555 1064 1185 1108">Joined The Hokkaido Bank, Ltd.</td> </tr> <tr> <td data-bbox="323 1108 555 1187">June 2001</td> <td data-bbox="555 1108 1185 1187">General Manager of Tsukisamu Branch of the said bank</td> </tr> <tr> <td data-bbox="323 1187 555 1265">July 2002</td> <td data-bbox="555 1187 1185 1265">Manager and head of Sales Promotion Planning Group of the said bank</td> </tr> <tr> <td data-bbox="323 1265 555 1310">May 2003</td> <td data-bbox="555 1265 1185 1310">Executive Officer of the said bank</td> </tr> <tr> <td data-bbox="323 1310 555 1355">June 2003</td> <td data-bbox="555 1310 1185 1355">Director and Executive Officer of the said bank</td> </tr> <tr> <td data-bbox="323 1355 555 1433">June 2005</td> <td data-bbox="555 1355 1185 1433">Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)</td> </tr> <tr> <td data-bbox="323 1433 555 1556">October 2005</td> <td data-bbox="555 1433 1185 1556">Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section and Corporate Sales Division)</td> </tr> <tr> <td data-bbox="323 1556 555 1635">June 2006</td> <td data-bbox="555 1556 1185 1635">Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)</td> </tr> <tr> <td data-bbox="323 1635 555 1848">June 2010</td> <td data-bbox="555 1635 1185 1848">Deputy President and Representative Director of the said bank (present position) Director of the Company (present position)</td> </tr> </table> <p>(Important concurrent position of another organization) Deputy President and Representative Director of The Hokkaido Bank, Ltd.</p>	April 1979	Joined The Hokkaido Bank, Ltd.	June 2001	General Manager of Tsukisamu Branch of the said bank	July 2002	Manager and head of Sales Promotion Planning Group of the said bank	May 2003	Executive Officer of the said bank	June 2003	Director and Executive Officer of the said bank	June 2005	Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)	October 2005	Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section and Corporate Sales Division)	June 2006	Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)	June 2010	Deputy President and Representative Director of the said bank (present position) Director of the Company (present position)	Common shares 26,600 shares
April 1979	Joined The Hokkaido Bank, Ltd.																			
June 2001	General Manager of Tsukisamu Branch of the said bank																			
July 2002	Manager and head of Sales Promotion Planning Group of the said bank																			
May 2003	Executive Officer of the said bank																			
June 2003	Director and Executive Officer of the said bank																			
June 2005	Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)																			
October 2005	Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section and Corporate Sales Division)																			
June 2006	Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)																			
June 2010	Deputy President and Representative Director of the said bank (present position) Director of the Company (present position)																			

