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(Securities Code: 8370)
June 6, 2016

To Shareholders with Voting Rights:

Yasuyuki Matsuoka
President
The Kiyo Bank, Ltd.
1-35, Honmachi, Wakayama City
Wakayama, Japan

NOTICE OF CONVOCATION OF THE 206TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 206th Annual General Meeting of Shareholders of The Kiyo 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 electromagnetic means (the Internet). Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by 5 p.m. on Tuesday, June 28, 2016 Japan time.

1. **Date and Time:** Wednesday, June 29, 2016 at 10 a.m. Japan time

2. **Place:** 4F Grande, Daiwa Roynet Hotel Wakayama, 26-1, Shichibancho, Wakayama City, Wakayama, Japan

3. **Meeting Agenda:**

Matters to be reported:

1. The Business Report and Non-consolidated Financial Statements for the Bank's 206th Fiscal Year (from April 1, 2015 to March 31, 2016)
2. Consolidated Financial Statements for the Bank's 206th Fiscal Year (from April 1, 2015 to March 31, 2016) 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 Eleven (11) Directors
Proposal No. 3: Election of One (1) Corporate Auditor

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 following deadline.

Deadline for Exercise of Voting Rights**:** 5 p.m., Tuesday, June 28, 2016

Exercise of Voting Rights via Electromagnetic Means (the Internet)

Please access the Bank's designated voting website (http://www.evote.jp/) using a computer, smartphone or cellphone, and follow the instructions on the voting website, and indicate your vote for or against the proposals by the following deadline.

Deadline for Exercise of Voting Rights**:** 5 p.m., Tuesday, June 28, 2016

[Handling of Duplicate Voting]

(1) If you vote both in writing on the Voting Rights Exercise Form and via the Internet, only your vote placed via the Internet will be valid.

(2) If you submit your vote multiple times via the Internet, only the last vote will be valid. In addition, if you submit your vote in duplicate via the computer, smartphone and cellphone, only the last vote will be valid.

End

◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

◎ Please note that a person who is not a shareholder such as a proxy or an accompanying person cannot attend the General Meeting of Shareholders. If exercising voting rights via proxy in accordance with the provisions of the Articles of Incorporation, please submit a document certifying the authority of proxy.

◎ In accordance with laws and regulations as well as Article 18 of the Articles of Incorporation of the Bank, the following documents are posted on the Bank's website and are therefore not included with this document. Therefore, the Attached Documents of this Notice of Convocation are only part of the documents audited by the Corporate Auditors and the Accounting Auditor in the preparation of the Auditor's Report.

1) Notes to the Non-consolidated Financial Statements
2) Notes to the Consolidated Financial Statements

◎ Any updates to the Business Report, the Non-consolidated Financial Statements, Consolidated Financial Statements, and the Reference Documents for the General Meeting of Shareholders will be posted on the Bank's website

Website of the Bank	http://www.kiyobank.co.jp/investors/ir/meeting/

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

As a basic policy, in light of its public nature as a regional financial institution, the Bank aims to secure both a stable management foundation over the long term, accumulating appropriate internal reserves with the intent of strengthening its financial structure, as well as strengthening returns to shareholders, and as a management index to indicate profitability and capital efficiency, work to improve the stock price.

Based on this basic policy, it is proposed that the surplus be appropriated as follows, giving comprehensive consideration to factors such as the result of the 206th term as well as an internal reserve provided for future business development.

Matters concerning year-end dividends

1) Type of dividend property
   Cash
2) Matters concerning the allotment of dividend property and the total amount
   35 yen per share of common stock, for a total of 2,486,990,765 yen
3) Effective date of distribution of surplus
   June 30, 2016

Proposal No. 2: Election of Eleven (11) Directors

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

We therefore propose the election of eleven (11) Directors, increased by one (1) Outside Director to further enhance governance.

The candidates for Directors are as follows:

