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(Securities Code: 8355)
May 30, 2016

To Shareholders with Voting Rights:

Katsunori Nakanishi
President & Chief Executive
Officer
The Shizuoka Bank, Ltd.
10, Gofukucho 1-chome, Aoi-ku,
Shizuoka City, Shizuoka, Japan

NOTICE OF CONVOCATION OF THE 110TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 110th Annual General Meeting of Shareholders of the Shizuoka Bank, Ltd. (the "Bank"). The meeting will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing by submitting the Voting Rights Exercise Form, or via the Internet, etc. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights.

- 1. Date and Time:** Friday, June 17, 2016 at 10:00 a.m. Japan standard time
(Reception desk opens at 9:00 a.m.)
- 2. Place:** Large Hall, 2F, Shizuoka Bank Training Center,
2-1, Kusanagi-Kita, Shimizu-ku, Shizuoka City, Shizuoka, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank's 110th Fiscal Year (from April 1, 2015 to March 31, 2016)
 2. Consolidated Financial Statements for the Bank's 110th Fiscal Year (from April 1, 2015 to March 31, 2016) and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
- Proposals to be resolved:**
- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Ten (10) Directors
- Proposal No. 3:** Election of One (1) Audit & Supervisory Board Member

<Guide for Exercise of Voting Rights>

The following three methods are available for exercising voting rights.

Exercise of Voting Rights by Attending the Meeting

Date and time: Friday, June 17, 2016 at 10:00 a.m. Japan standard time

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk on the day of the meeting for confirmation. You are also kindly requested to bring this Notice of Convocation, to save resources.

Exercise of Voting Rights by Proxy

If you are unable to attend the General Meeting of Shareholders, you may exercise your voting rights by proxy by having another shareholder who holds voting rights attend the General Meeting on your behalf, provided that his or her Voting Rights Exercise Form and a document certifying him or her as your proxy are submitted.

Exercise of Voting Rights in Writing

Deadline: Thursday, June 16, 2016 Japan standard time (time of receipt)

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it to us by the deadline. If there is no indication of your vote for or against each proposal, the Bank will deem that you have voted in favor of the proposals.

Exercise of Voting Rights via the Internet, etc.

Deadline: Thursday, June 16, 2016 by 5:00 p.m. Japan standard time

Please access the Bank's designated website for the exercise of voting rights (<http://www.e-sokai.jp>) and indicate your vote for or against the proposals.

Please confirm the "Information on Exercising Voting Rights via the Internet" on pages 17 to 18 when voting via the Internet.

- **Handling of Duplicate Voting**

If you vote both in writing on the Voting Rights Exercise Form and via the Bank's designated website for the exercise of voting rights on the Internet, only your vote placed via the Internet will be valid, irrespective of the date and time your votes arrive.

In addition, if you place your votes multiple times via the Internet, only the last vote will be treated as valid.

- **Split Voting**

If you intend to engage in split voting, please submit a written notice indicating the reasons for the split voting at least three days prior to the General Meeting of Shareholders.

- **Matters disclosed on the Internet**

(1) Of the documents required to be appended to this Notice of Convocation as attachments, items 1) to 3) below have been posted on the Bank's website (<http://www.shizuokabank.co.jp/>) according to laws and regulations and Article 16 of the Articles of Incorporation of the Bank, and are therefore not included in the attached documents.

1) "Matters concerning Subscription Rights to Shares" as part of the Business Report

2) "Non-consolidated Statement of Changes in Net Assets" and the "Notes to the Non-consolidated Financial Statements" as part of Non-consolidated Financial Statements

3) "Consolidated Statement of Changes in Net Assets" and the "Notes to the Consolidated Financial Statements" as part of Consolidated Financial Statements

The business report, the non-consolidated financial statements, and the consolidated financial statements audited by the Audit & Supervisory Board include not only the Business Report, the Non-consolidated Financial Statements, and the Consolidated Financial Statement provided as attached documents of this Notice of Convocation but also the above 1) to 3).

The non-consolidated financial statements and the consolidated financial statements audited by the Accounting Auditor include not only the Non-consolidated Financial Statements and the Consolidated Financial Statement provided as attached documents of this Notice of Convocation but also the above 2) and 3).

