

**Main features of regulatory capital instruments [The Kinki Osaka Bank, Ltd.]
(Japanese domestic standard)**

as of Sep. 30, 2014

Common Stock

| | | |
|-----|---|--|
| 1 | Issuer | The Kinki Osaka Bank, Ltd. |
| 2 | Unique Identifier | — |
| 3 | Governing Law | Japanese Law |
| | Regulatory treatment (Note 1.) | |
| 4 | Transitional Basel 3 rules (before March 31, 2024) | Core Capital: instruments and reserves |
| 4-2 | Transitional Basel 3 rules (on or after March 31, 2024 and before March 31, 2029) | Core Capital: instruments and reserves |
| 5 | Post-transitional Basel 3 rules (on or after March 31, 2029) | Core Capital: instruments and reserves |
| 6 | Eligible at solo/group/group&solo | The Kinki Osaka Bank, Ltd. |
| 7 | Instrument type | Common Stock |
| 8 | Amount recognised in regulatory capital (Note 2.) | |
| | Consolidated | 62.7 billion yen |
| | Non-consolidated | 53.3 billion yen |
| 9 | Par value of instrument | — |
| 10 | Accounting classification (on Balance Sheet) | |
| | Consolidated | Shareholder's Equity |
| | Non-consolidated | Shareholder's Equity |
| 11 | Original date of issuance | — |
| 12 | Perpetual or dated | Perpetual |
| 13 | Original maturity date | — |
| 14 | Issuer call | Not Applicable |
| 15 | Optional call date and redemption amount | — |
| | Contingent call dates and redemption amount | — |
| 16 | Subsequent call dates, if applicable | — |
| | Dividends / coupons | |
| 17 | Fixed or floating dividend / coupon | — |
| 18 | Coupon rate and any related index | — |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Fully discretionary |
| 21 | Existence of step up or other incentive to redeem | No |
| 22 | Noncumulative or cumulative | Noncumulative |
| 23 | Convertible or non-convertible | Non-convertible |
| 24 | If convertible, conversion trigger (s) | — |
| 25 | If convertible, full or partial conversion | — |
| 26 | If convertible, conversion rate | — |
| 27 | If convertible, mandatory or optional conversion | — |
| 28 | If convertible, instrument type convertible into | — |
| 29 | If convertible, issuer of instrument it converts into | — |
| 30 | Write-down feature | Not Applicable |
| 31 | If write-down, write-down trigger(s) | — |
| 32 | If write-down, full or partial | — |
| 33 | If write-down, permanent or temporary | — |
| 34 | If temporary write-down, description of write-up mechanism | — |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Preferred Stock |
| 36 | Non-compliant transitioned features | No |
| 37 | If yes, specify non-compliant features | — |

