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(Securities Code: 8543)
June 9, 2015

To Shareholders with Voting Rights:

Shunji Ono
President
The Minato Bank, Ltd.
1-1, Sannomiya-cho 2-chome,
Chuo-ku, Kobe, Japan

NOTICE OF CONVOCATION OF THE 16TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 16th Annual General Meeting of Shareholders of The Minato Bank, Ltd. (the "Bank"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by Thursday, June 25, 2015 at 5:00 p.m. Japan time.

- 1. Date and Time:** Friday, June 26, 2015 at 10:00 a.m. Japan time
- 2. Place:** Meeting Room, 9F, Head Office of the Bank
1-1, Sannomiya-cho 2-chome, Chuo-ku, Kobe, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report and Non-consolidated Financial Statements for the Bank's 16th Fiscal Year (from April 1, 2014 to March 31, 2015)
 2. Consolidated Financial Statements for the Bank's 16th Fiscal Year (from April 1, 2014 to March 31, 2015) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
 - Proposals to be resolved:**
 - Proposal No. 1:** Appropriation of Surplus
 - Proposal No. 2:** Partial Amendments to the Articles of Incorporation
 - Proposal No. 3:** Election of Five (5) Directors
 - Proposal No. 4:** Election of One (1) Corporate Auditor

4. Exercise of Voting Rights:

(1) Exercise of Voting Rights in Writing (Mail)

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 Thursday, June 25, 2015 at 5:00 p.m. Japan time.

(2) Exercise of Voting Rights via the Internet

Please exercise your voting rights via the Internet by Thursday, June 25, 2015 at 5:00 p.m. Japan time.

End

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- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Additionally, to conserve resources, please bring this Notice of Convocation with you.

- ◎ Of the documents required to be attached to this Notice of Convocation, the following items are posted on the Bank's website (<http://www.minatobk.co.jp>) and are therefore not included with this document, pursuant to laws and regulations and Article 24 of the Articles of Incorporation.
 - (1) Notes to Non-consolidated Financial Statements
 - (2) Notes to Consolidated Financial StatementsFurthermore, the Non-consolidated Financial Statements and the Consolidated Financial Statements shown in the attached documents of this Notice of Convocation are a subset of the Non-consolidated Financial Statements and Consolidated Financial Statements audited by the Accounting Auditor during preparation of the Audit Report.

- ◎ In the event that revisions to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements or the Consolidated Financial Statements are required, the revised items will be posted on the Bank's website (<http://www.minatobk.co.jp>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

In view of the public nature of banks, the Bank holds as its basic policy to expand its management fundamentals, aim to enrich its internal reserves, and implement stable dividends. Under this policy, appropriation of surplus for the fiscal year under review is proposed as follows.

Matters concerning year-end dividends

- (1) Matters concerning the allotment of dividend property to shareholders and the total amount
5 yen per share of common stock, for a total of 2,051,587,635 yen
- (2) Effective date of distribution of surplus
June 29, 2015

Proposal No. 2: Partial Amendments to the Articles of Incorporation

1. Reason for the proposal

Due to the promulgation of the “Act for Partial Revision of the Companies Act” (Act No. 90 of 2014), it is now possible to conclude liability limitation agreements with Directors who are not involved in business execution and Corporate Auditors, and to allow them to maximize fulfillment of their roles, the Bank proposes amendments to Article 36 and Article 44 of the current Articles of Incorporation.

Additionally, the amendments to Article 36 have received approval from each Corporate Auditor.

2. Content of the amendments

The content of the amendments is as follows:

(Underlines indicate amended sections.)