No	Name (Date of birth) Career Summary (Titles and Assignments in the Company and subsidiary banks and concurrent positions of other organizations)	Type and Number of Shares of the Company held																
*5	<p>Takashi Nakano (September 10, 1954)</p> <table border="1" data-bbox="325 320 1193 1137"> <tr> <td data-bbox="325 320 555 360">April 1977</td> <td data-bbox="555 320 1193 360">Joined The Hokuriku Bank, Ltd.</td> </tr> <tr> <td data-bbox="325 360 555 400">April 2005</td> <td data-bbox="555 360 1193 400">Head of Risk Management Division of the said bank</td> </tr> <tr> <td data-bbox="325 400 555 483">June 2007</td> <td data-bbox="555 400 1193 483">Head of Planning Division and Secretary Office of the said bank</td> </tr> <tr> <td data-bbox="325 483 555 566">June 2008</td> <td data-bbox="555 483 1193 566">Executive Officer and Head of Planning Division and Secretary Office of the said bank</td> </tr> <tr> <td data-bbox="325 566 555 680">June 2009</td> <td data-bbox="555 566 1193 680">Managing Executive Officer and Head of Tokyo Regional Business Division and General Manager of Tokyo Branch of the said bank</td> </tr> <tr> <td data-bbox="325 680 555 763">January 2012</td> <td data-bbox="555 680 1193 763">Managing Executive Officer and Head of Tokyo Regional Business Division</td> </tr> <tr> <td data-bbox="325 763 555 878">June 2012</td> <td data-bbox="555 763 1193 878">Director, Managing Executive Officer and Head of Hokkaido Regional Business Division (present position)</td> </tr> <tr> <td data-bbox="325 878 555 992">June 2013</td> <td data-bbox="555 878 1193 992">Director and Senior Managing Executive Officer of the said bank (scheduled) Director of The Hokkaido Bank, Ltd. (scheduled)</td> </tr> </table> <p>(Important concurrent position of another organization) Director and Senior Managing Executive Officer of The Hokuriku Bank, Ltd. (scheduled)</p>	April 1977	Joined The Hokuriku Bank, Ltd.	April 2005	Head of Risk Management Division of the said bank	June 2007	Head of Planning Division and Secretary Office of the said bank	June 2008	Executive Officer and Head of Planning Division and Secretary Office of the said bank	June 2009	Managing Executive Officer and Head of Tokyo Regional Business Division and General Manager of Tokyo Branch of the said bank	January 2012	Managing Executive Officer and Head of Tokyo Regional Business Division	June 2012	Director, Managing Executive Officer and Head of Hokkaido Regional Business Division (present position)	June 2013	Director and Senior Managing Executive Officer of the said bank (scheduled) Director of The Hokkaido Bank, Ltd. (scheduled)	Common shares 53,000 shares
April 1977	Joined The Hokuriku Bank, Ltd.																	
April 2005	Head of Risk Management Division of the said bank																	
June 2007	Head of Planning Division and Secretary Office of the said bank																	
June 2008	Executive Officer and Head of Planning Division and Secretary Office of the said bank																	
June 2009	Managing Executive Officer and Head of Tokyo Regional Business Division and General Manager of Tokyo Branch of the said bank																	
January 2012	Managing Executive Officer and Head of Tokyo Regional Business Division																	
June 2012	Director, Managing Executive Officer and Head of Hokkaido Regional Business Division (present position)																	
June 2013	Director and Senior Managing Executive Officer of the said bank (scheduled) Director of The Hokkaido Bank, Ltd. (scheduled)																	
*6	<p>Tsutomu Morita (September 8, 1954)</p> <table border="1" data-bbox="325 1193 1193 1749"> <tr> <td data-bbox="325 1193 555 1234">April 1977</td> <td data-bbox="555 1193 1193 1234">Joined The Hokuriku Bank, Ltd.</td> </tr> <tr> <td data-bbox="325 1234 555 1348">June 2004</td> <td data-bbox="555 1234 1193 1348">Deputy Head of Takaoka Regional Business Division and General Manager of Takaoka Branch of the said bank</td> </tr> <tr> <td data-bbox="325 1348 555 1388">June 2007</td> <td data-bbox="555 1348 1193 1388">President of Toyama Prefecture Credit Union</td> </tr> <tr> <td data-bbox="325 1388 555 1471">June 2010</td> <td data-bbox="555 1388 1193 1471">Executive Officer and Head of First Loan Division of The Hokuriku Bank, Ltd.</td> </tr> <tr> <td data-bbox="325 1471 555 1554">January 2012</td> <td data-bbox="555 1471 1193 1554">Managing Executive Officer of the said bank (present position)</td> </tr> <tr> <td data-bbox="325 1554 555 1615">June 2013</td> <td data-bbox="555 1554 1193 1615">Director and Managing Executive Officer of the said bank (scheduled)</td> </tr> </table> <p>(Important concurrent position of another organization) Director and Managing Executive Officer of The Hokuriku Bank, Ltd. (scheduled)</p>	April 1977	Joined The Hokuriku Bank, Ltd.	June 2004	Deputy Head of Takaoka Regional Business Division and General Manager of Takaoka Branch of the said bank	June 2007	President of Toyama Prefecture Credit Union	June 2010	Executive Officer and Head of First Loan Division of The Hokuriku Bank, Ltd.	January 2012	Managing Executive Officer of the said bank (present position)	June 2013	Director and Managing Executive Officer of the said bank (scheduled)	Common shares 24,000 shares				
April 1977	Joined The Hokuriku Bank, Ltd.																	
June 2004	Deputy Head of Takaoka Regional Business Division and General Manager of Takaoka Branch of the said bank																	
June 2007	President of Toyama Prefecture Credit Union																	
June 2010	Executive Officer and Head of First Loan Division of The Hokuriku Bank, Ltd.																	
January 2012	Managing Executive Officer of the said bank (present position)																	
June 2013	Director and Managing Executive Officer of the said bank (scheduled)																	

