

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities identification code: 8369
June 1, 2017

To our shareholders:

Nobuhiro Doi
President
The Bank of Kyoto, Ltd.
700, Yakushimae-cho, Karasuma-dori,
Matsubara-Agaru, Shimogyo-ku, Kyoto, Japan

NOTICE OF THE 114TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 114th Ordinary General Meeting of Shareholders of The Bank of Kyoto, Ltd. (the “Bank”), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights by postal mail or electronic means (the Internet). Please indicate your approval or disapproval of the proposals after reviewing the attached Reference Documents for the General Meeting of Shareholders, and return it by postal mail or the Internet to reach us no later than 5:00 p.m. on Wednesday, June 28, 2017 (Japan Standard Time).

Meeting Details

- 1. Date and Time:** Thursday, June 29, 2017 at 10:00 a.m. (Japan Standard Time)
(Reception will open at 9:00 a.m.)
- 2. Venue:** 7th floor Hall, Head office of the Bank
700, Yakushimae-cho, Karasuma-dori, Matsubara-Agaru, Shimogyo-ku, Kyoto, Japan

3. Purposes:

Items to be reported:

1. Business Report and Non-Consolidated Financial Statements for the 114th Term (from April 1, 2016 to March 31, 2017)
2. Consolidated Financial Statements, as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors for the 114th Term (from April 1, 2016 to March 31, 2017)

Items to be resolved:

- | | |
|--------------------|---------------------------------------|
| Proposal 1: | Appropriation of surplus |
| Proposal 2: | Consolidation of shares |
| Proposal 3: | Election of ten (10) Directors |
| Proposal 4: | Election of one (1) Corporate Auditor |

[Exercise of Voting Rights by Postal Mail]

Please indicate your approval or disapproval of each proposal in the enclosed Voting Rights Exercise Form and return it by mail so that it is received by the deadline as stated above.

[Exercise of Voting Rights via Electronic Means (the Internet)]

Please refer to “the Procedure to Exercise Voting Rights via the Internet” on the attached sheet and use a personal computer, smartphone, or cellular phone to access the Voting Rights Exercise Site: <http://www.evotep.jp/>. Follow the instructions on the screen and indicate approval or disapproval of each proposal by the deadline as stated above. (Japanese only)

[Handling of Duplicate Voting]

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.

In addition, if you submit your vote more than once via the Internet, only the last vote will be valid.

Reference Documents for the General Meeting of Shareholders

Items to be Resolved and Reference Documents

Proposal 1: Appropriation of surplus

Based on our policy of continuing stable payment of dividends to shareholders and strengthening our business base by retaining sufficient internal reserve, it is proposed that payment of year-end dividend and appropriation of surplus be conducted as follows:

1. Matters related to year-end dividends

Based on our policy of maintaining return of profits to shareholders, while taking into consideration the performance in the fiscal year under review and the business environment in the future, it is proposed that an amount of year-end dividend for the fiscal year ended March 31, 2017 be ¥6 per share. Including the interim dividend of ¥6 per share paid in December 2016, annual dividend amounts will total ¥12 per share.

(1) Type of dividend property

Cash

(2) Allocation of dividend property to shareholders and total amount thereof

¥6 per common share of the Bank

Total amount of dividends: ¥2,268,263,202

(3) Effective date of distribution of dividends of surplus

June 30, 2017

2. Matters related to other appropriation of surplus

(1) Item of surplus to be increased and amount of increase thereof

General reserve: ¥13,000,000,000

(2) Item of surplus to be decreased and amount of decrease thereof

Retained earnings brought forward: ¥13,000,000,000

Proposal 2: Consolidation of shares

1. Reason for share consolidation

All domestic exchanges have announced an “Action Plan for Consolidating Trading Units,” under which trading units of common shares for domestically listed companies are uniformly set at 100 shares. In light of the intent of this action plan, the Bank, whose shares are listed on the Tokyo Stock Exchange, decided to change the trading unit of the Bank’s shares from 1,000 shares to 100 shares and conduct a consolidation of shares to adjust the investment units to levels regarded by the exchanges to be preferable.