Current Articles of Incorporation	Proposed Amendments
<p style="text-align: center;">CHAPTER V DIRECTORS AND BOARD OF DIRECTORS (Liability limitation agreements for <u>External Directors</u>)</p> <p>Article 36 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Bank may conclude agreements with <u>External Directors</u> to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p> <p style="text-align: center;">CHAPTER VI CORPORATE AUDITORS AND BOARD OF CORPORATE AUDITORS) (Liability limitation agreements for <u>External Corporate Auditors</u>)</p> <p>Article 44 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Bank may conclude agreements with <u>External Corporate Auditors</u> to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p>	<p style="text-align: center;">CHAPTER V DIRECTORS AND BOARD OF DIRECTORS (Liability limitation agreements for <u>Directors</u>)</p> <p>Article 36 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Bank may conclude agreements with <u>Directors (excluding Directors involved in business execution)</u> to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p> <p style="text-align: center;">CHAPTER VI CORPORATE AUDITORS AND BOARD OF CORPORATE AUDITORS) (Liability limitation agreements for <u>Corporate Auditors</u>)</p> <p>Article 44 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Bank may conclude agreements with <u>Corporate Auditors</u> to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p>

Proposal No. 3: Election of Five (5) Directors

The terms of office of three (3) Directors: Messrs. Shunji Ono, Hisashi Yasukuni, and Tadaharu Ohashi will expire at the conclusion of this Annual General Meeting of Shareholders, and Messrs. Seiji Goto and Shigeru Sadakari resigned from their posts as Director on April 30, 2015. Accordingly, the election of five (5) Directors is proposed.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
1	Shunji Ono (Jun. 28, 1950)	Apr. 1973 Joined The Kobe Bank, Ltd. Jun. 2002 Executive Officer and General Manager, Public Entity Sales Department, Sumitomo Mitsui Banking Corporation Jun. 2005 Managing Executive Officer Apr. 2006 Senior Managing Director Apr. 2007 Director May 2007 Executive Vice President, the Bank Jun. 2007 Vice President and Executive Vice President Jun. 2010 President and CEO (current position) (Responsibilities) Audit Department	151,000 shares
2	Hisashi Yasukuni (Apr. 25, 1957)	Apr. 1981 Joined The Hanshin Sogo Bank, Ltd. Jun. 2002 General Manager, Kamigori Branch, the Bank Apr. 2004 Deputy General Manager, Credit Department I Oct. 2006 General Manager, Nishinomiya Branch Apr. 2009 Executive Officer and General Manager, Head Office Business Promotion Apr. 2011 Managing Executive Officer Jun. 2011 Managing Director and Managing Executive Officer (current position) (Responsibilities) Credit Planning Department, Credit Department, Corporate Consulting Department, Credit Administration Department, Loan Credit Section	42,000 shares
3	Tadaharu Ohashi (Nov. 9, 1944)	Apr. 1969 Joined Kawasaki Heavy Industries, Ltd. Jun. 2003 Senior Vice President Apr. 2005 Senior Executive Vice President Jun. 2005 President Jun. 2009 Chairman of the Board Jun. 2013 Counselor (current position) Jun. 2013 Director, the Bank (current position) (Significant concurrent positions) Counselor, Kawasaki Heavy Industries, Ltd. Chairman, The Kobe Chamber of Commerce and Industry	5,000 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
4*	Hiroaki Hattori (Dec. 4, 1956)	<p>Apr. 1980 Joined Taiyo Kobe Bank Limited</p> <p>Oct. 2002 General Manager, Kishiwada Corporate Business Office, Sumitomo Mitsui Banking Corporation</p> <p>Apr. 2004 General Manager, Nishinomiya Corporate Business Office</p> <p>Apr. 2006 General Manager, Dojima Corporate Business Office I</p> <p>Apr. 2008 General Manager, Kobe Corporate Business Office II</p> <p>Apr. 2010 Executive Officer and General Manager, Kobe Corporate Business Division</p> <p>Apr. 2012 Managing Executive Officer and General Manager, Kobe Corporate Business Division, General Manager, Chu-shikoku Corporate Business Division</p> <p>May 2015 Executive Vice President, the Bank (current position) (Responsibilities) Customers Relationship Management Department, Business Planning Department, Branch Support Department, Region Strategy Division, Business Support Division, International Business Department</p>	0 shares
5*	Wataru Takahashi (Sep. 6, 1954)	<p>Apr. 1978 Joined Bank of Japan</p> <p>Mar. 2002 Associate Director-General, International Department</p> <p>Jul. 2004 Deputy Director-General, International Department</p> <p>Aug. 2006 Director-General, Institute for Monetary and Economic Studies</p> <p>Apr. 2011 Senior Research Fellow, Institute for Monetary and Economic Studies</p> <p>Jul. 2011 Professor, Research Institute for Economics and Business Administration, Kobe University (seconded)</p> <p>Apr. 2013 Professor, Faculty of Economics, Osaka University of Economics (current position)</p> <p>Apr. 2013 Research Fellow, Research Institute for Economics and Business Administration, Kobe University (current position) (Significant concurrent positions) Professor, Faculty of Economics, Osaka University of Economics Research Fellow, Research Institute for Economics and Business Administration, Kobe University</p>	0 shares