No	Name (Date of birth) Career Summary (Titles and Assignments in the Company and subsidiary banks and concurrent positions of other organizations)	Type and Number of Shares of the Company held																																
*7	<p>Hirotaka Nikaido (March 1, 1958)</p> <table border="1" data-bbox="323 320 1185 815"> <tr> <td>April 1981</td> <td>Joined The Hokkaido Bank, Ltd.</td> </tr> <tr> <td>October 2001</td> <td>General Manager of Kikonai Branch of the said bank</td> </tr> <tr> <td>July 2004</td> <td>General Manager of Asabu Branch of the said bank</td> </tr> <tr> <td>July 2006</td> <td>Head of Asabu Area and General Manager of Asabu Branch of the said bank</td> </tr> <tr> <td>October 2007</td> <td>Head of Shiroishi Area and General Manager of Shiroishi Branch of the said bank</td> </tr> <tr> <td>June 2010</td> <td>Executive Officer, General Manager of Tokyo Branch and Head of Tokyo Office of the said bank</td> </tr> <tr> <td>June 2011</td> <td>Executive Officer, General Manager of Tokyo Branch of the said bank (present position)</td> </tr> <tr> <td>June 2013</td> <td>Director of The Hokuriku Bank, Ltd. (scheduled)</td> </tr> <tr> <td colspan="2">(Important concurrent position of another organization)</td> </tr> <tr> <td colspan="2">Director of The Hokuriku Bank, Ltd. (scheduled)</td> </tr> </table>	April 1981	Joined The Hokkaido Bank, Ltd.	October 2001	General Manager of Kikonai Branch of the said bank	July 2004	General Manager of Asabu Branch of the said bank	July 2006	Head of Asabu Area and General Manager of Asabu Branch of the said bank	October 2007	Head of Shiroishi Area and General Manager of Shiroishi Branch of the said bank	June 2010	Executive Officer, General Manager of Tokyo Branch and Head of Tokyo Office of the said bank	June 2011	Executive Officer, General Manager of Tokyo Branch of the said bank (present position)	June 2013	Director of The Hokuriku Bank, Ltd. (scheduled)	(Important concurrent position of another organization)		Director of The Hokuriku Bank, Ltd. (scheduled)		Common shares 10,000 shares												
April 1981	Joined The Hokkaido Bank, Ltd.																																	
October 2001	General Manager of Kikonai Branch of the said bank																																	
July 2004	General Manager of Asabu Branch of the said bank																																	
July 2006	Head of Asabu Area and General Manager of Asabu Branch of the said bank																																	
October 2007	Head of Shiroishi Area and General Manager of Shiroishi Branch of the said bank																																	
June 2010	Executive Officer, General Manager of Tokyo Branch and Head of Tokyo Office of the said bank																																	
June 2011	Executive Officer, General Manager of Tokyo Branch of the said bank (present position)																																	
June 2013	Director of The Hokuriku Bank, Ltd. (scheduled)																																	
(Important concurrent position of another organization)																																		
Director of The Hokuriku Bank, Ltd. (scheduled)																																		
8	<p>Yuji Oshima (October 25, 1929)</p> <table border="1" data-bbox="323 893 1185 1955"> <tr> <td>October 1954</td> <td>Joined Yasuda Life Insurance Company</td> </tr> <tr> <td>July 1979</td> <td>Director and Head of Sales Promotion Division of the said company</td> </tr> <tr> <td>February 1983</td> <td>Managing Director and Head of Sales Promotion Division of the said company</td> </tr> <tr> <td>April 1983</td> <td>Managing Director and Head of Osaka Business Headquarter of the said company</td> </tr> <tr> <td>April 1986</td> <td>Managing Director and Head of Asset Investment Headquarter of the said company</td> </tr> <tr> <td>April 1988</td> <td>Representative Senior Managing Director and Head of Asset Investment Headquarter of the said company</td> </tr> <tr> <td>April 1989</td> <td>Representative Senior Managing Director and Head of Sales Headquarter of the said company</td> </tr> <tr> <td>April 1990</td> <td>Representative Senior Managing Director and Head of Sales General Headquarter of the said