

These documents are partial translations of the Japanese originals for reference purposes only.
In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Bank assumes no responsibility for this translation or for direct, indirect or any other forms of damage arising from the translations.

(Securities Code: 8383)

June 10, 2026

(Commencement of measures for electronic provision: June 4, 2026)

To Shareholders with Voting Rights:

Itaru Irie
Representative Director and
President
THE TOTTORI BANK, LTD.
171, Eirakuonsen-cho, Tottori,
Japan

NOTICE OF CONVOCATION OF
THE 162ND ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce that the 162nd Annual General Meeting of Shareholders of THE TOTTORI BANK, LTD. (the “Bank”) will be held for the purposes as described below.

In convening the General Meeting of Shareholders, the Bank has taken measures for electronic provision and has posted matters subject to the measures for electronic provision on the following Bank’s website.

The Bank’s website:

https://www.tottoribank.co.jp/ir/stock/general_meeting/

In addition to the website above, the matters subject to the measures for electronic provision are also posted on the website of the Tokyo Stock Exchange (TSE). To view the information, please access the TSE website (Listed Company Search), input the Issue name (company name) or Code in the search box, and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

In lieu of attending the meeting, you can exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to the measures for electronic provision and exercise your voting rights by 5:30 p.m. on Thursday, June 25, 2026 Japan time.

- 1. Date and Time:** Friday, June 26, 2026 at 10:00 a.m. Japan time
2. Place: Hall, 3F, Head Office of the Bank, located at 171, Eirakuonsen-cho, Tottori, Japan
*Please refer to “The Venue Information for the General Meeting of Shareholders” (Japanese Only) at the back of this document.

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements for the Bank’s 162nd Fiscal Year (from April 1, 2025 to March 31, 2026)

2. Results of audits of the Consolidated Financial Statements for the Bank's 162nd Fiscal Year by the Accounting Auditor and the Board of Corporate Auditors

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Nine (9) Directors

Alternative Ways to Exercise Voting Rights:

Exercise of Voting Rights in Writing (Voting Rights Exercise Form)

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

Deadline for exercising voting rights: Votes should be received by 5:30 p.m. on Thursday, June 25, 2026 Japan time.

Exercise of Voting Rights via Electromagnetic Means (the Internet, etc.)

Please access the website for exercising voting rights (<https://evote.tr.mufg.jp/>) via the Internet, and indicate your vote for or against the proposals by the deadline for exercising voting rights.

Please refer to “Procedure for Exercise of Voting Rights via Internet” on pages 3 and 4 (Japanese original) for details.

Deadline for exercising voting rights: 5:30 p.m. on Thursday, June 25, 2026 Japan time

If you vote both in writing (Voting Rights Exercise Form) and via the Internet, the vote placed via the Internet will be deemed valid. Additionally, if you exercise your voting rights multiple times via the Internet, the last vote exercised will be deemed valid.

- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- ◎ If neither approval nor disapproval of a proposal is indicated on a Voting Rights Exercise Form, it shall be deemed an indication of approval.
- ◎ With regard to this Annual General Meeting of Shareholders, the Bank is sending paper copies of the matters subject to the measures for electronic provision to all shareholders, regardless of whether or not they have requested delivery of such copies. However, pursuant to laws and regulations as well as Article 16 of the Articles of Incorporation of the Bank, the following items are not included in the paper copies, and hence this paper copy is part of the documents audited by the Corporate Auditors and the Accounting Auditor during preparation of the Audit Reports.
 - 1) Notes to the Non-consolidated Financial Statements
 - 2) Notes to the Consolidated Financial Statements
- ◎ In the event of revisions to the matters subject to the measures for electronic provision, details of the matters after the revisions will be posted on the Bank’s website (<https://www.tottoribank.co.jp/>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

As a core regional bank, the Bank emphasizes its publicness and sociality, and works to secure stability for its management foundation and strengthen its management structure through enriching equity and strengthening internal reserves. In addition, it also aims to become a bank that receives increasingly high valuation, and sets the basic policy to continue providing stable dividends to shareholders.

Under this basic policy, the Bank proposes the following appropriation of surplus for the fiscal year under review.