(2) Any updates to the Reference Documents, the Business Report, the Non-consolidated Financial Statements, and the Consolidated Financial Statements for the General Meeting of Shareholders will be posted on the Bank's website (<http://www.shizuokabank.co.jp/>).

Proposal No. 2: Election of Ten (10) Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of ten (10) Directors is proposed.

The candidates are as follows:

Candidates for Directors

No.		Name	Present position at the Bank
1	Reappointment	Katsunori Nakanishi	President & Chief Executive Officer
2	Reappointment	Akihiro Nakamura	Director & Senior Managing Executive Officer
3	Reappointment	Itsuro Hitosugi	Director & Senior Managing Executive Officer
4	Reappointment	Yoshihiro Nagasawa	Director & Senior Executive Officer
5	Reappointment	Hirotoishi Sugimoto	Director & Senior Executive Officer
6	Reappointment	Hisashi Shibata	Director & Senior Executive Officer
7	Reappointment	Minoru Yagi	Director & Senior Executive Officer
8	Reappointment	Masahiro Goto	Director
9	Reappointment Candidate for Outside Director	Kumi Fujisawa	Outside Director
10	Reappointment Candidate for Outside Director	Kazuyasu Kato	Outside Director

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
1	Katsunori Nakanishi (June 15, 1953)	Apr. 1976 Joined the Bank Dec. 1998 Deputy General Manager of Personnel Dept. Apr. 1999 Senior General Manager of Personnel Dept. Jun. 1999 Senior General Manager of Corporate Administration Dept. Jun. 2001 Director & Executive Officer, General Manager of Corporate Planning Dept. Jun. 2003 Director & Senior Executive Officer Apr. 2005 Director & Senior Executive Officer, Deputy General Manager of Corporate Center in charge of planning and administration Jun. 2005 President & Chief Executive Officer (to present)	55,300 shares
[Reasons for selection as a candidate for Director] Mr. Katsunori Nakanishi has experience and extensive knowledge necessary for management of a bank. His previous positions included General Manager of Corporate Administration Dept. and General Manager of Corporate Planning Dept. Serving as the Bank's President & Chief Executive Officer since June 2005, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Nakanishi as a candidate for Director again.			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
2	Akihiro Nakamura (May 21, 1955)	<p>Apr. 1979 Joined the Bank</p> <p>May 1997 General Manager of Toyoda Branch</p> <p>Jun. 1999 General Manager of Los Angeles Branch</p> <p>Oct. 2001 General Manager of Ginza Branch</p> <p>Jun. 2003 General Manager of Corporate Planning Dept.</p> <p>Jun. 2004 Senior General Manager of Corporate Planning Dept.</p> <p>Jun. 2005 Executive Officer, General Manager of Corporate Planning Dept.</p> <p>Jun. 2007 Executive Officer, General Manager of Tokyo Branch</p> <p>Jun. 2009 Director & Senior Executive Officer, Deputy General Manager of Corporate Center in charge of corporate administration and compliance</p> <p>Jun. 2010 Director & Senior Executive Officer, Deputy General Manager of Corporate Center in charge of corporate planning and corporate administration</p> <p>Jun. 2012 Director & Senior Managing Executive Officer, General Manager of Corporate Center</p> <p>Jun. 2014 Director & Senior Managing Executive Officer, General Manager of Banking Division in charge of Metropolitan Division, and in charge of Treasury Dept., International Dept., and Metropolitan Business Unit (to present)</p>	30,000 shares
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Akihiro Nakamura has experience and extensive knowledge necessary for management of a bank. His previous positions included General Manager of Corporate Planning Dept. and General Manager of Tokyo Branch. Serving as the Bank's Director since June 2009 and as Representative Director since June 2014, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Nakamura as a candidate for Director again.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