No.	Name (Date of birth)	Past experience (Positions, responsibilities, and significant concurrent positions)	Number of shares of the Bank held
1	Reappointment Hiroomi Katayama (Jan. 4, 1947) Term of office: 19 years	Feb. 1972 Joined the Bank and served as General Manager of Nagoya Branch and Deputy General Manager of Human Resources Department, etc. Oct. 1993 General Manager, Business Promotion Department Jun. 1995 General Manager, Sakai Branch Apr. 1997 General Manager, Corporate Planning Department Jun. 1997 Director; General Manager, Corporate Planning Department Aug. 1997 Director; General Manager, Corporate Planning Department; General Manager, President Office Dec. 1998 Director; General Manager, Corporate Planning Department Apr. 1999 Director; General Manager, General Administration Department Oct. 1999 Director; General Manager, Supervisory Branch; General Manager, Higashi-Wakayama Branch May 2001 Managing Director; General Manager, Supervisory Branch; General Manager, Higashi-Wakayama Branch Jun. 2001 Managing Director Apr. 2002 President and Representative Director Feb. 2006 President and Representative Director, Kiyo Holdings, Inc. Oct. 2013 Retired from President and Representative Director, Kiyo Holdings, Inc. Jun. 2015 Chairman and Representative Director (current position)	39,114 shares
	[Reasons for nomination as a candidate for Director] Mr. Hiroomi Katayama has been appointed Director since June 1997, served as President from April 2002 to June 2015, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.		
2	Reappointment Yasuyuki Matsuoka (Oct. 18, 1955) Term of office: 11 years	Apr. 1978 Joined the Bank and served as Deputy Manager of Head Office Marketing Department and General Manager of Shirahama Branch, etc. Jun. 2002 General Manager, Secretarial Office, Management Planning Department Oct. 2002 General Manager, Reform Project Promotion Office; General Manager, Secretarial Office Apr. 2003 Deputy General Manager, Management Planning Division Apr. 2004 General Manager, Management Planning Division Jun. 2005 Director; General Manager, Business Promotion Division Jun. 2009 Managing Director; General Manager, Head Office Marketing Department Jun. 2012 Managing Director Jun. 2013 Senior Managing Director Jun. 2015 President and Representative Director (current position)	20,003 shares
	[Reasons for nomination as a candidate for Director] Mr. Yasuyuki Matsuoka has been appointed Director since June 2005, served as President from June 2015, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Past experience
(Positions, responsibilities, and significant concurrent positions)</th><th>Number of shares of the Bank held</th></tr>
<tr><td rowspan="2">3</td><td>Reappointment

Keiji Shima
(May 19, 1958)

Term of office:
6 years</td><td>Apr. 1981 Joined the Bank and served as Deputy General Manager of Business Planning Department, Deputy General Manager of Public Sector Marketing Department, Deputy General Manager of Management Planning Department, etc.
Apr. 2003 General Manager, Horidome Branch
Apr. 2005 General Manager, Business Promotion Division
Oct. 2006 General Manager, Pyxis Marketing Department, Business Promotion Division; General Manager, Retail Marketing Department
Jan. 2007 General Manager, Kainan-Ekimae Branch in charge of Associate Branches
Oct. 2008 General Manager, Loan Department
Jun. 2009 Executive Officer; General Manager, Loan Department
Jun. 2010 Director; General Manager, North Osaka Operations Department; General Manager, South Osaka Operations Department
Jun. 2012 Director; General Manager, Tokyo Headquarters; General Manager, Tokyo Branch
Jun. 2013 Managing Director; General Manager, Business Promotion Division; General Manager, Osaka Headquarters
Jun. 2014 Managing Director; General Manager, Osaka Headquarters; General Manager, Business Promotion Division
Oct. 2014 Managing Director; General Manager, Business Promotion Division; General Manager, Wakayama Operations Department
Jun. 2015 Managing Director
Apr. 2016 Managing Director (current position) in charge of Risk Management Department, Computer Systems Department and Integrated Administration Department</td><td>10,700 shares</td></tr>
<tr><td colspan="2">[Reasons for nomination as a candidate for Director]
Mr. Keiji Shima has served as General Manager, Horidome Branch and General Manager, Kainan-Ekimae Branch in charge of Associate Branches, etc., served as Director from June 2010, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.</td></tr>
<tr><td rowspan="2">4</td><td>Reappointment

Hideki Tameoka
(Mar. 6, 1959)

Term of office:
4 years</td><td>Apr. 1982 Joined the Bank
Apr. 2001 Deputy General Manager, Management Planning Department
Oct. 2006 General Manager, Management Planning Department, Management Planning Division
Aug. 2007 General Manager, Higashi-Wakayama Branch in charge of Associate Branches
Oct. 2009 General Manager, Marketing Supervisory Department, Business Promotion Division; General Manager, Retail Marketing Division
Jun. 2010 Executive Officer; General Manager, Marketing Supervisory Department, Business Promotion Division
Jun. 2012 Director; General Manager, Osaka Operations Department
Jun. 2015 Managing Director (current position) in charge of Human Resources Department and General Administration Department</td><td>10,700 shares</td></tr>
<tr><td colspan="2">[Reasons for nomination as a candidate for Director]
Mr. Hideki Tameoka has served as General Manager of Management Planning Department and General Manager of Higashi-Wakayama Branch in charge of Associate Branches, etc., served as Director from June 2012, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.</td></tr>
</table>