1. Matters concerning year-end dividends
 - (1) Type of dividend property
Cash
 - (2) Matters concerning the allotment of dividend property to shareholders and the total amount
25.00 yen per share of common stock for a total of 233,985,800 yen
 - (3) Effective date of distribution of surplus
June 29, 2026
2. Other matters concerning the appropriation of surplus
 - (1) Item and the amount of surplus to be decreased
Retained earnings brought forward 500,000,000 yen
 - (2) Item and the amount of surplus to be increased
General reserve 500,000,000 yen

Proposal No. 2: Election of Nine (9) Directors

The terms of office of seven (7) Directors will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the election of nine (9) Directors is proposed.

The candidates are as follows:

No.	Name	Current positions
1 Reappointment	Kouji Hirai	Representative Director and Chairman
2 Reappointment	Itaru Irie	Representative Director and President
3 Reappointment	Toshihide Yagi	Director and Senior Managing Executive Officer
4 Reappointment	Hiroyuki Kuramitsu	Director and Senior Managing Executive Officer
5 New appointment	Tetsuya Takemoto	Managing Executive Officer
6 New appointment	Hiroaki Inoue	Managing Executive Officer
7 Reappointment Outside Director	Shinya Nishio	Outside Director
8 Reappointment Outside Director	Kazuhiko Fukui	Outside Director
9 New appointment Outside Director	Yoshiko Sasao	

