

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

(Securities Code: 8551)
May 31, 2018

To Shareholders with Voting Rights:

Katsuhiro Shibata
Director and President
The Kita-Nippon Bank, Ltd.
6-7, Chuodori 1-chome, Morioka,
Iwate, Japan

**NOTICE OF CONVOCAION OF
THE 114TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

You are cordially invited to attend the 114th Annual General Meeting of Shareholders of the Kita-Nippon Bank, Ltd. (the “Bank”). The meeting will be held in the manner described below.

If you are unable to attend the meeting on the day of the meeting, you can exercise your voting rights in writing by submitting the Voting Rights Exercise Form, or via the Internet. In that case, please review the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights by no later than 5:10 p.m. on Thursday, June 21, 2018 Japan time.

- 1. Date and Time:** Friday, June 22, 2018 at 10:00 a.m. Japan time
(Doors will open at 9:00 a.m. Please arrive early, as the venue will be extremely crowded immediately before opening.)
- 2. Place:** 3F, Large Meeting Room, Head Office of the Bank, 6-7, Chuodori 1-chome, Morioka, Iwate, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and the Non-consolidated Financial Statements for the Bank’s 114th Fiscal Year (from April 1, 2017 to March 31, 2018)
 2. The Consolidated Financial Statements for the Bank’s 114th Fiscal Year (from April 1, 2017 to March 31, 2018) and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
Proposals to be resolved:

Proposal	Appropriation of Surplus
-----------------	--------------------------

4. Exercise of Voting Rights:

(1) Exercise of Voting Rights in Writing (by 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 no later than 5:10 p.m. on Thursday, June 21, 2018 Japan time.

(2) Exercise of Voting Rights via the Internet

Please read the “Procedures for Exercise of Voting Rights via the Internet” on page 4 (Japanese version only), access the voting website for smartphones or the Bank’s designated voting website (<https://www.e-sokai.jp>), and indicate your vote for or against the proposals following the instructions on the screen no later than 5:10 p.m. on Thursday, June 21, 2018 Japan time.

(3) Handling of Duplicate Voting

If you exercise your voting rights both in writing (by mail) and via the Internet, regardless of the dates on which the votes are received, only the vote placed via the Internet is deemed valid.

If you exercise your voting rights more than once via the Internet, only the last vote is deemed valid.

End of Notice

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk of the Bank’s head office on the day of the meeting for confirmation.

The following items, in accordance with laws and regulations, and Article 16 of the Articles of Incorporation of the Bank, are published on the Bank’s website (<http://www.kitagin.co.jp/>) and are thus omitted from this notice.

- 1) Non-consolidated Statement of Changes in Net Assets
- 2) Notes to Non-consolidated Financial Statements
- 3) Consolidated Statement of Changes in Net Assets
- 4) Notes to Consolidated Financial Statements

Accordingly, the Non-consolidated Financial Statements and the Consolidated Financial Statements attached to this notice are part of the Non-consolidated Financial Statements and Consolidated Financial Statements that have been audited by the Corporate Auditors for the preparation of the Audit Report and by the Accounting Auditor for the preparation of the Accounting Audit Report.

Please note that, if there are any corrections to the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements, the corrected documents will be posted on the Bank’s website (<http://www.kitagin.co.jp/>).

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Matters

Proposal: Appropriation of Surplus

In order to prepare for changes in the business environment surrounding financial institutions, paying heed to internal reserves to strengthen management structure while also taking into account the continuous provision of stable dividends to shareholders and the business results of this fiscal year in a comprehensive manner, the following payout is proposed.

1. Matters concerning year-end dividends
 - (1) Type of dividend property
Cash
 - (2) Matters concerning the allotment of dividend property and the total amount
30 yen per share of common stock of the Bank
The total amount of dividends 256,761,810 yen
 - (3) Effective date of distribution of surplus
Monday, June 25, 2018
2. Other matters concerning the appropriation of surplus
 - (1) Item and amount of surplus to be decreased
Retained earnings brought forward 1,000,000,000 yen
 - (2) Item and amount of surplus to be increased
General reserve 1,000,000,000 yen