Notes: 1. No conflict of interest exists between the Bank and the above candidates for Directors.

2. Of the candidates for Director, Messrs. Tadaharu Ohashi and Wataru Takahashi are candidates for External Director. Matters concerning the above two candidates are as shown below.

(1) Reasons for selection as candidates for External Director

- Mr. Tadaharu Ohashi has a wealth of experience and a wide range of view as a manager, and is providing appropriate views and suggestions as an External Director of the Bank, and the Bank proposes his continued election as an External Director. Additionally, his term of office as External Director of the Bank will be two (2) years at the close of this General Meeting. Furthermore, he has been designated as an Independent Director/Auditor pursuant to the stipulations of the Tokyo Stock Exchange, Inc. and has been submitted to the aforementioned Exchange.
- Mr. Wataru Takahashi has not been directly involved in corporate management including as an External Director, but has a wealth of experience and a wide range of views regarding finance as an academic, and the Bank has determined that he is appropriate as an External Director. Furthermore, the Bank plans to submit documentation to the Tokyo Stock Exchange, Inc. designating him as an Independent Director/Auditor.

(2) Liability limitation agreements

- To allow for External Directors to fully perform their expected duties, based on Article 427, Paragraph 1 of the Companies Act, the Bank has stipulated in Article 36 of the Articles of Incorporation that the Bank may conclude agreements with External Directors to limit their liability for damages resulting from negligence of duties. As a result, the Bank has currently concluded a liability limitation agreement with Mr. Tadaharu Ohashi, and if he is reappointed as Director, the Bank plans to continue with this agreement. Concerning Mr. Wataru Takahashi, if he is elected as Director, the Bank plans to conclude a liability limitation

agreement with him. Furthermore, if Proposal No. 2 “Partial Amendments to the Articles of Incorporation” is approved, it will then become possible to conclude such agreements with “Directors (excluding Directors involved in business execution)” including External Directors. The content of the liability limitation agreement is as follows.

- In the event that negligence of duties by External Directors causes liability damages to the Bank, provided that the External Director was acting in good faith and without gross negligence, the External Director will be liable for maximum damages that are the minimum amount stipulated by Article 425, Paragraph 1 of the Companies Act, and any amounts in excess of this amount shall be exempt.
3. * denotes a new candidate for Director.

Proposal No. 4: Election of One (1) Corporate Auditor

The term of office of Corporate Auditor Masayasu Kikuchi will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of one (1) Corporate Auditor is proposed.

This proposal has received the approval of the Board of Corporate Auditors.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of shares of the Bank held
Takeshi Morimoto (Apr. 4, 1958)	Apr. 1982 Joined the Taiyo Kobe Bank Limited Jun. 2004 General Manager, Kasukabe Corporate Business Office, Sumitomo Mitsui Banking Corporation Apr. 2007 Deputy Director-General, Planning Department, the Bank Nov. 2008 General Manager, Planning Department Apr. 2010 Executive Officer and General Manager, Planning Department Apr. 2011 Executive Officer and General Manager, Tokyo Branch, General Manager, Tokyo Office, Planning Department Apr. 2013 Managing Executive Officer and General Manager, Tokyo Branch, General Manager, Tokyo Office, Planning Department Apr. 2014 Managing Executive Officer Apr. 2015 Advisor (current position)	4,000 shares

Notes: 1. No conflict of interest exists between the Bank and the above candidate for Corporate Auditor.

2. Mr. Takeshi Morimoto is a new candidate for Corporate Auditor.