company</td> </tr> <tr> <td>April 1991</td> <td>Representative Director, Deputy President and Head of Sales General Headquarter of the said company</td> </tr> <tr> <td>April 1993</td> <td>Representative Director and President of the said company</td> </tr> <tr> <td>April 1999</td> <td>Representative Director and Chairman of the said company</td> </tr> <tr> <td>January 2004</td> <td>The said company renamed Meiji Yasuda Life Insurance Company after merger Became Counselor of the said company</td> </tr> <tr> <td>September 2004</td> <td>(Part-time) Director of the Company (present position)</td> </tr> <tr> <td>December 2005</td> <td>Special Advisor of the said company(present position)</td> </tr> <tr> <td colspan="2">(Important concurrent position of another organization)</td> </tr> <tr> <td colspan="2">Special Advisor of Meiji Yasuda Life Insurance Company</td> </tr> </table>	October 1954	Joined Yasuda Life Insurance Company	July 1979	Director and Head of Sales Promotion Division of the said company	February 1983	Managing Director and Head of Sales Promotion Division of the said company	April 1983	Managing Director and Head of Osaka Business Headquarter of the said company	April 1986	Managing Director and Head of Asset Investment Headquarter of the said company	April 1988	Representative Senior Managing Director and Head of Asset Investment Headquarter of the said company	April 1989	Representative Senior Managing Director and Head of Sales Headquarter of the said company	April 1990	Representative Senior Managing Director and Head of Sales General Headquarter of the said company	April 1991	Representative Director, Deputy President and Head of Sales General Headquarter of the said company	April 1993	Representative Director and President of the said company	April 1999	Representative Director and Chairman of the said company	January 2004	The said company renamed Meiji Yasuda Life Insurance Company after merger Became Counselor of the said company	September 2004	(Part-time) Director of the Company (present position)	December 2005	Special Advisor of the said company(present position)	(Important concurrent position of another organization)		Special Advisor of Meiji Yasuda Life Insurance Company		Common shares 26,000 shares
October 1954	Joined Yasuda Life Insurance Company																																	
July 1979	Director and Head of Sales Promotion Division of the said company																																	
February 1983	Managing Director and Head of Sales Promotion Division of the said company																																	
April 1983	Managing Director and Head of Osaka Business Headquarter of the said company																																	
April 1986	Managing Director and Head of Asset Investment Headquarter of the said company																																	
April 1988	Representative Senior Managing Director and Head of Asset Investment Headquarter of the said company																																	
April 1989	Representative Senior Managing Director and Head of Sales Headquarter of the said company																																	
April 1990	Representative Senior Managing Director and Head of Sales General Headquarter of the said company																																	
April 1991	Representative Director, Deputy President and Head of Sales General Headquarter of the said company																																	
April 1993	Representative Director and President of the said company																																	
April 1999	Representative Director and Chairman of the said company																																	
January 2004	The said company renamed Meiji Yasuda Life Insurance Company after merger Became Counselor of the said company																																	
September 2004	(Part-time) Director of the Company (present position)																																	
December 2005	Special Advisor of the said company(present position)																																	
(Important concurrent position of another organization)																																		
Special Advisor of Meiji Yasuda Life Insurance Company																																		

