FINANCIAL STATEMENTS

31 DECEMBER 2022

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MUFG Securities EMEA plc

A member of MUFG, a global financial group

2022 Mitsubishi UFJ Financial Group

MUFG

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Strategic Report

The Strategic Report is prepared in accordance with The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

Principal activities

MUFG Securities EMEA plc ('MUS(EMEA)' or 'the Company') is the international capital markets subsidiary of Mitsubishi UFJ Securities Holdings Co., Ltd. ('MUSHD'). MUSHD's parent, and MUS(EMEA)'s ultimate holding company, is Mitsubishi UFJ Financial Group, Inc. ('MUFG').

MUS(EMEA) actively trades in fixed income, equity and structured finance products, providing client solutions across primary and secondary markets. The client group includes financial institutions, corporations, supranationals and central banks. The Company primarily supports this client group from its base in London, as well as a wholly owned subsidiary, MUFG Securities (Europe) N.V. ('MUS(EU)'), based in the Netherlands and a Paris branch of that entity. The Company additionally operates a branch in the Dubai International Financial Centre.

The principal activities of the Company remain largely consistent with those disclosed in the previous year financial statements.

Results

The results for the year are set out on page 42 and the profit for the year, after tax, amounted to £63.0 million (2021: £78.5 million loss). The financial statements of the Company are prepared in accordance with United Kingdom adopted international accounting standards and International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB).

Business review and future development

The Company reported operating income of £424.3 million (2021: £186.8 million).

The 2022 full year results reflect a challenging business environment. High market volatility coupled with low liquidity and investors remaining side-lined have depressed revenue momentum. Additionally, general uncertainty related to the ongoing Ukraine conflict as well as rising inflation, limited client flow business and increased pressure on our cost base. Market volatility has additionally increased the present values of our derivatives reported on the balance sheet, grossing up both asset and liability balances.

Noting these challenges, the entity has returned to profitability and remains a meaningful revenue source for the MUFG Group, key to supporting a diversified product range across multiple currencies catering to a global client base. Management retain a positive outlook and view many of the current challenges as specific to 2022.

Operating income for the year ending 31 December 2022 includes above-budget results within our Rates Trading and Structured Solutions businesses, as well as a strong performance within Treasury due to improved returns on our liquid asset portfolio driven by increased base rates through the year. Capital Markets, Credit and Equities have delivered revenues below expectations mainly due to depressed activity related to ongoing uncertainty.

The 2021 full year net loss was driven by the default of a specific US derivative client which also impacted a number of our peer institutions. During 2022 the Company recovered £5.3m equivalent of the losses following a market settlement agreement. At year end a nil recovery rate is applied to remaining monies owed to the Company based on our current expectation that these amounts are unlikely to be recovered from the counterparty or the future recoverable amount cannot be reliably estimated. This event is considered an isolated loss event with limited broader impact on firm revenue ambitions though specific actions were taken to review the client group as well as certain business strategies. Further information on the topic is included within the financial statements of the Company for the year ended 31 December 2021.

Underlying inflationary pressures are a general driver of increases across the expense base. Additionally, year to date compensation accruals have increased in comparison to the prior period in line with improved revenue performance. The Company remains focused on cost control, with appropriate management tracking of spend, the right-sizing and repositioning of our resource base as well as strong remuneration governance (refer to Report of the Joint Remuneration Committee on pages 24 and 25).

The financial soundness of the Company remains robust, this includes our capital and liquidity metrics which remain in excess of regulatory requirements. The additional £100 million ordinary share capital issuance to MUSHD during September 2021 as well as current year profitability and expectations of ongoing profitability have further supported this statement.

Collaboration and integration with other entities across the MUFG network, mainly the London branch of another MUFG subsidiary, MUFG Bank, Ltd. ('MUFG Bank') represent the platform which enables our ability to deliver comprehensive client solutions by accessing the wider resource base. These solutions include a focus on origination, structuring and distribution across our core corporate banking as well as securities products thereby presenting MUFG as a key financial partner to our clients.

The Company manages and monitors its capital base to ensure that sufficient capital is available to support future business plans, its risk appetite, and to meet regulatory requirements. Revenue results have been achieved whilst maintaining internal Value at Risk ('VaR') metrics within a similar range to the previous year and within limits set by the Board of Directors ('the Board'). These metrics reflect management's focus on client-led revenues and targeted risk taking, with capital deployment and associated risk management applied where appropriate (refer to page 30).

The regulatory agenda continues to evolve and the Company remains well positioned to respond to change whilst maintaining a strong culture of client service. In this regard, the Company continues to track relevant regulatory announcements. Management are confident the Company will remain compliant with all legally binding regulatory requirements.

Strategic Report (continued)

Business review and future development (continued)

In line with key regulations, specifically Basel III Leverage Ratio requirements, management has adopted a framework of leverage-based constraints reflective of both industry norms and the Company's high quality, and liquid, balance sheet. The Company has additionally implemented an additional conservative buffer due to the structural currency mismatch across the Pound Sterling denominated Tier 1 capital base versus traded exposures denominated in a range of traded currencies. Robust glide path planning during 2021 and 2022 was effective in ensuring the entity was compliant with regulatory expectations during 2022 as well as being in excess of legally binding requirements effective from January 2023. The related profitability impact of managing to leverage-based constraints is mitigated through a selective approach to deployment of available capacity. The December 2022 closing Leverage Ratio is 3.9% (December 2021: 3.1%).

Management retains a positive outlook, as the Company continues to make progress against its strategic objectives. Management continue to identify opportunities to leverage MUFG's global franchise strength whilst efficiently utilising the Company's capital, infrastructure and staff resources within defined parameters. Deepening relationships with our core clients and a focus on expanding the client coverage across the MUFG network sets firm foundations for the ongoing growth and sustainability of the business model.

The year ahead will likely see the continued focus on servicing of client requirements within controlled limit frameworks, ongoing investment in system infrastructure as well as continued focus on our people agenda (refer to page 11). Additionally, the Company remains committed to the MUFG-wide Environmental and Social Policy Framework with ongoing integration and definition of this policy likely to influence our business in the future (refer to Stakeholder Engagement on pages 5 to 7).

The Board monitors the results of the Company by reference to various performance and risk based key metrics including:

- Revenue metrics: total operating income of £424.3 million (2021: £186.8 million) with a focus on quality of earnings and tracking against revenue plans (noting the 2021 metric is influenced by the specific client event)
- Efficiency metrics: total operating expenses as a percentage of total operating income of 78% (2021: 161%) with a focus on efficient cost deployment (noting the 2021 metric is influenced by the specific client event)
- Profitability metrics: return on equity ('ROE') calculated as profit attributable to owners of the company (refer to page 42), divided by the average of opening and closing total equity excluding Additional Tier 1 ('AT1'), of 3% (2021: -5%) with a focus on maximising ROE in the interests of shareholder returns (noting the 2021 metric is influenced by the specific client event)
- Capital metrics: total capital requirements based on Pillar 1 requirements of £764.0 million (2021: £757.0 million) with a focus on optimising capital allocation and drivers of requirements
- Risk metrics: total Value at Risk ('VaR'), as defined in the Business and Risk Management section, of £2.2 million (2021: £1.9 million) with a focus on tracking VaR
- Leverage metrics: leverage ratio maintenance above regulatory expectations, as defined in the Business and Risk Management section, of 3.9% (2021: 3.1%)
- Headcount metrics: number of employees at December 2022 was 672 (2021: 665) tracked against budgeted levels.

Challenges and uncertainties

The Company faces a number of challenges and uncertainties in the normal course of its business. Operational risks are inherent in the Company's business activities and are covered in more detail under Business and Risk Management Policies on pages 28 to 38. Other uncertainties faced by the Company in the course of its business including: liquidity, funding, credit and market risks; the valuation of financial assets and liabilities in volatile markets; exposure to macro-economic and geopolitical uncertainty; changes to regulatory rules and regulatory capital requirements. Volatility in Pound Sterling versus major trading currencies will impact the financial position of the Company due to the predominantly Sterling denominated capital base; this has been embedded in scenario planning as appropriate.

Global events: Coronavirus and the Ukraine conflict

Recent global events such as the ongoing and widespread outbreak of the 2019 Novel Coronavirus ('COVID-19') as well as the Ukraine conflict, have significantly and adversely affected global economic activities and financial markets worldwide. This has directly contributed to volatility and uncertainty in global capital markets within which the Company is active. The full extent of these adverse consequences and the related impact on the financial performance of the Company is currently uncertain. The results as at December 2022 include estimates of the potential impact on asset valuations as part of our standard approach to valuing traded positions. Capital and liquidity metrics have remained above regulatory required minimums throughout this period of heighted volatility and the Company has maintained the coupon distribution on AT1 capital instruments noting fiduciary duties for adequate capital maintenance and solvency testing.

Management continue to monitor regional and global market updates regards COVID-19, including remaining in contact with MUFG Group management and our regulators as appropriate. The Company has experienced limited business disruption, if any, to date and will react accordingly should this situation evolve. Remote working, coupled with effective and ongoing maintenance of risk management processes and internal controls has supported our ability to continue servicing clients. In line with Government advice, the Company initiated a return to office program during 2022 with staff currently working according to a hybrid framework. The Company did not directly take advantage of any government schemes or initiatives designed to relieve the financial consequences of the pandemic.

The ongoing Ukraine conflict in Eastern Europe is being monitored and assessed by management. Exposure analysis as at December 2022 confirms the Company has no direct exposure to the Russian Federation and Ukraine. Additionally, country limits have been amended, risk forums engaged and relevant staff mobilised as appropriate in order to react to any emerging risks.

Strategic Report (continued)

Challenges and uncertainties (continued)

Interbank Offered Rates transition
The London Interbank Offered Rate ('LIBOR'), with the exception of certain USD LIBOR tenors, was phased out of use during 2021. Transition efforts are continuing into 2023 until the transition of USD tenors which will continue to be published up to June 2023. Financial services firms including MUFG have transitioned demising interbank offered rates ('IBOR') business to suitable alternative rates for all impacted clients. This transition followed extensive working with industry groups, engagement with our clients, amendment of legal agreements and the development of infrastructure. These efforts supported the transition of the non-USD rates in 2021, which were completed within regulatory expectation and industry-wide timeframes. Where relevant, MUFG adhered to the ISDA protocol during the escrow process which was important with regards to ensuring contractual certainty. The Company remains fully engaged with central clearers and was active in the, successful, industry-wide fallback event at the London Clearing House in January 2022.

Management are confident the Company will successfully support remaining transition requirements for clients within required timescales and ensure any material risks are appropriately mitigated.

United Kingdom exit from the European Union
Management has been, and continues to, actively consider the impact of Brexit on the business and will manage this accordingly. Management is not aware of any specific issues faced by the Company that are not faced by the rest of the financial services sector within the United Kingdom as a whole, and is maintaining communication with market peers and regulators in this regard. MUS(EU) is central to our strategy of continuing to service European Economic Area domiciled clients. MUS(EU) reported a profit for year ending 31 December 2022 of £2.9 million (December 2021 profit: £9.1 million - refer to 'Investment in subsidiary' on page 64).

Going concern

Taking the above into consideration, including: the share capital issuance in 2021 and expected future profitability as evidenced in business plans; capital adequacy and funding availability, including projections which confirm expectations of continued regulatory compliance; the potential for stress scenarios and stress testing results, the Board believes that the Company will have adequate resources in place to continue trading for the foreseeable future. As such, the financial statements have been prepared on the going concern basis. The Company remains of strategic importance to MUSHD and may receive future capital injections from the MUFG Group when needed (though not considered necessary).

Stakeholder Engagement

MUFG is a global financial services group with a local presence. We are proud to be part of a global network which spans across EMEA, Asia Pacific, and the Americas. MUFG's aim is to create stability and wealth for its clients, and by extension, we support people and communities that rely on those businesses for the jobs and opportunities they provide, and the taxes contributed into the wider economy.

Well-functioning societies and economies require well-functioning and trusted financial systems. MUFG seeks to play an active, sustainable and socially responsible role within this so there is an obligation on us to be a responsible business, a business with a purpose beyond what we do as a company, contributing more than profit to society. We believe that regular, proactive and constructive engagement with our stakeholders is central to our sustainable and responsible business model.

Our values

Our values are defined by integrity and responsibility, professionalism and teamwork, and challenging ourselves to grow. We will always strive to be fair, transparent, and honest, acting responsibly in the best interest of clients and society as a whole. In this way we will build long-term stakeholder relationships and ensure we give back to our communities.

Within the organisation, we will respect and promote the diversity of our fellow workers and foster a strong spirit of teamwork, while, at the same time, expecting the highest levels of professionalism.

As we challenge ourselves to grow our world-wide business, we adopt a global perspective that allows us to anticipate trends and opportunities for growth. We support this through a responsive and dynamic workplace where everyone can focus on providing outstanding client service and embrace new challenges.

Strategic Report (continued)

Section 172 of the Companies Act 2006

Below we set out the section 172(1) factors and supplementary text which specifically addresses these factors. These factors do not exist in isolation and need to be read together.

- **The longer term:** As described below, our Directors' decisions are based on long term considerations. We see this as key to our vision to be the world's most trusted financial group. The Group participates in a wide range of initiatives and engagements for which long-term considerations are inherent, such as the Principles for Responsible Investment and the Principles for Responsible Banking.
- **Our employees:** Please see 'Culture and Workforce Engagement'.
- **Our relationships with suppliers, customers and others:** Please see 'Our clients' and 'Suppliers and supplier finance'.
- **Our impact on the community and the environment:** Please see 'Our community' and 'Environment (MUFG Task-force for Climate-related Financial Disclosure Compliant Statement)'.
- **Safeguarding our reputation:** Please see 'Culture and Workforce Engagement'.
- **Acting fairly to our shareholders:** We are a wholly-owned subsidiary and work closely with our immediate parent and other Group companies to align our interests as a group of companies.

