This is a partial translation of the original Japanese "Convocation Notice of the 15th 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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

Securities Code: 8377 May 31, 2018

Dear Shareholders:

Eishin Ihori President Hokuhoku Financial Group, Inc. 1-2-26 Tsutsumicho-dori, Toyama-city, Toyama

## **Convocation Notice of the 15th Ordinary General Meeting of Shareholders**

This is to inform you that the 15th 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 5:00 p.m., Thursday June 21, 2018.

1. Date and time:	June 22, 2018 (Friday) at 10:00 a.m.
2. Place:	2nd floor Conference Hall Hotel Polestar Sapporo Kita 4-jo Nishi 6-chome Chuo-ku Sapporo-city Hokkaido

The 15th Ordinary General Meeting of Shareholders is to be held in Sapporo-city, so please note that the venue of the meeting is different from that of the last year.

### 3. Agenda:

### Matters to be reported:

The 15th business year (April 1, 2017 through March 31, 2018) Business Report, the Non-Consolidated Financial Statements, the Consolidated Financial Statements, and the Audit Report on Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee.

# Matters to be resolved:

- Proposal 1: Appropriation of Surplus
- Proposal 2: Election of Seven (7) Directors (Excluding Directors serving as Audit and Supervisory Committee Members)

### 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 Form to the receptionist.

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

### 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 5:00 p.m., Thursday June 21, 2018.

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 (https://soukai.mizuho-tb.co.jp/) and exercise your voting rights by following the directions on the screen. Your voting rights are to be exercised by 5:00 p.m., Thursday June 21, 2018.

In addition, on the occasion of exercise of voting rights via the Internet, please confirm "Guidance Notes on the Exercise of Voting Rights by the Internet" on page **3**.

- (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 the Reference Documents for the Ordinary General Meeting of Shareholders, the Business Report, the Non-Consolidated Financial Statements and the Consolidated Financial Statements, the revisions will be posted on the Company website (http://www.hokuhoku-fg.co.jp/).

(5) The reception desk opens at 9:00 a.m., Friday June 22, 2018.

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

## 1. Exercise of Voting Rights via the Internet

(1) In substitution for exercise of voting rights in writing, you may exercise your voting rights via the Internet by accessing the website for exercising voting rights specified by the Company (the following URL). 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. Please follow the directions on the screen.

Please note that you will be prompted to change password when you login following website for the first time, to ensure security.

# https://soukai.mizuho-tb.co.jp/

- (2) Please exercise your voting rights via the Internet by 5:00 p.m., June 21, 2018 (Thursday).
- (3) 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. If you exercise your voting rights more than once, the last vote cast shall be the valid vote.
- (4) The "Password" (including the password changed by shareholders) is valid for this general meeting only. Please note that new password will be issued for the next general meeting.
- (5) The costs incurred for the access to the specified website to exercise voting rights shall be borne by the shareholders.

### (Attention)

- The password is means to authenticate shareholders. Please note that the Company does not and will not make any inquiries regarding your password.

- The password is locked when you fail to input it correctly more than the predetermined times. When it is locked, please follow the guidance of the screen.

# 2. For Inquiries with respect to the Exercise of Voting Rights via the Internet (only in Japan)

Stock Transfer Agency Department

Mizuho Trust and Banking Co., Ltd.

Telephone: 0120-768-524 (toll-free, only in Japan)

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

### Reference: Exercise of Voting Rights via the electronic voting platform

Institutional investors may use the electronic voting platform for institutional investors operated by Investor Communications Japan Inc.

### **Reference Documents**

### **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 the business results of this fiscal year, enhancement of financial foundation 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	¥44.0	¥ 5,766,992,792
1st series Type 5 preferred shares	¥7.50	¥ 805,723,800
Total		¥ 6,572,716,592

(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 7.50 per share respectively, as specified in advance.

