

Mitsubishi UFJ Merrill Lynch PB Securities Co., Ltd.  
Mitsubishi UFJ Financial Group, Inc.  
The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
Mitsubishi UFJ Securities Holdings Co., Ltd.  
Merrill Lynch Japan Securities Co., Ltd.

**Change in shareholding and change of representative directors in relation to  
Mitsubishi UFJ Merrill Lynch PB Securities Co., Ltd.**

**Tokyo, December 13, 2012**--- Merrill Lynch Japan Securities Co., Ltd. (Jiro Seguchi, President and Representative Director), The Bank of Tokyo-Mitsubishi UFJ, Ltd. (Nobuyuki Hirano, President) and Mitsubishi UFJ Securities Holdings Co., Ltd. (Toshiro Toyozumi, President and CEO), as shareholders of Mitsubishi UFJ Merrill Lynch PB Securities Co., Ltd. (Miwa Omori, CEO) (the "Company"), have agreed in respect of the change in their shareholding of the Company. The proposed change of representative director is also notified.

1. The reason for the change in shareholding

The Company has continued to provide private banking services to high net worth individuals in Japan after succeeding the private client division of Merrill Lynch Japan Securities Co., Ltd. in May 2006 and starting as a joint venture operation between Mitsubishi UFJ Financial Group (which has a broad customer base) and Merrill Lynch Group (which had a global private banking business). Operating revenue at March 2012 was JPY25 billion and the value of deposited assets was JPY1.8 trillion.

Following discussions between Mitsubishi UFJ Financial Group, Inc. and Bank of America Merrill Lynch in relation to the growth strategy for the Company, the parties have agreed to the transfer of all of the shares of the Company held by Merrill Lynch Japan Securities Co., Ltd. to The Bank of Tokyo-Mitsubishi UFJ, Ltd. and Mitsubishi UFJ Securities Holdings Co., Ltd.

2. The Change in shareholding

(1) Current ownership of voting rights	Merrill Lynch Japan Securities:	49.02%
	The Bank of Tokyo-Mitsubishi UFJ:	41.18%
	Mitsubishi UFJ Securities Holdings:	9.80%
(2) After the change in shareholding	Mitsubishi UFJ Securities Holdings:	51.00%
	The Bank of Tokyo-Mitsubishi UFJ:	49.00%

3. The proposed change of representative directors

(1) Current	Representative director CEO: Miwa Ohmori Representative director COO: Toshiyuki Morioka
(2) After the change in representative directors	Representative director President: Toshiyuki Morioka

#### 4. Schedule

(1) Date of agreement to transfer shares	December 13, 2012
(2) Date of transfer of shares	
(3) Date of change in representative directors	December 26, 2012

#### 5. Mitsubishi UFJ Merrill Lynch PB Securities Co., Ltd. (as at March 2012)

(1) Company name	Mitsubishi UFJ Merrill Lynch PB Securities Co., Ltd.
(2) Address	Nihonbashi 1-chome Building, 1-4-1 Nihonbashi, Chuo-ku, Tokyo
(3) Description of business	Financial Instruments Business
(4) Company capital	8 bn JPY
(5) Commencement of business	May 1, 2006
(6) Fiscal term	March
(7) Net Assets	16.4 bn JPY
(8) Total assets	30.1 bn JPY

#### 6. Outlook going forward

In relation to the change in shareholding, the Company will maintain its business partnership with Bank of America Merrill Lynch and for the time being will receive substantially the same business support as it previously received prior to the shareholding change and continue using its company name.

##### About Mitsubishi UFJ Financial Group, Inc. (MUFG)

MUFG is one of the world's leading financial groups, with total assets of more than JPY219trillion (approximately US\$2.7trillion) as of September 30, 2012. MUFG's services include commercial banking, trust banking, securities, credit cards, consumer finance, asset management and leasing. The Group's operating companies include The Bank of Tokyo-Mitsubishi UFJ, Japan's largest commercial bank, Mitsubishi UFJ Trust and Banking Corporation, Japan's leading trust bank, and Mitsubishi UFJ Securities Holdings, one of Japan's largest securities firms. For more information about MUFG, please visit <https://www.bk.mufg.jp/global/index.html>

##### About The Bank of Tokyo-Mitsubishi UFJ, Ltd. (BTMU)

BTMU is the commercial banking subsidiary of MUFG, one of the world's leading financial groups. BTMU is Japan's largest bank and its domestic network comprises nearly 800 branches and offices which service more than 40 million retail accounts and over 500,000 corporate customers. BTMU has a long-standing presence overseas comprising more than 500 branches and other offices in more than 40 countries worldwide, including its subsidiary Union Bank, which is one of the top twenty banks by assets in the U.S.

##### About Mitsubishi UFJ Securities Holdings Co., Ltd.(MUSHD)

MUSHD is a wholly-owned subsidiary of MUFG. The company conducts securities business in Japan through its domestic subsidiary Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. and internationally through its overseas subsidiaries Mitsubishi UFJ Securities International plc., Mitsubishi UFJ Securities (USA) Inc., Mitsubishi UFJ Securities (Hong Kong), Ltd. and Mitsubishi UFJ Securities (Singapore), Ltd. Through these subsidiaries, the company provides financial products and integrated advices to both its own clients and those of the MUFG Group.

### About Bank of America Merrill Lynch

Bank of America is one of the world's largest financial institutions, serving individual consumers, small- and middle-market businesses and large corporations with a full range of banking, investing, asset management and other financial and risk management products and services. The company provides unmatched convenience in the United States, serving more than 55 million consumer and small business relationships with approximately 5,500 retail banking offices and approximately 16,300 ATMs and award-winning online banking with 30 million active users. Bank of America is among the world's leading wealth management companies and is a global leader in corporate and investment banking and trading across a broad range of asset classes, serving corporations, governments, institutions and individuals around the world. Bank of America offers industry-leading support to more than 3 million small business owners through a suite of innovative, easy-to-use online products and services. The company serves clients through operations in more than 40 countries. Bank of America Corporation stock (NYSE: BAC) is a component of the Dow Jones Industrial Average and is listed on the New York Stock Exchange.

Bank of America Merrill Lynch is the marketing name for the global banking and global markets businesses of Bank of America Corporation. Lending, and other commercial banking activities are performed globally by banking affiliates of Bank of America Corporation, including Bank of America, N.A.. Securities, derivatives, strategic advisory, and other investment banking activities are performed globally by investment banking affiliates of Bank of America Corporation, including Merrill Lynch Japan Securities Co., Ltd. in Japan.

Merrill Lynch Japan Securities Co., Ltd. (MLJS), incorporated in Japan, is a wholly-owned subsidiary of Merrill Lynch International Incorporated, which is a wholly-owned subsidiary of Merrill Lynch & Co., Inc. Merrill Lynch & Co., Inc. was acquired by Bank of America Corporation on January 1, 2009. Bank of America now operates its corporate and investment banking, and sales and trading businesses under the global brand of Bank of America Merrill Lynch (BofAML).