The Board takes decisions which are in the long term interests of the Company, its shareholder and its stakeholders. Each Director is personally committed to ensuring that the requirements of section 172 of the Companies Act 2006 are satisfied, and that the interests of our stakeholders are promoted by the Board. Examples of how the Board achieves this include:

- Standing agenda items at each Board meeting. For example, the regular CRO's report helps the Board to identify key risks which might impact the business and its stakeholders.
- Our annual Board agenda matrix includes certain items which the Board must consider at regular intervals, such as the Company's approach to health and safety.
- The Board receives bespoke training on its duties under the Companies Act 2006.
- Checking that the business and our people achieve high standards of conduct. The Board is responsible for approving the Company's Risk Appetite Statement annually, which defines and assesses the degree of risk (including conduct risk) the Company is prepared to tolerate to achieve its objectives.

Information on the issues and factors which the Directors consider relevant under section 172 is contained in '*Challenges and Uncertainties*'.

The Board has identified these categories of key stakeholders of our business:

The following sections of this report detail how we engage with our clients, community and suppliers and our responsibilities towards the environment. A separate report on pages 11 to 13 details our engagement with our workforce.

Our clients

MUFG's vision is to be the world's most trusted financial group; providing the highest quality service for clients while building sustainable trust with the communities in which we operate. This corporate vision serves as the underlying policy in conducting all of our activities, and provides guidelines for all group activities as we grow our business. To achieve this vision, our highest priority is protecting the individual needs of our clients while maintaining a robust organisation that is extremely professional, flexible and responsive.

In order to bring the full power of MUFG to our clients, MUFG's corporate banking and securities activities in EMEA have been integrated enabling the product expertise and corporate loan deal flow of MUFG Bank to be combined with the structuring and distribution capabilities of the MUFG Securities international platform. This means we are able to optimise the outcomes for both our corporate and institutional investor client bases by leveraging an integrated end-to-end origination to distribution model. Activity across these integrated businesses is overseen by our Regional CEO for EMEA, CEO of MUSE and the integrated EMEA Management Committee. The Board of Directors plays a key role in shaping and overseeing the delivery of this strategy. Our performance and success on behalf of our clients has been recognised in a variety of industry titles over the past year.

Highlights from 2022 include:

- MUFG won the ESG and Sustainable Finance Adviser of the Year at Bonds, Loans & Sukuk Turkey Awards 2022.
- MUFG won various wards from PFI in 2022 including; Global Bank of the Year, Europe Fibre Deal of the Year for Deutsche Glasfaser, Europe renewables Deal of the year for Finerge, Europe Environmental Deal of the Year.
- Cote d'Ivoire/UKEF – NMS Hospital Project, for which MUFG acted as the Coordinator, Bookrunner and MLA, has received TXF Healthcare Export Finance Deal of the Year and GTR Best Deals Award.
- MUFG was awarded AirFinance Journal Deal of the Year 2022 – Used Aircraft Deal of the Year.
- MUFG was recognised in the Aviation 100 Americas Awards 2022 for deals such as Americas Bank Finance Deal of the Year and Americas Freight Deal of the Year.
- MUFG (alongside other contributors) has received TXF Industry Innovation Award for contributions towards ICC Whitepaper on Sustainable Export Finance.
- MUFG has won Best Supply chain finance ('SCF') bank award for Western Europe with Global Finance magazine. This is based on successful SCF deals for Uniper (carbon permit) and Hitachi Energy (traditional SCF).

Strategic Report (continued)

Our community

Building trusted relationships with our local communities across EMEA is pivotal to our long-term success. Our CSR programme underpins that trust and enables us to actively and flexibly respond to the needs of the communities in which we operate and deliver positive and sustainable impact.

Throughout 2022, MUFG has continued with its community initiatives and engagement. We support people, charities and the natural environment via a focus on three pillars:

1. Young people
We focus on delivering employability, financial literacy and other life skills that help the next generation strive for a brighter future through gaining and sustaining employment.

2. Local causes (New for 2022)
As a responsible organisation with a wide-reaching footprint, we support a range of local causes through funding and enabling employees to share their skills. MUFG colleagues can identify issues in their local communities and directly support impacted people at a local level.

3. Environment
In support of MUFG's broader ESG focus, we continue to help our employees create and maintain a more sustainable natural environment at MUFG and beyond.

Four key objectives shape the investments and activities we undertake through our CSR programme in EMEA:

- Fulfil our strategic CSR commitments by optimising our efforts to best respond to the changing needs in communities across EMEA
- Engage MUFG employees across the region in volunteering and fundraising activities that utilise their time and expertise to maximise impact
- Increase the impact of our CSR programme through partnerships with charities, community groups and other companies
- Deliver measurable and sustainable impact and create a legacy that will outlast our CSR activities and funding

Our activities are frequent and varied and are championed by a number of employees across EMEA (our CSR 'champions').

Our flagship 'Fitprints for Good' event took place over the month of September and engaged 710 MUFG colleagues from 13 offices, raising over £77,000 for our charity partners across the region. The month included a MUFG-sponsored 5km run in the City of London and a 320km cycle ride from London to Paris involving 42 MUFG colleagues, including members of our senior management team.

Young People Pillar

As part of its focus on financial education and employability, MUFG hosted a cross-regional 'A Day in the life of a Banker'. The virtual event saw volunteers from Dubai, Johannesburg and London come together to educate and inspire the next generation over a two-day webinar which reached 257 students across multiple campuses and schools in South Africa.

We also ran several employability and career insight workshops and took part in a nine month mentoring programme via BIG Alliance.

Local Causes Pillar

Through the introduction of the Local Causes pillar, we have been able to support a wider range of under-represented demographics in the community:

- Responded to the Ukraine Humanitarian Appeal by directly donating £150,000 to Regional charity partners who worked to support young people and families most impacted. Employees also organised fundraisers which helped to raise £60,000 with MUFG's matching.
- Responded to the cost of living crisis, through employee donations and food collection drives.
- Hosted social events to engage and socialise with the most vulnerable and isolated members of the community.

Environmental Pillar

MUFG's Green Team have renewed their governance structure to ensure an EMEA-wide engagement for a regional impact. The team have increased their activities and cross-regional collaborations, delivering:

- The second Environment and Sustainability Month, which saw 713 colleagues take part in more than 18 events across EMEA, including virtual panel discussions, park clean-ups and cycling workshops. As well as sessions highlighting MUFG's progress on the Net zero commitment by 2030
- Two cross-regional activities: Earth Day and World Clean-up Day
- Around 30 team challenges, engaging 365 volunteers to help maintain the limited local green areas and parks

Strategic Report (continued)

We recognise that recent geopolitical events have undoubtedly exacerbated many inequalities in society. Young people's education, job prospects and mental wellbeing have also been impacted by the Covid-19 pandemic.

We will continue to ensure we can respond responsibly and effectively to the needs of our communities. The recent establishment of the EMEA Culture Committee will help to amplify employee engagement in our volunteering initiatives and it is exciting that CSR will be at the forefront of these discussions, ensuring our work is represented across the region.

Suppliers and supplier finance

We work closely and collaboratively with all our suppliers to ensure that they supply services to the Company efficiently, responsibly and sustainably. The Board oversees a robust framework of supplier engagement, ongoing management and oversight supported by appropriate policies, processes and risk management processes that are kept under constant review to ensure that the best practice standards are always maintained.

MUFG has implemented a supplier management programme which is designed to ensure that all third party supplier arrangements are subject to industry best practice principles, processes, templates, and tools. This will help MUFG maximise relationship value and minimise risk during the entire supplier relationship lifecycle.

The foundation for effective management of our suppliers is based on the following elements:

- Relationship management and development - Working collaboratively with suppliers to build trust and maximise the mutual value of supplier relationships.
- Cost management - An integral part of supplier selection, management and ongoing planning. Effective cost management is not a one-off approach at MUFG to reduce its costs, but an ongoing expectation that is built into supplier relationships.
- Risk management - Effective oversight of the risks a supplier brings into the supply chain, which can open up opportunities to drive continuous improvement and create value.
- Contract management - A structured approach to good contract governance ensures all engagements are covered by valid contracts, and all key contract terms and obligations are fully understood, monitored and acted upon.
- Performance management - A structured approach to ensure that business requirements are consistently met by proactively managing service levels via key performance indicators developed from contractual service level agreements.
- Transactional efficiency - Identifying inefficiencies and waste in the transactional processes used by both parties to make the process of working together easier.

To oversee our suppliers effectively, we use multiple approaches, including:

- We expect all of our suppliers to comply with our CSR standards, such as those relating to modern slavery, data protection, human rights and ethics.
- Having key policies in place designed to ensure that all third party supplier arrangements are subject to industry 'best practice' in terms of competitive bidding, risk evaluation, contract negotiation, contract drafting, contract approval, contract sign-off and subsequent oversight of supplier performance throughout the entire contract lifecycle.
- Key controls are in place throughout the entire lifecycle including the oversight of the end to end procurement process which encompasses: supplier engagement, tenders, on-boarding, contract negotiations and annual reviews.
- We seek to ensure compliance to the highest standards with all applicable outsourcing requirements – as our customers, counterparties and our regulators need the utmost confidence in the reliability and complete integrity of core systems and platforms used in our financial services business and activities.
- To enable ongoing compliance with our regulatory obligations and our own corporate governance requirements, the Company's supplier management framework outlines the clear roles and responsibilities for managing and reporting on supplier risk in order to ensure the expectations of the Board are met.

Pursuant to the Modern Slavery Act 2015, MUS(EMEA) publishes its Modern Slavery Statement on an annual basis on its website – all past statements can be found here: Modern Slavery Statements | MUFG EMEA

Environment (MUFG Task-force for Climate-related Financial Disclosure Compliant Statement)

The Company works with the MUFG group to develop consistent application of the disclosure recommendations from MUFG's participation in the Task-force for Climate-related Financial Disclosure ('TCFD'). The below statement is additional and supplementary to any TCFD disclosure made at MUFG group level which can be found on MUFG's website.

MUFG acknowledges the importance of the realisation of a sustainable environment and society, such as promoting the growth of renewable energy where MUFG has acted as an arranger of clean energy project finance in the solar, hydropower, wind, and geothermal energy sectors. MUFG will grow its business in the issuance of green, social and sustainability bonds and ESG loans.

Strategic Report (continued)

MUFG supports and participates in a number of environment-related international agreements and initiatives:

- The Paris Agreement
- UN-convened Net Zero Banking Alliance
- UN-convened Net-Zero Asset Owner Alliance
- Glasgow Financial Alliance for Net Zero
- Member of the Task Force on Climate-related Financial Disclosures
- Task Force on Nature related Financial Disclosures
- United Nations Environment Programme Finance Initiative
- Signatory to the UN Principles of Responsible Banking and Principles for Responsible Investment
- Principles for Financial Action for the 21st Century
- 'CDP' (formerly the Carbon Disclosure Project)
- Adopter of Equator Principles
- Climate Action 100+
- Green Climate Fund
- ICMA Green Bond Principles
- 30by30 Alliance for Biodiversity

Key Strategic Developments

MUFG globally aims to provide a cumulative total of JPY 35 trillion in sustainable finance to 2030 to help build a sustainable society and attain the Sustainable Developments Goals ('SDGs') through the provision of financial services to our clients. It is actively targeting seven SDGs identified as priorities that must be addressed.

MUFG announced its "MUFG Carbon Neutrality Declaration" a commitment to achieve net zero emissions in the finance portfolio by 2050 and its own operations by 2030. The commitments have been calibrated in line with the UN-led Net Zero Banking Alliance ('NZBA') commitment; it is the first Japanese bank elected as part of this Steering Group.

In line with the NZBA commitment, MUFG has set interim targets for Greenhouse Gas ('GHG') reduction from financed emissions in two sectors:

- Power sector: 152-192gCO2e/kWh by 2030
- Oil & gas sector: 15%-28% reduction compared to 2019 level by 2030.

MUFG continues to set targets for other sectors based on scientific approaches by referring to guidelines such as Science Based Targets. The Company is supporting the commitments through the provision of data on own operations consistent with local disclosures as part of the Streamlined Energy Carbon Reporting requirements. MUFG joined the Partnership for Carbon Financials ('PCAF') in August 2021 and will disclose our financed emissions as per PCAF commitment.

MUFG established the "MUFG Way" in 2021 which included "Empowering a brighter future" where the Group is actively working to provide solutions for our customers and stakeholders in order to achieve a sustainable environment and society. Action for environmental protection and climate change is one of our most important activities. The Group will support the smooth transition to a decarbonised society through its business operations in order to achieve the goals of the Paris Agreement, thereby contributing to a sustainable society via the virtuous circle of environment and economy.

During the 2022 fiscal year, the Company, in conjunction with MUFG Bank, continued to offer an array of sustainable financing solutions for our clients. This has come in the form of green, social, sustainability, and/or sustainability-linked loans and bonds across the public and private markets. The Company has engaged with a diverse group of clients in the EMEA region in various sectors and geographies on sustainable finance solutions. MUFG has a strong focus on its client relationships and actively engages with its client base on ESG topics to best understand the interplay between a client's own sustainability goals and financing needs. These interactions are particularly pertinent with clients in transitioning sectors given challenges due to the geopolitical environment in EMEA. While there is a large focus on the "E", especially with regard to climate, MUFG also seeks to actively include "S" and "G" themes in our scope of advice. MUS(EMEA) supports the Group's JPY35 trillion by 2030 Sustainable Finance goal.

MUFG Environmental Policies and Framework

In 2018 MUFG established the MUFG Environmental Policy Statement as its fundamental approach to addressing environmental issues and declared its intention to realise a sustainable society by 'actively working towards finding solutions to global environmental issues through our business activities' and by responding 'appropriately when our operations result in environmental risks or negative impacts, by reducing the environmental impacts of our operations'.

Additionally, MUFG established the 'MUFG Environmental and Social Policy Framework' ('the ES Framework') in 2018 to understand and manage environmental and social risk and opportunities within the Group's business activities and conduct financing with consideration for the environment and society. In April 2022, the ES Policy Framework was updated to focus on meeting MUFG's Purpose as being "Committed to empowering a brighter future", including stricter policies for sectors negatively impacting climate change. Sectoral restrictions to Coal Mining, Oil & Gas (shale + pipeline) and Palm Oil were revised with an effective date of 1 May 2022. MUFG continues to keep the ES Framework under review as ESG strategies and markets develop.