(Notes)

1. The candidates marked with an asterisk (*) are new candidates.
2. No special interests exist between any of the candidates and the Company.
3. Descriptions on a candidate for an Outside Director
 - (1) Mr. Yuji Oshima is a candidate for an Outside Director of the Company Law and an Independent Director of the rules prescribed by Tokyo Stock Exchange and Sapporo Securities Exchange. If re-elected, the Company shall continue to appoint him as an Independent Director.
 - (2) The reason for appointment of the candidate for an Outside Director is as follows:

Mr. Yuji Oshima, who had long held position as a president of Yasuda Life Insurance Company (currently Meiji Yasuda Life Insurance Company), is expected to contribute to the Company in supervision and check of other directors by his accumulated management experience and discernment as an expert for management of a financial institution.

Although Mr. Yuji Oshima is concurrently in office as a Special Advisor of Meiji Yasuda Insurance Company which offers insurance for directors to the Company, he is considered to work adequately as a Outside Director and Independent Director of the Company, because the traded amount is not so large as to influence his performance as a result of relationship between him and his insurance company.
 - (3) Mr. Yuji Oshima has been an Outside Director of the Company since September 1, 2004, and his terms of office will be 8 years and 10 months as of the conclusion of this General Meeting of Shareholders.
 - (4) The Company has executed an agreement on limitation of responsibilities with Mr. Yuji Oshima to effect that the Company ensure that an Outside Director shall assume the liability for damages with limits of minimum amount prescribed in Article 425, Paragraph 1 of the Company Law, as long as acting in good faith and without gross negligence in performing in his duties. If re-elected as an Outside Director at this meeting, the Company shall continue the said agreement.

Proposal 3: Election of Two (2) Corporate Auditors

In order to fill the vacant offices of two (2) Corporate Auditors, Mr. Yoshihiro Minami and Mr. Norikiyo Hayashi, whose terms of office will expire upon the conclusion of this Ordinary General Meeting of Shareholders, we request to newly elect two (2) Corporate Auditors.

The Board of Corporate Auditors has approved this proposal in advance.

The candidates for Corporate Auditors are as follows.