No.	Name (Date of birth)	Past experience (Positions, responsibilities, and significant concurrent positions)	Number of shares of the Bank held
5	Reappointment Yuichi Imamura (Sep. 28, 1956) Term of office: 4 years	Apr. 1979 Joined the Bank and served as General Manager of Kumatori Branch and Senboku Branch, etc. Apr. 2006 General Manager, Kishiwada Branch in charge of Associate Branches Apr. 2008 General Manager, Osaka Branch Oct. 2010 Executive Officer; General Manager, North Wakayama Operations Department; General Manager, South Wakayama Operations Department Jun. 2012 Director; General Manager, Sakai Branch Oct. 2014 Director, General Manager, Head Office Marketing Department Jun. 2015 Managing Director; General Manager, Head Office Marketing Department (current position)	9,811 shares
	[Reasons for nomination as a candidate for Director] Mr. Yuichi Imamura has served as General Manager of Kishiwada Branch in charge of Associate Branches and General Manager of Osaka Branch, etc., served as Director from June 2012, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.		
6	Reappointment Yoshito Takenaka (Jul. 13, 1959) Term of office: 3 years	Apr. 1983 Joined the Bank and served as General Manager of Senboku Branch and Acting General Manager of Business Promotion Department, etc. Oct. 2005 Deputy General Manager, Management Planning Division Apr. 2006 Deputy General Manager, General Administration Division Oct. 2006 Deputy General Manager, Human Resources Department Oct. 2007 General Manager, Human Resources Department Jun. 2011 Executive Officer; General Manager, Human Resources Department Jun. 2013 Director Jun. 2015 Director; General Manager, Management Planning Division Oct. 2015 Director (current position) in charge of Management Planning Department	9,200 shares
	[Reasons for nomination as a candidate for Director] Mr. Yoshito Takenaka has served as General Manager of Senboku Branch and General Manager of Human Resources Department, etc., served as Director from June 2013, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Past experience
(Positions, responsibilities, and significant concurrent positions)</th><th>Number of shares of the Bank held</th></tr>
<tr><td rowspan="2">7</td><td>Reappointment

Kazuhiko Hino
(Jul. 1, 1960)

Term of office:
1 year</td><td>Apr. 1984 Joined the Bank and served as General Manager of Wakayamashi-Ekimae Branch and Deputy Manager of Head Office Marketing Department, etc.
Apr. 2005 Deputy General Manager, Management Planning Division
Jan. 2007 General Manager, Marketing Supervisory Department, Business Promotion Division; General Manager, Retail Marketing Department
Apr. 2008 General Manager, Retail Marketing Department, Business Promotion Division
Oct. 2009 General Manager, Kishiwada Branch in charge of Associate Branches
Jun. 2012 Executive Officer; General Manager, Kishiwada Branch in charge of Associate Branches
Oct. 2012 Executive Officer; General Manager, Osaka Branch
Jun. 2015 Director; General Manager, Business Promotion Division; General Manager, Wakayama Operations Department (current position)</td><td>7,300 shares</td></tr>
<tr><td colspan="2">[Reasons for nomination as a candidate for Director]
Mr. Kazuhiko Hino has served as General Manager of Kishiwada Branch in charge of Associate Branches and General Manager of Osaka Branch, etc., served as Director from June 2015, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.</td></tr>
<tr><td rowspan="2">8</td><td>Reappointment

Yasuhiko Akira
(Jul. 25, 1961)

Term of office:
1 year</td><td>Apr. 1984 Joined the Bank and served as General Manager of Hirano Branch and Deputy Manager of Head Office Marketing Department, etc.
Apr. 2005 Deputy General Manager, Head Office Marketing Department
Apr. 2006 Deputy General Manager, Business Promotion Division
Oct. 2006 Deputy General Manager, Marketing Supervisory Department, Business Promotion Division
Jan. 2007 General Manager, Horidome Branch
Oct. 2009 General Manager, Tanabe Branch
Jun. 2012 Executive Officer; General Manager, Tanabe Branch
Oct. 2012 Executive Officer; General Manager, Loan Department
Jun. 2015 Director; General Manager, Loan Division
Oct. 2015 Director (current position) in charge of Loan Department</td><td>5,000 shares</td></tr>
<tr><td colspan="2">[Reasons for nomination as a candidate for Director]
Mr. Yasuhiko Akira has served as General Manager of Horidome Branch and General Manager of Tanabe Branch, etc., served as Director from June 2015, and has knowledge and experience to precisely, fairly, and efficiently execute corporate management of banks, and as the Bank has judged that he can continue to contribute to management as a Director of the Bank, he has been selected as a candidate for Director.</td></tr>
</table>

