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(Securities Code: 8368)
June 3, 2015

To Shareholders with Voting Rights:

Toshiyasu Ito
Director and President
THE HYAKUGO BANK, LTD.
21-27, Iwata,
Tsu City, Mie, Japan

NOTICE OF CONVOCATION OF THE 200TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 200th Annual General Meeting of Shareholders of THE HYAKUGO 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 by submitting the enclosed Voting Rights Exercise Form, or via electromagnetic means (the Internet, etc.). Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by Thursday, June 18, 2015 at 5:15 p.m. Japan time.

1. **Date and Time:** Friday, June 19, 2015 at 10:00 a.m. Japan time (Reception begins at 9:00 a.m.)

2. **Place:** 10F, Auditorium, Head Office of the Bank, 21-27, Iwata, Tsu City, Mie, Japan

3. **Meeting Agenda:**
   Matters to be reported:
   1. The Business Report and Non-consolidated Financial Statements for the Bank's 200th Fiscal Year (from April 1, 2014 to March 31, 2015)
   2. Consolidated Financial Statements for the Bank's 200th 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: Election of Fourteen (14) Directors
   Proposal No. 3: Election of Two (2) Corporate Auditors

4. Exercise of Voting Rights:

(1) Exercise of Voting Rights in Writing
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 aforementioned deadline.

(2) Exercise of Voting Rights via Electromagnetic Means (the Internet, etc.)
To increase convenience for shareholders, the Bank has made the exercise of voting rights via electromagnetic means (the Internet, etc.) available from the current year. Please access the Bank's designated voting website (http://www.evote.jp/) using the "Login ID" and "Temporary Password" enclosed with the Voting Rights Exercise Form, follow the instructions on the voting website, and indicate your vote for or against the proposals by the aforementioned deadline.

(3) Handling of Duplicate Voting
If you vote both in writing on the Voting Rights Exercise Form and via electromagnetic means (the Internet, etc.), only your vote placed via electromagnetic means (the Internet, etc.) will be valid. In addition, if you submit your vote multiple times via electromagnetic means (the Internet, etc.), only the last vote will be valid.

End

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- As parking space is limited, please use public transportation, etc. when attending the meeting.
- Any updates to the Reference Documents or the Attached Documents for the General Meeting of Shareholders will be posted on the Bank's website (http://www.hyakugo.co.jp/).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

In order to secure a stable management base for the long term, the Bank holds a basic policy of taking enrichment of internal reserves into consideration, while also providing stable return of profits to shareholders. Concerning year-end dividends and other appropriation of surplus for the fiscal year under review, in consideration of business results and future business expansion, the Bank proposes the following.

1. Matters concerning year-end dividends
   (1) Type of dividend property
   Cash
   (2) Matters concerning the allotment of dividend property and the total amount
   4 yen per share of common stock,
   The total amount of dividends in this case is 1,014,798,792 yen
   (3) Effective date of distribution of surplus
   June 22, 2015
2. Other matters concerning the appropriation of surplus
   (1) Item and the amount of surplus to be increased
   General reserve 11,100,000,000 yen
   (2) Item and amount of surplus to be decreased
   Retained earnings brought forward 11,100,000,000 yen