(3) Date on which dividends from surplus shall be effective: June 25, 2018(Monday)

# **Proposal 2: Election of Seven (7) Directors (Excluding Directors serving as Audit and Supervisory Committee Members)**

The terms of office of all seven (7) Directors (excluding Directors serving as Audit and Supervisory Committee Members; hereinafter referred to as "Director" in this proposal) will expire upon the conclusion of this Ordinary General Meeting of Shareholders. Therefore, we propose the election of seven (7) Directors.

The Audit and Supervisory Committee has deliberated on this proposal and has notified that each candidate is qualified for the position of Director of the Company. The candidates for Directors are as follows:

Candidate No.	Name		Current Title in the Company
1	Eishin Ihori	Reappointment	President
2	Masahiro Sasahara	Reappointment	Deputy President
3	Hidenori Mugino	Reappointment	Director
4	Yuji Kanema	Reappointment	Director
5	Takeshi Yoshida	Reappointment	Director
6	Takashi Asabayashi	Reappointment	Director
7	Takayuki Kaji	New Appointment	_

No	Name (Date of birth)	(Titles and Assignments in the Company and subsidiary	Type and Number of Shares of the
INU	banks and concurr	Company held	
1	Eishin Ihori (August	Common shares	
	April 1979	Joined The Hokuriku Bank, Ltd.	9,000 shares
	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)	
	June 2010	Managing Executive Officer of the said bank	
	June 2013	President and Representative Director of the said bank (present position)	
		President of the Company (present position)	
	· •	rent position of other organization)	
	President and Rep	resentative Director of The Hokuriku Bank, Ltd.	
	(Reasons for election of the candidate for Director)		
	He is well-acquair	nted with the general business, and has abundant business	experience,
	having been engaged in corporate planning for a long time, as a member of the Group since		
	1979. Moreover, he has abundant management experience as the President of the Company		
	and the President and Representative Director of The Hokuriku Bank, Ltd. The Company has		
		candidate for Director because the utilization, as a membe	
	Directors, of his experience and expert knowledge is expected to strengthen the effectiveness of both the decision-making and supervisory functions of the Board of Directors.		
	of both the decisio	on-making and supervisory functions of the Board of Dire	clois.

No	Name (Date of birth) Career Summary banks and concu	Type and Number of Shares of the Company held		
2	Masahiro Sasahara	a (February 21, 1957) Reappointment	Common shares	
	April 1979	Joined The Hokkaido Bank, Ltd.	5,860 shares	
	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, Managing Executive Officer and Head of		
		Sales Promotion Section of the said bank		
	October 2005	Director, Managing Executive Officer and Head of Sales Promotion Section and Corporate Sales Division of the said bank		
	June 2006	Director, Managing Executive Officer and Head of Sales Promotion Section of the said bank		
	June 2010	Deputy President and Representative Director of the said bank		
	June 2015	Director of the Company President and Representative Director of the said bank (present position)		
		Deputy President of the Company (present position)		
	(Important concu	arrent position of other organization)		
	President and Re	presentative Director of The Hokkaido Bank, Ltd.	]	
	(Reasons for election of the candidate for Director)			
	-	inted with the general business, and has abundant business	-	
	having been eng	aged in sales promotion planning and business promotion,	etc., as a member	
	-	ce 1979. Moreover, he has abundant management experien-		
		Company and the President and Representative Director of		
		Company has selected him as a candidate for Director becan		
		he Board of Directors, of his experience and expert knowle	•	
	•	fectiveness of both the decision-making and supervisory fu	inctions of the	
	Board of Directo	ors.		