Note that these policies are set at the Group level and intend to reflect the Group's global approach to sustainability issues.

Strategic Report (continued)

MUFG's Sustainable Business Division (formerly the Sustainable Business Office) delivers financial solutions to support medium to long-term changes in the environment and society. MUFG has a CSR committee to oversee a number of ESG matters supplemented by regional CSR initiatives to support local communities. In EMEA, MUS(EMEA) has created a four pillar framework to drive MUFG's sustainability strategy. The pillars cover: Business Promotion of Sustainable Finance, Climate Risk, MUFG's Corporate Sustainability and Disclosures, and Advocacy and Global Coordination. In 2022 the Company introduced two full time roles to support this framework.

The Company's Reputational Risk Management Policy is a key part of its governance framework. This is described in more detail under the Risk Management section below.

Governance

With the support of the Board Risk Committee ('BRC') and The Company's Executive Committee, the Board is responsible for the oversight of environmental, social and governance factors including financial risks arising from climate change.

The primary management governance body for climate change risk is the EMEA Risk Management Committee ('ERMC') which reports to the ExCo and the BRC. However all levels of governance have responsibilities for risks arising from climate change with the ERMC's core sub-committees responsible for managing risks across the core risk types from a second line perspective (credit, market, strategic operational and reputational risk).

The CRO is the Senior Manager responsible for managing the risks arising from climate change, specifically through the design and implementation of the risk management framework. Given the breadth of climate change and the potential impact across the business all senior managers are responsible for managing risks arising from climate change pertinent to their part of business.

Mandatory all staff training on climate change risk management, developed internally by the Risk function, is run annually to support the embedding of the framework for managing the risks arising from climate change across the Company.

Risk Management

Climate change presents both risks and opportunities for the Company across its customers, business operations and wider stakeholders. The Company recognises climate change risk covers both physical risks (i.e. the impact of acute weather events and chronic changes to the climate) and transition risks (i.e. the impact of shifts to a low-carbon economy).

The Company has developed its approach and framework to identify measures, manage and report on financial risks and opportunities arising from climate change with particular focus on governance, risk management, scenario analysis and disclosure.

Climate change has been determined as a driver of risk and therefore permeates across all risk types. This consideration is documented in the Company's Risk Management Framework, approved by the BRC. In addition qualitative statements and Key Risk Indicators are captured within the Company's Risk Appetite Statement.

The risks arising from climate change are tracked as part of the Top and Emerging Risk report at the ERMC. Bottom-up risk identification has been completed through the inclusion of climate change within the Company's Risk Register. Climate change considerations have been embedded within the credit assessment through the development of the Climate Change Risk Heat-map. The heat-map supports identification of the key climate change risks that the credit portfolio is exposed to (transmission channels) and provides a risk based approach to targeting further analysis. The heat-map includes a physical and transition risk assessment for clients, industries and countries. Scenario analysis has been used to inform risk identification and assessment/measurement; with an internal carbon tax scenario developed to understand the impact to the business and identify potential mitigating actions. Three multi-decade scenarios have been developed which are based around the core Network for Greening the Financial System ('NGFS') scenarios covering physical, transition and combined risk. These have been applied to the MUFG EMEA portfolio and the results reported to the ERMC and the ExCo to review potential strategic actions based on the results.

The primary focus of the work has been on the corporate derivative counterparty credit risk. Operational risk considerations for climate change were captured through scenario analysis as part of the annual ICAAP process. From a legal and litigation risk perspective, the Legal department provides advisory, awareness and engagement with relevant Front Office departments in relation to legal risks arising in transactions, disclosures and due diligence. Market and liquidity risk profiles have been analysed for the trading book using shorter term stress scenarios that are aligned to the liquidity horizon of the portfolios. The Company expects the approaches to evolve in line with the industry. Consistent with the wider industry, challenges around data management remain with tactical solutions utilised whilst longer term strategic solutions are developed and further collaboration with the Group continues.

The Company recognises that the challenge to respond to climate change will require review, refinement and enhancement over the coming years.

MUFG (the Group) is developing a broader approach to manage risks arising from climate change including a long-term strategy for managing such risks, which will be further embedded within the EMEA risk framework.

Energy and Carbon Reporting

2022 has seen the lifting of Covid-19 restrictions which has led to an increase in the number of employees returning to the office, however employees still have the flexibility of hybrid working. The benefit from Face-to-Face meetings has brought people in to the office more frequently but video conferencing facilities are being utilised when appropriate.

Strategic Report (continued)

With respect to energy usage in the London office and datacentres, the Company's emissions have mostly remained in line with 2021. As confirmed last year by our landlords, all electricity used in our offices and datacentres is renewable and therefore carries a zero carbon footprint.

There has been a large increase in travel emissions from employee business travel. This was expected as travel restrictions were lifted but the company still promotes video conferencing facilities and agile working practices when appropriate. The internal Green Team, made up of volunteers from across the company, continues to operate by raising awareness of environmental and sustainable initiatives to all staff. The Company is committed to supporting environmental initiatives which is a core pillar within the Company's CSR strategy.

The measurements below take direction from the Greenhouse Gas Protocol for measuring emissions, covering three scopes. Scope 1 is direct emissions created on site. Scope 2 is indirect emissions from the use of electricity and energy in the Company's premises. Scope 3 Category 6 is indirect emissions from business travel including emissions from planes, trains and cars. As our energy is provided by renewable energy suppliers we've used a market based methodology for FY22.

Due to delays in receiving the required information from our landlords, certain estimates were used for a full year view:

- For Ropemaker, July 2022 - December 2022 was estimated as being the same as the first 6 months of data we had received. For Westferry the average for January 2022 - February 2022 was used for the rest of year. The result from this was reasonable and in line with our expectations (marginally higher than 2021) as there were no significant change in work patterns from prior months.
- For the Datacentres, Slough (NTT) was estimated to be the same as 2021 as this was the trend from our other datacentres.

Additionally, the energy consumption from employees working from home is not captured in the figures below.

	Units	Current Reporting Year December 2022	Comparative Reporting Year December 2021
Electricity	*kwh*	5,159,204	5,173,703
Gas	*kwh*	76,025	118,914
Total	***kwh***	**5,235,229**	**5,292,617**

Emissions from Combustion of Gas	tCO_2	14	22
Emissions from business travel in rental-cars or employee owned vehicles where company is responsible for purchasing the fuel	tCO_2	0.00	0.03
Emissions from Purchased Electricity	tCO_2	0	0
Emissions from employee business travel which the company does not own or control and where not responsible for purchasing the fuel	tCO_2	860	146
Total Gross CO_2 based on above	***tCO_2***	**874**	**168**

Intensity Ratio		
tCO_2/Employee *	**0.62**	**0.14**

*tCO2 /Employee includes contingent workers and other authorised persons providing services, in addition to employees.

Strategic Report (continued)

Culture and Workforce Engagement

Introduction

The Company places considerable value on how we engage with our employees and the importance of keeping them well informed and involved in matters affecting them as employees. Employees are given the opportunity to share feedback on a wide range of matters affecting their current and future interests. This connectivity and open dialogue is driven through a variety of avenues, including formal and informal meetings, employee networks and committees, employee representatives, focus groups, surveys, the Company's intranet and regular internal communications.

Board engagement

The Company's workforce engagement framework is intended to ensure the views and concerns of the workforce are taken into account by the Board and other committees, particularly when they are making decisions that could affect the workforce.

The framework allows management, the workforce engagement Ambassador and the Board to gain greater context on the employee experience, inform decision-making and ensure there is clear communication to employees on issues most important to them.

The Board is committed to ensuring that the views and concerns of our employees are considered by the Board and its committees, particularly when they are making decisions that could affect our employees.

Our framework

Our people are the key to our success, and how we engage with them on important issues has always been central to our culture and workforce engagement initiatives. Our leaders and managers are primarily accountable and responsible for the engagement of our employees, and we ensure they are equipped with appropriate tools – such as useful people data, employee feedback, guides and training - to manage this alongside expertise and support from our Human Resources ('HR') team.

Our Culture

Our Code of Conduct describes Culture as the patterns of thinking and behaviour shared by all staff. Our company culture reflects the core values of the MUFG Group as outlined in the MUFG Way:

- Vision - be the world's most trusted financial group
- Purpose - Committed to empowering a brighter future
- Values - Integrity and Responsibility; Professionalism and Teamwork; Challenge ourselves and grow
- Culture Principles - Client centric; People focused; Listen up, speak up; Innovate and simplify; Own and execute.

Our strategy

Culture is embedded into our overall **EMEA Strategy** which has four pillars, one of which is Strengthen Culture. The Strengthen Culture pillar sets out to foster a culture of collaboration, inclusivity, diversity, empowerment and high performance underneath which sits four aims:

1. Foster and reward an inclusive, equitable culture which reflects our One MUFG Culture Principles
2. Empower our people to enable MUFG to compete successfully
3. Ensure alignment between individual responsibilities and our four strategic principles
4. Encourage a holistic approach to risk management

This Strategy complements the global MUFG Vision and Mission and Our Values defined by integrity and responsibility, professionalism and teamwork, and challenging ourselves to grow.

2022 Focus on MUFG Culture & Employee Engagement

Extensive action has been taken on Culture since the 2021 Annual Report. Our focus for 2022 has been centred around the following key activities:

1. ***Employee Engagement*** has seen several enhancements with the strengthened voice of employee representatives, more transparency in internal culture related communications, increased leadership engagement and advocacy, and improved employee engagement and participation in our annual employee survey.

2. ***A New Culture Committee*** was established to bring the various elements of Culture under one governance structure to drive ownership, action, accountability and visibility; and in order to deliver the aims of the Strengthen our Culture Pillar.

3. ***Risk Culture:*** Demonstrable advancements made to the organization's Risk Culture by strengthening our definition of Risk Culture, improving guidance to managers and employees on expectations, and enhancing the link between performance, remuneration and Risk Culture

We expect the benefits of these activities to be fully realised in 2023, in order to deliver against our employee, Board and regulator expectations.

Strategic Report (continued)

Culture and Workforce Engagement (continued)

The role of the Workforce Engagement Ambassador

Eileen Taylor, in her roles as Chair of the Joint Remuneration Committee and Workforce Engagement Ambassador continues to be involved in workforce initiatives, acting as a link between the workforce and the Board.

On a bi-annual basis, HR formally reports to the Board on key themes arising from engagement with MUFG's people, and seeks their view. However, where appropriate or timely, this is done so more regularly. HR also provides updates to the Board on related areas such as engagement and culture, inclusion and diversity and other employee metrics.

Opportunities to raise concerns in confidence

We acknowledge that there may be occasions where employees want to raise concerns or escalate issues on a confidential basis. To enable this, the Company has a number of options in place for employees to speak up in confidence and/or get help and support, including:

- Their line manager, a senior manager in their team or any EMEA Management Committee Member
- Our Whistleblowing Policy and dedicated hotline to report concerns
- Our control functions, e.g. Risk, Compliance or Finance
- Our HR Business Partners
- The Employee Assistance Programme
- Our Mental Health First Aiders
- Direct escalation to the Chief Executive Officer or Regional Executive Officer

Our Mental Health First Aiders are profiled on our internal intranet and through relevant employee communications in order to ensure that they remain visible to all employees.

The importance of MUFG's "Speak up" culture has been reinforced throughout the year, with a dedicated Speak Up Channels section on our internal intranet.

Opportunities to speak up and shape our firm

MUFG has established a number of fora to actively support its Culture strategies. These focus on ensuring that the opinions and perspectives of our workforce on key issues affecting employees are heard and can be fed into the firm's overarching priorities. This creates a culture of collaboration across our business and ensures we are continuously building an inclusive working environment.

Employee Feedback Surveys

The Company encourages ongoing feedback from all of its employees so it can hear what really matters to its people. In addition to the regular forums for providing feedback, MUFG holds periodic surveys, including the annual MUFG Employee Survey which is reported to the Board along with updates on the action plans.

Diversity, Equity and Inclusion (DEI)

Our DEI vision is for MUFG to continue to build an inclusive, equitable and diverse culture, where every employee can succeed at their authentic best. This is achieved by setting clear, transparent and meaningful goals to increase representation at all levels, through an unbiased and meritocratic approach to all people decisions.

We have recently launched a new DEI strategy for EMEA which directly supports the *Strengthen Culture* pillar of our EMEA business strategy. As part of this evolved strategy, we will focus on three key pillars:

1) Increase diverse representation: Foster a culture of equity to improve MUFG's position to attract, develop and retain diverse talent and better reflect the world in which we live.
2) Advance DEI Learning, Development and Career Pathing: Increase career development and learning opportunities to facilitate personal growth, enabling colleagues to achieve career ambitions at MUFG.
3) Build an Inclusive Culture: Build a culture of belonging and inclusion, where difference and individualism is valued as a strength and where every employee is able to be their whole authentic self to work.

The Chief Executive Officer and Regional Executive Officer will oversee the EMEA Diversity, Equity and Inclusion strategy, drive senior leadership, empower employees and hold themselves accountable by defining their own specific responsibilities which include setting clear goals, expansion of diversity data collection and ensuring accountability for progress.

Our EMEA Culture and DEI committees are responsible for governing the strategy, monitoring progress and enabling a framework of clear goals and measures, supported by improved data capture and reporting. In addition, executive accountabilities are cascaded to our senior leadership team via the EMEA Leadership Objective.

This approach provides MUFG the platform to achieve sustainable growth in the increasingly diverse, competitive, sophisticated and global environment in which we do business.

Strategic Report (continued)

Culture and Workforce Engagement (continued)

In our 2022 Employee Survey, MUFG scored 80% favourably in our DEI category. 83% of EMEA employees responded favourably to the question "In my workplace, diverse people, values, and ideas are welcomed, and we operate by embracing each other's differences and characteristics" and 81% favourably to the question "I see active steps being taken to enhance inclusion, equity and diversity."

Hybrid Working

The EMEA region launched its hybrid working policy in August 2021 and since this time has embraced a hybrid model of in-office and remote working.

This policy provides many of our employees with flexibility through the opportunity to work remotely, as well as the ability to continue close collaboration with colleagues and clients spending time in our MUFG offices.