Proposal No. 2: Election of Fourteen (14) Directors

The terms of office of all fourteen (14) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of fourteen (14) 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	Tsuyoshi Ueda (Jun. 13, 1951)	Apr. 1974 Joined the Bank Jan. 1997 General Manager, Takajaya Branch, General Manager, Shiroyama Sub-branch Apr. 1999 Senior Assistant Manager, Corporate Planning Division Jun. 1999 General Manager, Staff of Management Committee Jun. 2000 Manager, Corporate Planning Group Jun. 2001 General Manager, Corporate Planning Group Apr. 2002 General Manager, Operation Planning & System Group Jun. 2003 Director and General Manager, Operation Planning & System Group Apr. 2007 Director and General Manager, Operation Planning & Administration Division, General Manager, Computer Systems Planning & Administration Division Jun. 2007 Managing Director and Senior General Manager, System & Operations Headquarters Jun. 2009 Director and President Apr. 2015 Director and Chairman To the present (Representative Director)	121,000 shares
2	Toshiyasu Ito (Jul. 29, 1953)	Apr. 1976 Joined the Bank Dec. 1998 General Manager, Kyonan Branch Jun. 2001 General Manager, Tokyo Business Division, General Manager, Tokyo Office, Staff of Management Committee Apr. 2002 General Manager, Corporate Planning Group Jun. 2004 General Manager, Treasury & Securities Group Jun. 2005 Director and General Manager of Tsu Regional Headquarters Jun. 2006 Director and General Manager of Nagoya Regional Headquarters Jun. 2007 Managing Director Jun. 2009 Director and Deputy President Apr. 2015 Director and President To the present (Representative Director, in charge of New Head Office Projects Division)	118,000 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
3	Yoshihiko Watanabe (Feb. 7, 1954)	Apr. 1976 Joined the Bank Jun. 2001 Deputy General Manager, Corporate Planning Group Jul. 2002 General Manager, Yokkaichi-nishi Branch Jan. 2004 General Manager, Human Resources Group Jun. 2005 Director and General Manager, Human Resources Group Apr. 2007 Director and General Manager, Personnel Division Jun. 2007 Director and General Manager of Tsu Regional Headquarters Jan. 2009 Managing Director and General Manager of Tsu Regional Headquarters Jun. 2009 Managing Director Aug. 2011 Senior Managing Director Jun. 2014 Director and Deputy President To the present (Representative Director, in charge of Business Planning & Promotion Headquarters, Business Administration Division, Business Planning Division, Retail Loan Division, Business Promotion Division, Quality Management Division)	47,000 shares
4	Masakazu Sugiura (Jan. 31, 1957)	Apr. 1980 Joined the Bank Jan. 2004 General Manager, Yokkaichi-nishi Branch Jun. 2005 General Manager, Yokkaichi Branch Jun. 2007 General Manager, Corporate Planning Division Jun. 2009 Director and General Manager, Corporate Planning Division Apr. 2010 Director and General Manager of Nansei Regional Headquarters Jun. 2012 Director and General Manager, Treasury & Securities Division Jun. 2013 Managing Director and General Manager of Aichi Regional Headquarters Jun. 2014 Managing Director To the present (In charge of Corporate Planning Division, BPR, Risk Management Division, Compliance Management Division)	28,000 shares
5	Hideto Tanaka (Jul. 23, 1955)	Sep. 1980 Joined the Bank Dec. 2003 General Manager, Taki Branch Jun. 2005 General Manager, Kameyama Branch, General Manager, Higashimiyuki Sub-branch Jun. 2006 General Manager, Kuwana Branch Jun. 2008 General Manager, Personal Banking Division Jun. 2009 Director and General Manager, Credit Supervision Division Jun. 2011 Director and General Manager, Treasury & Securities Division Jun. 2012 Director and General Manager, Personnel Division To the present	48,250 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
6	Masaki Terao (Sep. 15, 1957)	Apr. 1981 Joined the Bank Jun. 2003 General Manager, Tomida-ekimae Branch Jun. 2005 General Manager, Suzuka Branch Jun. 2007 General Manager, Personnel Division Jun. 2009 Director and General Manager, Personnel Division Jun. 2010 Director and General Manager, Treasury & Securities Division Jun. 2011 Director and General Manager, Corporate Planning Division Jun. 2014 Director and General Manager of Nansei Regional Headquarters To the present	18,000 shares
7	Koushi Hamada (Feb. 12, 1957)	Apr. 1979 Joined the Bank Jun. 2000 General Manager, Johoku Branch Apr. 2002 General Manager, Nakamura Branch Jun. 2004 General Manager, Chubu Corporate Business Division Jun. 2005 General Manager, Nagoya Branch Jun. 2007 General Manager, Corporate Banking Division Jun. 2009 General Manager, Business Planning & Promotion Division Jun. 2011 Director and General Manager of Chusei Regional Headquarters Jun. 2012 Director and General Manager of Nansei Regional Headquarters Jun. 2014 Director and General Manager, Business Promotion Division To the present	10,000 shares
8	Etsuo Goto (Mar. 12, 1959)	Apr. 1981 Joined the Bank Jun. 2003 General Manager, Tochi Branch Jun. 2005 General Manager, Hiratacho-ekimae Branch Jun. 2007 General Manager, Yokkaichi Branch Jun. 2009 General Manager, Head Office Business Division Jun. 2011 General Manager, Credit Supervision Division Apr. 2013 General Manager, Credit Division Jun. 2013 Director and General Manager of Hokusei Regional Headquarters To the present	31,030 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
9	Norimitsu Nago (Sep. 23, 1959)	Apr. 1982 Joined the Bank Jun. 2007 Deputy General Manager, Risk Management Division, Manager, Credit Risk Management Department Jun. 2008 General Manager, Risk Management Department Apr. 2010 General Manager, Osaka Business Division Jun. 2011 General Manager, Yokkaichi Branch Jun. 2013 Director and General Manager, Treasury & Securities Division To the present	24,000 shares
10	Nobuaki Kamamori (Sep. 8, 1958)	Apr. 1981 Joined the Bank Jun. 2005 General Manager, Sujikaibashi Branch, General Manager, Wataraibashi Sub-branch Jun. 2007 General Manager, Tokyo Business Division Jun. 2009 General Manager, Matsusaka-Kishu Regional Headquarters Apr. 2010 Deputy Senior General Manager, Business Planning & Promotion Headquarters Jun. 2012 General Manager, Chusei Regional Headquarters Jun. 2013 Director and General Manager, Chusei Regional Headquarters Jun. 2014 Director and General Manager, Aichi Regional Headquarters To the present	14,000 shares
11	Akira Takenaka (Apr. 15, 1959)	Apr. 1983 Joined the Bank Dec. 2004 General Manager, Toin Branch, General Manager, Neopolis Sub-branch Jun. 2006 General Manager, Inabe Branch, General Manager, Ageki Sub-branch, General Manager, Daian Sub-branch Jun. 2009 General Manager, Nagoya Branch Jun. 2011 General Manager, Matsusaka Branch Jun. 2013 General Manager, Credit Division Jun. 2014 Director and General Manager, Credit Division To the present	6,000 shares
12	*Tsuyoshi Yanagitani (Sep. 25, 1959)	Apr. 1983 Joined the Bank Apr. 2004 General Manager, Futamiura Branch Jun. 2006 Manager, Toba-shima Regional Headquarters Apr. 2007 General Manager, Yada Branch Jun. 2009 General Manager, Matsusaka Branch Jun. 2011 General Manager, Nagoya Branch Jun. 2013 General Manager, Head Office Business Division Jun. 2014 General Manager of Chusei Regional Headquarters To the present	0 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Bank held
13	Nagahisa Kobayashi (Nov. 8, 1943)	Mar. 1966 Joined Yokkaichi Warehousing Corporation (currently Japan Transcity Corporation) Jun. 1991 General Manager, Tokyo Branch Aug. 1994 General Manager, Transport Planning Division, Transport Business Department, General Manager, Chubu Transport Division, Transport Business Department Jun. 1995 Director Jun. 1999 Managing Director Jun. 2001 Representative Director and Senior Managing Director Jun. 2003 Representative Director and President Jun. 2011 Representative Director and Chairman To the present Jun. 2013 Outside Director of the Bank To the present (Significant concurrent positions) Representative Director and Chairman of Japan Transcity Corporation	12,000 shares
14	*Hisashi Kawakita (Aug. 30, 1946)	Apr. 1969 Joined Toyota Motor Sales Co., Ltd. Jun. 1978 Retired from Toyota Motor Sales Co., Ltd. Jul. 1978 Joined Mie Toyopet Co., Ltd. Jun. 1980 Director, Mie Toyopet Co., Ltd. Jun. 1981 Representative Director and Managing Director, Mie Toyopet Co., Ltd. Jun. 1984 Representative Director and President, Mie Toyopet Co., Ltd. To the present Jun. 2007 Outside Corporate Auditor of the Bank To the present Jun. 2014 Representative Director and President, Chitose Co., Ltd. To the present (Significant concurrent positions) Representative Director and President, Mie Toyopet Co., Ltd. Representative Director and President, Chitose Co., Ltd.	39,745 shares