No	Name (Date of birth Career Summar	n) ry (Titles and Assignments in the Company and subsidiary	Type and Number of Shares of the
1.0	banks and conc	Company held	
3	Hidenori Mugino	Common shares	
	April 1979	Joined The Hokuriku Bank, Ltd.	6,537 shares
	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, Executive Officer, Deputy Head of Toyama Regional Business Division and General Manager of 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	
	June 2013	Chairman and Representative Director of the said bank (present position) Director of the Company (Sub-charge of Audit Group) (present position)	
		current position of other organization) Representative Director of The Hokuriku Bank, Ltd.	
	<ul> <li>(Reasons for election of the candidate for Director)</li> <li>He is well-acquainted with the general business, and has abundant business experience, having been engaged in business administration and business promotion, etc., as a member of the Group since 1979. Moreover, he has abundant management experience as the Director of the Company and the Chairman and Representative Director of The Hokuriku Bank, Ltd. The Company has selected him as a candidate for Director because the utilization, as a member of the Board of Directors, of his experience and expert knowledge is expected to strengthen the effectiveness of both the decision-making and supervisory functions of the Board of Directors.</li> </ul>		

	Name (Date of birth)		Type and Number
No		(Titles and Assignments in the Company and subsidiary rrent positions of other organizations)	of Shares of the Company held
4	Yuji Kanema (June	Common shares	
	April 1987	Joined The Hokkaido Bank, Ltd.	3,119 shares
	January 2002	General Manager of Hanakawa Branch of the said bank	
	July 2003	Manager and head of Managerial Planning Group of the said bank	
	October 2005	Head of Managerial Planning Division of the said bank	
	July 2011	Supervisor of Toriimae area and General Manager of Toriimae Branch of the said bank	
	April 2013	Executive Officer in charge of sales in Okhotsk Region and General Manager of Kitami Branch of the said bank	
	June 2015	Executive Officer in charge of sales in Sapporo, Ishikari and Sorachi Region of the said bank	
	June 2016	Director, Managing Executive Officer and Head of Planning and Management Section of the said bank (present position)	
	June 2017	Director of the Company (present position)	
	(Important concu	rrent position of other organization)	
		naging Executive Officer of The Hokkaido Bank, Ltd.	]
	-	inted with the general business, and has abundant business aged in Head of Managerial Planning Division and Executi	-
	charge of sales in several regions, as a member of the Group since 1987. Moreover, he ha		
	abundant management experience as the Director of the Company and the Director and		
	Managing Executive Officer of The Hokkaido Bank, Ltd. The Company has selected him as		
		ector because the utilization, as a member of the Board of	
	experience and expert knowledge is expected to strengthen the effectiveness of both the		
	decision-making	and supervisory functions of the Board of Directors.	

No		(Titles and Assignments in the Company and subsidiary rent positions of other organizations)	Type and Number of Shares of the Company held		
5	<b>Takeshi Yoshida</b> (Fe	bruary 25, 1957) Reappointment	Common shares		
	April 1980	Joined The Hokuriku Bank, Ltd.	3,300 shares		
	June 2000	General Manager of Matto Branch of the said bank			
	June 2002	General Manager of Gifu Branch of the said bank			
	August 2003	General Manager of Nakamura Branch of the said bank			
	April 2005	General Manager of Yokohama Branch of the said bank			
	June 2008	Deputy Head of Fukui Regional Business Division and General Manager of Fukui Branch of the said bank			
	June 2011	Executive Officer, Deputy Head of Ishikawa Regional Business Division and General Manager of Kanazawa Branch of the said bank			
	June 2013	Managing Executive Officer and Head of Ishikawa Regional Business Division of the said bank			
	June 2016	Director, Managing Executive Officer and Head of Ishikawa Regional Business Division of the said bank			
	December 2016	Director, Managing Executive Officer, Head of Ishikawa Regional Business Division and Deputy Head of Tokyo Regional Business Division of the said bank			
	June 2017	Director, Senior Managing Executive Officer, Deputy Head of Sales Promotion Headquarters and Head of Tokyo Regional Business Division of the said bank (present position) Director of the Company (present position)			
	(Important concur	rrent position of other organization)			
	Director and Seni	or Managing Executive Officer of The Hokuriku Bank,			
	Ltd.				
	(Reasons for elec	ction of the candidate for Director)			
	He is well-acquainted with the general business, and has abundant business experience,				
	having been engage	ged in General Manager and Head of Regional Business D	Division in several		
	areas, as a membe	er of the Group since 1980. Moreover, he has abundant ma	inagement		
	experience as the Director of the Company and the Director and Senior Managin				
	Officer of The Ho	kuriku Bank, Ltd. The Company has selected him as a car	ndidate for		
	Director because	the utilization, as a member of the Board of Directors, of h	nis experience and		
		is expected to strengthen the effectiveness of both the decions of the Board of Directors.	cision-making and		

