

(Translation)

Securities Code: 8377

June 3, 2014

Dear Shareholders:

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

Convocation Notice of the 11th Ordinary General Meeting of Shareholders

This is to inform you that the 11th 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., Tuesday June 24, 2014.

1. Date and time: June 25, 2014 (Wednesday) 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

3. Agenda:

Matters to be reported:

11th business year (April 1, 2013 through March 31, 2014) Business Report, Non-Consolidated Financial Statements, 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 One (1) Corporate Auditor
- Proposal 4: Election of One (1) Corporate Auditor as a substitute

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" on page 11.

- (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.

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| <p>This is a partial translation of the original Japanese “Convocation Notice of the 11th 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> |
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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 JPY 0.25 increase in year-end dividend per common share 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 | ¥4.00 | ¥ 5,358,845,788 |
| 1st series Type 5 preferred shares | ¥7.50 | ¥ 805,729,350 |
| <u>Total</u> | | <u>¥ 6,164,575,138</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 26, 2014

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 propose 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" data-bbox="323 517 1185 1014"> <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 and Representative Director of the said bank (present position)</td> </tr> <tr> <td>September 2004</td> <td>Deputy President of the Company</td> </tr> <tr> <td>June 2013</td> <td>Chairman of the Company (present position)</td> </tr> <tr> <td colspan="2">(Important concurrent position of another organization) 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 and Representative Director of the said bank (present position) | September 2004 | Deputy President of the Company | June 2013 | Chairman of the Company (present position) | (Important concurrent position of another organization) President and Representative Director of The Hokkaido Bank, Ltd. | | Common shares 65,200 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 and Representative Director of the said bank (present position) | | | | | | | | | | | | | | | | | |
| September 2004 | Deputy President of the Company | | | | | | | | | | | | | | | | | |
| June 2013 | Chairman 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" data-bbox="323 1077 1185 1794"> <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)</td> </tr> <tr> <td>June 2010</td> <td>Managing Executive Officer of the said bank</td> </tr> <tr> <td>June 2013</td> <td>President and Representative Director of the said bank (present position) President of the Company (present position)</td> </tr> <tr> <td colspan="2">(Important concurrent position of another organization) President and Representative Director of The Hokuriku Bank, Ltd.</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) | 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) | (Important concurrent position of another organization) President and Representative Director of The Hokuriku Bank, Ltd. | | Common shares 53,000 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) | | | | | | | | | | | | | | | | | |
| 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) | | | | | | | | | | | | | | | | | |
| (Important concurrent position of another organization) President and Representative Director of The Hokuriku Bank, 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 | | | | | | | | | | | | | | | | | | |
|--------------|---|---|--------------------------------|-----------|---|-----------|--|-----------|--|-----------|---|-----------|--|--------------------------------|---|-----------|--|-----------|--|--------------------------------|
