

These documents are partial translations of the Japanese originals for reference purposes only. In the event of any discrepancy between these translations and the Japanese originals, the originals shall prevail. The Bank assumes no responsibility for the translations or for any other damages arising, directly or indirectly, from the translations.

(Securities Code: 8359)
June 8, 2016

To Shareholders with Voting Rights:

Shoichi Yumoto
President
The Hachijuni Bank, Ltd.
178-8, Okada,
Nagano-city, Japan

**NOTICE OF CONVOCATION OF
THE 133RD ANNUAL GENERAL MEETING OF SHAREHOLDERS**

You are cordially invited to attend the 133rd Annual General Meeting of Shareholders of The Hachijuni 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 via one of the following methods indicated below. Please review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and exercise your voting rights by Thursday, June 23, 2016 at 5:00 p.m., Japan time.

[Exercise of voting rights via mail]

Please indicate your vote “for” or “against” the proposals on the enclosed Voting Rights Exercise Form and return it by the deadline above.

[Exercise of voting rights via electronic means (the Internet, etc.)]

Please access the Bank designated voting website (<http://www.evotep.jp/>) using the “Login ID” and “Temporary Password” enclosed in the Voting Form, follow the instructions on the website and indicate your vote “for” or “against” the proposals by the above deadline. For details, please see the “Instructions for Exercise of Voting Rights via the Internet, etc.” on page 38.

1. Date and Time: Friday, June 24, 2016 at 10:00 a.m., Japan time

2. Place: Main Conference Room, 3F, Head Office of the Bank, 178-8, Okada,
Nagano-city, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Non-consolidated Financial Statements for the Bank’s 133rd Fiscal Year (from April 1, 2015 to March 31, 2016)
 2. Consolidated Financial Statements for the Bank’s 133rd Fiscal Year (from April 1, 2015 to March 31, 2016) and results of audits of the Consolidated Financial Statements by the Independent Auditor and the Audit & Supervisory Board

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of Three (3) Directors
Proposal No. 3: Election of Two (2) Audit & Supervisory Board Members

4. Guidance for Exercise of Voting Rights

(1) Handling of multiple voting

If you vote both in writing on the Voting Form and via electronic means (the Internet, etc.), only the vote via electronic means (the Internet, etc.) will be valid. In addition, if you submit your vote multiple times via electronic means (the Internet, etc.), only the last vote will be valid.

(2) Voting by proxy

If you cannot attend the General Meeting of Shareholders, you may designate one (1) shareholder of the Bank as your proxy who possesses voting rights to attend the General Meeting of Shareholders. Please note that the proxy will be required to submit his or her own Voting Form and documentation corroborating his or her status as your proxy.

////////////////////////////////////

- ◎ When you attend the meeting on the day, please submit the enclosed Voting Form to the reception desk.
- ◎ The following items are not included in this Notice. These documents are to be found on the Bank's website (<http://www.82bank.co.jp/company/>) in accordance with laws and regulations in addition to Article 16 of the Articles of Incorporation of the Bank;
 - (1) "Stock Acquisition Rights" of the Business Report
 - (2) "Statement of Changes in Shareholders' Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements
 - (3) "Consolidated Statement of Changes in Shareholders' Equity" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial StatementsAdditionally, the Business Report audited by the Audit & Supervisory Board Members during the course of preparing the Audit Report includes the above "Stock Acquisition Rights" in addition to the matters stated in the documents attached hereto.
Furthermore, the Non-consolidated Financial Statements and the Consolidated Financial Statements audited by the Audit & Supervisory Board Members during the course of preparing the Audit Report and by the Independent Auditor during the course of preparing the Independent Auditor's Report include the above "Statement of Changes in Shareholders' Equity," "Notes to the Non-consolidated Financial Statements," "Consolidated Statement of Changes in Shareholders' Equity," and "Notes to the Consolidated Financial Statements" in addition to the matters stated in the documents attached hereto.
- ◎ If the need arises for the revision of the Reference Documents, the Business Report, the Non-consolidated Financial Statements, and Consolidated Financial Statements for the General Meeting of Shareholders, we will post the revised version on the Bank's website (<http://www.82bank.co.jp/company/>).
- ◎ To preserve resources, please bring this Notice to the meeting.
- ◎ Shareholders are cordially requested to appear in business casual style (Cool Biz) to the meeting.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

It is proposed that the surplus be appropriated as follows.

1. Year-end dividends

The Bank's basic policy is to implement the active return of profits to shareholders with a minimum dividend of 5.00 yen per share and through the acquisition of treasury stock.

