

[TRANSLATION]

Securities Code 8304

June 25, 2019

To All Shareholders,

Shinsuke Baba  
President, Representative Director  
Aozora Bank, Ltd.  
1-1, Kojimachi 6-chome, Chiyoda-ku, Tokyo

### **Notice on Resolutions at the 86<sup>th</sup> FY Ordinary General Meeting of Shareholders**

The reports provided and resolutions adopted at the 86<sup>th</sup> FY Ordinary General Meeting of Shareholders on June 25, 2019 were as follows:

- Reports:**
1. Business Report, Consolidated Financial Statements and Audit Results of Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 86<sup>th</sup> FY (from April 1, 2018 to March 31, 2019)  
Details of the above Business Report, Consolidated Financial Statements and Audit Results were reported.
  2. Financial Statements for the 86<sup>th</sup> FY (from April 1, 2018 to March 31, 2019)  
Details of the above Financial Statements were reported.

**Resolutions:**

**Proposal No. 1:** Appointment of Eight Directors

Messrs. Makoto Fukuda, Shinsuke Baba, Kei Tanikawa, Shunsuke Takeda, Hiroyuki Mizuta, Ipei Murakami and Tomonori Ito were reappointed and reassumed their respective offices of Director as proposed. Tomomi Akutagawa was newly appointed Director as proposed.

**Proposal No. 2:** Appointment of One Audit & Supervisory Board Member

The reappointment of Kiyoto Hagiwara to the role of Audit & Supervisory Board Member was approved as proposed.

**Proposal No. 3:** Appointment of Two Alternate Audit & Supervisory Board Members

The appointment of Messrs. Keiichiro Uchida and Mitchell R. Fulscher to the role of Alternate Audit & Supervisory Board Member was approved as proposed.

End

## **Payment of Year-end Dividends**

The Board of Directors passed a resolution to pay the 86<sup>th</sup> fiscal year-end dividends of 34 yen per common stock.

If you have designated a bank account or savings account at a Japan Post Bank, Co., Ltd. branch or post office (bank agent) for the dividend payment, please confirm the enclosed “Statement of the 86<sup>th</sup> Fiscal Year-end Dividends” and “Bank Account Information for Remittance of Dividends”, and if you have designated the system of allotment to a securities company account in proportion to the number of shares held, please confirm the enclosed “Statement of the 86<sup>th</sup> Fiscal Year-end Dividends” and “How to receive dividends”. (If you have designated the system of allotment to a securities company account in proportion to the number of shares held, please address inquiries to the securities company that manages your account.)

If you have not designated an account for dividend remittance, please refer to the enclosed “Receipt of the 86<sup>th</sup> Fiscal Year-end Dividends”. We request that you receive your dividend payment at a Japan Post Bank branch or post office (bank agent) at your convenience within the payout period (from June 25, 2019 to July 31, 2019). Please also refer to the enclosed “Statement of the 86<sup>th</sup> Fiscal Year-end Dividends”.

### **Payment notification pertaining to the payout of dividends for listed stocks**

The 2008 amendment of the Act on Special Measures Concerning Taxation (Act No. 23 of April 30, 2008) stipulates that a payment notification, which indicates the amount of dividends to be paid and the amount of withholding tax, should be sent to shareholders. (The enclosed “Statement of the 86<sup>th</sup> Fiscal Year-end Dividends” shall double as the payment notification).

The payment notification can be used as supporting data for your income tax report. If you have designated the system of allotment to a securities company account in proportion to the number of shares held, please address inquiries to the securities company that manages your account.