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions		Number of shares of the Bank held
1	Kouji Hirai (March 16, 1960) [Reappointment] [Male]	Apr. 1982 Apr. 2008 May 2009 May 2012 Jun. 2013 May 2015 Jun. 2016 Jun. 2022	Joined the Bank General Manager of Tsuyama Branch Executive Officer and General Manager of Credit Department Managing Executive Officer Director and Managing Executive Officer Director and Senior Managing Executive Officer Representative Director and President Representative Director and Chairman (current position)	16,760 shares of common stock
	Reasons for selecting the candidate for Director Mr. Kouji Hirai has many years of experience in the credit division such as the General Manager of Corporate Support Office, Credit Department and General Manager of Credit Department, and has also served as the General Manager of a flagship branch. As an Officer, he has served to be responsible for the corporate planning division and credit division, having a wealth of operational experience regarding management administration and risk management of the Bank and knowledge regarding overall bank management. From these points, the Bank has judged that he can continue to execute bank management administration precisely, fairly, and efficiently, and has selected him as a candidate for Director.			
2	Itaru Irie (December 31, 1964) [Reappointment] [Male]	Apr. 1988 Feb. 2011 Mar. 2016 May 2019 Apr. 2021 Jun. 2021 Jun. 2022	Joined the Bank General Manager of Human Resources Department Executive Officer and General Manager of Regional Vitalization Division Managing Executive Officer and General Manager of Yonago Main Office Senior Managing Executive Officer Director and Senior Managing Executive Officer Representative Director and President (current position)	10,700 shares of common stock
	Reasons for selecting the candidate for Director Mr. Itaru Irie has served as the General Manager of a flagship branch, in addition to the General Manager of Human Resources Department. As an Officer, he has served to be responsible for the corporate planning division and human resources division, having a wealth of operational experience regarding management administration and risk management of the Bank and knowledge regarding overall bank management. From these points, the Bank has judged that he can continue to execute bank management administration precisely, fairly, and efficiently, and has selected him as a candidate for Director.			
3	Toshihide Yagi (July 14, 1969) [Reappointment] [Male]	Apr. 1992 May 2016 May 2019 Apr. 2021 Jun. 2022 Apr. 2026	Joined the Bank General Manager of Management Administration Department Executive Officer and General Manager of Osaka Branch Managing Executive Officer Director and Managing Executive Officer Director and Senior Managing Executive Officer (in charge of Human Resources Department and Finance Markets Department) (current position)	8,575 shares of common stock
	Reasons for selecting the candidate for Director Mr. Toshihide Yagi has served as the General Manager of a flagship branch, in addition to the General Manager of Management Administration Department. As an Officer, he has been responsible for the sales division and credit division, having a wealth of operational experience regarding management administration and risk management of the Bank and knowledge regarding bank management. From these points, the Bank has judged that he can continue to execute bank management administration precisely, fairly, and efficiently, and has selected him as a candidate for Director.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions		Number of shares of the Bank held
4	Hiroyuki Kuramitsu (July 7, 1969) [Reappointment] [Male]	Apr. 1993	Joined the Bank	5,700 shares of common stock
		Apr. 2011	General Manager of Tottori-Kita Branch	
		Apr. 2020	General Manager of Credit Department	
		Apr. 2022	Executive Officer and General Manager of Credit Department	
		Apr. 2024	Managing Executive Officer	
		Jun. 2025	Director and Managing Executive Officer	
		Apr. 2026	Director and Senior Managing Executive Officer (stationed in Yonago) (current position)	
Reasons for selecting the candidate for Director Mr. Hiroyuki Kuramitsu has served as the General Manager of a flagship branch, in addition to the General Manager of Credit Department. As an Officer, he has been responsible for the IT division and finance markets division, having a wealth of operational experience regarding risk management and screening of the Bank and knowledge regarding bank management. From these points, the Bank has judged that he can continue to execute bank management administration precisely, fairly, and efficiently, and has selected him as a candidate for Director.				
5	Tetsuya Takemoto (April 30, 1970) [New appointment] [Male]	Apr. 1994	Joined the Bank	3,900 shares of common stock
		Sep. 2011	General Manager of Yoshinari Branch	
		Apr. 2022	Executive Officer and General Manager of Tsuyama Branch	
		Apr. 2023	Executive Officer and General Manager of Regional Vitalization Division	
		Apr. 2025	Managing Executive Officer and General Manager of Regional Vitalization Division (in charge of Department of Sales Administration and Regional Revitalization, New Business Development Department, Corporate Consulting Department, and Retail Banking Department) (current position)	
Reasons for selecting the candidate for Director Mr. Tetsuya Takemoto has served as the General Manager of a flagship branch, in addition to the General Manager of Regional Vitalization Division. As an Officer, he has been responsible for the regional vitalization division, having a wealth of operational experience and knowledge regarding the sales division of the Bank. From these points, the Bank has judged that he can execute bank management administration precisely, fairly, and efficiently, and has selected him as a candidate for Director.				
6	Hiroaki Inoue (January 22, 1973) [New appointment] [Male]	Apr. 1996	Joined the Bank	2,100 shares of common stock
		May 2012	General Manager of Sales Planning Office, Sales Promotion Department	
		May 2014	General Manager of Yoshinari Branch	
		May 2019	General Manager of Regional Vitalization Division	
		Apr. 2024	Executive Officer and General Manager of Tottori-Nishi Branch	
		Aug. 2024	Executive Officer and General Manager of Human Resources Department	
		Apr. 2025	Managing Executive Officer	
		Apr. 2026	Managing Executive Officer (in charge of Management Administration Department and IT Administration Department) (current position)	
Reasons for selecting the candidate for Director Mr. Hiroaki Inoue has served as the General Manager of a flagship branch, in addition to the General Manager of Human Resources Department. As an Officer, he has been responsible for the corporate planning division and human resources division, having a wealth of operational experience regarding management administration and risk management of the Bank and knowledge regarding bank management. From these points, the Bank has judged that he can execute bank management administration precisely, fairly, and efficiently, and has selected him as a candidate for Director.				