Our hybrid working policy aims to provide a framework for employees and their managers to find a balance between time in the office and agile working whilst continuing to meet the ongoing demands of clients and stakeholders; thereby supporting both a client-centric and people-focused approach to conducting business.

Depending on the business area and the requirements of individual roles, employees work with their teams and line manager to establish their own personal rhythm of home and office work.

Environmental Social and Governance (ESG)
We have begun to work more closely with the ESG team in order to ensure alignment of strategies. In 2023 we expect to report more broadly on these activities.

By order of the Board

Tony Syson
Chief Financial Officer
25 Ropemaker Street
London
EC2Y 9AJ
10 March 2023

Directors' Report

The Directors present their annual report and financial statements for the year ended 31 December 2022.

Directors

The Directors during the year were as follows:

Marshall Bailey	Chair (Independent)	
Stephen Jack	Senior Independent Non-Executive Director	
Eileen Taylor	Independent Non-Executive Director	
Beatrice Devillon-Cohen	Independent Non-Executive Director	
Takanori Sazaki	Group Non-Executive Director	(appointed 27 April 2022)
Masahiro Kuwahara	Group Non-Executive Director	(appointed 27 April 2022)
Masashi Kanematsu	Group Non-Executive Director	
Katsunori Yokomaku	Group Non-Executive Director	(resigned 1 April 2022)
Makato Kobayashi	Group Non-Executive Director	(resigned 27 April 2022)
John Winter	Chief Executive Officer	(resigned 1 April 2022)
Christopher Kyle	Chief Executive Officer	(resigned as CFO and appointed as CEO 1 April 2022)
Tony Syson	Chief Financial Officer	(appointed 6 September 2022)
Nicola Wickes	Chief Risk Officer	

The Board of Directors currently comprises the Chair, three Independent Non-Executive Directors, three Group Non-Executive Directors and three Executive Directors. Group Non-Executive Directors are employed by another MUFG Group company and undertake other roles within the Group, in addition to their directorship of the Company. The Board considers all of the Independent Non-Executive Directors to be independent within the criteria set in the UK Corporate Governance Code (the 'Code').

Biographies of each of the current Directors can be found on pages 16 and 17.

Chair

Mr Bailey plays a key role in a number of strategic initiatives relating to oversight of business strategy, client activity, culture and collaboration with other MUFG entities.

Directors' and officers' indemnities

The Company maintained insurance against liabilities for all Directors and officers of the Company during the financial year and at the date of this report.

Dividend and distributions

The Company maintains a Distributable Reserves policy which forms the basis of management information considered ahead of any dividend approval. The policy sets out factors considered relevant to ensuring against any unlawful distribution. The Board ensures that it takes decisions in line with the requirements of section 172 of the Companies Act 2006.

The dividend and capital strategy of the Company will evolve with the needs of the business as well as the regulatory environment.

In 2022, the Directors approved total coupon payments on Additional Tier 1 capital instruments of £12.9 million (2021: £11.0 million). Refer to Note 24 for terms of issuance.

On 12 January 2023, the Directors approved a coupon payment on the AT1 capital instruments of £11.4 million. The amount has not been accrued in the results for the year ended 31 December 2022 as it was not due at that date.

No ordinary dividends were approved or paid during the year (2021: Nil).

Use of financial instruments

The trading and issuance of financial instruments is integral to the business activities of the Company. Information regarding the use of financial instruments as well as an indication of the company's financial risk management objectives and policies is included within the Business and Risk Management Policies on pages 28 to 38.

Compensation

Certain employees' discretionary remuneration is deferred where the reward exceeds thresholds set by the Joint Remuneration Committee, which meet the guidelines set out by the Prudential Regulatory Authority ('PRA'). Some of these deferrals take the form of Notional Stock Units ('NSU'), which track the performance of MUFG shares (refer to Note 7). Further details on the Company's remuneration structure and policies can be found in the Report of the Joint Remuneration Committee on pages 24 and 25.

Directors' Report (continued)

Subsequent events disclosure

As at the date of signing, the Directors are not aware of other material events which would warrant further disclosure. Refer to Note 28.

Political donations

The Company made no political donations during 2022 (2021: Nil).

Research and development

During the year the Company invested £11.4 million (2021: £10.7 million) in research and development, primarily relating to technology development in response to regulatory change programmes.

Statement on corporate governance arrangements

The Board is committed to applying the highest standards of corporate governance, as it believes that good corporate governance is at the heart of MUFG's vision to be the world's most trusted financial group; providing the highest quality service for clients while building sustainable trust with the communities in which we operate.

As a privately-owned subsidiary, the Company does not and is not required to apply a corporate governance code. Details of the corporate governance framework adopted by the Company are set out on pages 5. The Board has elected to benchmark the corporate governance framework adopted by the Company against the provisions and principles of the 2018 UK Corporate Governance Code and has not adopted the Wates principle.

Risk and controls review

As noted on page 2, the firm was negatively impacted by a substantial industry-wide counterparty loss event. In response, the firm in conjunction with MUFG stakeholders, has commenced a wide-ranging review of the risk and controls environment with a strong focus on; client ownership, product governance and management, risk management, risk culture and cross-border booking and governance. The outcome of this review resulted in the initiation of a multi-year programme to implement additional control mechanisms to ensure we meet the elevated expectations of our regulators and stakeholders. Progress to date is in line with expectations.

Disclosure of information to the auditor

The Directors who hold office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each Director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of the same information. This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Deloitte LLP has expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

By order of the Board

Tony Syson
Chief Financial Officer
25 Ropemaker Street
London
EC2Y 9AJ
10 March 2023

Directors' Report (continued)

The Board of Directors

Marshall Bailey Chair Appointed: 2020	**Skills and experience:** Mr Bailey is Chair of the Board of Directors and Chair of the Nomination Committee. He has extensive experience both as a senior executive and as a non-executive director in global financial services businesses. As an executive, he held senior positions within RBC Capital Markets before moving to State Street where he held several roles including Chief Executive Officer of State Street Global Markets International. He was elected President and Global Head of ACI International – Financial Markets Association. Mr Bailey has since built an impressive non-executive portfolio across a range of financial services businesses and organisations. This includes serving as Chair of CIBC World Markets and LCH Group Holdings, and as a non-executive director on the London Stock Exchange Group and UK Financial Investments. In 2018, he received an OBE for services to the financial services sector and services to charity. **Other appointments:** Mr Bailey is Chair of MUFG Securities Asia Limited, Financial Services Compensation Scheme, and AON UK Limited, and is a member of the Board of Governors of the CFA Institute, Charlottesville, Virginia, USA. Previously, he has been Chair of LCH Group Holdings Ltd (SwapClear, ForexClear, etc.), Chair of CIBC World Markets plc, Representative of the Saudi Public Investment Fund, non-executive board director of the London Stock Exchange Group, and trustee of the East End Community Foundation.
Stephen Jack Senior Independent Non-Executive Director Appointed: 2015	**Skills and experience:** Mr Jack is Chair of the Audit Committee. He is a Chartered Accountant who has held senior management positions in a number of international investment banking and broking organisations including being Global CFO of ING Barings, Group Finance Director of Collins Stewart Tullett plc and Group CFO of Compagnie Financiere Tradition SA. **Other appointments**: Vice chair of Cambridge Building Society, director of Golden Lane Housing and a trustee for the Company's pension scheme. In 2014 he was awarded an OBE for services to disabled people.
Eileen Taylor Independent Non-Executive Director Appointed: 2019	**Skills and experience:** Ms Taylor is Chair of the Remuneration Committee. She is a seasoned investment banker with 38 years of experience in global leadership roles based in the UK, US and Asia. Ms Taylor has a strong working knowledge of the Supervisory Review and Evaluation Process, non-financial risk, recovery and resolution planning and corporate governance. She has previously served as Chief Executive Officer of Deutsche Bank's UK bank, with significant regulatory interaction. Ms Taylor brings experience of managing large, global transformation programmes, as well as significant experience of designing and implementing strategy and running front-to-back business processes. Ms Taylor is an experienced operational, market and credit risk manager through various Risk and Chief Executive Officer roles. **Other appointments:** Chair of East London NHS Foundation Trust and North East London NHS Foundation Trust.
Beatrice Devillon-Cohen Independent Non-Executive Director Appointed: 2021	**Skills and experience:** Ms Devillon-Cohen is Chair of the Board Risk Committee. She has 25 years' experience in investment banking having been a Managing-Director for Societe Generale CIB. She has built successful trading businesses with significant profits in Europe, Asia and the US. She has extensive expertise in risk management, transformational change, regulation and compliance. She is also specialised in cybersecurity risk. Ms Devillon-Cohen has since built an international non-executive portfolio. **Other appointments:** Member of the Audit Committee at European Investment Bank, member of the Finance Committee at King's College London.
Takanori Sazaki Group Non-Executive Director Appointed: 2022	**Skills and experience:** Mr Sazaki has held a number of positions gaining extensive global banking experience for more than 30 years, including 10 years of experience in Investment Banking and five years of experience in Finance & Strategic Planning in Tokyo. He also held senior management experience in Bangkok and Singapore. He is currently the Regional Executive for Europe, Middle East and Africa assuming responsibility for the overall leadership of the MUFG Bank in the EMEA region. **Other appointments:** Mr Sazaki also holds positions externally with the Japanese Chamber of Commerce and Industry, UK (non-executive director and trustee), Nippon Club Limited, Director (non-executive director), The Japanese School Limited, (non-executive director and trustee), Japan House London Trust (non-executive director and trustee), Nippon Club (chairman) and Rikkyo School in England (trustee).

Directors' Report (continued)

The Board of Directors (continued)

Masahiro Kuwahara Group Non-Executive Director Appointed: 2022	**Skills and experience:** Mr Kuwahara is a member of the Board of Directors, Deputy President and Chief Operating Officer – International of MUSHD, as well as Deputy President and Head of Corporate & Institutional Business Unit of Mitsubishi UFJ Morgan Stanley Securities Co. ('MUMSS'), Ltd. Since joining Mitsubishi Bank in 1986, he has led various high-level projects to enhance sound management of various bank functions, including corporate planning, credit policy, and risk management around the globe. Mr Kuwahara holds a bachelor's degree in law from University of Tokyo; and Master of Business Administration from the University of California at Berkeley. **Other appointments:** In addition to his roles with MUSHD and MUMSS, he is Managing Executive Officer and Deputy Chief Operating Officer - International of MUFG.
Masashi Kanematsu Group Non-Executive Director Appointed: 2021	**Skills and experience:** Mr Kanematsu is the Senior Managing Executive Officer and Global Head of Sales and Trading for MUSHD. He is Deputy President as well as Head of Global Markets Business Unit for 'MUMSS', Ltd. Since joining MUFG Bank in 1990, he has held a variety of positions in the Global Markets, Global Corporates and Human Resources areas. Mr Kanematsu holds a bachelor's degree in engineering from Osaka University. **Other appointments:** In addition to his roles with MUMSS and MUSHD, Mr Kanematsu is the Deputy Group Head for Global Markets Business Group, MUFG and jointly responsible for the overall global markets business of MUFG with the Group Head.
Christopher Kyle Chief Executive Officer ('CEO') Appointed: 2015	**Skills and experience:** Mr Kyle is a highly experienced financial services executive with 30 years experience. He was appointed by the Board as Chief Executive Officer from 1 April 2022. Prior to this he was CFO for MUS International and the London Branch of MUFG Bank. Prior to joining MUFG, Mr Kyle held a number of senior roles, including such as Chief Financial Officer and Chief Operating Officer of the Global Banking & Markets Division at RBS, Barclays and Dresdner Kleinwort Benson. He is a Qualified Accountant. **Other appointments:** Mr Kyle was also a director of the Company's subsidiary MUS(EU) from 25 July 2019 until 30 September 2021.
Tony Syson Chief Financial Officer ('CFO') Appointed: 2022	**Skills and experience:** Mr Syson is an experienced finance and data professional with 20 years in financial services and is a Chartered Accountant, a Prince2 practitioner, and holds the Chartered Financial Analyst designation. He is currently CFO for MUS(EMEA). He has held senior leadership positions in finance, data, and change disciplines during his 12 year tenure with MUFG. Prior to joining MUFG, Mr Syson worked for Goldman Sachs and KPMG. **Other appointments:** Mr Syson is also CFO for MUS International and the London Branch of MUFG Bank
Nicola Wickes Chief Risk Officer ('CRO') Appointed: 2019	**Skills and experience:** Ms Wickes has over 30 years of experience working with the financial sector, largely in the risk environment. She joined MUFG in 2019 as CRO for MUS(EMEA) and the London Branch of MUFG Bank. Prior to joining MUFG, Ms. Wickes was the CRO at CIBC for Europe and Asia for five years where she sat as a Board Director of CIBC World Markets plc. Ms Wickes also held a role as Non-Executive Director at the Global Risk Institution in Toronto, Canada (until April 2020), and has also worked extensively across all risk disciplines, specialising in Credit Risk at UBS and Mellon Bank. **Other appointments:** Ms Wickes is also a board member of MUFG Turkey A.Ş.

Directors' Report (continued)

Role of the Board

The objective of the Board is to define, oversee and be accountable for the implementation of governance arrangements that ensure effective and prudent management for the long term success of the Company. Such oversight is within a framework of effective controls which enables risk to be assessed and managed.

The Board's responsibilities are clearly defined in its terms of reference. The Board's key responsibilities include (amongst other responsibilities):

- Determining and approving the Company's strategy and overseeing its implementation.
- Approving the Company's business plans and monitoring their implementation.
- Monitoring the Company's capital adequacy and liquidity position.
- Ensuring that the Company's business is conducted in a prudent manner.
- Ensuring that the necessary resources are in place for the Company to meet its objectives.
- Determining and approving the development, implementation and maintenance of the Company's emerging and principal risks, overall risk appetite and monitoring their management.
- Approving the Company's annual budget and monitoring the Company's performance against budget.
- Approving material changes in the organisational or business structure of the Company.
- Ensuring effective engagement with, and encouraging participation from, the shareholder and the Company's other key stakeholders.
- Ensuring that the Company's activities comply with all applicable regulatory rules and requirements.
- Ensuring adequate succession planning for the Board and senior management (in conjunction with the Nomination Committee) so as to maintain an appropriate balance of skills, experience and knowledge within the Company and on the Board.
- Ensuring maintenance of sound systems of internal control and risk management.
- Approving and monitoring any material projects within the Company.
- Ensuring that policies and practices are consistent with the Company's values and support its long term sustainable success.
- In conjunction with the Joint Remuneration Committee, determining the Company's remuneration policy for staff, including Directors and other senior executives.
- Oversight of the Company's overall corporate governance arrangements.
- Establishing formal and transparent policies and procedures to ensure the independence and effectiveness of Internal Audit and external auditors.