No.	Name (Date of birth)	Past experience (Positions, responsibilities, and significant concurrent positions)	Number of shares of the Bank held
9	New candidate Soichi Yoshimura (Feb. 7, 1957)	Apr. 1979 Joined the Ministry of Finance, and served as Second Secretary of Embassy of Japan in Argentina, Acting Director of Asian Development Bank, Director of Research Office, First Insurance Division, Insurance Department of Banking Bureau, General Manager of Corporate Planning Department, Planning Group of Japan Tobacco Inc., and Director of Special Coordination Division, Planning and Coordination Bureau of National Land Agency, etc. Jul. 2001 Director, Insurance Business Division, Supervisory Bureau, Financial Services Agency Jul. 2002 Executive Director, Resolution and Financial Revitalization Department, Deposit Insurance Corporation of Japan Jul. 2004 Director, General Affairs Department, Kanto Local Finance Bureau Jul. 2005 Director, Division Controlling Local Finance Bureaus, Minister's Secretariat Jul. 2006 Head, Resolution and Financial Revitalization Department, Deposit Insurance Corporation of Japan Jul. 2007 Director-General, Fukuoka Local Finance Branch Bureau Jan. 2009 Representative, Inter-American Development Bank Office in Asia Apr. 2010 Deputy Director, Policy Research Institute, Ministry of Finance Jul. 2010 Director-General, Chugoku Local Finance Bureau Jun. 2011 Director-General, Osaka Tax House Aug. 2012 Executive Vice President, Japan External Trade Organization (JETRO) Oct. 2015 Retired from Ministry of Finance Dec. 2015 Executive Officer (current position) in charge of Audit Division, the Bank	200 shares
	[Reasons for nomination as a candidate for Director] Based on Mr. Soichi Yoshimura's wealth of specialized knowledge and operational experience in finance fostered from serving in the Ministry of Finance, the Bank has judged that he can contribute to management as a Director of the Bank, he has been selected as a candidate for Director.		
10	Reappointment Outside Hachiro Mizuno (Sep. 27, 1942) Term of office: 2 years and 9 months	Apr. 1972 Registered as Attorney-at-Law (Tokyo Bar Association) Apr. 1974 Transferred registration to Wakayama Bar Association Apr. 1987 Chairman, Wakayama Bar Association; Governor, Japan Federation of Bar Associations Apr. 2003 President, Kinki Federation of Bar Associations Jun. 2007 Director, Kiyo Holdings, Inc. Oct. 2013 Retired from Director, Kiyo Holdings, Inc. Oct. 2013 Director, the Bank (current position) (Significant concurrent position) Representative, Attorney at Law, Mizuno Law Office	3,300 shares
	[Reasons for nomination as a candidate for Director] Mr. Hachiro Mizuno has a wealth of experience and insights as an attorney-at-law, and to receive direction regarding securing the soundness of corporate management and the promotion of compliance management, he has been selected as a candidate for Outside Director.		

No.	Name (Date of birth)	Past experience (Positions, responsibilities, and significant concurrent positions)	Number of shares of the Bank held
11	New candidate Outside Toshihiro Yamanaka (Mar. 17, 1950)	Dec. 1972 Joined Asahi & Co. (currently KPMG AZSA LLC) Oct. 1974 Registered as Certified Public Accountant Sep. 1996 Representative Partner, Asahi & Co. (currently KPMG AZSA LLC) Jun. 2012 Retired from KPMG AZSA LLC Representative, Toshihiro Yamanaka Certified Public Accountant Office (current position) May 2014 Standing Auditor, OSAKA SEIKEI GAKUEN (current position) Jun. 2015 Auditor (part-time), TAKADAKIKO Co., Ltd. (current position) (Significant concurrent positions) Representative, Toshihiro Yamanaka Certified Public Accountant Office Standing Auditor, OSAKA SEIKEI GAKUEN Auditor (part time), TAKADAKIKO Co., Ltd.	- shares
	[Reasons for nomination as a candidate for Director] Mr. Toshihiro Yamanaka has specialized views as a certified public accountant and a wealth of experience and insights regarding finance and accounting, and to utilize these views and experiences from an independent perspective in the management of the Bank, he has been selected as a candidate for Outside Director.		