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held	
7	Shinya Nishio (June 5, 1957) [Reappointment] [Outside Director] [Male]	Apr. 1981	Joined Daiwa Securities Co. Ltd. (current Daiwa Securities Group Inc.)	600 shares of common stock
		Apr. 2010	Managing Director and Manager of Osaka Branch, Daiwa Securities Co., Ltd.	
		Apr. 2012	Senior Managing Director in charge of Osaka Corporate Institutions, Daiwa Securities Co., Ltd.	
		Jun. 2016	Director and Deputy President, Daiwa Securities Co., Ltd.	
		Apr. 2018	Representative Director and Vice President, Daiwa Securities Co., Ltd.	
		Apr. 2018	President and Representative Director, Daiwa Investment Management Inc.	
		Jun. 2021	Part-time Director, Ship Healthcare Holdings, Inc. (current position)	
		Jun. 2022	Director of the Bank (current position)	
	Reasons for selecting the candidate for Outside Director and expected roles Mr. Shinya Nishio held a series of important positions at the headquarters of Daiwa Securities Group Inc. and has advanced insights and experience in the financial and securities industry. The Bank expects that these points and his objective viewpoints can be utilized in strengthening the supervisory functions of overall management of the Bank, and has again selected him as a candidate for Outside Director. Additionally, his term of office as Outside Director of the Bank will be four years at the conclusion of this Annual General Meeting of Shareholders.			
8	Kazuhiko Fukui (March 30, 1962) [Reappointment] [Outside Director] [Male]	Apr. 1986	Joined IBM Japan Ltd.	400 shares of common stock
		Jan. 2017	Joined INFORMATION DEVELOPMENT CO., LTD.	
		Jan. 2018	General Manager of Cyber Security Solutions Department, INFORMATION DEVELOPMENT CO., LTD.	
		Apr. 2021	Corporate Officer and General Manager of Enterprise Marketing Department, INFORMATION DEVELOPMENT CO., LTD.	
		Apr. 2022	Corporate Officer in Charge of Digital Solutions Division, INFORMATION DEVELOPMENT CO., LTD.	
		Apr. 2023	Senior Advisor, Digital Solutions Division, INFORMATION DEVELOPMENT CO., LTD.	
		Jun. 2023	Director of the Bank (current position)	
		Apr. 2026	General Manager of Cybersecurity Business Division, INFORMATION DEVELOPMENT CO., LTD. (current position)	
	Reasons for selecting the candidate for Outside Director and expected roles Mr. Kazuhiko Fukui has served in important posts at companies related to software development, IT infrastructure, and cyber security, having advanced insights and experience in the IT field. The Bank expects that these points and his objective viewpoints can be utilized in strengthening the supervisory functions of overall management of the Bank, and has again selected him as a candidate for Outside Director. Additionally, his term of office as Outside Director of the Bank will be three years at the conclusion of this Annual General Meeting of Shareholders.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
9	Yoshiko Sasao (April 2, 1960) [New appointment] [Outside Director] [Female]	Apr. 1984 Joined Recruit Co., Ltd. Apr. 2006 Joined Tokyo Electric Power Company, Incorporated Nov. 2007 Seconded to Tepco Partners Co., Inc., Managing Director Jun. 2012 President, Tepco Partners Co., Inc. Apr. 2020 Managing Officer, Deputy Manager (for Personnel Strategy) of Strategy Division and Manager of Working Style Reform Office, JDC CORPORATION Apr. 2021 Member of Advisory Board, Japan Corporate Governance Research Institute (current position) Jun. 2023 President and Representative Director, Career & Life Supporters, Inc. (current position) Apr. 2025 Councilor, Hosei University (current position)	0 shares of common stock
Reasons for selecting the candidate for Outside Director and expected roles Ms. Yoshiko Sasao has served in important posts at companies across various industries, having advanced insights and experience in areas such as corporate restructuring, promotion of diversity, and human resources development. The Bank expects that these points and her objective viewpoints can be utilized in strengthening the supervisory functions of overall management of the Bank, and has selected her as a candidate for Outside Director.			

- (Notes)
1. The number of Directors is nine (9) with the number increased by two (2) from the previous year, of which three (3) are Outside Directors.
 2. There are no special interests between the candidates and the Bank.
 3. Mr. Shinya Nishio, Mr. Kazuhiko Fukui, and Ms. Yoshiko Sasao are candidates for Outside Directors.
 4. The Bank appointed Mr. Shinya Nishio and Mr. Kazuhiko Fukui as Independent Directors as stipulated by the Tokyo Stock Exchange Inc. and provided notice thereof to the same Exchange. Further, if the election of Ms. Yoshiko Sasao is approved, the Bank plans to register her as an Independent Director with the same Exchange.
 5. The Bank has entered into agreements with Mr. Shinya Nishio and Mr. Kazuhiko Fukui to limit their liabilities in accordance with Article 27 of the Articles of Incorporation of the Bank. If their reappointment is approved, the Bank intends to renew the liability limitation agreements with them. Further, if the election of Ms. Yoshiko Sasao is approved, the Bank plans to newly enter into such an agreement with her.
 6. The Bank has entered into a directors and officers liability insurance contract that insures all Directors, and intends to renew the contract in October 2026. The insurance premiums are fully borne by the Bank and the contract will cover damages and legal expenses in the event that a claim for damages is made during the insurance period due to the execution of duties by directors and officers. Further, if the election of Mr. Tetsuya Takemoto, Mr. Hiroaki Inoue, and Ms. Yoshiko Sasao is approved, they will be included in the insured under the insurance contract.

