

**Note regarding the Execution of Equity Purchase Agreement  
Concerning Subsidiaries**

**Tokyo, May 12, 2014**---The Bank of Tokyo-Mitsubishi UFJ, Ltd. (BTMU), a subsidiary of Mitsubishi UFJ Financial Group, Inc. (MUFG), BTMU's US subsidiary BTMU Capital Corporation (BTMUCC), and Mitsubishi UFJ Lease and Finance Company Limited (MUL) have entered into an Equity Purchase Agreement, pursuant to which, subject to approvals from the relevant authorities, BTMUCC would transfer to MUL 100% of the total outstanding shares of Engine Lease Finance Corporation (ELF) and 100% of the total outstanding membership interests of Beacon Intermodal Leasing, LLC (BIL), subsidiaries of BTMUCC. As a result of the transaction, there will be changes to MUFG's subsidiaries.

**1. Background and Objectives**

MUFG decided on the transfer of shares of ELF and membership interests of BIL to MUL, as a result of discussions about MUFG's leasing business strategies from the perspectives of maximization of synergies and optimization of capital allocation.

MUFG and BTMU determined that ELF and BIL would achieve greater growth and development in the long run by becoming subsidiaries of MUL, the company engaging in the leasing business in MUFG and having both a strong customer base and expertise.

**2. Outline of Subsidiaries to Be Transferred (ELF and BIL)**

**【Overview of ELF】**

(1) Name	Engine Lease Finance Corporation		
(2) Location	156 Shannon Free Zone, Shannon, County Clare, Ireland		
(3) Name and Title of Representative	Jonathan L. Sharp, President & CEO		
(4) Description of Business	Aircraft Engine Leasing Business		
(5) Capital	USD1 thousand		
(6) Date of Incorporation	October 14, 1993		
(7) Major Shareholders	BTMU Capital Corporation 100%		
(8) Consolidated Business Results and Consolidated Financial Condition for the Three Most Recent Fiscal Years (Unit: USD Million)			
Fiscal Year	Year Ended December 2011	Year Ended December 2012	Year Ended December 2013
Net Assets	180.4	215.3	250.3
Total Assets	1,194.0	1,391.3	1,389.8
Sales	122.2	166.7	177.2
Net Income	20.5	34.9	35.1

**【Overview of BIL】**

(1) Name	Beacon Intermodal Leasing, LLC		
(2) Location	111 Huntington Avenue, Suite #601, Boston, MA, USA		
(3) Name and Title of Representative	Jeffrey S. Gannon, President		
(4) Description of Business	Container Leasing Business		
(5) Capital	USD1 thousand		
(6) Date of Incorporation	January 7, 2008		
(7) Holders of Membership Interests	BTMU Capital Corporation 100%		
(8) Consolidated Business Results and Consolidated Financial Condition for the Three Most Recent Fiscal Years (Unit: USD Million)			
Fiscal Year	Year Ended December 2011	Year Ended December 2012	Year Ended December 2013
Net Assets	91.7	122.5	145.5
Total Assets	832.6	989.3	1,058.0
Sales	93.0	116.0	127.8
Net Income	24.5	30.8	22.9

**3. Outline of Seller (BTMUCC)**

**【Overview of BTMUCC】**

(1) Name	BTMU Capital Corporation		
(2) Location	111 Huntington Avenue, Suite #601, Boston, MA, USA		
(3) Name and Title of Representative	Hideya Takaishi, President & CEO		
(4) Description of Business	Leasing Business		
(5) Capital	USD29 thousand		
(6) Date of Incorporation	May 31, 1990		
(7) Major Shareholders	BTMU 100%		
(8) Consolidated Business Results and Consolidated Financial Condition for the Three Most Recent Fiscal Years (Unit: USD Million)			
Fiscal Year	Year Ended December 2011	Year Ended December 2012	Year Ended December 2013
Net Assets	93.9	128.1	215.5
Total Assets	3,461.0	3,228.2	3,241.6
Sales	294.0	346.5	370.9
Net Income	▲ 35.1	45.1	58.2

**4. Outline of Buyer (MUL)**

**【Overview of MUL】**

(1) Name	Mitsubishi UFJ Lease & Finance Company Limited
(2) Location	5-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo

(3) Name and Title of Representative	Tadashi Shiraishi, President & CEO	
(4) Description of Business	Lease Installment sales various types of financing International business	
(5) Capital (at December 31, 2013)	JPY33,196 million	
(6) Date of Incorporation	April 12, 1971	
(7) Net Assets (at December 31, 2013)	JPY517,505 million	
(8) Total Assets (at December 31, 2013)	JPY4,343,880 million	
(9) Majority Shareholders and shareholding ration (at March 31, 2013)	Mitsubishi Corporation	20.00%
	Mitsubishi UFJ Financial Group, Inc.	10.40%
	The Bank of Tokyo-Mitsubishi UFJ, Ltd.	6.08%
	Japan Trustee Services Bank, Ltd. (in trust)	4.22%
	Meiji Yasuda Life Insurance Company	3.44%
	The Master Trust Bank of Japan ,Ltd. (in trust)	3.28%
	Mitsubishi UFJ Trust and Banking Corporation (Note)	3.17%
	The Mitsubishi UFJ Factors Limited	3.02%
	Ryoshin Holdings Co., Ltd	1.96%
	Tokio Marine & Nichido Fire Insurance Co., Ltd.	1.66%

(Note) Excluding shareholding related to its trust services.

## 5. Share and Membership Interest Ownership Before and After the Transfer

### 【ELF】

(1) Shares held before transfer	1,000 (Class A Common Stock: 950 shares, Class B Common Stock: 50 shares) (Voting rights: 950) (Ratio of voting rights held: 100%)
(2) Shares to be transferred	1,000 (Class A Common Stock: 950 shares, Class B Common Stock: 50 shares) (Voting rights: 950)
(3) Shares held after transfer	0 (Voting rights: 0) (Ratio of voting rights held: 0%)

### 【BIL】

(1) Membership interests held before transfer	100%
(2) Membership interests to be transferred	100%
(3) Membership interests held after transfer	0

## 6. Schedule

(1)	Signing of Equity Purchase Agreement	May 12, 2014
(2)	Transfer of the shares and membership interests	To be determined (Note)

(Note) The closing of the transfer is subject to the satisfaction of certain conditions precedent, including regulatory filings required under applicable laws and regulations.

## 7. Outlook

The impact of the transfer on MUFG's financial results is expected to be not material.

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