| 3 | <p>Hidegori Mugino (March 18, 1957)</p> <table border="1" data-bbox="323 320 1185 1059"> <tr> <td data-bbox="323 320 547 365">April 1979</td> <td data-bbox="547 320 1185 365">Joined The Hokuriku Bank, Ltd.</td> </tr> <tr> <td data-bbox="323 365 547 443">June 2005</td> <td data-bbox="547 365 1185 443">Head of Managerial Administration Division of the said bank</td> </tr> <tr> <td data-bbox="323 443 547 566">June 2007</td> <td data-bbox="547 443 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="323 566 547 689">June 2009</td> <td data-bbox="547 566 1185 689">Director, 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="323 689 547 768">June 2010</td> <td data-bbox="547 689 1185 768">Director, Managing Executive Officer and Head of Toyama Regional Business Division of the said bank</td> </tr> <tr> <td data-bbox="323 768 547 1059">June 2013</td> <td data-bbox="547 768 1185 1059">Chairman and Representative Director of the said bank (present position) Director of the Company (Sub-charge of Audit Group) (present position)</td> </tr> </table> <p>(Important concurrent position of another organization) Chairman and Representative Director of The Hokuriku Bank, Ltd.</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 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) | Common shares 40,379 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 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) | | | | | | | | | | | | | | | | | | | |
| 4 | <p>Masahiro Sasahara (February 21, 1957)</p> <table border="1" data-bbox="323 1126 1185 1955"> <tr> <td data-bbox="323 1126 547 1171">April 1979</td> <td data-bbox="547 1126 1185 1171">Joined The Hokkaido Bank, Ltd.</td> </tr> <tr> <td data-bbox="323 1171 547 1249">June 2001</td> <td data-bbox="547 1171 1185 1249">General Manager of Tsukisamu Branch of the said bank</td> </tr> <tr> <td data-bbox="323 1249 547 1328">July 2002</td> <td data-bbox="547 1249 1185 1328">Manager and head of Sales Promotion Planning Group of the said bank</td> </tr> <tr> <td data-bbox="323 1328 547 1373">May 2003</td> <td data-bbox="547 1328 1185 1373">Executive Officer of the said bank</td> </tr> <tr> <td data-bbox="323 1373 547 1417">June 2003</td> <td data-bbox="547 1373 1185 1417">Director and Executive Officer of the said bank</td> </tr> <tr> <td data-bbox="323 1417 547 1496">June 2005</td> <td data-bbox="547 1417 1185 1496">Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)</td> </tr> <tr> <td data-bbox="323 1496 547 1619">October 2005</td> <td data-bbox="547 1496 1185 1619">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 1619 547 1697">June 2006</td> <td data-bbox="547 1619 1185 1697">Director and Managing Executive Officer of the said bank (Head of Sales Promotion Section)</td> </tr> <tr> <td data-bbox="323 1697 547 1955">June 2010</td> <td data-bbox="547 1697 1185 1955">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 30,600 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> <p>April 1977 Joined The Hokuriku Bank, Ltd.</p> <p>April 2005 Head of Risk Management Division of the said bank</p> <p>June 2007 Head of Planning Division and Secretary Office of the said bank</p> <p>June 2008 Executive Officer and Head of Planning Division and Secretary Office of the said bank</p> <p>June 2009 Managing Executive Officer and Head of Tokyo Regional Business Division and General Manager of Tokyo Branch of the said bank</p> <p>January 2012 Managing Executive Officer and Head of Tokyo Regional Business Division</p> <p>June 2012 Director, Managing Executive Officer and Head of Hokkaido Regional Business Division</p> <p>June 2013 Director and Senior Managing Executive Officer of the said bank (present position) Director of the Company (present position) (Part-time) Director of The Hokkaido Bank, Ltd. (present position)</p> <p>(Important concurrent position of another organization) Director and Senior Managing Executive Officer of The Hokuriku Bank, Ltd.</p> | Common shares 67,000 shares |
| 6 | <p>Tsutomu Morita (September 8, 1954)</p> <p>April 1977 Joined The Hokuriku Bank, Ltd.</p> <p>June 2004 Deputy Head of Takaoka Regional Business Division and General Manager of Takaoka Branch of the said bank</p> <p>June 2007 President of Toyama Prefecture Credit Union</p> <p>June 2010 Executive Officer and Head of First Loan Division of The Hokuriku Bank, Ltd.</p> <p>January 2012 Managing Executive Officer of the said bank</p> <p>June 2013 Director and Managing Executive Officer of the said bank (present position) Director of the Company (In charge of Planning and Administration Groups) (present position)</p> <p>(Important concurrent position of another organization) Director and Managing Executive Officer of The Hokuriku Bank, Ltd.</p> | Common shares 27,000 shares |