3	Itsuro Hitosugi (June 15, 1956)	<p>Apr. 1980 Joined the Bank</p> <p>Dec. 1996 Deputy General Manager, Personnel Dept.</p> <p>Jun. 1999 General Manager of Human Resources Development Group, Corporate Administration Dept.</p> <p>Dec. 2001 General Manager of Shinjuku Branch</p> <p>Jun. 2003 General Manager of Ginza Branch</p> <p>Feb. 2005 General Manager of Kakegawa Branch</p> <p>Jun. 2005 Senior General Manager of Kakegawa Branch</p> <p>Apr. 2007 Joint General Manager, Corporate Planning Dept.</p> <p>Jun. 2007 Senior General Manager, Corporate Planning Dept.</p> <p>Jun. 2008 Executive Officer, General Manager of Corporate Planning Dept.</p> <p>Jun. 2009 Senior Executive Officer, Metropolitan Business Unit and General Manager of Tokyo Branch</p> <p>Jun. 2010 Senior Executive Officer, Deputy General Manager of Banking Division in charge of securities and international business, Metropolitan Business Unit and General Manager of Tokyo Branch</p> <p>Jun. 2012 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of sales and marketing</p> <p>Apr. 2013 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of sales and marketing</p> <p>Jun. 2014 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of sales, marketing and operations</p> <p>Jun. 2015 Director & Senior Executive Officer, Chairman of Committee of Administrative Supervision, in charge of Audit Dept. (to present)</p>	12,050 shares
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Itsuro Hitosugi has a wealth of business experience and is well versed in banking operations. His previous positions included General Manager of Corporate Planning Dept., Metropolitan Business Unit and General Manager of Tokyo Branch. Serving as the Bank's Director since June 2012, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Hitosugi as a candidate for Director again.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
4	Yoshihiro Nagasawa (November 30, 1956)	<p>Apr. 1980 Joined the Bank</p> <p>Dec. 1996 Deputy General Manager of Fujichuo Branch</p> <p>Dec. 1997 General Manager of Shizuhata Branch</p> <p>Jun. 1999 General Manager of Research Group, Credit Dept.</p> <p>Jun. 2002 Deputy General Manager of Head Office</p> <p>Jun. 2004 General Manager of Mishima Branch</p> <p>Jun. 2005 Senior General Manager of Mishima Branch</p> <p>Jan. 2007 Senior General Manager of Credit Dept.</p> <p>Apr. 2010 Executive Officer, General Manager of Credit Dept.</p> <p>Jun. 2011 Executive Officer, General Manager of Head Office</p> <p>Jun. 2013 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of credit</p> <p>Jun. 2014 Director & Senior Executive Officer, Deputy General Manager of Corporate Center in charge of risk management and compliance</p> <p>Jun. 2015 Director & Senior Executive Officer, General Manager of Corporate Center in charge of Risk Management Dept. and Compliance Dept. (to present)</p>	11,000 shares
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Yoshihiro Nagasawa has a wealth of business experience and is well versed in banking operations. His previous positions included General Manager of Credit Dept. and General Manager of Head Office. Serving as the Bank's Director since June 2013, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Nagasawa as a candidate for Director again.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
5	Hirotooshi Sugimoto (June 27, 1957)	<p>Apr. 1980 Joined the Bank</p> <p>Apr. 1997 Deputy General Manager of Business Promotion Division in charge of Branch Offices</p> <p>Dec. 1998 General Manager of Nagoyanaruko Branch</p> <p>Oct. 1999 Deputy General Manager of Western Area Business Unit</p> <p>Nov. 1999 General Manager of Tenmacho Branch</p> <p>Apr. 2002 Senior Deputy General Manager of Fujichuo Branch</p> <p>Jun. 2003 General Manager of Fujisawa Branch</p> <p>Apr. 2005 General Manager of Western Area Business Unit in charge of sales and marketing</p> <p>Jun. 2006 General Manager of Yamashita Branch</p> <p>Jun. 2008 General Manager of Hamamatsuchuo Branch</p> <p>Jun. 2009 General Manager of Business Promotion Dept.</p> <p>Jan. 2010 Senior General Manager of Business Promotion Dept.</p> <p>Apr. 2010 Executive Officer and General Manager of Hamamatsu Office</p> <p>Jun. 2013 Senior Executive Officer of Western Area Business Unit</p> <p>Jun. 2015 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of sales, marketing and operations, and in charge of Business Promotion Dept., Corporate Banking Dept., Personal Banking Dept., Eastern Area Business Unit, Central Area Business Unit, Western Area Business Unit, Operations Planning Dept., and Operations Dept. (to present)</p>	6,000 shares
[Reasons for selection as a candidate for Director]		<p>Mr. Hirotooshi Sugimoto has a wealth of business experience and is well versed in banking operations. His previous positions included General Manager of Hamamatsu Office and Senior Executive Officer of Western Area Business Unit. Serving as the Bank's Director since June 2015, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Sugimoto as a candidate for Director again.</p>	