The Board has established certain committees to support it with specific areas within the Board's remit of responsibilities. Details of each committee's members, responsibilities and work during the year can be found in the committee reports on pages 21 to 26.

Directors' Report (continued)

Separation of responsibilities

The Board has established a clear division of responsibilities between Executive Directors and Non-Executive Directors. In particular, the Board is committed to maintaining a clear separation of responsibilities of the Chair and the Chief Executive Officer to reflect the unique role that each has within the Company.

The Chair's key responsibilities are:

- The effective running of the Board.
- Ensuring that the Board as a whole plays a full and constructive part in the development and determination of the Company's strategy and overall commercial objectives.

The CEO's key responsibilities are:

- Running the Company's business.
- Proposing and developing the Company's strategy and overall commercial objectives, which he does in close consultation with the Chair and the Board.

The Board has also appointed a Senior Independent Non-Executive Director, with certain additional responsibilities, including:

- Providing a sounding board for the Chair and serving as an intermediary for the other Directors when necessary.
- Being available to the shareholder if it has concerns which contact through the normal channels of Chair, CEO or other executive has failed to resolve or for which such contact is inappropriate.
- Providing confidential feedback to the Chair on his performance following any assessment exercise.

No one individual has unfettered powers of decision-making. All Directors have access to the advice and services of the Company Secretary, who is responsible for advising the Board on all governance matters. Both the appointment and removal of the Company Secretary is a matter for the Board as a whole.

Composition

The Board comprises the Chair, three independent Non-Executive Directors, three Group Non-Executive Directors appointed to represent the shareholder's interests and three Executive Directors.

As a wholly-owned subsidiary company, the Board recognises the importance of ensuring that there is appropriate representation of the Company's shareholder on the Board, and maintaining a majority of Non-Executive Directors on the Board. This also supports the Company in meeting the Code provisions on regular engagement by the Chair and independent Non-Executive Directors (in particular the chairs of sub-committees of the Board) with shareholder representatives.

The Board is committed to diversity at all levels of the organisation, including on the Board itself. The Board recognises and embraces the benefits of having a diverse Board, and sees increasing diversity at Board level as an essential element of good corporate governance. A truly diverse Board will include and make good use of differences in, amongst other things, the skills, social and cultural background, race, gender and other distinctions between Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Board appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective.

The Nomination Committee reviews and assesses the Board's composition and recommends the appointment of new Directors. In reviewing Board composition, the Nomination Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively in identifying suitable candidates for appointment to the Board.

The table below sets out the diversity of the Board.

Name	Gender	Nationality
Marshall Bailey (Chair)	Male	British, Canadian
Stephen Jack (Senior Independent Non-Executive Director)	Male	British
Eileen Taylor (Independent Non-Executive Director)	Female	British, American
Beatrice Devillon-Cohen (Independent Non-Executive Director)	Female	British, French
Masashi Kanematsu (Group Non-Executive Director)	Male	Japanese
Masahiro Kuwahara (Group Non-Executive Director)	Male	Japanese
Takanori Sazaki (Group Non-Executive Director)	Male	Japanese
Christopher Kyle (CEO)	Male	British
Tony Syson (CFO)	Male	British
Nicola Wickes (CRO)	Female	British, Irish

The Board's policy is to appoint and retain Non-Executive Directors who can apply their wider knowledge and experience, and to review and refresh regularly the skills and experience the Board requires. The Board is satisfied that each Non-Executive Director is able to devote sufficient time to the role in order to discharge their duties effectively.

Directors' Report (continued)

Board and committee effectiveness

The Board conducts an annual evaluation of its effectiveness and seeks an external evaluation every three years, which is deemed to be best practice, based on the requirements set out in the Code. An external evaluation was conducted in 2020 by Boardroom Review Limited to review and assess, among other things, the quantity and quality of discussions, the management of meetings and the decision-making process. The external evaluation made a number of recommendations to enhance the Board's effectiveness. The Chair, supported by the Company Secretary, is responsible for tracking the outcomes and follow-up actions of this review. The Senior Independent Non-Executive Director also undertakes an annual evaluation of the Chair's performance with the other Board Directors.

Attendance of Board and Board committee Meetings

The table below shows the number of meetings each current Director attended as a member during the year and the maximum number of meetings they could have attended. Where a Director attended a meeting as an observer rather than as a member, this attendance is not included in the table below.

Name	Board	Nomination Committee	Board Risk Committee	Audit Committee	Joint Remuneration Committee
Chair					
Marshall Bailey	8/8	2/2	6/6	-	7/7
Independent Non-Executive Directors					
Stephen Jack	8/8	2/2	6/6	4/4	7/7
Eileen Taylor	8/8	2/2	6/6	4/4	7/7
Beatrice Devillon-Cohen	8/8	2/2	6/6	4/4	7/7
Group Non-Executive Directors					
Takanori Sazaki	5/5	-	-	-	-
Masahiro Kuwahara	5/5	2/2	-	-	-
Masashi Kanematsu	7/8	-	-	-	-
Executive Directors					
Christopher Kyle	8/8	-	-	-	-
Tony Syson	3/3	-	-	-	
Nicola Wickes	8/8	-	-	-	-

Directors' Report (continued)

Audit Committee

Membership

Name	Position
Stephen Jack, Chair	Independent Non-Executive Director
Eileen Taylor	Independent Non-Executive Director
Beatrice Devillon-Cohen	Independent Non-Executive Director

The Board is satisfied that the Audit Committee ('AC') possesses relevant banking industry capabilities and expertise, and it is further satisfied that Mr Jack possesses relevant financial experience and the requisite competence in accounting.

As the Code recommends that the Chair of the Board should not be a member of the AC, the AC Chair has, after careful consideration, taken the view that the Board Chair should be invited as an observer.

The AC continues to allow matters of common interest of the AC and the MUFG Bank Audit Committee to be reported at one section of the meeting; matters that are specific to the AC and the MUFG Bank Audit Committee continue to be reported at their respective separate meetings.

Responsibilities

The objective of the AC is to assist the Boards of Directors of the Company in their oversight of:

- The integrity of financial statements and other financial information provided by the Company to their shareholders, creditors, regulators or other third parties.
- Internal control and risk management systems.
- The performance of the internal and external auditors.
- Auditing, accounting and financial reporting processes generally.

The AC is responsible, among other matters, for determining whether the Company's internal controls over financial reporting are appropriate to the risks they are designed to monitor.

The AC reports to the Board on its work, identifying any issues which it considers require action or improvement and makes recommendations to the Board for approval.

The Executive Directors, some members of senior management, including the Chief Executive Officer, the Chief Financial Officer and the Chief Internal Auditor, and the external auditors, are invited to attend meetings of the AC, but only its members have the right to attend and to vote. Where common reports are presented to the AC and the MUFG Bank Audit Committee, only members of the AC have the right to vote on decisions concerning the Company.

The AC meets privately and separately from the Executive Directors with the external auditor at least once a year. This meeting provides an opportunity for the external auditor to raise any concerns directly with the AC.

Areas of focus during the year

The AC held four scheduled meetings in 2022.

The AC has a number of standing agenda items that it considers each year affecting the Company's financial statements, financial risks, internal control matters, regulatory reporting and external audit.

In addition, each year the AC focuses on a number of operational matters. Some of the items the AC spent time on during 2022 were:

- Reports from Internal Audit, Compliance, Operational Risk and management's engagement with any control weaknesses identified by these functions.
- Approval of the annual internal audit plan.
- Monitoring external auditor independence and objectivity, including review of non-audit services.
- Considering remediation activity arising from Internal and External Audit assessment reports on the FCA's rules and principles related to the protection of client assets.
- The Company's framework for managing, and its assurance approach to, IT and cyber risk.

The AC also considers significant matters that arise throughout the year relating to the financial statements. In 2022, these included:

- The Company's approach to revenue recognition, particularly the valuation of level 3 financial instruments, Day 1 profit and loss, and Credit Valuation Adjustments, for which management and the AC were comfortable.

Directors' Report (continued)

Audit Committee (continued)

External audit

The Company's external auditor is Deloitte. Oversight of the relationship with Deloitte is one of the AC's key responsibilities. The AC reviewed and approved Deloitte's terms of engagement for the statutory audit and the audit fee.

The Company has a policy which is aimed at safeguarding and supporting the independence and objectivity of the external auditor. The policy regulates the appointment of former audit employees to positions in the Company and sets out the approach to be taken by the Company when using the non-audit services of the external auditor. The policy distinguishes between:

- Pre-approved services – Those non-audit services where it is considered appropriate to use the external auditor (such as statutory and non-statutory audit and assurance work).
- Case-by-case approved services – Where prior approval of the AC is required.
- Excluded services – Where the independence of the external auditor could be threatened and the external auditor must not be used.

The external auditor has reviewed its own independence in line with these criteria and its own ethical guidance standards, and has confirmed to the AC that following its review it is satisfied that it has acted in accordance with relevant regulatory and professional requirements, and that its objectivity is not impaired. Having considered compliance with our policy and the fees paid to the external auditor, the AC is satisfied that the external auditor continues to be independent and objective.

Effectiveness of the External Auditor

To assess the effectiveness of the external auditor, the AC requested that the external auditor conduct a self-assessment of its performance which included input from management. The results of the review were evaluated by the AC in its September 2022 meeting, which concluded that Deloitte continued to perform a high-quality audit and provided effective and independent challenge to management.

External audit tender

Deloitte has been the Company's auditor since 2014. As a wholly-owned subsidiary in a global group, the Company is subject to the Group's processes relating to appointment and rotation of its external auditor. If and when the MUFG Group chooses to review its external auditor, the AC will be responsible for conducting an independent validation process and making recommendations to the Board on:

- The appointment, re-appointment and removal of the external auditor.
- The remuneration and terms of engagement of the external auditor.

The AC will also consider any questions of resignation or dismissal of the external auditor.

Directors' Report (continued)

Nomination Committee

Membership

Name	Position
Marshall Bailey, Chair	Independent Non-Executive Director
Beatrice Devillon-Cohen	Independent Non-Executive Director
Stephen Jack	Independent Non-Executive Director
Makato Kobayashi	Group Non-Executive Director (until 27 April 2022)
Masahiro Kuwahara	Group Non-Executive Director (from 27 April 2022)
Eileen Taylor	Independent Non-Executive Director

Responsibilities

The objective of the Nomination Committee is to advise the Board on succession planning for Board and senior management positions and on the criteria for and selection of new Directors. The Nomination Committee keeps the composition of the Board under review and leads the appointment process for nominations to the Board.

Areas of focus during the year

The Committee has a number of standing agenda items that it considers each year. These include:

- Review of individual development plans for Executive Directors.
- Succession planning for Board positions.
- Reviewing the composition of the Board and its committees.

During early-2022, Mr Winter announced his intention to retire from MUFG. Given mr Kyle's extensive experience with MUFG, the Company's shareholder MUSHD proposed his appointment as Mr Winter's successor. The Nomination Committee unanimously supported and approved Mr Kyle's appointment as CEO, recommending his appointment to the Board of Directors. The Board of Directors approved Mr Kyle's appointment to take effect from 1 April 2022. To succeed Mr Kyle as CFO, the shareholder proposed Mr Syson, a seasoned finance professional with over 11 years' experience in various roles with MUFG. Mr Syson completed a formal interview process before the Nomination Committee recommended his appointment to the Board. Mr Syson received regulatory approval as CFO on 6 September 2022.

During 2022, the Nomination Committee commenced the process for the search and selection of a successor to Mr Stephen Jack, who will retire as Senior Independent Non-Executive Director and Chair of the Board Audit Committee in March 2023. In August 2022, a role definition was developed and Odgers Berndtson were appointed to support the search. In September-December 2022, the Committee worked with Odgers to agree a long-list of candidates to proceed to a full Odgers interview and evaluation process. As at the time of production of this report, interviews are ongoing with a view to appointing a candidate imminently.

The Nomination Committee was also responsible for considering the appointment of two new Group Non-Executive Directors – Mr Kuwahara and Mr Sazaki. In early-2022, it was announced that Mr Yokomaku and Mr Kobayashi would retire from their positions on the Board to take new roles within the MUFG Group. The Nomination Committee considered the proposed appointments of Mr Kuwahara and Mr Sazaki as Group Non-Executive Directors, representing the Company's shareholder MUSHD and Group stakeholders. Members of the Committee considered their skills and experience (including their prior experience as Board members of MUS(EMEA)), as well as their senior positions within the Group to benefit the Company, and recommended that the Board appoint both as Group Non-Executive Directors.

The Nomination Committee, along with the Company Secretary, continues to support the Board in regards to succession planning for key executive and non-executive roles, ensuring that there is an appropriate balance of skills and experience on the Board as well as periodically refreshing Board membership.

Directors' Report (continued)

Joint Remuneration Committee

Membership

Name	Position
Eileen Taylor, Chair	Independent Non-Executive Director*
Marshall Bailey	Independent Non-Executive Director
Beatrice Devillon-Cohen	Independent Non-Executive Director
Stephen Jack	Independent Non-Executive Director*

* These individuals are also members of, and have voting rights for, MUFG Bank London Branch

Responsibilities

The objective of the Joint Remuneration Committee ('JRC') is to assist the Board of Directors to exercise independent judgement in approving remuneration proposals and recommending a remuneration policy to the Board on an annual basis. The Committee makes decisions which are consistent with the Company's current and future financial status.