No	Name (Date of birth) Career Summary (Titles and Assignments in the Company and subsidiary banks and concurrent positions of other organizations)	Type and Number of Shares of the Company held																														
1	<p>Norikiyo Hayashi (February 1, 1942)</p> <table border="1"><tr><td>June 1969</td><td>Joined National Police Agency</td></tr><tr><td>January 1991</td><td>Chief of Gifu Prefectural Police Headquarters</td></tr><tr><td>April 1992</td><td>Head of 2nd Investigation Division of Criminal Investigation Bureau of National Police Agency</td></tr><tr><td>August 1994</td><td>Head of Personnel Division of Commissioner General's Secretariat of the said Agency</td></tr><tr><td>August 1995</td><td>Head of Japanese Organized Crime Department of the said Agency</td></tr><tr><td>September 1996</td><td>Head of Public Security Bureau of Metropolitan Police Department</td></tr><tr><td>March 1998</td><td>Deputy Superintendent-General of Metropolitan Police Department</td></tr><tr><td>January 1999</td><td>Head of Criminal Investigation Bureau of the said Agency</td></tr><tr><td>August 2000</td><td>Resigned the said Agency</td></tr><tr><td>January 2001</td><td>Counselor of Hitachi, Ltd.</td></tr><tr><td>June 2002</td><td>(Part-time) Corporate Auditor of The Hokuriku Bank, Ltd.</td></tr><tr><td>September 2003</td><td>(Part-time) Corporate Auditor of the Company (present position)</td></tr><tr><td>June 2004</td><td>Resigned Corporate Auditor of The Hokuriku Bank, Ltd.</td></tr><tr><td>April 2009</td><td>Counselor of Hitachi Information Systems, Ltd.</td></tr><tr><td>March 2013</td><td>Resigned Counselor of Hitachi Information Systems, Ltd.</td></tr></table>	June 1969	Joined National Police Agency	January 1991	Chief of Gifu Prefectural Police Headquarters	April 1992	Head of 2nd Investigation Division of Criminal Investigation Bureau of National Police Agency	August 1994	Head of Personnel Division of Commissioner General's Secretariat of the said Agency	August 1995	Head of Japanese Organized Crime Department of the said Agency	September 1996	Head of Public Security Bureau of Metropolitan Police Department	March 1998	Deputy Superintendent-General of Metropolitan Police Department	January 1999	Head of Criminal Investigation Bureau of the said Agency	August 2000	Resigned the said Agency	January 2001	Counselor of Hitachi, Ltd.	June 2002	(Part-time) Corporate Auditor of The Hokuriku Bank, Ltd.	September 2003	(Part-time) Corporate Auditor of the Company (present position)	June 2004	Resigned Corporate Auditor of The Hokuriku Bank, Ltd.	April 2009	Counselor of Hitachi Information Systems, Ltd.	March 2013	Resigned Counselor of Hitachi Information Systems, Ltd.	Common shares 6,000 shares
June 1969	Joined National Police Agency																															
January 1991	Chief of Gifu Prefectural Police Headquarters																															
April 1992	Head of 2nd Investigation Division of Criminal Investigation Bureau of National Police Agency																															
August 1994	Head of Personnel Division of Commissioner General's Secretariat of the said Agency																															
August 1995	Head of Japanese Organized Crime Department of the said Agency																															
September 1996	Head of Public Security Bureau of Metropolitan Police Department																															
March 1998	Deputy Superintendent-General of Metropolitan Police Department																															
January 1999	Head of Criminal Investigation Bureau of the said Agency																															
August 2000	Resigned the said Agency																															
January 2001	Counselor of Hitachi, Ltd.																															
June 2002	(Part-time) Corporate Auditor of The Hokuriku Bank, Ltd.																															
September 2003	(Part-time) Corporate Auditor of the Company (present position)																															
June 2004	Resigned Corporate Auditor of The Hokuriku Bank, Ltd.																															
April 2009	Counselor of Hitachi Information Systems, Ltd.																															
March 2013	Resigned Counselor of Hitachi Information Systems, Ltd.																															