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
6	Hisashi Shibata (November 18, 1963)	<p>Apr. 1986 Joined the Bank</p> <p>Jan. 2003 Deputy General Manager, Head Office</p> <p>Jun. 2004 Dispatched to Regional Banks Association of Japan as Deputy General Manager and Deputy General Manager of Tokyo Office, Corporate Planning Dept.</p> <p>Jun. 2005 General Manager of Corporate Planning Group, Corporate Planning Dept.</p> <p>Jun. 2009 Senior General Manager of Corporate Planning Dept.</p> <p>Apr. 2011 Senior General Manager of Gofukucho Branch</p> <p>Jun. 2011 Executive Officer, General Manager of Gofukucho Branch</p> <p>Jun. 2012 Senior Executive Officer, Deputy General Manager of Banking Division in charge of securities and international business, General Manager of Metropolitan Business Unit and General Manager of Tokyo Branch</p> <p>Apr. 2013 Senior Executive Officer, Deputy General Manager of Banking Division in charge of Metropolitan Division, General Manager of Metropolitan Business Unit and General Manager of Tokyo Branch</p> <p>Oct. 2013 Senior Executive Officer, Deputy General Manager of Banking Division in charge of Metropolitan Division, General Manager of Metropolitan Business Unit, General Manager of Tokyo Office</p> <p>Jun. 2014 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of credit, and in charge of Credit Dept. and Business Support Dept. (to present)</p>	9,000 shares
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Hisashi Shibata has a wealth of business experience and is well versed in banking operations. His previous positions included General Manager of Gofukucho Branch, General Manager of Metropolitan Business Unit, and General Manager of Tokyo Office. Serving as the Bank's Director since June 2014, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Shibata as a candidate for Director again.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
7	Minoru Yagi (May 7, 1963)	<p>Apr. 1987 Joined the Bank</p> <p>Jun. 2003 Dispatched to Shizugin Management Consulting Co., Ltd. as Deputy General Manager</p> <p>Jun. 2004 General Manager of Human Resources Development Group, Corporate Administration Dept.</p> <p>Jun. 2008 General Manager of Shintori Branch</p> <p>Jan. 2010 General Manager of Yaizu Branch</p> <p>Apr. 2011 Senior General Manager of Corporate Planning Dept.</p> <p>Jun. 2012 Executive Officer, General Manager of Corporate Planning Dept.</p> <p>Jun. 2014 Director & Senior Executive Officer, Deputy General Manager of Corporate Center in charge of corporate planning and corporate administration, and in charge of Corporate Planning Dept. and Corporate Administration Dept. (to present)</p>	9,000 shares
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Minoru Yagi has a wealth of business experience and is well versed in banking operations. His previous positions included General Manager of Yaizu Branch and General Manager of Corporate Planning Dept. Serving as the Bank's Director since June 2014, he has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Yagi as a candidate for Director again.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
8	Masahiro Goto (July 7, 1952)	<p>Apr. 1976 Joined the Bank</p> <p>Jun. 2000 Senior General Manager of Atami Branch</p> <p>Dec. 2000 Senior General Manager of Fujichuo Branch</p> <p>Nov. 2002 Executive Officer, General Manager of Numazu Branch</p> <p>Jun. 2003 Senior Executive Officer, Eastern Area Business Unit</p> <p>Jun. 2005 Senior Executive Officer, Central Area Business Unit</p> <p>Apr. 2007 Senior Executive Officer, Deputy General Manager of Banking Division in charge of sales and marketing</p> <p>Jun. 2007 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of administration</p> <p>Jun. 2008 Director & Senior Executive Officer, Deputy General Manager of Banking Division in charge of sales and marketing</p> <p>Jun. 2010 Director & Senior Managing Executive Officer, General Manager of Banking Division</p> <p>Jun. 2012 Deputy President & Chief Operating Officer, General Manager of Banking Division, in charge of special assignment on cross-organizational challenges</p> <p>Jun. 2014 Deputy President & Chief Operating Officer, General Manager of Corporate Center, in charge of special assignment on cross-organizational challenges</p> <p>Jun. 2015 Director, member of Committee of Administrative Supervision (to present) Chairman and Representative Director of Shizugin Business Create Co., Ltd. (to present) Chairman and Representative Director of Shizugin Sougou Service Co., Ltd. (to present)</p> <p>[Significant concurrent positions] Chairman and Representative Director of Shizugin Business Create Co., Ltd. Chairman and Representative Director of Shizugin General Service Co., Ltd.</p>	50,508 shares
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Masahiro Goto previously served as the Bank's Deputy President and now serves as Chairman and Representative Director of Group companies. Based on his wealth of experience and insight, he provides advice and suggestions and has been fulfilling his role, including in decision-making on important management matters and supervision of business execution. Thus, we selected Mr. Goto as a candidate for Director again.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
9	Kumi Fujisawa (March 15, 1967)	<p>Apr. 1995 Established IFIS Limited Representative Director of the same (retired in July 1999)</p> <p>Nov. 2004 Director, SophiaBank Limited</p> <p>Apr. 2005 Visiting Professor, Hosei University Graduate School (retired in March 2015) Executive Director, The Investment Trusts Association, Japan (to present)</p> <p>Jun. 2006 Audit & Supervisory Board Member, Trenders Inc. (retired in June 2010)</p> <p>Jul. 2006 Director, Symmetry Japan Inc. (retired in March 2015)</p> <p>Jun. 2011 Public Governor, Japan Securities Dealers Association (to present)</p> <p>Feb. 2012 Director, Incorporated Organization for Supporting the Turnaround of Businesses Damaged by the Great East Japan Earthquake (to present)</p> <p>Jun. 2013 Director of the Bank, member of Committee of Administrative Supervision (to present) Audit & Supervisory Board Member, Music Securities, Inc. (retired in June 2015)</p> <p>Aug. 2013 President, SophiaBank Limited (to present)</p> <p>Jun. 2014 Director, Toyota Tsusho Corporation (to present) Director, SCINEX CORPORATION (to present)</p> <p>Jul. 2014 Director, MONEY DESIGN Co., Ltd. (to present)</p> <p>May 2016 Director, Creek and River Co., Ltd. (to present)</p> <p>(Significant concurrent positions) President, SophiaBank Limited</p>	0 shares
<p>[Reasons for selection as a candidate for Outside Director] Ms. Kumi Fujisawa founded Japan's first investment trust evaluation firm and served as its representative director. She also participated in forming SophiaBank Limited and is currently serving as its representative director. She has served in various public positions, including as a committee member of the Financial System Council of the Financial Services Agency. Based on her wealth of experience and knowledge, she has vigorously stated her views and opinions and provided advice and suggestions at meetings of the Board of Directors. As she has been fulfilling her role as the Bank's Outside Director, including in decision-making on important management matters and supervision of business execution, we selected her as a candidate for Outside Director. The term of office as Outside Director of Ms. Kumi Fujisawa will be three years upon the conclusion of this Annual General Meeting of Shareholders.</p> <p>[Matters concerning independence] The Bank has registered Ms. Kumi Fujisawa as an independent officer with Tokyo Stock Exchange Inc. (hereinafter referred to as the "Tokyo Stock Exchange"), as she is judged not to have any potential conflicts of interest with general shareholders according to the criteria for the independence of independent officers as stipulated by the Tokyo Stock Exchange and the criteria for designating independent directors as stipulated by the Bank.</p>			