The JRC was established in 2020 with an expanded remit for the Company, its subsidiary MUS(EU), and MUFG Bank London Branch. Establishing the JRC has enhanced the governance in respect to MUFG's remuneration framework in EMEA in line with the Group's 'One MUFG' strategy, as well as supporting MUFG's global compensation framework. In October 2021, MUS(EU) formed an independent Remuneration Committee of its Supervisory Board, in accordance with local regulatory guidelines. The remit of the JRC is now for the Company and MUFG Bank London Branch.

The JRC held 6 scheduled meetings and 1 ad hoc meeting in 2022.

Some of the key responsibilities of the JRC are:

- Overseeing the implementation of the Company's remuneration related Policies.
- Ensuring that remuneration is structured in a way that aligns reward and promotes effective risk management.
- Ensuring that remuneration is structured to be compliant with any requirements under the Volcker Rule and does not reward or incentivise employees for prohibited proprietary trading.
- To review compensation recommendations for all employees within the JRC's remit in the context of individual and Company performance and review the annual incentive to ensure that any variable remuneration awarded is aligned with appropriate risk and compliance behaviours and free from discrimination.
- To consider the remuneration of Executive Directors, taking account of the current UK financial services investment banking market, the shareholder, the regulator(s), and the views of the Chair of the Board and the CEO.
- To consider the application of performance adjustments, including malus and clawback in accordance with the Company's published Adjustment Policy.
- To review proposals for any changes to the policy for pension arrangements for current employees.
- To ensure that any termination arrangements and significant changes of contract for employees subject to the Remuneration Code are compliant with the UK Corporate Governance Code.
- To scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance.
- To consider what compensation commitments (including pension contributions and all other elements) are contained in the directors' terms of appointment and ensure these are aligned with those available to the workforce.

The JRC reports to the Board on its work, identifying any issues which it considers require action or improvement and makes recommendations to the Board for approval. The Chair of the Remuneration Committee is available and engages with the shareholder regularly on aspects of the JRC's role and its work.

The Executive Directors and some members of senior management may be invited to attend meetings of the JRC, but only members of the JRC have the right to attend and vote. Some members of senior management submit reports to the JRC.

Areas of focus during the year and the Company's approach to remuneration

The remuneration cycle aligns with that of MUFG globally with performance assessment from April to March and with annual pay rises and discretionary bonuses being awarded in June. As such the JRC's work during 2022 is a combination of assessing and rewarding for the performance year April 2021 to March 2022 ('PY 2021') and the initial assessment for the performance year April 2022 to March 2023.

The Company does not have an Executive Directors' Remuneration policy as Executive Directors are covered within the Company's Remuneration Policy for all staff, as their remuneration follows the approach and structure of other employees.

The Company's shareholder is represented at JRC meetings by the attendance of a Group Non-Executive Director, whose role at these meetings is to review and provide the shareholder's feedback. The shareholder also provides independent approval of remuneration of all material risk takers ('MRTs') and high earners, including Executive Directors, through its management committee.

Directors' Report (continued)

Joint Remuneration Committee (continued)

The Company operates a robust performance management process which includes objective setting, formal evaluation against objectives, mid-year and year-end performance reviews, 360 degree feedback and the allocation of an overall performance rating. The performance management process assesses individual performance in terms of 'What' is delivered and 'How' individuals behave, specifically:

What – Specific individual performance objectives for the year. Performance objectives are set by each individual and signed off by the appraising manager, categorised under:

- Non-Financial Goals
- Financial Goals

How – Employees are expected to behave in alignment with the firm's policies, procedures and values. Role dependent mandatory objectives set out how individuals are expected to demonstrate this under the categories:

- Compliance, Risk and Regulatory
- Culture and Values

The Company also operates a Performance Framework. This is made available to all employees and sets out the behaviours employees are expected to demonstrate at each corporate title level. These are aligned to the Company's values, as follows:

- Integrity and responsibility
- Professionalism and teamwork
- Challenge ourselves to grow

Evaluation against these values forms part of the performance management process in addition to being part of the criteria used when considering remuneration and promotion eligibility. Additionally, employees are given a talent mapping reflective of performance and potential. Ratings for the Compliance, Risk and Regulatory category and the Culture and Values category were cross-checked by the Compliance, Risk, Internal Audit and HR functions respectively.

Employees may be awarded an annual performance-based bonus which is reflective of the performance of the Company, their respective global business, the International Securities Business (being all other MUFG Securities entities outside of Japan), the relevant business unit and each employee's individual performance in the performance year. Individual performance is assessed through the individual's performance management process. Bonuses are used to reward those who demonstrate the firm-wide cultural principles and who deliver superior performance in a way that is consistent with risk and compliance requirements.

Bonus awards are determined in accordance with the relevant provisions and guidance of the PRA's and Financial Conduct Authority's ('FCA's') Remuneration Code. All such awards may be subject to (i) deferral, (ii) performance adjustment in line with prevailing policies and (iii) claw-back in relation to bonus awards made to MRTs. The Company does not operate any long-term incentive schemes which are separate from the deferral programmes applied to annual variable remuneration.

When setting individual variable remuneration, the ratio between fixed and proposed variable remuneration is reviewed for reasonableness. The ratio of fixed and variable remuneration is capped at 1:2 for MRTs, however Control Function Staff are predominantly paid in fixed remuneration.

The Company encourages effective risk management, discourages excessive risk-taking and supports a strong and appropriate conduct culture. For the performance year ending March 2021, the Company's approach to risk adjustment was two-fold via ex-ante and ex-post risk adjustment. Ex-ante risk adjustment was performed through the setting of risk adjusted budget-contributions for each business unit, with risk limit structures that were consistent with those budgets. Aggregate bonus spend was determined with reference to these risk adjusted approaches. The Company operates two models of risk adjustment to reflect both the nature of the risks being taken by desks and the capital costs these risks incur. The models are used to inform the overall pool as well as department level pools. Their use helps to ensure that financial return is appropriately offset against the risk undertaken to achieve that return. The first model used is a Tier 1 Capital model and the second is a Total Regulatory Capital model. Ex-post risk adjustment is on-going through the mechanisms of performance adjustment in relation to the movement in the value of MUFG stock and the application of malus and clawback provisions on an individual or aggregate basis, where applicable.

It has continued to be an exceptionally challenging year for most people, with the effects of rising inflation and interest rates alongside the Ukraine crisis impacting the economy and society. Combined with the losses specific to the US client event in 2021 which requires on-going Company focus in relation to remediation, the JRC faced some difficult decisions about the way to remunerate employees. Particular focus was applied to junior employees including an off-cycle fixed pay review undertaken to ensure roles were appropriately remunerated as a result of the cost of living crisis.

Remuneration is not a formulaic computation as both quantitative and qualitative considerations are made in agreeing individual awards, as highlighted above. In addition comparability is undertaken of peers to ensure consistency in approach and relative remuneration when factoring in all the relevant inputs.

Directors' Report (continued)

Board Risk Committee

Membership

Name	Position
Beatrice Devillon-Cohen, Chair	Independent Non-Executive Director
Marshall Bailey	Independent Non-Executive Director
Stephen Jack	Independent Non-Executive Director
Eileen Taylor	Independent Non-Executive Director

Responsibilities

The objective of the Board Risk Committee ('BRC') is to exercise oversight on behalf of the Board of Directors of the key risks of the Company and make recommendations to the Board on the Company's risk appetite and risk strategy.

In addition to the above, the BRC is also responsible for the Company's risk management framework, which describes the holistic approach to the Company's risk management systems of control over the business. It describes the risk management responsibilities and delegated authority of the Board to its underlying committees, departments and significant individuals.

The Executive Directors, some members of senior management, including the Chief Executive Officer, the Chief Financial Officer and the Chief Risk Officer, are invited to attend meetings of the BRC, but only its members have the right to attend and to vote.

Areas of focus during the year

The BRC held six scheduled meetings in 2022. Attendance at the meetings of the BRC during 2022 is outlined on page 20.

The BRC has a number of standing agenda items that it considers each year. These include:

- Risk Profile Update
- Review of the Risk Unit's business plan and a review of significant business initiatives included in the business plan
- Review of the Risk Management Framework
- Review of the Risks Arising from Climate Change and the company's framework for managing those risks
- Review of initiatives to promote and reinforce a healthy Risk Culture
- Review of the Board Risk Appetite
- Review of the Stress Testing Framework / Testing Scenarios
- Review of the Individual Liquidity Adequacy Assessment Process
- Review of the Internal Capital Adequacy Assessment Process
- Review of tne Recovery Plan
- Review of the Resolution Pack
- Review of the Risk input and Adjusted Performance Measures for the Remuneration Process
- Regulatory Risk and Change Review / Controls Framework Update
- Review of the Annual and Interim Pillar 3 Disclosure
- Review of the Financial Statements Risk Disclosure
- Review of the Operational Resilience Plan

In addition to the above standing agenda items, other areas of focus which the BRC had oversight of were the first line of defence controls and effectiveness; operations, technology and cyber risks; outsourcing and third party risk management; and material updates to limit changes and/or breaches.

Directors' Report (continued)

Statement of Directors' Responsibilities in Respect of the Strategic Report, Directors' Report and the Financial Statements

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with IFRS as adopted by United Kingdom.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, International Accounting Standard 1 requires that Directors:

- properly select and apply accounting policies
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance, and
- make an assessment of the Company's ability to continue as a going concern.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

By order of the Board

Tony Syson
Chief Financial Officer
25 Ropemaker Street
London
EC2Y 9AJ
10 March 2023

Business and Risk Management Policies

Risk Management Framework

The Company maintains positions in financial instruments as an integral part of daily market activities. These positions are held as part of portfolios that are maintained and monitored by instrument or risk type. The risk appetite is set by the Board and individual trading areas are allocated risk limits based on a wide range of market factors and are required to maintain portfolios within those limits. As such they are responsible for maintaining hedges in the portfolios.

A more detailed explanation of risk management framework and oversight is given below.

Committees and Corporate Structure

1. Board

Responsibility for the oversight of risk management resides with the Board, with support from the BRC. In this context the Board is responsible for reviewing internal controls and the process for managing risks. As part of the Company's business strategy, the Board considers the risks to which the Company is exposed, and specifies an appetite and management strategy for each of these risks. The primary financial, operational and reputational risks are defined and discussed in further detail in the following sections.

The Board is accountable for approving the risk management framework for the Company, but has delegated responsibility to the BRC to approve this framework on their behalf.

2. Board Risk Committee

The objective of the BRC is to exercise oversight on behalf of the Board of the key risks of the Company and review and make recommendations to the Board on the Company's risk appetite and risk strategy.

As noted above, the BRC is also responsible for the Company's risk management framework which describes the holistic approach to the Company's risk management systems of control over the business. It describes the risk management responsibilities and delegated authority of the Board to its underlying committees, departments and significant individuals.

As at 31 December 2022, the BRC comprised of the Independent Non-Executive Directors, including the Chair of the Board. The BRC is supported by the regular attendance of the CEO, CRO, and CFO, who is the primary contributor of capital and liquidity metrics.

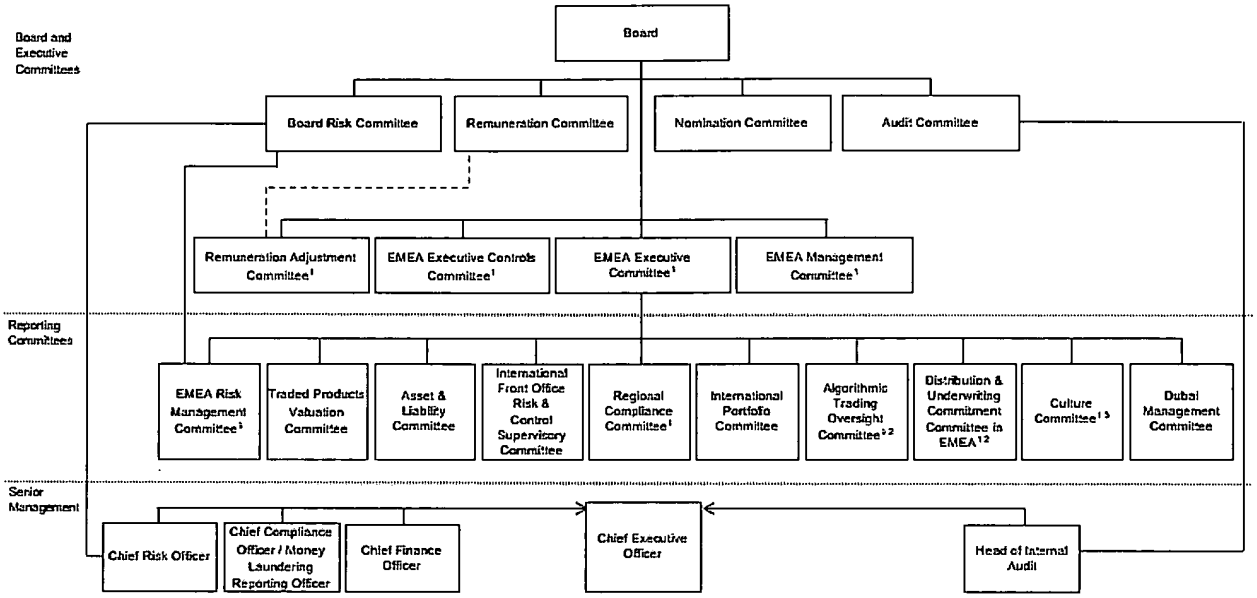
3. Risk structure and other committees

Day-to-day risk management is the responsibility of all employees of the Company. Accountability for second line risk management, with the exception of capital, compliance and conduct risk, resides with the CRO, who reports directly to the CEO and the BRC. Market, credit, operational, reputational, strategic and model risk are overseen by the EMEA Risk Management Committee ('ERMC') supported by its underlying sub-committees.

Valuation risk is overseen by the Traded Products Valuation Committee ('TPVC'), which is chaired by the CFO. Liquidity and capital risk are overseen by the Asset and Liability Committee ('ALCO'), which is chaired by the CFO. Compliance, conduct and legal risk are overseen by the Regional Compliance Committee ('RCC'). Second line risk management of compliance risk and conduct risk resides with the Chief Compliance Officer ('CCO'), who reports directly to the CEO. Each of these executive sub-committees report to the EMEA Executive Committee, which reports directly to the Board. In addition, the ERMC reports to the BRC, via the CRO.