Mandatorily Convertible Preferred Stock

| | | |
|-----|---|---|
| 1 | Issuer | The Kinki Osaka Bank, Ltd. |
| 2 | Unique Identifier | — |
| 3 | Governing Law | Japanese Law |
| | Regulatory treatment (Note 1.) | |
| 4 | Transitional Basel 3 rules (before March 31, 2024) | Core Capital: instruments and reserves |
| 4-2 | Transitional Basel 3 rules (on or after March 31, 2024 and before March 31, 2029) | Core Capital: instruments and reserves |
| 5 | Post-transitional Basel 3 rules (on or after March 31, 2029) | Core Capital: instruments and reserves |
| 6 | Eligible at solo/group/group&solo | The Kinki Osaka Bank, Ltd. |
| 7 | Instrument type | No.1 Preferred Stock |
| 8 | Amount recognised in regulatory capital | |
| | Consolidated | 60.0 billion yen |
| | Non-consolidated | 60.0 billion yen |
| 9 | Par value of instrument | — |
| 10 | Accounting classification (on Balance Sheet) | |
| | Consolidated | Shareholder's Equity |
| | Non-consolidated | Shareholder's Equity |
| 11 | Original date of issuance | Apr 26, 2001 |
| 12 | Perpetual or dated | Perpetual |
| 13 | Original maturity date | — |
| 14 | Issuer call | Not Applicable |
| 15 | Optional call date and redemption amount | — |
| | Contingent call dates and redemption amount | — |
| 16 | Subsequent call dates, if applicable | — |
| | Dividends / coupons | |
| 17 | Fixed or floating dividend / coupon | Fixed |
| 18 | Coupon rate and any related index | 1.36% (subject to the decision by the board of directors) |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Fully discretionary |
| 21 | Existence of step up or other incentive to redeem | No |
| 22 | Noncumulative or cumulative | Noncumulative |
| 23 | Convertible or non-convertible | Convertible |
| 24 | If convertible, conversion trigger (s) | (a) when the Right to Request Acquisition is exercised during the Period for making requests (from Jan 1, 2002 to Mar 31, 2015) (b) when the Right to Request Acquisition is not exercised by the end of the Period for making requests (Full Conversion will take place on the next day of the end of the Period) |
| 25 | If convertible, full or partial conversion | (a) when the Right to Request Acquisition is exercised : Full or Partial (b) at the Full Conversion : Full |

| | | |
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| 26 | If convertible, conversion rate | The paid-in amount per share of the preferred stock (500 yen) divided by each amount of (a) or (b) ; (a) when the Right to Request Acquisition is exercised, on the Reset Date (Jan 1 of each year commencing on Jan 1, 2003 up to Jan 1, 2015) to 0.75/10th of the average of the closing prices (including indicative prices) of the common stock of Resona Holdings, Inc. on Tokyo Stock Exchange (with the floor price of 125 yen, subject to certain adjustment conditions) on each of the 30 consecutive trading days (excluding the number of days on which no closing price exists) commencing on the 45th trading day immediately preceding the relevant Reset Date, and (b) at the Full Conversion, to 0.75/10th of the average of the closing prices (including indicative prices) of the common stock of Resona Holdings, Inc. on Tokyo Stock Exchange (with the floor price of 125 yen) on each of the 30 consecutive trading days (excluding the number of days on which no closing price exists) commencing on the 45th trading day immediately preceding the next day of the end of the Period for making requests. |
| 27 | If convertible, mandatory or optional conversion | Mandatory |
| 28 | If convertible, instrument type convertible into | Common Stock |
| 29 | If convertible, issuer of instrument it converts into | The Kinki Osaka Bank, Ltd. |
| 30 | Write-down feature | Not Applicable |
| 31 | If write-down, write-down trigger(s) | — |
| 32 | If write-down, full or partial | — |
| 33 | If write-down, permanent or temporary | — |
| 34 | If temporary write-down, description of write-up mechanism | — |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Subordinated Debt |
| 36 | Non-compliant transitioned features | No |
| 37 | If yes, specify non-compliant features | — |