| 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="327 320 1185 891"> <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</td> </tr> <tr> <td>June 2013</td> <td>Director of the Company (In charge of Risk Management and Audit Groups) (present position) (Part-time) Director of The Hokuriku Bank, Ltd. (present position)</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 | June 2013 | Director of the Company (In charge of Risk Management and Audit Groups) (present position) (Part-time) Director of The Hokuriku Bank, Ltd. (present position) | Common shares 27,600 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 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| June 2013 | Director of the Company (In charge of Risk Management and Audit Groups) (present position) (Part-time) Director of The Hokuriku Bank, Ltd. (present position) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 8 | <p>Yuji Oshima (October 25, 1929)</p> <table border="1" data-bbox="327 958 1185 1888"> <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</td> </tr> <tr> <td>July 2013</td> <td>Honorary Advisor of the said company(present position)</td> </tr> </table> <p>(Important concurrent position of another organization) Honorary Advisor of Meiji Yasuda Life Insurance Company</p> | 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 | July 2013 | Honorary Advisor of the said company(present position) | 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 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| July 2013 | Honorary Advisor of the said company(present position) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

(Notes)

1. No special interests exist between any of the candidates and the Company.
2. 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 Honorary 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 9 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 One (1) Corporate Auditor

Mr. Koichi Sugawa will resign from his position as Corporate Auditor at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, we propose the election of one (1) Corporate Auditor, whose term of office shall continue until the conclusion of the Ordinary General Meeting of Shareholders for the last business year ending within four (4) years from the time of his election.

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

The candidate for a Corporate Auditor is as follows.

| Name (Date of birth) Career Summary (Titles and concurrent positions of other organizations) | Type and Number of Shares of the Company held |
|--|---|
| Junichi Inaba (April 7, 1955) (New candidate) | Common shares 39,103 shares |
| April 1979 Joined The Hokuriku Bank, Ltd. | |
| January 2008 General Manager of Hakodate Branch of the said bank | |
| June 2009 Deputy Head of Hokkaido Regional Business Division and General Manager of Sapporo Branch of the said bank | |
| June 2010 Executive Officer and Deputy Head of Hokkaido Regional Business Division and General Manager of Sapporo Branch of the said bank | |
| January 2012 Executive Officer and Head of First Loan Division of the said bank | |
| June 2013 Executive Director of Hokuriku Economic Research Institute (present position) | |

(Note) No special interests exist between the candidate and the Company.

Proposal 4: Election of one (1) Corporate Auditor as a substitute

Mr. Masaru Nanbu will resign from his position as Corporate Auditor as a substitute at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, we propose the election of one(1) Corporate Auditor as a substitute in advance, in order to facilitate the effective audit operation. The Substitute formally assumes a Corporate Auditor when the company lacks the number of auditors prescribed by the Articles of Incorporation. The term of office of the newly assumed Corporate Auditor shall expire at the time of expiration of the term of office of the retired predecessor. The resolution of this proposal shall expire at the beginning of the Ordinary General Meeting of Shareholders held in respect of the last business term ending four (4) years from the time of this election. This resolution can be cancelled by the decision of Board of Directors and the consent of the Board of Corporate Auditors, until the substitute assumes the Corporate Auditor. The Board of Corporate Auditors has approved this proposal in advance. The candidate for a Corporate Auditor as a Substitute is as follows.

| Name (Date of birth) Career Summary (Titles and concurrent positions of other organizations) | Type and Number of Shares of the Company held |
|--|---|
| Satoshi Kikushima (July 27, 1958) (New candidate) | Common shares 9,000 shares |
| April 1981 Joined The Hokuriku Bank, Ltd. June 2004 General Manager of Toyama-marunouchi Branch of the said bank June 2006 General Manager of Fukumitsu Branch of the said bank June 2008 Deputy General Manager of Branch Division June 2010 Head of Branch Division and General Manager of Hokugin Direct Branch of the said bank January 2014 Head of Sales Promotion Division of the said bank (present position) | |

(Note) No special interests exist between the candidate and the Company.

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

1. Exercise of Voting Rights via the Internet

- (1) In substitution for the 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.

In addition, for securing of security, it is necessary to have you change a password in the case of the first login.

<http://www.it-soukai.com>

- (2) Please exercise your voting rights via the Internet by 5:10 p.m., June 24, 2014 (Tuesday).
- (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 shareholders revise after the first login) is effective only about this general meeting. In the case of the next general meeting, we publish a password newly.
- (5) The cost of Internet access will 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 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

Please contact:

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

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

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