The Company's risk committee structure as at 31 December 2022 is illustrated below:

MUFG Securities EMEA plc



(1) Covers MUS(EMEA) and MUFG Bank London Branch
(2) In July 2022 the reporting of the Distribution and Underwriting Commitment Committee ('DUCC') and Algorithmic Trading Oversight Committee moved from the ERMC to the EMEA Executive Committee.
(3) The EMEA Culture Committee was established during the 2022 financial year as an advisory committee to support the CEO with oversight and management of culture.

Business and Risk Management (continued)

Three Lines of Defence

To create a robust control environment to manage risks, the Company uses an activity based three lines of defence model to assign roles and responsibilities relating to one of the three lines, depending on the activities they are conducting. This model assigns responsibility and accountability for risk management and the control environment.

The three lines of defence are summarised below:

- The first line of defence ('1LoD') owns the risks and is responsible for identifying, assessing, and managing risks (including remediation) in line with risk appetite; adhering to policies and standards set by the second line of defence ('2LoD') and meeting requirements of all in scope processes and procedures including reporting and governance; communicating changes that may impact the Company's risk profile to the 2LoD
- The second line of defence is responsible and accountable for developing and maintaining the risk management framework and its associated policies, procedures and guidance; developing and maintaining other risk-related policies, procedures and guidance (e.g. Financial Crime, IT, Legal etc.) that guide and affect the management of risks; providing advice, oversight and challenge
- The third line of defence is responsible and accountable for providing independent and objective assurance of the effectiveness of governance, risk management and internal control practices in the 1LoD and 2LoD.

Risk Appetite

Central to the Company's risk management is a clear risk appetite, consistent with its business profile and plans, as well as a strong and independent review and challenge structure. This facilitates optimisation of risk/return and assists Senior Management to effectively control and coordinate risk taking across the business. The Company's risk appetite is specified by the Board through a number of metrics including capital, liquidity, earnings volatility, market, credit and non-financial risks. It is reviewed at regular meetings of the Board and recalibrated annually as part of the Company's budget and planning process. The risk appetite is cascaded through the Company via the allocation of limits to front office departments and individual traders.

Risk limits impose an upper constraint on the level of exposure to a particular factor or a combination of factors. Limits are imposed to express the Board and Senior Management's appetite for certain risk types and to facilitate prudent allocation of such risk appetite to individual risk takers or group of risk takers, taking client needs and revenue targets into consideration. These are set at the Company, business unit, department, and trader level and risk limits are monitored daily. Other risk appetite metrics and Key Risk Indicators ('KRIs') are calculated less frequently than daily – either monthly or quarterly.

The establishment of the risk appetite is largely a top down process and is supplemented and reinforced by a bottom up approach to risk identification, the results of which are maintained in the Company's risk register.

The Company establishes and is subject to risk management policies. These policies formalise the behaviours and standards expected in support of the risk culture. Policies are established across each primary risk type to formalise the processes by which business activities should fall within the appetite for each risk. Additionally, risk policies are established to ensure quality of risk measurement, risk monitoring, and appropriate avenues for escalation to occur.

The Company has established formal processes governing new activities (i.e. new business, complex transactions and new product mandates), which support the identification of any additional risk to the Company and ensure that the risks related to the proposal are within the risk appetite of the Company and has the support of the Company's risk management and control functions.

Capital Adequacy

The Company monitors its capital adequacy on an ongoing basis and conducts a formal annual Internal Capital Adequacy Assessment Process ('ICAAP') in which it assesses its risks, controls and capital.

The Board is involved in all the key elements of the ICAAP and approves the business and capital plans, Risk Appetite Statement and oversees the preparation of the ICAAP document. The ICAAP process is closely aligned with the strategy setting and business planning process as well as the process for identification, measurement and control of those risks.

Stress testing is used to assess the impact of severe but plausible financial stresses on either individual or multiple risk factors and to determine appropriate capital buffers. The Company manages its risk and capital resources with the objective of maintaining a regulatory ratio comfortably in excess of the minimum capital resources required by the regulators.

Stress Testing

The Company has a stress testing framework, which is reviewed by the BRC on an annual basis, that includes scenario stress testing (comprising macroeconomic and event stress testing based upon forward looking, historical and reverse stress testing), as well as single risk factor stress tests (which are designed to identify and quantify risk concentrations to particular risk factors). Results of stress testing are calculated at the Company level and also by department and business line, and reported regularly to Senior Management.

Risk Management by Risk Type

Market Risk

Market risk is the risk of losses from movements in market prices in the trading portfolio. The Company uses a variety of risk measures to quantify and control this risk, with the overall objective of ensuring that potential losses arising from market risk remain within the appetite set by the Board:

- Value at Risk ('VaR'), Stressed Value at Risk ('SVaR'), and Incremental Risk Charge ('IRC') measures provide aggregate indicators of potential losses, subject to stated confidence levels and holding periods
- Risk factor sensitivities measure the impact of moves in each risk factor, allowing concentrations of risk to be identified and controlled
- Stress testing is used to monitor and control the exposure of the portfolio to extreme moves in market rates and prices. A range of stress tests is run, covering exposures to relevant market factors and scenarios in various market conditions
- Stop loss and drawdown limits monitor actual losses at the Company, business unit, department, and trader level.

Day–to-day responsibility for the management of market risk resides with the front office departments and responsibility for second line review, challenge and oversight is with the Market Risk Management department. The Risk Analytics Group is responsible for the design of new market risk management models. Daily market risk reports are prepared for senior management and front office departments using the Company's in house and vendor systems.

The Company makes use of a range of internal models for the quantification of market risk.

VaR Modelling

The VaR of a trading book is an estimate of the potential loss on risk positions as a result of movements in market rates and prices over a specific time horizon and to a given confidence level.

The Company uses VaR methodologies to monitor the price risks arising from different trading books across portfolios. This is measured based on a 1 day holding period using confidence levels of 99% and 95% for regulatory and internal VaR respectively.

Actual profit and loss outcomes are also monitored to test the validity of the assumptions made in the calculation of VaR. The VaR outputs are based on a full revaluation historical simulation model and a 2 year and 1 year data window for regulatory and internal VaR respectively.

The Company additionally calculates SVaR using an appropriately stressed 1 year lookback period as required by regulatory rules.

VaR Backtesting

The Company carries out a daily comparison of end of day VaR measures to the 1 day change of the portfolio's value on the day the profit and loss figures are produced. In 2022 the number of occasions on which actual trading book outcomes exceeded the previous day's VaR was within the acceptable tolerances of the model. In addition to the VaR backtesting at the aggregate Company level, the Company conducts backtesting on a number of sub-portfolios across the different business units.

Stressed VaR ('SVaR')

The Company calculates SVaR based on inputs calibrated to historical data from a continuous 1 year period of significant financial stress relevant to the Company's portfolio.

Risks Not In VaR

The Company calculates additional capital under its Risks Not in VaR framework for certain risk factors that are not fully captured in VaR.

Incremental Risk Charge ('IRC')
The Company calculates IRC which captures risk from the default and rating migration of non-securitised credit exposures in the trading book. The IRC is calculated daily and is included in regulatory capital calculations. IRC is calculated using a Monte Carlo model of portfolio rating migration and default. Risk is measured over a 1 year horizon to a confidence level of 99.9% and is calculated on current positions assuming that risk will be at similar levels throughout the year.

VaR considered in isolation has limitations which are listed below in further detail. The Company also uses a wide range of other risk limits, for example stop-loss limits, risk factor sensitivity limits or stress limits, to manage its exposures.

The Company's VaR has the following limitations:

- Calculations are based on historical data which may not be the best estimate of risk factor changes that occur in future
- In transforming historical data into future scenarios the Company makes assumptions that may not be the best estimate of how changes will occur in the future
- Focusing on the maximum loss that is expected to be incurred 99% (or 95%) of the time says little about the smaller losses that are expected to be incurred more frequently, or the larger losses in excess of VaR that are expected to be incurred 1% (or 5%) of the time
- VaR is generally based on calculations performed at the end of each business day. The end-of-day figure may not be representative of the figure at other times of the day.

The following table shows internal VaR figures for 2022. The breakdown in terms of different risk factors is as described below. The 'Close' column shows the VaR at the year-end date. The 'Average' column shows the average VaR measurement from each trading day in the year and the 'Maximum' and 'Minimum' columns show the highest and lowest VaR value in the year respectively. 'Diversification benefit' is the difference between the simple sum of the VaRs for each risk factor, and the Company's overall VaR, which is based on the simultaneous modelling of all risk factors.

Business and Risk Management (continued)

Market Risk (continued)

95% VaR 2022	**Close £'m**	**Average £'m**	**Maximum £'m**	**Minimum £'m**
Interest Rate Curve Risk	0.8	0.7	1.9	0.1
Interest Rate Vega Risk	1.8	1.3	1.9	0.5
Asset Spread Risk	0.3	0.9	1.4	0.3
Currency Risk	0.3	0.2	0.5	0.1
Equity Price Risk	0.2	0.4	2.0	0.0
Equity Vega Risk	1.2	1.1	2.7	0.3
Inflation Risk	0.4	0.3	1.2	0.2
Basis Risk	1.0	0.7	1.6	0.4
Diversification Benefit	-3.8	n/a	n/a	n/a
Total VaR	**2.2**	**2.2**	**3.7**	**1.1**

95% VaR 2021	**Close £'m**	**Average £'m**	**Maximum £'m**	**Minimum £'m**
Interest Rate Curve Risk	0.3	0.8	1.5	0.2
Interest Rate Vega Risk	0.8	1.1	2.0	0.6
Asset Spread Risk	0.6	0.7	1.5	0.3
Currency Risk	0.4	0.4	1.6	0.1
Equity Price Risk	0.4	0.2	0.7	0.0
Equity Vega Risk	0.8	0.9	2.5	0.3
Inflation Risk	0.3	0.2	0.3	0.1
Basis Risk	0.6	0.9	1.6	0.5
Diversification Benefit	-2.4	n/a	n/a	n/a
Total VaR	**1.8**	**1.8**	**3.2**	**0.9**

Interest Rate Curve Risk
The risk of losses arising from changes in market interest rates.

Interest Rate Vega Risk
The risk of losses arising from change in implied interest rate volatility.

Asset Spread Risk

The risk of losses due to the market price of bonds and credit derivatives attributable to changes in such factors as perceived credit quality or liquidity, as distinct from price changes attributable solely to market interest rates.

Currency Risk
The risk of losses arising from changes in market FX rates and changes in implied FX volatility.

Equity Price Risk
The risk of losses due to price movements in the equity market.

Equity Vega Risk
The risk of losses arising from change in implied equity volatility.

Inflation Risk
The risk of losses arising from the changes in the market prices of inflation derivatives, or from price changes in inflation-linked securities attributable to inflation.

Basis Risk
The risk of losses arising from changes in market prices for cross currency basis, tenor basis, and other basis swaps in the interest rate market.

Credit Risk

Credit risk is the risk of loss resulting from client, issuer or counterparty default and arises on credit exposure in all forms, including settlement risk.

The Company manages its credit risk in accordance with policies originated and approved within the Company and endorsed by its parent company. Counterparty exposure is managed through a process of credit risk assessment, limit setting, exposure monitoring and exception reporting.

Business and Risk Management (continued)

Credit Risk (continued)

The Company assesses the default probabilities of individual counterparties by using a rating methodology incorporating external ratings, the market price of credit risk and internal fundamental analysis.

Day–to-day responsibility for the management of credit risk resides with the front office departments and responsibility for second line review, challenge and oversight is with the Credit Risk Management department, which is within the Risk department. The Risk Analytics Group which is responsible for the design of credit risk management models. Daily credit risk reports are prepared for Senior Management and front office departments using the Company's in house and vendor systems with on-going deliveries of enhancements to prevailing risk methodologies/reporting to ensure that the Company adheres to the changing general regulatory guidelines/recommendations. The objective of Credit Risk Management is to:

- Identify, quantify, monitor and control credit risk exposure
- Provide sufficient, timely and relevant data of credit risk exposure by counterparty across all product classes and against each respective approved credit limit
- Maintain static data for all counterparties
- Produce timely credit risk reports as appropriate
- Mitigate credit risk by mandating collateral requirements and or credit mitigants in the contractual terms in accordance with the Company's Collateral Policy. The Company's collateral management framework includes daily reporting of collateral balances, collateral disputes or differences (if any) and escalation procedures.
- Provide credit portfolio monitoring and analysis.

Credit Risk is monitored constantly and Credit exposure is reported daily. On a monthly basis, Credit Risk Management reports the Company's total credit risk exposure to the EMEA Credit Risk Committee ('ECRC'), which is a sub-committee of the ERMC. Monthly reporting includes a review of large exposures, exposures to lower rated issuers and counterparties, and exposure to higher risk industry and country sectors. The ECRC escalates material matters to the ERMC. The ERMC is also the forum where credit policies are reviewed and finally approved. In addition to the ERMC, a summary of the Company's credit risk exposure is also reported to each EMEA Executive Committee and BRC meeting.

Credit exposure is normally measured on a net basis i.e. by taking account of received collateral and aggregating trades with both positive and negative values provided that a legally enforceable master netting agreement has been executed that permits close-out netting. To mitigate derivative counterparty credit risk, the Company has Credit Support Annexes and UMR in place as required in place with the majority of its counterparties (this includes the exchange of initial margin with certain non-centrally cleared, over-the-counter derivatives counterparties for in-scope products) and guarantee arrangements in place with members of MUFG. Risk is managed net of these guarantees.

Appropriate settlement limits have been established with counterparties which are recorded in the Company's risk limit/exposure systems, are readily available to the front office and are monitored on a daily basis for limit adherence. As part of the credit review process, each counterparty is normally assessed and measured for wrong way risk. If material wrong way risk is identified the collateral/underlying asset is deemed ineligible for regulatory risk calculations and risk is measured on an uncollateralised basis. The Company undertakes daily and monthly monitoring of the Company's wrong way risk positions.

An analysis of the Company's credit exposures is included in Note 32.