No	-	) y (Titles and Assignments in the Company and subsidiary urrent positions of other organizations)	Type and Number of Shares of the Company held
6	Takashi Asabayasl	ni (August 30, 1957) Reappointment	Common shares
	April 1981	Joined The Hokuriku Bank, Ltd.	5,000 shares
	July 2002	General Manager of Fukumitsu Branch of the said bank	
	June 2004	General Manager of Otaru Branch of the said bank	
	June 2006	General Manager of Shinjuku Branch of the said bank	
	June 2009	Head of First Loan Division of the said bank	
	January 2010	Head of Managerial Administration Division of the said bank	
	June 2011	Deputy Head of Takaoka Regional Business Division and General Manager of Tonami Branch of the said bank	
	June 2012	Executive Officer, Deputy Head of Takaoka Regional Business Division and General Manager of Tonami Branch of the said bank	
	June 2013	Managing Executive Officer, Head of Fukui Regional Business Division and Head of Nagoya-Osaka Regional Business Division of the said bank	
	June 2015	Managing Executive Officer of the said bank	
	June 2016	Director and Managing Executive Officer of the said bank (present position)	
		Director of the Company (In charge of Planning and Administration Groups) (present position)	
	(Important conc	urrent position of other organization)	
	Director and Ma	naging Executive Officer of The Hokuriku Bank, Ltd.	
		ction of the candidate for Director) ainted with the general business, and has abundant business	experience,
	having been eng	aged in business promotion, financing examination and bus etc., as a member of the Group since 1981. Moreover, he ha	siness
	management exp	perience as the Director of the Company and the Director an	nd Managing
	for Director beca and expert know	er of The Hokuriku Bank, Ltd. The Company has selected hause the utilization, as a member of the Board of Directors, yledge is expected to strengthen the effectiveness of both the functions of the Board of Directors.	of his experience

No		(Titles and Assignments in the Company and subsidiary rent positions of other organizations)	Type and Number of Shares of the Company held	
7	Takayuki Kaji (Mar	Common shares		
	April 1982	Joined The Hokkaido Bank, Ltd.	740 shares	
	April 2004	Deputy General Manager of Minami-Ichijo Branch of the said bank		
	December 2005	General Manager of Memuro Branch of the said bank		
	April 2009	Supervisor of Asabu area and General Manager of Asabu Branch of the said bank		
	April 2011	Head of International Division, Head of China Office and Head of Russia Office of the said bank		
	April 2012	Head of International Division and Head of Russia Office of the said bank		
	October 2013	Head of Audit Division of the said bank		
	June 2017	Full-time Corporate Auditor of the said bank (present position)		
	June 2018	Retirement (scheduled)		
		(Part-time) Director of The Hokuriku Bank, Ltd. (scheduled)		
		rrent position of other organization)		
	(Part-time) Direct	or of The Hokuriku Bank, Ltd. (scheduled)		
	He is well-acquai	(Reasons for election of the candidate for Director) He is well-acquainted with the general business, and has abundant business ex		
	Division, as a met	<ul><li>having been engaged in General Manager, Head of International Division and Head of Audit</li><li>Division, as a member of the Group since 1982. Moreover, he has abundant experience as the</li></ul>		
		Full-time Corporate Auditor of The Hokkaido Bank, Ltd. The Company has selected him		
		candidate for Director because the utilization, as a member of the Board of Dire		
	-	experience and expert knowledge is expected to strengthen the effectiveness of both the		
		and supervisory functions of the Board of Directors.		
(Not	tes) No special interes	sts exist between any of the candidates and the Company.		

- End -