(Notes)
1. There are transactions such as borrowing of funds between the Bank and Japan Transcity Corporation, where candidate for Director Mr. Nagahisa Kobayashi serves as Representative Director and Chairman. There are transaction such as borrowing of funds between the Bank and both Chitose Co., Ltd. and Mie Toyopet Co., Ltd. where candidate for Director Hisashi Kawakita serves as Representative Director and President at both.
   There are no special interests between the Bank and other candidates for Director.
2. Messrs. Nagahisa Kobayashi and Hisashi Kawakita are candidates for Outside Director. The Bank has submitted Messrs. Nagahisa Kobayashi and Hisashi Kawakita as Independent Directors as stipulated by the Tokyo Stock Exchange, Inc. and the Nagoya Stock Exchange, Inc. If Mr. Nagahisa Kobayashi is reelected and Mr. Hisashi Kawakita is elected as proposed, they will continue to serve as Independent Directors.
3. Mr. Nagahisa Kobayashi has a wealth of experience and wide range of views from his many years of experience in management, and in anticipation of receiving audits and effective counsel concerning overall management, the Bank proposes his election as Outside Director.
4. Mr. Nagahisa Kobayashi is currently an Outside Director of the Bank, and his term of office as Outside Director will be two (2) years at the close of this General Meeting of Shareholders.
5. Mr. Hisashi Kawakita has a wealth of experience and wide range of views from his many years of experience in management, and in anticipation of receiving audits and effective counsel concerning overall management based on the appropriate auditing he conducted during his tenure as Outside Corporate Auditor of the Bank, the Bank proposes his election as Outside Director.
6. Mr. Hisashi Kawakita is currently an Outside Corporate Auditor of the Bank, and his term of office as Outside Corporate Auditor will be eight (8) years at the close of this General Meeting of Shareholders.
7. A summary of liability limitation agreements with Outside Directors is as follows.
   As stipulated in the Articles of Incorporation and based on stipulations of Article 427, Paragraph 1 of the Companies Act, the Bank has concluded liability limitation agreements with Outside Directors to limit liabilities as set forth in Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability borne under the agreement shall be limited to the lower limit amount stipulated in Article 425, Paragraph 1 of the Companies Act, assuming that there is no willful misconduct or gross negligence during the execution of duties by the Outside Director. If Mr. Nagahisa Kobayashi is reelected as Outside Director at this General Meeting, the Bank is scheduled to continue with this agreement. Furthermore, if Mr. Hisashi Kawakita is elected, the Bank is scheduled to conclude the same agreement with him.
8. New candidates are marked with *.