No	Name (Date of birth) Career Summary (Titles and Assignments in the Company and subsidiary banks and concurrent positions of other organizations)	Type and Number of Shares of the Company held																
*2	<p>Tatsuo Kawada (January 27, 1940)</p> <table border="1" data-bbox="323 338 1193 972"> <tr> <td data-bbox="323 338 555 421">April 1962</td> <td data-bbox="555 338 1193 421">Joined FUKUI SEIREN KAKO Co., Ltd. (Currently SEIREN Co., Ltd.)</td> </tr> <tr> <td data-bbox="323 421 555 504">October 1979</td> <td data-bbox="555 421 1193 504">Head of Product Sales Promotion Division of the said company</td> </tr> <tr> <td data-bbox="323 504 555 539">August 1981</td> <td data-bbox="555 504 1193 539">Director of the said company</td> </tr> <tr> <td data-bbox="323 539 555 575">August 1985</td> <td data-bbox="555 539 1193 575">Managing Director of the said company</td> </tr> <tr> <td data-bbox="323 575 555 658">August 1987</td> <td data-bbox="555 575 1193 658">President and Representative Director of the said company</td> </tr> <tr> <td data-bbox="323 658 555 741">June 2009</td> <td data-bbox="555 658 1193 741">(Part-time) Corporate Auditor of The Hokuriku Bank Ltd. (present position)</td> </tr> <tr> <td data-bbox="323 741 555 824">June 2011</td> <td data-bbox="555 741 1193 824">Chairman, President and CEO of SEIREN Co., Ltd. (present position)</td> </tr> <tr> <td data-bbox="323 824 555 972">June 2013</td> <td data-bbox="555 824 1193 972">Scheduled to terminate terms of office as Corporate Auditor of The Hokuriku Bank Ltd. (Important concurrent position of another organization) Chairman, President and CEO of SEIREN Co., Ltd. President of The Fukui Chamber of Commerce and Industry</td> </tr> </table>	April 1962	Joined FUKUI SEIREN KAKO Co., Ltd. (Currently SEIREN Co., Ltd.)	October 1979	Head of Product Sales Promotion Division of the said company	August 1981	Director of the said company	August 1985	Managing Director of the said company	August 1987	President and Representative Director of the said company	June 2009	(Part-time) Corporate Auditor of The Hokuriku Bank Ltd. (present position)	June 2011	Chairman, President and CEO of SEIREN Co., Ltd. (present position)	June 2013	Scheduled to terminate terms of office as Corporate Auditor of The Hokuriku Bank Ltd. (Important concurrent position of another organization) Chairman, President and CEO of SEIREN Co., Ltd. President of The Fukui Chamber of Commerce and Industry	Common shares 27,000 shares
April 1962	Joined FUKUI SEIREN KAKO Co., Ltd. (Currently SEIREN Co., Ltd.)																	
October 1979	Head of Product Sales Promotion Division of the said company																	
August 1981	Director of the said company																	
August 1985	Managing Director of the said company																	
August 1987	President and Representative Director of the said company																	
June 2009	(Part-time) Corporate Auditor of The Hokuriku Bank Ltd. (present position)																	
June 2011	Chairman, President and CEO of SEIREN Co., Ltd. (present position)																	
June 2013	Scheduled to terminate terms of office as Corporate Auditor of The Hokuriku Bank Ltd. (Important concurrent position of another organization) Chairman, President and CEO of SEIREN Co., Ltd. President of The Fukui Chamber of Commerce and Industry																	

(Notes)

1. The candidates marked with an asterisk (*) are new candidates.
2. No special interests exist between the candidates and the Company.
3. Description on a candidate for an Outside Corporate Auditor
 - (1) Mr. Norikiyo Hayashi and Mr. Tatsuo Kawada are candidates of Outside Corporate Auditors.
 - (2) Mr. Hayashi is currently registered as an Independent Corporate Auditor of the rules prescribed by Tokyo Stock Exchange and Sapporo Securities Exchange. If re-elected, the Company shall continue to appoint him. The Company plans to report Mr. Kawada as a new Independent Corporate Auditor after he is elected.
 - (3) The reason for appointment of the candidates for Outside Corporate Auditors is as follows:
Mr. Hayashi, who had long held responsible position in National Police Agency, is expected to contribute to the Company by his accumulated experience and discernment as an expert for risk management and compliance. Mr. Kawada is expected to contribute to the Company in supervision and advice to directors by his accumulated experience and broad discernment as a corporate manager.
 - (4) The Company has executed an agreement on limitation of responsibilities with Outside Corporate Auditors to effect that the Company ensure that an each Outside Corporate Auditor shall assume the liability for damages with limits of minimum amount prescribed in Article 425, Paragraph 1 of the Company Law, as long as acting in good faith and without gross negligence in performing in his duties. After this proposal is approved, the Company will continue the said agreement with Mr. Hayashi and newly make the said agreement with Mr. Kawada.
 - (5) The Hokuriku Bank Ltd., where Mr. Kawada has worked as an Outside Corporate Auditor, received from the Hokuriku Local Finance Bureau an administrative disposal of Article 26, Paragraph 1 of Banking Act which requires the said bank to submit business improvement plan regarding sales of financial products such as derivatives, in December 2012. He suggested to re-educate employees by Compliance Manual and establish high awareness to compliance as a measure of business improvement.
 - (6) Mr. Hayashi has been an Outside Corporate Auditor of the Company since September 26, 2003, and his terms of office will be 9 years and 10 months as of the conclusion of this General Meeting of Shareholders.