No.	Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
10	Kazuyasu Kato (November 24, 1944)	<p>Apr. 1968 Joined Kirin Brewery Company, Limited</p> <p>Mar. 2000 Director of the Board, Kirin Brewery Company, Limited</p> <p>Mar. 2003 Senior Executive Officer of Kirin Brewery Company, Limited</p> <p>Apr. 2004 Senior Director of the Board and Senior Executive Officer of Kirin Brewery Company, Limited</p> <p>Mar. 2006 President and CEO of Kirin Brewery Company, Limited</p> <p>Jul. 2007 President and CEO of Kirin Holdings Co., Ltd.</p> <p>Mar. 2010 Chairman of the Board of Kirin Holdings Co., Ltd.</p> <p>Mar. 2012 Advisor of Kirin Holdings Co., Ltd.</p> <p>Mar. 2015 Special Advisor of Kirin Holdings Co., Ltd. (to present)</p> <p>Jun. 2015 Director of the Bank, member of Committee of Administrative Supervision (to present)</p>	0 shares
<p>[Reasons for selection as a candidate for Outside Director] Mr. Kazuyasu Kato served as the President and CEO of Kirin Holdings Co., Ltd. and has a wealth of experience and knowledge as a corporate manager. Based on his experience and knowledge, he has vigorously stated his views and opinions and provided advice and suggestions at meetings of the Board of Directors. As he has been fulfilling his role as the Bank's Outside Director, including in decision-making on important management matters and supervision of business execution, we selected him as a candidate for Outside Director. The term of office as Outside Director of Mr. Kazuyasu Kato will be one year upon the conclusion of this Annual General Meeting of Shareholders.</p> <p>[Matters concerning independence] The Bank has registered Mr. Kazuyasu Kato as an independent officer with Tokyo Stock Exchange Inc. (hereinafter referred to as the "Tokyo Stock Exchange"), as he is judged not to have any potential conflicts of interest with general shareholders according to the criteria for the independence of independent officers as stipulated by the Tokyo Stock Exchange and the criteria for designating independent directors as stipulated by the Bank.</p>			