Subordinated Loan

| | | |
|-----|---|--|
| 1 | Issuer | The Kinki Osaka Bank, Ltd. |
| 2 | Unique Identifier | — |
| 3 | Governing Law | Japanese Law |
| | Regulatory treatment (Note 1.) | |
| 4 | Transitional Basel 3 rules (before March 31, 2024) | Core Capital: instruments and reserves |
| 4-2 | Transitional Basel 3 rules (on or after March 31, 2024 and before March 31, 2029) | — |
| 5 | Post-transitional Basel 3 rules (on or after March 31, 2029) | — |
| 6 | Eligible at solo/group/group&solo | The Kinki Osaka Bank, Ltd. |
| 7 | Instrument type | Dated Subordinated Loan (Note 5.) |
| 8 | Amount recognised in regulatory capital (Note 3.) | |
| | Consolidated | 10.0 billion yen |
| | Non-consolidated | 10.0 billion yen |
| 9 | Par value of instrument | 10.0 billion yen |
| 10 | Accounting classification (on Balance Sheet) | |
| | Consolidated | Liability |
| | Non-consolidated | Liability |
| 11 | Original date of issuance | Mar 29, 2011 |
| 12 | Perpetual or dated | Dated |
| 13 | Original maturity date | Mar 29, 2021 |
| 14 | Issuer call | Applicable |
| 15 | Optional call date and redemption amount | Optional call date : Mar 29, 2016 Redemption amount : Full or Partial |
| | Contingent call dates and redemption amount | — |
| 16 | Subsequent call dates, if applicable | Any interest payment date after the Optional call date |
| | Dividends / coupons (Note 4.) | |
| 17 | Fixed or floating dividend / coupon | — |
| 18 | Coupon rate and any related index | — |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Mandatory |
| 21 | Existence of step up or other incentive to redeem | Yes |
| 22 | Noncumulative or cumulative | — |
| 23 | Convertible or non-convertible | Non-convertible |
| 24 | If convertible, conversion trigger (s) | — |
| 25 | If convertible, full or partial conversion | — |
| 26 | If convertible, conversion rate | — |
| 27 | If convertible, mandatory or optional conversion | — |
| 28 | If convertible, instrument type convertible into | — |
| 29 | If convertible, issuer of instrument it converts into | — |
| 30 | Write-down feature | Not Applicable |
| 31 | If write-down, write-down trigger(s) | — |
| 32 | If write-down, full or partial | — |
| 33 | If write-down, permanent or temporary | — |
| 34 | If temporary write-down, description of write-up mechanism | — |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Ordinary Debt |
| 36 | Non-compliant transitioned features | Yes |
| 37 | If yes, specify non-compliant features | Mandatory Conversion Clause etc. |

Subordinated Loan

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|-----|---|--|
| 1 | Issuer | The Kinki Osaka Bank, Ltd. |
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| 4-2 | Transitional Basel 3 rules (on or after March 31, 2024 and before March 31, 2029) | — |
| 5 | Post-transitional Basel 3 rules (on or after March 31, 2029) | — |
| 6 | Eligible at solo/group/group&solo | The Kinki Osaka Bank, Ltd. |
| 7 | Instrument type | Dated Subordinated Loan (Note 5.) |
| 8 | Amount recognised in regulatory capital (Note 3.) | |
| | Consolidated | 5.0 billion yen |
| | Non-consolidated | 5.0 billion yen |
| 9 | Par value of instrument | 5.0 billion yen |
| 10 | Accounting classification (on Balance Sheet) | |
| | Consolidated | Liability |
| | Non-consolidated | Liability |
| 11 | Original date of issuance | Sep 29, 2011 |
| 12 | Perpetual or dated | Dated |
| 13 | Original maturity date | Sep 29, 2021 |
| 14 | Issuer call | Applicable |
| 15 | Optional call date and redemption amount | Optional call date : Sep 29, 2016 Redemption amount : Full or Partial |
| | Contingent call dates and redemption amount | — |
| 16 | Subsequent call dates, if applicable | Any interest payment date after the Optional call date |
| | Dividends / coupons (Note 4.) | |
| 17 | Fixed or floating dividend / coupon | — |
| 18 | Coupon rate and any related index | — |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Mandatory |
| 21 | Existence of step up or other incentive to redeem | Yes |
| 22 | Noncumulative or cumulative | — |
| 23 | Convertible or non-convertible | Non-convertible |
| 24 | If convertible, conversion trigger (s) | — |
| 25 | If convertible, full or partial conversion | — |
| 26 | If convertible, conversion rate | — |
| 27 | If convertible, mandatory or optional conversion | — |
| 28 | If convertible, instrument type convertible into | — |
| 29 | If convertible, issuer of instrument it converts into | — |
| 30 | Write-down feature | Not Applicable |
| 31 | If write-down, write-down trigger(s) | — |
| 32 | If write-down, full or partial | — |
| 33 | If write-down, permanent or temporary | — |
| 34 | If temporary write-down, description of write-up mechanism | — |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Ordinary Debt |
| 36 | Non-compliant transitioned features | Yes |
| 37 | If yes, specify non-compliant features | Mandatory Conversion Clause etc. |