Guidance Notes on the Exercise of the Voting Rights by the Internet

This is to introduce the procedure to exercise voting rights of shareholders of the Company by using the Internet.

1. Exercise of Voting Rights via the Internet

- (1) You may exercise your voting rights via the Internet only by accessing the special site for exercising the voting rights designated by the Company. When exercising your voting rights via the Internet, you will be required to enter the “Code for the Exercise of Voting Rights” and the “Password” shown in the Voting Rights Exercise Form.
- (2) The “Code for the Exercise of Voting Rights” and the “Password” guided this time are effective only about this general meeting. In the case of the next general meeting, we publish a code and a password newly.
- (3) Please exercise your voting rights via the Internet by 5:10 p.m., June 20, 2013 (Thursday).
- (4) Should you exercise your voting rights by completing the Voting Rights Exercise Form and by using the designated electromagnetic method, the vote cast by electromagnetic method shall be deemed to be the valid vote regardless of the time the Voting Rights Exercise Form reaches us.
- (5) If you exercise your voting rights by electromagnetic method more than once, the last vote cast shall be the valid vote.
- (6) The cost of Internet access (access fees to providers, telecommunications fees, etc.) will be borne by the shareholders.

2. Specific procedures to exercise voting rights via the Internet

- (1) Access the website for exercising voting rights specified by the Company.
(<http://www.it-soukai.com/>)
Please note that you will not be able to access the above URL between 3:00 a.m. and 5:00 a.m. during the exercise period.
- (2) Enter the “Code for the Exercise of Voting Rights” and the “Password” and click on the “Log-in” button.
“Code for the Exercise of Voting Rights” and the “Password” are listed in the lower right of the Voting Rights Exercise Form.
- (3) Exercise your voting rights by following the directions on the screen.

3. System Requirements

- (1) Personal Computer
Windows® computer
You may have some problems accessing, and exercising your voting rights through the website for exercising voting rights with smartphones and certain other phone types as they are not guaranteed to operate normally.
In addition, cellular phone is not available.
- (2) Browser
Microsoft® Internet Explorer 5.5 or higher
You may have some problems accessing, and exercising your voting rights through the website for exercising voting rights with Microsoft® Internet Explorer 8 or higher as they are not guaranteed to operate normally.
- (3) Internet Environment
It is a requirement that you have Internet access such as through a contract with an Internet service provider.

(4) Monitor Resolution

1024×768 pixels or higher is recommended.

* Microsoft and Windows are registered trademarks or trademarks of Microsoft Corporation in the United States and other countries.

4. Security

You may exercise your voting rights safely due to the encryption technology (SSL128bit) used to protect your voting information from tampering and interception.

In addition, the code for the exercise of voting rights and the password described in the Voting Rights Exercise Form are very important to authenticate shareholders, so please ensure that you do not disclose them to other people. Please note that the Company does not and will not make any inquiries regarding your password.

5. For Inquiries with respect to the Exercise of Voting Rights via the Internet

Please contact:

Internet Help Dial

Stock Transfer Agency Department

Mizuho Trust and Banking Co., Ltd.

Telephone: 0120-768-524 (toll-free number)

Operating Hours: 9:00 a.m. to 9:00 p.m. (excluding Saturdays, Sundays and national holidays)

Reference: Exercise of Voting Rights using the electronic voting platform

The electronic voting platform for institutional investors operated by Investor Communications Japan Inc., which was established by the Tokyo Stock Exchange, Inc., etc., is available as electromagnetic method for custodian banks and any other nominal shareholders (including standing proxies) that have applied to use such platform in advance.

- End -