(Reference) [Expertise and experience of Directors and Corporate Auditors (skills matrix)]

	Position	Directors and Corporate Auditors						Outside Directors and Corporate Auditors			
		Management strategy	Risk management	Human resource management	Sales	Screening	IT	Management	Financial, IT	Legal affairs, finance	Local governmental administration
Kouji Hirai (Male)	Representative Director and Chairman	●	●	●	●	●					
Itaru Irie (Male)	Representative Director and President	●	●	●	●		●				
Toshihide Yagi (Male)	Director	●	●	●	●	●	●				
Hiroyuki Kuramitsu (Male)	Director		●			●	●				
Tetsuya Takemoto (Male)	Director				●						
Hiroaki Inoue (Male)	Director	●	●	●	●		●				
Shinya Nishio (Male)	Outside Independent Director							●	●		
Kazuhiko Fukui (Male)	Outside Independent Director								●		
Yoshiko Sasao (Female)	Outside Independent Director							●			
Masahiro Taguchi (Male)	Corporate Auditor		●								
Hiroo Nakayama (Male)	Outside Independent Director							●		●	
Masanori Yamasaki (Male)	Outside Independent Director							●			●
Hideki Nagata (Male)	Outside Independent Director							●	●		

- (Notes) 1. The “Position” in the above table shows the positions of the candidates when Proposal No. 2 is approved as originally proposed.
2. The above table does not represent all expertise, experience, and knowledge of the Director candidates and Corporate Auditors.

(Reference) Criteria for judging independence

The Bank judges the independence of candidates for Outside Directors and Outside Corporate Auditors based on the criteria as follows:

1. (1) A person is not a Director, an Executive Officer or other employee (hereinafter “Business Executive”) of the Bank or its subsidiaries, nor has served as a Business Executive thereof in the past ten years prior to his/her assumption of office.
 - (2) For a person who had served as a Director or a Corporate Auditor (excluding a person who had been a Business Executive) of the Bank or its subsidiaries at any point in time during the ten years prior to his/her assumption of office, that person shall not have served as a Business Executive of the Bank or its subsidiaries in the ten years prior to his/her assumption of office as a Director or a Corporate Auditor.
 2. A person is not a current major shareholder (*1) of the Bank nor a Business Executive thereof.
 3. (1) A person does not have the Bank or its subsidiaries as its major business partner (*2), nor a Business Executive thereof currently and in the past three years.
 - (2) A person is not a major business partner of the Bank or its subsidiaries, nor a Business Executive thereof currently and in the past three years.
 4. In the case of a consultant, accounting professional, and legal professional, a person does not receive over 10 million yen in monetary or other compensation from the Bank in a year on average over the past five years as non-officer compensation, nor is an employee, etc. of the accounting and/or law office, etc. which has the Bank as a major business partner.
 5. A person is not an auditing firm or an employee, etc. of an auditing firm of the Bank or its subsidiaries, nor a person who had been engaged in the auditing of the Bank or its subsidiaries as their employee, etc. in the past three years.
 6. A person is not a Business Executive of an organization which receives a certain amount (a yearly average over the past three years of 10 million yen or 30% of said organization's total annual costs, whichever is greater) of donations, etc. from the Bank or its subsidiaries.
 7. A person is not a spouse or a close relative within the second degree of kinship of a Director, an Executive Officer, or other important employee such as a manager position employee of the Bank or its subsidiaries, or an individual whose independence from the Bank is not ensured based on the requirements as mentioned above.
- *1 Major shareholder: a shareholder holding 10% or more of the total voting rights
- *2 Major business partner: judged based on the criteria of 2% or more of annual consolidated net sales (annual consolidated gross operating profit in the case of the Bank)

End of document