2. Ratio of consolidation

The Bank decided to conduct a consolidation of its common shares under which every five shares will be consolidated into one share.

If any fraction less than one share arises as a result of the share consolidation, the Bank will dispose of all such fractional shares pursuant to the provisions of the Companies Act and distribute the proceeds to shareholders holding fractional shares in proportion to their respective fractions.

(Note) The share consolidation will reduce the total number of issued shares to one-fifth. However, as the value of net assets and others will not change, the amount of net assets per share will become fivefold and the asset value of the Bank’s shares held by shareholders will not change, aside from fluctuations in the stock market and other factors.

3. Effective date of share consolidation

October 1, 2017

4. Total number of authorized shares at effective date

200 million shares

5. Others

Please leave other matters of procedural necessity to the Board of Directors.

<For reference>

Subject to the approval of this proposal as originally proposed at the Ordinary General Meeting of Shareholders, the Articles of Incorporation of the Bank will partially be amended as follows on October 1, 2017, pursuant to the provisions of the Companies Act.

(Underlined parts are amended)

Current Articles of Incorporation	Proposed amendments
(Total Number of Authorized Shares) Article 6 The Bank’s total number of authorized shares shall be <u>one billion (1,000,000,000)</u> .	(Total Number of Authorized Shares) Article 6 The Bank’s total number of authorized shares shall be <u>two hundred million (200,000,000)</u> .
(Number of Shares per Share Unit) Article 8 The number of shares per share unit of the Bank shall be <u>one thousand (1,000)</u> .	(Number of Shares per Share Unit) Article 8 The number of shares per share unit of the Bank shall be <u>one hundred (100)</u> .

Proposal 3: Election of ten (10) Directors

The terms of office of all eleven (11) Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Bank proposes the election of ten (10) Directors, including two (2) Outside Directors.

The candidates for Directors are as follows:

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
1	Hideo Takasaki (November 2, 1944)	Apr. 1967 Joined the Bank	62,188
		June 1997 Director, General Manager, Credit Examination Division	
June 1998 Director, General Manager, Head Office Business Department			
June 2001 Managing Director			
June 2008 Senior Managing Director			
June 2010 President			
June 2015 Chairman (present position)			
[Reasons for selection as Director candidate] Hideo Takasaki served as President of the Bank from June 2010 and has served as Chairman since June 2015. He sufficiently fulfills his duties and responsibilities. The Bank believes that Takasaki has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.			
2	Nobuhiro Doi (April 25, 1956)	Apr. 1980 Joined the Bank	31,000
		June 2007 Director, General Manager, Personnel Division	
June 2008 Managing Director			
June 2010 Managing Director, General Manager, Head Office Business Department			
June 2012 Managing Director			
June 2015 President (present position)			
[Reasons for selection as Director candidate] Nobuhiro Doi served as Director in charge of business management, risk management, personnel affairs, and others. He has served as President since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank believes that Doi has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.			
3	Masahiko Naka (June 20, 1960)	Apr. 1985 Joined the Bank	17,000
		June 2012 Director, General Manager, Public Institutions Division	
June 2013 Director, General Manager, Credit Examination Division			
Apr. 2014 Director, General Manager, Credit Examination Division, General Manager, Credit Strategy Office			
June 2014 Director, General Manager, Credit Examination Division			
June 2015 Managing Director (present position) In charge of Public & Regional Affairs Division, Credit Examination Division, General Affairs Division			
[Reasons for selection as Director candidate] Masahiko Naka served as Manager in charge of sales and served as Director in charge of business management, credit examination, and others. He has served as Managing Director since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank believes that Naka has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned	
4	Hiroshi Hitomi (November 27, 1960)	Apr. 1985	Joined the Bank	17,000
		June 2012	Director, General Manager, Corporate Planning Division	
		June 2014	Director, General Manager, Head Office Business Department	
		June 2015	Managing Director, General Manager, Head Office Business Department	
		June 2016	Managing Director (present position) In charge of Risk Management Division, Compliance Management Division, Business Administration Division, Business Operations Center, Systems Division, Internal Audit Division, Productivity Innovation Headquarters Secretariat	
		[Reasons for selection as Director candidate] Hiroshi Hitomi served as Manager in charge of business management and sales and served as Director in charge of business management, risk management, business administration & system, and others. He has served as Managing Director since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank believes that Hitomi has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.		
5	Masaya Anami (March 27, 1962)	Apr. 1985	Joined the Bank	17,000
		June 2012	Director, General Manager, Corporate Banking Division	
		Apr. 2013	Director, General Manager, Business Support Division	
		June 2015	Managing Director (present position) In charge of Business Promotion Division, Business Support Division, Retail Banking Division	
		[Reasons for selection as Director candidate] Masaya Anami served as Manager in charge of sales and served as Director in charge of sales. He has served as Managing Director since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank believes that Anami has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.		
6	Toshiro Iwahashi (December 12, 1961)	Apr. 1986	Joined the Bank	13,000
		June 2012	Sanjo Branch Manager	
		June 2014	Director, Sanjo Branch Manager	
		June 2015	Director, General Manager, Credit Examination Division	
		June 2016	Managing Director, General Manager, Head Office Business Department (present position)	
		[Reasons for selection as Director candidate] Toshiro Iwahashi served as Manager in charge of business management, sales and credit examination. He has served as Managing Director since June 2016 and sufficiently fulfills his duties and responsibilities. The Bank believes that Iwahashi has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.		