Based on this policy, the Bank proposes year-end dividends of 9.00 yen per share. Combined with the interim dividend of 6.00 yen per share, total full-year dividends will be 15.00 yen per share

(1) Type of dividend property

Cash

(2) Allotment of dividend property to shareholders and the total amount
9.00 yen per share of common stock, for a total of 4,560,188,652 yen

(3) Effective date of distribution

June 27, 2016

2. Appropriation of surplus

To strengthen the corporate structure in preparation for the future, the Bank proposes to reverse 20.0 billion yen of retained earnings brought forward and record it as a general reserve.

(1) Item and the amount of surplus to be increased

General reserve 20,000,000,000 yen

(2) Item and amount of surplus to be decreased

Retained earnings brought forward 20,000,000,000 yen

Proposal No. 2: Election of Three (3) Directors

With expiration of the terms of office of two (2) Directors: Yoshiyuki Yamaura and Kunio Hamamura, the following three (3) Candidates are proposed to be elected as Director.

Candidates for Director

No.	Name (Date of birth)	Career Summary (Positions, responsibilities, and significant concurrent positions at the Bank)	Number of shares of the Bank held
1	Yoshiyuki Yamaura (Jul. 30, 1946)	Apr. 1969 Joined the Bank Feb. 1989 Deputy General Manager, International Department, proceeded to Deputy General Manager, International Department, concurrently serving as General Manager, London Representative Office, Deputy General Manager, Ueda Branch, General Manager, Prefectural Office Branch, General Manager, Ina Branch Jun. 1998 Director and General Manager, Inspection Department Jun. 1999 Managing Director and General Manager, Head Office Business Department Jun. 2001 Managing Director Jun. 2003 Senior Managing Director Jun. 2005 President Jun. 2013 Chairman In charge of Internal Audit Department to the present	108,820 shares
<Reasons for selection as a candidate> Mr. Yoshiyuki Yamaura has led management of the Bank for many years as President and Chairman, and has produced numerous results in accelerating business growth and strengthening the management structure. The Bank has judged that he will continue to contribute to the management of the Bank through his wealth of experience and advanced views, and has thus selected him as a candidate for Director.			
2	Kunio Hamamura (Jun. 9, 1957)	Apr. 1980 Joined the Bank Feb. 2002 General Manager, Kanae Branch, proceeded to assignment to Credit Department II, assignment to Loan Control Department, Deputy General Manager, Loan Control Department, General Manager, Matsumoto Business Department I, General Manager, Tokyo Business Department I, General Manager, Komoro Branch Jun. 2011 Executive Officer and General Manager, Loan Control Department Jun. 2013 Executive Officer and General Manager, Planning and Coordination Department Jun. 2014 Managing Director In charge of Planning and Coordination Department, Financial Market Department, General Affairs Department to the present	11,841 shares
<Reasons for selection as a candidate> Mr. Kunio Hamamura possesses a wealth of operational experience from involvement in loan control and planning and coordination divisions, and is well versed in the operations of the Bank. Additionally, he has served as Director from June 2014, and is appropriately fulfilling his duties and responsibilities. The Bank has judged that he will continue to contribute to the management of the Bank through his wealth of experience and advanced views, and has thus selected him as a candidate for Director.			

No.	Name (Date of birth)	Career Summary (Positions, responsibilities, and significant concurrent positions at the Bank)	Number of shares of the Bank held
3	Kayo Tashita (Apr. 2, 1963)	Apr. 1990 Registered as an attorney (Nagano Bar Association) Apr. 1991 Employed by Miyazawa Law Office Apr. 1996 Established Tashita Law Office Oct. 2007 Committee Member, Nagano Prefecture Personnel Committee (current position) Apr. 2014 Chairperson, Nagano Bar Association (retired March 2015) to the present	0 shares
<Reasons for selection as a candidate> Ms. Kayo Tashita has been involved in corporate law, and through contributing to the management of the Bank through her high specialization and wealth of experience, the Bank has judged that she will provide advice and recommendations to secure the appropriateness and adequateness of decision-making of the Board of Directors of the Bank from an independent standpoint, and has thus selected her as a candidate for Outside Director.			

