

(Translation)

Securities code: 8332

June 8, 2007

**NOTICE OF THE 146TH ORDINARY GENERAL MEETING OF
SHAREHOLDERS**

Dear Shareholder,

You are cordially invited to attend the 146th Ordinary General Meeting of Shareholders, which will be held as described hereunder.

If you are unable to attend the meeting, you may exercise your voting right in writing or via the Internet. Please review the appended "Reference Material for the General Meeting of Shareholders" and exercise your voting right by using one of the following methods.

Voting by mail

To vote by mail, please indicate on the enclosed voting form your approval or disapproval of each of the proposals and return the completed form to us. The completed forms must be received no later than June 26, 2007. If you do not indicate any approval or disapproval of the proposals on the said enclosed voting form, the Bank shall deem that you have approved these proposals.

Voting by electronic means (the Internet, etc.)

To vote online, please access the dedicated voting Website (<http://www.evotep.jp/> - Japanese only) using your login ID and tentative password stated in the enclosed voting form, select the Bank and enter your approval or disapproval by 18:00, June 26, 2007 in accordance with the on-screen instructions.

Treatment of duplicate voting

When voting right is exercised both by mailing the voting form and via the Internet, etc., the vote via the Internet, etc. will be deemed effective irrespective of the arrival date and hour of voting. If the voting right is exercised via the Internet, etc. more than once, the latest vote will be deemed effective.

Yours faithfully,

Tadashi Ogawa, President
The Bank of Yokohama, Ltd.
1-1, Minatomirai 3-chome, Nishi-ku, Yokohama, Kanagawa

MEETING AGENDA

- 1. Date and Time:** 10:00 a.m., Wednesday, June 27, 2007
2. Venue: “Via Mare,” 1F Hamagin Hall, Head Office of The Bank of Yokohama
1-1, Minatomirai 3-chome, Nishi-ku, Yokohama, Kanagawa

3. Agenda:

- Matters to be reported*
1. The Business Report and the Report on the Financial Statements for the 146th Term (April 1, 2006 to March 31, 2007)
 2. The Consolidated Financial Statements for the 146th Term (April 1, 2006 to March 31, 2007) and Audit Report of Accounting Auditors and Board of Corporate Auditors regarding the Consolidated Financial Statements

Matters to be resolved

- Proposal 1: Election of eight (8) Directors
Proposal 2: Election of one (1) Corporate Auditor
Proposal 3: Election of one (1) Corporate Auditor as a substitute
Proposal 4: Granting retirement benefits for retiring Corporate Auditor
Proposal 5: Payment of bonuses for Directors and Corporate Auditors

4. Instructions for the exercise of your voting right:

- (1) If you exercise your voting right by proxy, you must delegate a proxy who is a shareholder with voting rights in the Bank. Only one proxy per shareholder is permissible.
- (2) The Bank shall disclose any revisions to the Reference Material for the General Meeting of Shareholders and attached documents through our Website <http://www.boy.co.jp/>.
- (3) Shareholders intending to diversely exercise voting rights pursuant to Article 313 of the Corporation Law must provide written notice with their reasons three days prior to the General Meeting of Shareholders.

(Important) Shareholders are requested to fill out and submit the appended voting form at the reception desk on the above-mentioned date.

This is a partial translation of the original Japanese “ Notice of the 146TH Ordinary General Meeting of Shareholders ” prepared for the convenience of non-resident shareholders. Should there be any discrepancy between any part of this translation and the original Japanese text, the latter shall prevail.

Reference Material for the General Meeting of Shareholders

Proposal 1: Election of eight (8) Directors

As the term of office of all seven (7) Directors will expire at the end of this ordinary general meeting of shareholders, the Bank requests that you elect eight (8) Directors.

The candidates for Directors are as follows.