(Notes) 1. No special interest exists between any of the candidates for Director and the Bank.

2. Ms. Kumi Fujisawa and Mr. Kazuyasu Kato are candidates for Outside Director.

3. Limited liability agreements with Outside Directors

In order to ensure that the Bank is able to secure suitable individuals as its Outside Directors, the Bank has established a provision concerning limited liability agreements with the Outside Directors in the current Articles of Incorporation. Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Bank has concluded agreements (hereinafter referred to as the "limited liability agreements") with Ms. Kumi Fujisawa and Mr. Kazuyasu Kato to limit their liability provided for in Article 423, paragraph 1 of the Companies Act and the agreements are to be continued when they are re-elected as Outside Directors of the Bank. The limitation of liability under the agreement shall be the minimum liability amount provided in Article 425, paragraph 1 of the Companies Act.

4. There are no matters other than those stated above that should be included in the proposals concerning the election of directors as stipulated by Article 74 of the Ordinance for Enforcement of the Companies Act of Japan.

5. With regard to Ms. Kumi Fujisawa, the candidate for Outside Director, the name "Kumi Fujisawa" is used for professional purpose only, and stated above as such due to its high recognition to the public, whereas her name in the domiciliary register is Kumi Tsunoda.

Proposal No. 3: Election of One (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Mr. Yutaka Okoshi will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of one (1) Audit & Supervisory Board Member is proposed.

The Audit & Supervisory Board has approved this proposal in advance.

The candidate is as follows:

Candidate for Audit & Supervisory Board Member

Name (Date of birth)	Brief personal history, positions, responsibilities and significant concurrent positions	Number of the Bank's shares held
Yutaka Okoshi (August 19, 1954)	Apr. 1978 Joined the Bank Nov. 1994 Deputy General Manager, Corporate Planning Dept. Jun. 1999 General Manager of Corporate Planning Group, Corporate Planning Dept. Jun. 2003 General Manager of Shinjuku Branch Jun. 2005 General Manager of Toyohashi Branch Jun. 2007 General Manager of Risk Management Dept. Jun. 2012 Audit & Supervisory Board Member (to present)	9,000 shares
[Reasons for selection as a candidate for Audit & Supervisory Board Member] Mr. Yutaka Okoshi, in his career as a banker, has been involved in business execution and analysis of finance and accounting of companies. As he has been making use of his experience, insight and specialized knowledge in auditing activities, we selected Mr. Okoshi as a candidate for Audit & Supervisory Board Member again.		

- (Notes)
1. No special interest exists between the candidate for Audit & Supervisory Board Member and the Bank.
 2. There are no matters other than those stated above that should be included in the proposals concerning the election of Audit & Supervisory Board Member as stipulated in Article 76 of the Ordinance for Enforcement of the Companies Act of Japan.

