

April 9, 2007

Dear Shareholders and Bondholders:

Name of Listed Company: Fukuoka Financial Group, Inc.
Representative: Masaaki Tani, Chairman of the Board & President
Head Office: 13-1, Tenjin 2-chome, Chuo-ku, Fukuoka
(Code No. 8354 TSE First Section, OSE First Section, FSE)

**Announcement regarding the Opportunity to Sell the Second Series of Unsecured Subordinated
Convertible Bonds of the Bank of Fukuoka, Ltd. for Bondholders of such Convertible Bonds**

As stated in the “Arrangement of the Second Series of Unsecured Subordinated Convertible Bonds of the Bank of Fukuoka, Ltd. and Execution of Basic Agreement concerning Summary Share-to-share Exchange to Make the Bank of Fukuoka, Ltd. a Wholly Owned Subsidiary” released on April 4, 2007 (hereinafter referred to as the “Previous Announcement”), the Company has considered providing the bondholders with an opportunity to sell the second series of unsecured subordinated convertible bonds of the Bank of Fukuoka, Ltd. (hereinafter referred to as the “Convertible Bonds”), for the purpose of an earlier return on their investments, and other measures.

Based on the results of this consideration, we hereby announce the opportunities for sale of the Convertible Bonds.

1. Regarding the Opportunities for Sale of the Convertible Bonds

We have confirmed that procedures will commence on April 12, 2007 at Nomura Securities Co., Ltd. and at Shinko Securities Co., Ltd. (hereinafter collectively referred to as the “Handling Securities Companies”) for the sale of the Convertible Bonds from bondholders to the Handling Securities Companies.

In this regard, bondholders who wish to sell their Convertible Bonds should read Attachment 1 “Guide to Procedures for Convertible Bonds” and directly contact the Handling Securities Companies and take necessary procedures to sell their Convertible Bonds.

Any bondholders of the Convertible Bonds, who wish to acquire common stock of the Company, which is a listed company, will need to acquire common stock of the Bank of Fukuoka, Ltd. by exercising the right to convert their Convertible Bonds on or before September 27, 2007, being the expiration date of the conversion request period. With regard to exercising the conversion rights, please note that a complete set of the required documents will need to arrive at the Fukuoka Branch of Japan Securities Agents Ltd., being the location accepting the conversion requests, no later than September 27, 2007. Common stock of the Bank of Fukuoka, Ltd. is scheduled to be exchanged for common stock of the Company, which is a listed

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company, by way of the summary share-to-share exchange as described in the Previous Announcement, at a ratio of 1:1 (anticipated), with the effective date of the share exchange being September 28, 2007 (scheduled). Please refer to the Previous Announcement for more detailed information. Note, however, that it is anticipated that a certain period of time will be required from the effective date of the share exchange before the share certificates representing the common stock of the Company will be delivered. Therefore, each bondholder should take into consideration such factor in utilizing the above-mentioned opportunity for sale.

2. Notes

- (1) The Convertible Bonds are not listed on any stock exchange. For this reason, the selling price will be based on the price offered by the Handling Securities Companies.
- (2) Bondholders who do not have a transaction account with either of the Handling Securities Companies will need to open such an account if they are going to sell their Convertible Bonds. Please directly contact the Handling Securities Companies regarding the procedures for opening an account.
- (3) This announcement has been prepared for the purpose of providing information to bondholders of the Convertible Bonds, and is not a solicitation for any particular transaction.

3. Establishment of the Support Team for this Matter

We would like to express our sincere apologies to all bondholders of the Convertible Bonds for failing to realize succession of the Convertible Bonds as originally planned, and for the time taken to clarify how the relevant rights and titles are pertaining to the related parties.

For the purpose of taking the interests of the bondholders of Convertible Bonds into consideration, we have established the special support team within the Company, and we are committed to providing support to take the interests of all bondholders into account.

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- The procedures for selling the Convertible Bonds will differ depending on how the bonds are held (bond certificates held, or held in safe custody through JASDEC) and whether the bondholder has an account with the Handling Securities Companies (Nomura Securities or Shinko Securities).
- The flowchart below illustrates procedures for selling the Convertible Bonds.
- Investors who wish to acquire common stock of the Fukuoka Financial Group (hereinafter referred to as “FFG Stock”) should take steps to convert their Convertible Bonds by the time of the summary share-to-share exchange announced in the press release dated April 4, 2007.