Candidates for Directors

Candidate No.	Name (Date of Birth)	Brief Personal Profile (Position and principal duty in the Bank, and representation of other companies, etc.)	Number of Bank shares held
1	Sadaaki Hirasawa (April 7, 1932)	April 1955 Joined the Ministry of Finance June 1989 Became Administrative Vice Minister of Finance June 1990 Retired as Administrative Vice Minister July 1992 Became Governor of People's Finance Corporation May 1994 Retired as Governor of People's Finance Corporation June 1994 Joined the Bank of Yokohama, Ltd. ("the Bank") as President June 2004 Became Chairman, Director and President of the Bank June 2005 Became Chairman, Representative Director of the Bank June 2006 to present Became Chairman, Director of the Bank	99,000
2	Tadashi Ogawa (February 26, 1940)	April 1962 Joined the Ministry of Finance January 1996 Became Administrative Vice Minister of Finance July 1997 Retired as Administrative Vice Minister June 2001 Became Representative Director-Chairman of Japan Tobacco Inc. June 2004 Retired as Director of Japan Tobacco Inc. June 2005 to present Joined the Bank as President	50,000
3	Hiroshi Hayakawa (April 29, 1947)	April 1970 Joined the Bank June 1997 Became Director and General Manager for Federation of Bankers Associations, General Planning Department of the Bank September 1999 Became Director, Senior Deputy General Manager and Chief Secretariat, Business Supervisory and Coordination Department of the Bank April 2000 Became Director and Executive Officer, Senior Deputy General Manager, Business Supervisory and Coordination Department of the Bank May 2000 Became Director and Managing Executive Officer, Senior Deputy General Manager, Business Supervisory and Coordination Department of the Bank June 2001 Became Managing Executive Officer and Senior Deputy General Manager, Business Supervisory and Coordination Department of the Bank April 2002 Assigned President's Office of the Bank (special assignment) June 2002 Became Full-time Corporate Auditor of the Bank May 2006 Retired as Corporate Auditor of the Bank June 2006 Became Deputy President of the Bank April 2007 to present Became Deputy President of the Bank In charge of the Credit Risk Management Department and Secretariat Internal Administration Supervisor	38,000

Candidate No.	Name (Date of Birth)	Brief Personal Profile (Position and principal duty in the Bank, and representation of other companies, etc.)	Number of Bank shares held
4	Chiyuki Okubo (November 23, 1952)	<p>April 1975 Joined the Bank</p> <p>April 2001 Became Executive Officer and General Manager, Corporate Banking Department of the Bank</p> <p>July 2001 Became Executive Officer and General Manager, Retail Business Planning Department, and Chief Secretariat, Business Supervisory and Coordination Department of the Bank</p> <p>April 2002 Became Executive Officer and General Manager, Corporate Planning Department of the Bank</p> <p>June 2002 Became Director and General Manager, Corporate Planning Department of the Bank</p> <p>June 2003 Became Representative Director and General Manager, Corporate Planning Department of the Bank</p> <p>June 2005 Became Representative Director of the Bank</p> <p>January 2006 Became Representative Director, Senior Deputy General Manager, CS Promotion Department and Business Promotion Department of the Bank</p> <p>April 2006 Became Representative Director, General Manager, CS Promotion Department and Business Promotion and Strategy Department of the Bank</p> <p>April 2007 to present Became Representative Director (Head of Business Promotion) of the Bank In charge of Brand Strategy Department, Business Promotion and Strategy Department, Personal Banking Department, Corporate Banking Department, Direct Business Department, Financial Market Department, General Manager, Brand Strategy Department and Business Promotion and Strategy Department</p>	6,038
5	Tetsunobu Ikeda (January 30, 1955)	<p>April 1977 Joined the Bank</p> <p>April 2002 Became General Manager, Retail Business Planning Department of the Bank</p> <p>April 2003 Became General Manager, Sagamihaekimae Branch, Deputy General Manager, Northern Prefecture Block, Business Headquarters of the Bank</p> <p>June 2004 Became Executive Officer, General Manager, Sagamihaekimae Branch, and Northern Prefecture Block, Business Headquarters of the Bank</p> <p>June 2005 Became Executive Officer, General Manager, Tokyo Branch, and Tokyo and Outside Prefecture Block Business Headquarters of the Bank</p> <p>April 2007 to present Became Executive Officer (Head of Administration) In charge of the Credit Department, Compliance Department, Corporate Administration Department and Human Asset Value-up Promotion Department Became Senior Deputy General Manager, Brand Strategy Department of the Bank</p>	7,000
6	Toshiyuki Mimura (March 3, 1955)	<p>April 1977 Joined the Bank</p> <p>April 2002 Became General Manager, Retail Business Promotion Department of the Bank</p> <p>November 2002 Became General Manager, Atsugi Branch of the Bank</p> <p>February 2003 Became General Manager, Atsugi Branch, and Senior Deputy General Manager, Central Prefecture Block Business Headquarters of the Bank</p> <p>June 2004 Became Executive Officer and General Manager, Atsugi Branch and Central Prefecture Block Business Headquarters of the Bank</p> <p>June 2005 Became Managing Executive Officer and General Manager, Yokohamaekimae Branch and Yokohama Central Block Business Headquarters of the Bank</p> <p>April 2006 Became Managing Executive Officer and General Manager, Head Office, Business Department and Head Office Block Business Headquarters of the Bank</p> <p>June 2006 to present Became Director, Managing Executive Officer, General Manager, Head Office and Head Office Block Business Headquarters of the Bank</p>	114,200