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned	
7	Yasuo Kashihara (July 14, 1939)	Apr. 1963	Joined the Bank	123,604
		June 1992	Director, General Manager, Business Development Division	
Feb. 1993	Director, General Manager, Personnel Division			
June 1994	Managing Director			
June 1997	Deputy President			
June 1998	President			
June 2010	Chairman			
June 2015	Director & Counselor (present position)			
[Reasons for selection as Director candidate] Yasuo Kashihara served as President of the Bank from June 1998 and Chairman from June 2010. He has served as Director & Counselor since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank believes that Kashihara has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.				
*8	Mikiya Yasui (February 8, 1965)	Apr. 1987	Joined the Bank	10,000
		June 2007	Teramachi Nijo Branch Manager	
Apr. 2011	General Manager, General Secretariat			
Nov. 2014	General Manager, Personnel Division			
June 2015	Executive Officer (commissioned General Manager of Personnel Division) (present position)			
[Reasons for selection as Director candidate] Mikiya Yasui served as Manager in charge of business management, sales and personnel. He has served as Executive Officer since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank believes that Yasui has knowledge and experience being able to exercise business management of the Bank in an appropriate, fair, and efficient manner.				
9	Norikazu Koishihara (June 11, 1945)	May 1964	Member of Kyoto Prefectural Board of Education	2,000
		Apr. 1988	Manager, Land Division, Department of Civil Engineering and Construction, Kyoto Prefecture	
June 1998	Chief, Sonobe Regional Development Bureau, Kyoto Prefecture			
June 2002	Chief, Finance Management Bureau, Kyoto Prefecture			
May 2004	Planning Director, Crisis Management Supervisor, Kyoto Prefecture			
May 2006	Deputy Governor, Kyoto Prefecture			
July 2010	Director, Kyoto Prefecture Housing Supply Corporation (present position)			
June 2015	Director, the Bank (present position)			
[Reasons for selection as Outside Director candidate] Norikazu Koishihara has served as Outside Director since June 2015 and sufficiently fulfills his duties and responsibilities. The Bank hereby proposes the election of Koishihara as Outside Director due to his affluent experience and extensive knowledge accumulated through his long career as a chief of public administration. The Bank would like to have Koishihara continue to utilize his experience and knowledge for the management of the Bank from an independent standpoint as Outside Director. Even though Koishihara has never been involved in corporate management, he has adequately carried out his duties as Outside Director since taking office of Director of the Bank.				