Information on Exercising Voting Rights via the Internet

Please read and acknowledge the following matters before exercising your voting rights via the Internet.

1. Exercising Voting Rights via the Internet

(1) Voting rights can be exercised via the Internet by accessing the website designated by the Company exclusively for the purpose of exercising voting rights (<http://www.e-sokai.jp>). This website for the exercise of voting rights is also accessible from the Internet via mobile phones.

* If you have a mobile phone with barcode-reading functions, you can access the exclusive website for the exercise of voting rights by scanning the “QR Code®” shown at the right.



For instructions, please see the owner’s manual or operating instructions for your mobile phone.

(“QR Code” is a registered trademark of DENSO WAVE INCORPORATED.)

(2) When exercising your voting rights via the Internet, please use the “proxy code” and “password” noted on the enclosed Voting Rights Exercise Form and enter your approval or disapproval for the proposals according to the directions on the screen.

(3) We will accept voting via the Internet up to 5:00 p.m. on Thursday, June 16, 2016. You are cordially requested, however, to exercise your voting rights early to facilitate the timely recording of votes.

(4) If you exercise your voting rights both via the Internet and in writing on the Voting Rights Exercise Form, only the vote via the Internet will be deemed as valid.

(5) If you exercise your voting rights via the Internet more than once, or if you exercise your voting rights via the Internet using both a personal computer and mobile phone, only your last vote will be deemed as valid.

(6) All communication charges, etc. required for the exercise of voting rights shall be borne by shareholders.

2. Platform for the Electronic Exercise of Voting Rights

Management trust banks and other nominee shareholders (including standing proxies), by applying in advance for use of the Electronic Voting Platform for Institutional Investors managed by ICJ Inc., a joint company established by the Tokyo Stock Exchange Group Inc. and other entities, are able to use the Platform as an alternative to the method for exercising the voting rights via the Internet described in 1. above.

[System Environment for the exercise of voting rights via the Internet]

The following system environment is required for the use of the website for the exercise of voting rights.

1. When using a PC

- 1) Internet access
 - 2) A display monitor with SVGA resolution (800 (W)× 600 (H) pixels) or higher.
 - 3) Microsoft® Internet Explorer Version 5.01 SP2 (or above) must be installed as your browser.
 - 4) A hardware environment in which the above browser can be used.
 - 5) The Reference Documents for the General Meeting of Shareholders and the Business Report, etc. on the website for the exercise of voting rights can only be viewed from your PC if Adobe® Acrobat® Reader® Version 4.0 (or above) or Adobe® Reader® Version 6.0 (or above) is installed.
- * Internet Explorer is a registered trademark, trademark, or product name of Microsoft Corporation (U.S.A.) in the U.S.A. and/or other countries. Adobe® Acrobat® Reader® and Adobe® Reader® are registered trademarks, trademarks, or product names of Adobe Systems Incorporated (U.S.A.) in the U.S.A. and/or other countries.
- * You may download all of the above software without charge from the respective company websites.

2. When using a mobile phone

- 1) Either “i-mode,” “EZweb,” or “Yahoo! mobile” can be used as an Internet access service.
 - 2) The device must be capable of 128bitSSL telecommunication (encrypted communication).
(For security reasons, the website for the exercise of voting rights is only configured to support 128bitSSL telecommunications (encrypted communication). Consequently, certain devices cannot be used. Voting rights can also be exercised using a full web browser for mobile phones (including smartphones). Please note, however, that certain devices cannot be used.)
- * i-mode, EZweb, Yahoo!, and Yahoo! mobile are registered trademarks, trademarks, or service names of NTT DOCOMO, INC., KDDI CORPORATION, Yahoo! Inc. (U.S.A.), and SOFTBANK Corp., respectively.

《Inquiries regarding the Exercise of Voting Rights via the Internet》

If you have any inquiries about the exercise of voting rights via the Internet, please call the following number.

Transfer Agent: JAPAN SECURITIES AGENTS, LTD.
Agency Department Web Support
[Direct Line (Toll free)] 0120-707-743
Open from 9:00 a.m. to 9:00 p.m. on business days (including Saturdays, Sundays, and national holidays).