Candidate No.	Name (Date of Birth)	Brief Personal Profile (Position and principal duty in the Bank, and representation of other companies, etc.)	Number of Bank shares held
7	Masaki Ito (May 27, 1955)	<p>April 1978 Joined the Bank</p> <p>April 2002 Became General Manager, Secretariat, and Chief Secretariat of the Board of the Bank</p> <p>October 2003 Became General Manager, Strategic Business Planning Department, General Manager of Secretariat, and Chief Secretariat of the Board of the Bank</p> <p>June 2004 Became General Manager, Business Promotion Department, General Manager of Secretariat, and Chief Secretariat of the Board of the Bank</p> <p>June 2004 Became Executive Officer and General Manager, Business Promotion Department of the Bank</p> <p>December 2004 Became Executive Officer and General Manager, Business Promotion Department, and Senior Deputy General Manager, CS Promotion Department of the Bank</p> <p>February 2005 Became Executive Officer and General Manager, Business Promotion Department, Senior Deputy General Manager, CS Promotion Department of the Bank</p> <p>June 2005 Became Executive Officer and General Manager, Corporate Planning Department of the Bank</p> <p>June 2006 to present Became Director, Executive Officer, General Manager, Corporate Planning Department of the Bank In charge of Corporate Planning Department and Risk Management Office</p>	10,000
8	Yoshio Ota (August 21, 1952)	<p>April 1975 Joined the Bank</p> <p>December 2000 Became General Manager, Operations Planning and Administration Department of the Bank</p> <p>February 2003 Became General Manager, Corporate Administration Department, and General Manager, Operations Planning and Administration Department of the Bank</p> <p>June 2003 Became General Manager, Corporate Administration Department of the Bank</p> <p>June 2003 Became Director and General Manager, Corporate Administration Department of the Bank</p> <p>June 2004 Representative Director and General Manager, Corporate Administration Department of the Bank</p> <p>June 2005 Became Representative Director of the Bank</p> <p>April 2006 Became Representative Director of the Bank Senior Deputy General Manager, CS Promotion Department Internal Administration Supervisor</p> <p>April 2007 to present Became Director of the Bank</p>	11,001

(Note) No special interests exist between the Bank and the candidates.

Proposal 2: Election of one (1) Corporate Auditor

As the term of office of Corporate Auditor Mr. Jun Okura will expire at the end of this ordinary general meeting of shareholders, the Bank requests that you elect one (1) Corporate Auditor.

The candidate is as follows.

We obtained consent from the Board of Corporate Auditors prior to making this proposal.

Candidate for Corporate Auditor

Name (Date of Birth)	Brief Personal Profile (Position and principal duty in the Bank, and representation of other companies, etc.)		Number of Bank shares held
Shinichi Mori (March 26, 1955)	April 1978	Joined the Bank	1,284
	October 1999	Became General Manager, Totsuka Branch of the Bank	
	April 2001	Became General Manager for Federation of Bankers Association, General Planning Department of the Bank	
	October 2001	Became General Manager for Federation of Bankers Association, Corporate Planning Department of the Bank	
	November 2002	Became General Manager, Retail Business Promotion Department of the Bank	
	February 2003	Became Chief Secretariat, Business Supervisory Department of the Bank	
	April 2003	Became General Manager, Retail Business Planning Department of the Bank	
	April 2004	Became General Manager, Tsurumi Branch of the Bank	
August 2006 to present	Became General Manager, Internal Audit Department of the Bank		

(Note) No special interests exist between the Bank and the candidate.