- (Notes)
1. There are no special interest relationships between the candidates and the Bank.
 2. Ms. Kayo Tashita is a candidate for Outside Director. Additionally, Ms. Kayo Tashita satisfies the requirements of an Independent Officer under regulations of the Tokyo Stock Exchange, and the Bank plans to make a submission designating her as such to the aforementioned Exchange.
 3. Although Ms. Kayo Tashita has not previously participated in corporate management, she has been involved in corporate law as an attorney, and the Bank has judged that she will be able to appropriately fulfill the duties of Outside Director.
 4. Ms. Kayo Tashita has served as a Director and Attorney that is a Non-executive Director since June 2000 at Yamabiko Services Co., Ltd., a subsidiary of the Bank, but it is planned that she retires from this position on June 28, 2016.
 5. If the election of Ms. Kayo Tashita is approved, under Article 29 of the current Articles of Incorporation, the Bank plans to make an agreement with Ms. Kayo Tashita to limit her liability for damages to the minimum liability amount to the extent that she has acted in good faith without gross negligence during the course of her duties. (*See* Article 423, Paragraph 1 and Article 425, Paragraph 1 of the Companies Act.)
 6. There are no items other than the above, with regards to items required to be disclosed concerning the proposal to elect Directors as defined under Article 74 of the Ordinance for Enforcement of the Companies Act.

Proposal No. 3: Election of Two (2) Audit & Supervisory Board Members

Of the Audit & Supervisory Board Members, Mr. Kenji Miyazawa will resign at the close of this General Meeting of Shareholders. Additionally, the term of office of Mr. Akio Saito will expire at the close of this General Meeting of Shareholders. As a result, it is proposed that the following two (2) Audit & Supervisory Board Members are elected as Audit & Supervisory Board Members. This proposal has received approval from the Audit & Supervisory Board.

Candidates for Audit & Supervisory Board Member

No.	Name (Date of birth)	Career Summary (Positions, and significant concurrent positions at the Bank)	Number of shares of the Bank held
1	Koichi Sakai (Jan. 31, 1961)	Apr. 1984 Joined the Bank Feb. 2004 General Manager, Hata Branch, proceeded to General Manager, Tokyo Liaison Office, General Manager, Prefectural Office Branch, General Manager, Suzaka Branch, General Manager, Ina Branch Jun. 2014 Executive Officer and General Manager, Ina Branch Jun. 2015 Executive Officer and General Manager, Loan Control Department to the present	36,742 shares
		<p><Reasons for selection as a candidate> Mr. Koichi Sakai possesses a wealth of operational experience from involvement in personnel and loan control divisions, and is well versed in the operations of the Bank. Additionally, he possesses knowledge regarding finance and accounting, and the Bank has judged that he is capable of providing management supervision functions, and has thus selected him as a candidate for Audit & Supervisory Board Member.</p>	
2	Kiyohito Yamasawa (Aug. 4, 1944)	Apr. 1980 Assistant Professor, Faculty of Engineering, Shinshu University Oct. 1993 Professor, Faculty of Engineering Oct. 2009 President of Shinshu University (retired September 2015) to the present	0 shares
		<p><Reasons for selection as a candidate> Mr. Kiyohito Yamasawa possesses advanced views as an educator through many years of service as a university instructor, and a wealth of experience in university management as a dean, and the Bank has judged that he will be able to adequately fulfill the duties of Audit & Supervisory Board Member by providing advice regarding the appropriateness etc. of Bank business execution from a fair standpoint, and has thus selected him as a candidate for Outside Audit & Supervisory Board Member.</p>	

- (Notes)
1. There are no special interest relationships between the candidates and the Bank.
 2. Mr. Kiyohito Yamasawa is a candidate for Outside Audit & Supervisory Board Member. Additionally, Mr. Kiyohito Yamasawa satisfies the requirements of an Independent Officer under regulations of the Tokyo Stock Exchange, and the Bank plans to make a submission designating her as such to the aforementioned Exchange.
 3. Although Mr. Kiyohito Yamasawa has not previously participated in corporate management, he has a wealth of experience from involvement in university operations as a dean, and the Bank has judged that he will be able to adequately fulfill the duties of Outside Audit & Supervisory Board Member.
 4. If the election of Mr. Kiyohito Yamasawa is approved, under Article 39 of the current Articles of Incorporation, the Bank plans to make an agreement with Mr. Kiyohito Yamasawa to limit his liability for damages to the minimum liability amount to the extent that he has acted in good faith without gross negligence during the course of his duties. (See Article 423, Paragraph 1 and Article 425, Paragraph 1 of the Companies Act.)
 5. There are no items other than the above, with regards to items required to be disclosed concerning the proposal to elect Directors as defined under Article 76 of the Ordinance for Enforcement of the Companies Act.