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
*10	Junko Otagiri (June 24, 1952)	<p>Apr. 1979 Assistant, Junior College of Economics, Shiga University</p> <p>Apr. 1980 Instructor, Junior College of Economics, Shiga University</p> <p>Apr. 1987 Assistant Professor, Junior College of Economics, Shiga University</p> <p>Apr. 1993 Assistant Professor, Faculty of Economics, Shiga University</p> <p>Apr. 1998 Professor, Faculty of Economics, Shiga University (present position)</p>	0
<p>[Reasons for selection as Outside Director candidate]</p> <p>As a university professor with cost accounting and managerial accounting as her main research field, Junko Otagiri has professional and extensive knowledge about her research field and other areas. The Bank would like to have Otagiri utilize her knowledge for the management of the Bank from an independent standpoint as Outside Director. Even though Otagiri has never been involved in corporate management, the Bank believes that she could adequately carry out her duties as Outside Director, according to the above-mentioned reasons.</p>			

- Notes:
1. New candidates for Directors are indicated by an asterisk (*).
 2. None of the above candidates have any special interest in the Bank.
 3. Norikazu Koishihara and Junko Otagiri are candidates for Outside Directors as defined in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. The term of office for Norikazu Koishihara will be two (2) years as of the conclusion of this Ordinary General Meeting of Shareholders. The name, Junko Otagiri, is as written as she uses it for her profession, but the name on her family register is Junko Hayashi.
 4. Conclusion of Agreement Limiting Liability

The Bank has entered into an Agreement Limiting Liability with Norikazu Koishihara. Limits on liability for damages under these agreements shall be set at liability amounts stipulated by laws and regulations. If the election of Norikazu Koishihara as Outside Directors is approved at this Ordinary General Meeting of Shareholders, the Bank plans to continue the said agreements with him. If the election of Junko Otagiri as Outside Director is approved, the Bank plans to enter into an Agreement Limiting Liability, a similar one to the above mentioned Agreement, with her.
 5. Registration as Independent Officers

Norikazu Koishihara is registered with the Tokyo Stock Exchange (TSE) as Independent Officer in accordance with the TSE's rules and regulations. The Bank plans to register Junko Otagiri with the TSE as Independent Officer.
 6. Please refer to the Bank's website for details (career summaries, photographs, and others) of the ten (10) candidates for Directors.

Proposal 4: Election of one (1) Corporate Auditor

The term of office of Corporate Auditor Tadahiko Nishiyama will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Bank proposes the election of one (1) Corporate Auditor.

In addition, the consent of the Board of Corporate Auditors has been obtained for the submission of this proposal.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Bank)	Number of the Bank's shares owned
Yoshihiko Hamagishi (April 7, 1957)	Apr. 1981 Joined the Bank Apr. 2007 Katabiranotsuji Branch Manager June 2009 General Manager, Business Operations Center, Branch Manager for Transfer Dedicated Feb. 2013 General Manager, Internal Audit Division June 2014 Executive Officer (commissioned General Manager of Internal Audit Division) (present position)	21,844
[Reasons for selection as Corporate Auditor candidate] Yoshihiko Hamagishi served as Manager in charge of business management and sales. He has served as Executive Officer since June 2014 and he has affluent experience. The Bank believes that Hamagishi has knowledge and experience to execute an objective and neutral audit for bank management in a proper and fair manner.		

- Notes:
1. Yoshihiko Hamagishi is a new candidate for Corporate Auditor.
 2. The candidate for Corporate Auditor doesn't have any special interest in the Bank.
 3. Please refer to the Bank's website for details (career summary, photograph, and others) of the one (1) candidate for Corporate Auditor.