Proposal 3: Election of one (1) Corporate Auditor as a substitute

The election of Mr. Toyomi Takimoto as a substitute outside Corporate Auditor at the ordinary general meeting of shareholders held on June 28, 2006 is valid until the beginning of this ordinary general meeting of shareholders. To maintain the continuity of auditing operations in the event that the legally required number of outside Corporate Auditors is not met, the Bank once again requests that you elect one (1) outside Corporate Auditor as a substitute for the two outside Corporate Auditors Messrs. Shinsuke Kobayashi and Masahiro Hoshino.

The candidate for outside Corporate Auditor as a substitute is as follows.

We obtained consent from the Board of Corporate Auditors prior to making this proposal.

Candidate for Corporate Auditor as a substitute

Name (Date of Birth)	Brief Personal Profile (Representation of other companies, etc.)	Number of Bank shares held
Toyomi Takimoto (July 15, 1949)	April 1972	-
	June 1988	
	September 1999	
	June 2000	
	July 2000 to present	
June 2006 to present		

(Notes) 1. No special interests exist between the Bank and Mr. Toyomi Takimoto.

2. Mr. Toyomi Takimoto is a candidate for outside Corporate Auditor.

3. Reason for selecting the candidate for outside Corporate Auditor and the reason for judging that the candidate is able to properly perform the duties of an outside Corporate Auditor
Mr. Toyomi Takimoto possesses substantial experience, specialist knowledge and deep insight developed through many years of practice as an attorney, etc. Based on this, we judged that Mr. Takimoto would be capable of properly performing the duties of an outside Corporate Auditor, and decided to nominate him for election as an outside Corporate Auditor as a substitute.

4. Limited Liability Agreement with outside Corporate Auditor as a substitute

Article 34 of the current Articles of Incorporation stipulates that, for the purpose of enabling outside Corporate Auditors to properly perform their expected roles, the Bank may conclude an agreement with outside Corporate Auditors that limits their liabilities for damages from negligence in the performance of their duties. In accordance with this provision, the Bank plans to conclude the Limited Liability Agreement with Mr. Toyomi Takimoto as an outside Corporate Auditor when he takes up that position.

Summarized contents of the Agreement are as follows;

- An outside Corporate Auditor shall be liable for damages within the minimum amount of liability stipulated in Paragraph 1, Article 425 of the Corporation Law in cases where an Outside Corporate Auditor, after conclusion of this Agreement, causes any damage to the Bank as a result of negligence in the performance of his or her duties, provided that the duties were performed in good faith and without gross negligence.

Proposal 4: Granting retirement benefits for retiring Corporate Auditor

The Bank proposes to grant retirement benefits to Mr. Jun Okura, who will retire as Corporate Auditor at the end of this ordinary general meeting of shareholders, within the scope provided in the Bank's standards, to reward him for his contributions during the term of office.

We ask that the determination of the specific amount, timing, method and other details of the payment be entrusted to the consultation of the Corporate Auditors.

A brief personal profile of the retiring Corporate Auditor is as follows;

Name	Brief Personal Profile	
Jun Okura	June 2003 to present	Became Full-time Corporate Auditor of the Bank

Proposal 5: Payment of Bonuses for Directors

In light of our business results, we propose to pay bonuses of 80,500,000 yen to seven (7) Directors and four (4) Corporate Auditors as of the year end (67,000,000 yen to Directors and 13,500,000 yen to Corporate Auditors).

We ask that the determination of bonuses be entrusted to the Board of Directors for Directors to be rewarded and to the consultation of the Corporate Auditors for Corporate Auditors to be rewarded.

For reference

(Payment of Dividends)

As for the payment of dividend, we have paid the sum of the stable dividend and the dividend that is linked to our business results based on the dividend policy introduced in the term that ended on March 31, 2005.

As for the level of dividend, we have determined ordinary dividend as 7.00 yen per share per annum for the portion that is paid regardless of our business results, and special dividend as 3.00 yen per share per annum for the portion that is linked to our business results, based on our dividend policy where around 30 percent of the amount exceeding 50 billion yen in net income is to be paid when net income exceeds 50 billion yen.

Consequently, the total dividend payment for the entire term was 10.00 yen per share. However, since we had already paid 3.50 yen as interim dividends, we have paid 6.50 yen per share as year-end dividends.