Subordinated Loan

| | | |
|-----|---|--|
| 1 | Issuer | The Kinki Osaka Bank, Ltd. |
| 2 | Unique Identifier | — |
| 3 | Governing Law | Japanese Law |
| | Regulatory treatment (Note 1.) | |
| 4 | Transitional Basel 3 rules (before March 31, 2024) | Core Capital: instruments and reserves |
| 4-2 | Transitional Basel 3 rules (on or after March 31, 2024 and before March 31, 2029) | — |
| 5 | Post-transitional Basel 3 rules (on or after March 31, 2029) | — |
| 6 | Eligible at solo/group/group&solo | The Kinki Osaka Bank, Ltd. |
| 7 | Instrument type | Dated Subordinated Loan (Note 5.) |
| 8 | Amount recognised in regulatory capital (Note 3.) | |
| | Consolidated | 10.0 billion yen |
| | Non-consolidated | 10.0 billion yen |
| 9 | Par value of instrument | 10.0 billion yen |
| 10 | Accounting classification (on Balance Sheet) | |
| | Consolidated | Liability |
| | Non-consolidated | Liability |
| 11 | Original date of issuance | Mar 29, 2013 |
| 12 | Perpetual or dated | Dated |
| 13 | Original maturity date | Mar 29, 2023 |
| 14 | Issuer call | Applicable |
| 15 | Optional call date and redemption amount | Optional call date : Mar 29, 2018 Redemption amount : Full or Partial |
| | Contingent call dates and redemption amount | — |
| 16 | Subsequent call dates, if applicable | Any interest payment date after the Optional call date |
| | Dividends / coupons (Note 4.) | |
| 17 | Fixed or floating dividend / coupon | — |
| 18 | Coupon rate and any related index | — |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Mandatory |
| 21 | Existence of step up or other incentive to redeem | Yes |
| 22 | Noncumulative or cumulative | — |
| 23 | Convertible or non-convertible | Non-convertible |
| 24 | If convertible, conversion trigger (s) | — |
| 25 | If convertible, full or partial conversion | — |
| 26 | If convertible, conversion rate | — |
| 27 | If convertible, mandatory or optional conversion | — |
| 28 | If convertible, instrument type convertible into | — |
| 29 | If convertible, issuer of instrument it converts into | — |
| 30 | Write-down feature | Not Applicable |
| 31 | If write-down, write-down trigger(s) | — |
| 32 | If write-down, full or partial | — |
| 33 | If write-down, permanent or temporary | — |
| 34 | If temporary write-down, description of write-up mechanism | — |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Ordinary Debt |
| 36 | Non-compliant transitioned features | Yes |
| 37 | If yes, specify non-compliant features | Mandatory Conversion Clause etc. |

- Note 1. Since The Kinki Osaka Bank applies Japanese domestic standard with regard to capital adequacy regulation, transitional Basel 3 rules are also of the domestic standard.
- Note 2. "Amount recognised in regulatory capital" is the amount of regulatory stock holder's equity deducted by the amount of mandatorily convertible preferred stock.
- Note 3. The amount figures shown in the item 8 of each capital instrument are the amount before considering deduction or caps under Transitional Rules, despite the fact that Eligible Capital Instrument included in Core Capital are deducted gradually during the transition period, and that Cap rules based on the Total Capital are applied to the total of Eligible Capital Instrument subject to the transitional arrangement.
- Note 4. For the capital instruments, of which the dividend / coupon rates have not been disclosed because they are privately issued or borrowed, the dividend / coupon rates are not shown in the item 18.
- Note 5. Subordinated loan from Resona Holdings, Inc..