Proposal No. 3: Election of Two (2) Corporate Auditors

The terms of office of Corporate Auditors Teiji Watanabe and Hisashi Kawakita will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of two (2) Corporate Auditors is proposed.

The Board of Corporate Auditors has given consent to the submitted Proposal.

The candidates for Corporate Auditor are as follows:

No.	Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of shares of the Bank held
1	Teiji Watanabe (Nov. 8, 1945)	Apr. 1984 Assistant Professor, Faculty of Humanities, Law and Economics, Mie University Apr. 1987 Professor, Faculty of Humanities, Law and Economics, Mie University Apr. 2004 Director and Vice President, Mie University Mar. 2007 Retired from Mie University Apr. 2007 Special Assistant to the President, Mie University Jun. 2007 Outside Corporate Auditor of the Bank To the present Mar. 2011 Retired from the post as Special Assistant to the President, Mie University	21,000 shares
2	*Yasunari Kawabata (Jan. 6, 1962)	Apr. 1998 Registered as an attorney-at-law (Mie Bar Association) Oct. 2004 Established Kawabata Law Office (Matsusaka City) To the present (Significant concurrent positions) Representative Attorney, Kawabata Law Office	0 shares

(Notes)
1. There are no special interests between candidate for Corporate Auditor Teiji Watanabe and the Bank. There are residential loan transactions between the Bank and candidate for Corporate Auditor Yasunari Kawabata.
2. Messrs. Teiji Watanabe and Yasunari Kawabata are candidates for Outside Corporate Auditor. Furthermore, Mr. Yasunari Kawabata is a candidate for Independent Director as stipulated by the Tokyo Stock Exchange, Inc. and the Nagoya Stock Exchange, Inc.
3. Mr. Teiji Watanabe has a wealth of experience and wide range of views from his many years of experience as a university professor, and in anticipation of receiving audits and effective counsel concerning overall management, the Bank proposes his election as Outside Corporate Auditor. In anticipation of the high level of expertise and specialization in law as an attorney held by Mr. Yasunari Kawabata, the Bank proposes his election as Outside Corporate Auditor.
4. Although Mr. Teiji Watanabe has not been directly involved in corporate management, the Bank believes that his experience in serving as Director and Vice President of a university provides an appropriate level of ability to supervise corporate management, and he will appropriately be able to fulfill the duties of Outside Corporate Auditor.
5. Although Mr. Yasunari Kawabata has not been directly involved in corporate management, the Bank believes that his wealth of experience as an attorney will enable him to appropriately fulfill the duties of Outside Corporate Auditor.
6. Mr. Teiji Watanabe is currently an Outside Corporate Auditor of the Bank, and his term of office as Outside Corporate Auditor will be eight (8) years at the close of this General Meeting of Shareholders.
7. A summary of liability limitation agreements with Outside Corporate Auditors is as follows.
   As stipulated in the Articles of Incorporation and based on stipulations of Article 427, Paragraph 1 of the Companies Act, the Bank has concluded liability limitation agreements with Outside Corporate Auditors to limit liabilities as set forth in Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability borne under the agreement shall be limited to the lower limit amount stipulated in Article 425, Paragraph 1 of the Companies Act, assuming that there is no willful misconduct or gross negligence during the execution of duties by the Outside Corporate Auditor. If Mr. Teiji Watanabe is reelected as Outside Corporate Auditor at this General Meeting, the Bank is scheduled to continue with this agreement. Furthermore, if Mr. Yasunari Kawabata is elected, the Bank is scheduled to conclude the same agreement with him.
8. New candidates are marked with *.