(Notes)

1. There are no special interests between the candidates for Director and the Bank.
2. Messrs. Hachiro Mizuno and Toshihiro Yamanaka are candidates for Outside Directors.
3. Based on Article 427, Paragraph 1 of the Companies Act, the Bank has entered into a liability limitation agreement with Mr. Hachiro Mizuno. If he is reappointed as an Outside Director as originally proposed, the Bank intends to maintain the agreement.
   The Bank also plans to conclude a similar liability limitation agreement with Mr. Toshihiro Yamanaka if he is elected as an Outside Director as originally proposed. The overview of the agreement is as follows:
   - If an Outside Director is held liable for damages caused to the Bank due to negligence of duties, the Outside Director will be held liable for such liability to the extent of the minimum liability amount set forth in Article 425 Paragraph 1 of the Companies Act, if the Outside Director has acted in good faith and is not grossly negligent in performing his/her duties.
4. In order to ensure independence of Outside Directors, the Bank has set forth the criteria for independence of Outside Directors (please see page 11) in addition to the criteria for independence stipulated by the Tokyo Stock Exchange. Since Mr. Hachiro Mizuno satisfies both criteria, the Bank has designated him as an Independent Officer as stipulated by the Tokyo Stock Exchange, and notified the Tokyo Stock Exchange to that effect.
   Since Mr. Toshihiro Yamanaka also satisfies both criteria, if he is elected as an Outside Director as originally proposed, the Bank plans to designate him as an Independent Officer as stipulated by the Tokyo Stock Exchange, and plans to notify the Tokyo Stock Exchange to that effect.
5. Terms of office stated above are those as at the end of this Annual General Meeting of Shareholders.

Proposal No. 3: Election of One (1) Corporate Auditor

The term of office of Corporate Auditor Mr. Takakazu Kitayama will expire at the conclusion of this Annual General Meeting of Shareholders; the Bank would like to request the appointment of one (1) Corporate Auditor.

We have obtained the approval of the Board of Corporate Auditors for this item.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Past experience (Positions, responsibilities, and significant concurrent positions)	Number of shares of the Bank held
New candidate Masahiro Haito (May 9, 1960)	Apr. 1983 Joined the Bank and served as Acting General Manager of Treasury and Securities Division, etc. Apr. 2007 Deputy General Manager, Treasury and Securities Division, Tokyo Headquarters Oct. 2009 General Manager, Risk Management Department, Jun. 2013 General Manager, Management Planning Department Jun. 2014 Executive Officer; General Manager, Management Planning Department Jun. 2015 Executive Officer; General Manager, Management Planning Department; General Manager, Strategy Planning Department Oct. 2015 Executive Officer; General Manager, Corporate Planning Department (current position)	3,700 shares
[Reasons for nomination as a candidate for a Corporate Auditor] Mr. Masahiro Haito has been involved in the bank business for over 30 years, served as General Manager of Risk Management Department and General Manager of Management Planning Department, and upon being appointed Executive Officer; General Manager, Management Planning Department in June 2014, served as an Executive Officer of the Bank for two years, and as he has adequate experience and insights to audit the execution of duties of Directors as a Corporate Auditor of the Bank, he has been selected as a candidate for Corporate Auditor.		

(Note) There are no special interests between the candidate for Corporate Auditor and the Bank.

[Reference]

<Criteria for Assessing Independence of Outside Officers>

A candidate for Outside Officer (Outside Director and Outside Corporate Auditor) shall not fall under any of the following, both currently and, in principle, for past three years:

(1) A person whose major business partner (*1) is the Bank, or in a case of a juridical person, its executing person;
(2) A major business partner (*2) of the Bank, or in a case of a juridical person, its executing person;
(3) A person who is a consultant, accountant and legal specialist, etc. that receives the average of 10 million yen or more of cash or other assets annually from the Bank for the past three years other than remuneration as an Officer;
(4) A person who is a partner, etc. of a consulting firm, accounting firm, and law firm, etc. whose major business partner (*1) is the Bank;
(5) A person who receives donation of 10 million yen or more annually from the Bank for the past three years, or in a case of a juridical person, its executing person;
(6) A person who is a major shareholder (*3) of the Bank, or in a case of a juridical person, its executing person;
(7) A person who is a close relative (*5) of the following (excluding a person who is not significant (*4)):
   A) A person who falls under any of the items (1) - (6) above.
   B) A person who is a Director, Corporate Auditor, Executive Officer, etc. and important employee, etc. of the Bank and its subsidiaries

*1 A person who received 2 % or more of consolidated annual net sales for the previous fiscal year from the Bank
*2 A party that made payment to the Bank of 2 % or more of the Bank's consolidated gross profit for the previous fiscal year
*3 A shareholder who holds 10% or more of voting rights
*4 A person whose rank is officer or general manager of a company, or if a person belongs to an accounting firm or law firm, certified public accountant or attorney-a- law
*5 A close relative within the second degree of kinship