Credit Concentration Risk

Credit concentration risk is the risk arising from an uneven distribution of exposures, through single name, sector or geographical concentration. The Company continues to augment its concentration risk analysis and reporting with periodic delivery of enhancements to existing processes to strengthen the identification and reporting to ensure that the Company remains in line with changing general regulatory guidelines/recommendations. The Company analyses the credit concentrations through its daily credit exposure reports. The Company's exposures are concentrated on Government bonds, the financial sector and exposures to Japanese markets and counterparties.

Liquidity Risk

Liquidity risk is the risk that the Company has insufficient resources to meet its financial obligations as they fall due or incurs a significantly higher cost than usual in securing the required funds. This risk could arise from both institution specific and market-wide events.

Oversight
The ultimate responsibility for liquidity risk management sits with the Board who sets the Company's liquidity risk appetite, which expresses the level of risk the Company chooses to take in pursuit of its strategic objectives. The Board mandate to the Executive Committee in respect of liquidity risk includes specification of liquidity stress testing, approval of business line unsecured funding limits, transfer pricing rates/policy and the contingency funding plan.

The Executive Committee has determined the powers and discretions delegated to the ALCO which meets monthly or on an ad-hoc basis (as appropriate) to:

- Review and define the funding and liquidity risk policy
- Monitor the Company's liquidity risk profile and review compliance with the Board approved liquidity risk appetite
- Oversee and review stress testing
- Measure, monitor and mitigate liquidity risk exposures for the Company
- Ensure that appropriate business incentives are maintained that reflect the cost and availability of liquidity through the Company's Fund Transfer Pricing ('FTP') process and unsecured funding limit allocation process

Business and Risk Management (continued)

Liquidity Risk (continued)

- Review critical liquidity risk factors and prioritise issues arising
- Determine the Company's funding plans and funding diversification strategy in light of business projections and objectives.

The Company uses a variety of quantitative and qualitative measures to monitor the adequacy of the Company's liquidity resources and to ensure an integrated approach to liquidity risk management. This framework incorporates a range of tools described below:

Internal Stress Testing
The Company's primary liquidity stress testing tool is the Maximum Cumulative Outflow model, which is designed to capture all material drivers of liquidity risk (both on and off balance sheet) under separately defined stress scenarios, and to determine the size of liquidity resources needed to navigate the particular stress event. The model has been developed as a synthesis of market practice, regulatory requirements and past experience in stressed market conditions. The scenarios modelled are categorised as baseline (reflective of normal business conditions), systemic (refers to a market-wide liquidity event) and combined (analogous of a combined market and Company specific stress event). Stress testing is conducted daily on both an aggregated currency basis and by material individual currency.

Funds Transfer Pricing
The Company seeks to align its liquidity risk appetite with the strategic objectives of the business through regulating the demand for liquidity and allocating the cost of liquidity on the basis of unsecured funding usage and underlying liquidity requirements. The ALCO is responsible for the FTP policy framework, and Treasury is responsible for the day to day application of the FTP framework. The cost of funding is allocated to businesses on the basis of the funding requirements to finance current inventory positions and ongoing business activities. The cost of liquidity reserved to cover contingent liquidity outflows is also allocated to the business on the basis of those activities driving the Liquid Asset Buffer requirement – this includes liquidity reserved to cover regulatory liquidity requirements.

Funding Plan
The balance sheet projection process balances aggregate business line requests for unsecured funding against Treasury's assessment of the projected balance sheet, funding requirements and capacity for the Company to raise unsecured financing. The ALCO will review and approve funding plans including allocation of funding limits to business lines. This ensures that business activities do not impose an uncertain strain on the Company's ability to source adequate liquidity in normal business conditions, and allows Treasury to plan and sustain appropriate levels of liquidity in anticipation of business line funding usage. As part of funding liquidity risk monitoring, Treasury looks at the short and long term currency mismatch horizons in accordance with the Board's guideline.

Liquid Asset Buffer
The Company holds its liquidity portfolio in a stock of high quality government bonds and bonds issued by multi-lateral development banks, local government and agency issuers, as well as central bank deposits (where applicable). The size of the liquidity buffer is calibrated using both the Company's internal stress testing framework and applicable regulatory requirements. The liquidity portfolio is held on an unencumbered basis without restrictions on rehypothecation and with full Company legal ownership. The investment criteria for the liquidity portfolio are approved by the ALCO with risk limits imposed and monitored by Market Risk Management.

Contingency Funding Plan

The Contingency Funding Plan ('CFP') allows senior management to identify internal and external triggers indicative of a stress event, and initiate the most effective response for stabilising and mitigating liquidity risk exposures through clear operational plans, clearly defined decision making responsibilities and effective communication with both internal and external stakeholders. The CFP also specifies the means through which additional funding should be sourced during a period of heightened liquidity concern, as well as the process by which the Company deactivates the CFP at an appropriate time.

The Company also maintains detailed recovery plans which consider actions to facilitate recovery or an orderly resolution from a severe stress.

Liquidity Stage Assessment
The principal assessment framework within the Funding Liquidity Risk Management Policy is the liquidity stage assessment. This is a formal assessment of the external environment affecting the Company and other companies within the MUSHD Group.

The liquidity stage is determined by an evaluation of the availability of funding and is monitored through a combination of early warning indicators, the Company's internal stress testing and compliance with regulatory liquidity requirements. Elevation of the liquidity stage is specifically linked to activation of the CFP, which provides a range of mitigating actions to be taken. Such actions are taken following consideration of any relevant market, economic or client impact. In the event the liquidity stage is elevated, formal approval is required from the ALCO, which will in turn escalate and sanction actions as appropriate. Monitoring of the liquidity stage is conducted at Company and MUSHD level on an on-going basis. Any elevation of liquidity stage risk at the MUSHD level is deemed to represent a worsening of conditions that would impact the Company too. The Funding Liquidity Risk Policy identifies general contingency actions to be taken by departments at each stage.

Asset Encumbrance
Asset encumbrance arises from collateral pledged against secured funding and other collateralised obligations. Due to the nature of its business the Company funds a portion of debt securities via repurchase agreements and other similar secured borrowing. Additionally, debt securities and cash are provided to meet initial and variation margin requirements from central clearing counterparts and margin requirements arising from derivative and repurchase agreements.

The Company monitors the mix of secured and unsecured funding sources and seeks to efficiently utilise collateral to raise secured funding and meet other collateralised obligations.

Business and Risk Management (continued)

Liquidity Risk (continued)

Regulation
The Company assesses liquidity adequacy as part of the annual Internal Liquidity Adequacy Assessment Process that it submits to the PRA. The Company's compliance with prevailing regulatory liquidity requirements including the Liquidity Coverage Ratio and the Net Stable Funding Ratio are complemented by the internal stress testing framework. The Company manages its liquidity prudently, holding its Liquid Asset Buffer well in excess of the regulatory requirement.

Capital Risk

Capital risk is the risk that the Company has insufficient capital resources to meet the capital requirements that are incurred through execution of the business plan.

The Company aims to manage and control its exposure to Capital Risk through its policies and procedures with the objectives of:

- Holding sufficient capital resources to support the risks in which the Company engages
- Identifying an appropriate capital plan to ensure that this objective is maintained over the three year business plan horizon
- Managing the relative proportions of the constituent parts of capital resources such that the Company meets these objectives in an efficient manner.

The ALCO has primary responsibility for overseeing the Company's capital management. The Company measures key capital sensitivities and analysis of drivers of change in capital adequacy which are regularly reported in the ALCO. The capital position is also reported to the ERMC regularly.

The Company assesses capital risk against minimum regulatory requirements of RWA and leverage exposure and internal targets at Company level, supported by assessments of capital requirements at business level against internal targets. Capital risk reports are circulated to senior management daily and are discussed at Board and an Executive-level Committees level.

The Company determines and maintains a capital planning buffer to reduce the risk of having to raise capital or reduce business at short notice. The Company's objective is to manage capital to withstand severe but plausible stresses without the need to significantly alter the business. This capital planning buffer is determined on the basis of appropriate stresses to the Company's business.

Leverage Ratio

The Company assesses the leverage ratio to mitigate the risk of excessive leverage. The Company performs regular analysis of the leverage ratio to understand drivers and sensitivities. The Company's leverage ratio exposure measure is mainly driven by securities financing transactions, derivatives and inventory which includes mainly trading securities and available-for-sale securities. In addition, Tier 1 capital resources and any applicable deductions impact on the leverage ratio. Leverage ratio is reported to the ALCO, BRC and Board.

Per the PS21/21 "The UK leverage ratio framework" issued by the PRA in October 2021, the Company is subject to the binding regulatory minimum leverage ratio requirement of 3.25% plus a countercyclical leverage ratio buffer rate of 35% of the firm's CCyB rate. The new leverage ratio binding requirement has gone live since 1 January 2023.

ALCO monitors the leverage ratio to ensure the Company meets the minimum regulatory requirements. In addition, balance sheet limits are in place for key exposure types which mitigate significant increase in leverage ratio exposure measure.

Model Risk

Model risk is the potential for loss arising from decisions based on incorrect or misused model outputs and reports.

The Company manages the model risk of pricing and risk models by having a segregation of duties between model development and validation of the model. There are governance sub-committees and working groups that oversee the models used by the Company. In the case of risk models, the Model Oversight Committee ('MOC'), which reports to the ERMC, is responsible for reviewing the output of ongoing validation and for model performance. The TPVC oversees the use of pricing models. The independent validation of risk models is performed by the Model Risk Management function which is part of the Company's Enterprise Risk Management department and has membership on the MOC and the TPVC.

Operational Risk

Operational risk is defined as the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events.

The Company manages and controls its exposure to operational risk through its policies and procedures, which are designed to ensure that it:

- Mitigates the risk of exposure to fraud
- Processes transactions correctly, accurately and on a timely basis
- Protects the integrity and availability of information processing facilities, infrastructure and data
- Maintains the confidentiality of its client information
- Employs appropriate numbers of skilled staff and complies with relevant employment laws and regulations
- Establishes workplace environments that are safe for both employees and visitors
- Reduces both the likelihood of an incident occurring and the impact should an incident occur.

Business and Risk Management (continued)

Operational Risk (continued)

The Company employs The Standardised Approach ('TSA') for calculating its Pillar 1 Operational Risk Capital Requirement. The Company is committed to adopting leading industry practices for managing and measuring operational risk, and has also developed a primarily scenario based capital model to determine whether it should hold any additional capital for operational risk.

In order to facilitate the management of operational risk, the Company breaks down its Risk Taxonomy using the Basel II categories:

1. Execution, delivery and process management
2. Clients, products and business practices
3. Internal fraud risks
4. External fraud risks
5. Employment practices and workplace safety
6. Business disruption and systems failures
7. Damage to physical assets.

Operational Risk Management Framework

The Operational Risk Management Framework is defined within the Company's policies and detailed procedures, and comprises of the following key elements:

Governance
- Governance: The Operational Risk Governance Structure outlines the committees and meetings through which key risk and control concerns and events are escalated, risk management action is driven and risk management decisions are made.
- Risk Appetite: The Company has defined its Operational Risk Appetite in both quantitative and qualitative terms, reflecting both the financial and non-financial impacts that can arise from operational risk.

Risk Identification
- Internal Operational Risk Events: The Company systematically collects details of both operational risk losses (or gains) above a certain threshold and details of events, even if they have not led to losses (or gains) e.g. near misses, and root cause analysis where applicable.
- Key Risk & Control Indicators: The Company uses metrics to monitor its operational risk profile and to alert management when risk levels exceed acceptable ranges.
- External Operational Risk Events: Business and support departments use information obtained from external events to assess their own risk profile, understand "lessons learned" and evaluate and adapt their current control environment from events which have impacted similar firms' business processes.

Risk Assessment
- Risk and Control Self-Assessments ('RCSA'): Departments within the Company assess the operational risks they face, and the effectiveness of their controls at mitigating that mitigate those key operational risks, relative to the Company's appetite.

- Scenario Analysis: The Company uses scenario analysis to assess the risks of extreme but plausible events.
- Key Control Attestations: Managers attest to the adequacy of their control environment twice a year.

Risk Remediation

- Self-Identified Issues ('SII'): Departments identify, record and manage the remediation of deficiencies and/or weaknesses in their risk and control environments.
- Remedial Actions: Progress in completing remedial actions is tracked and reported.
- Insurance Policies: As part of its risk management approach, the Company uses insurance to mitigate the impact of some operational risks.

Risk Review and Reporting

- Reporting: The Operational Risk department and management use reports to understand, monitor, manage and control operational risks.
- Training: Staff are required to undertake mandatory on-line operational risk awareness training annually.

Day–to-day responsibility and accountability for the identification, assessment and management of operational risk resides with all Business Units and Support Functions; the Operational Risk Management department are responsible and accountable for developing and maintaining the Operational Risk Management Framework ('ORMF'); and providing second line review, challenge and oversight. Issues of significance are escalated to the EMEA Operational Risk and Controls Committee ('EORCC'), which reports to the ERMC and meets on a monthly basis.

Fraud Risk

The Fraud Risk team in the Operational Risk Management Department own the EMEA Fraud Risk Policy and the EMEA Fraud Risk Framework and are responsible for second line oversight and challenge to ensure these are complied with by the first line risk and control owners. The policy and framework covers both Internal and External Fraud risk.

The policy & framework continue to embed across the Company. The Fraud Risk team support the first line risk and control owners by overseeing and challenging the fraud risk and control landscape, ensuring that there are adequate anti-fraud controls implemented, Fraud Risk key indicators are defined and monitored and the team deliver fraud training and awareness sessions to both MUFG employees and MUFG clients. The fraud escalation and reporting process along with the trade surveillance controls continue to facilitate timely reporting of incidents and identification of unusual transactions. In addition, there is an ongoing programme of work to maintain fraud risk awareness and control.

Business and Risk Management (continued)

Operational Risk (continued)

Technology Risk

The Company has a dedicated Risk and Control function in the first line with responsibility for Technology Risk. Areas of focus include the top risks of IT Disruption, IT Resilience and Service Management, this includes network stability; access management; data backups; patching; user awareness training; monitoring and reporting of IT Incidents. It also delivers testing and mitigation activities to identify any potential vulnerabilities or improvements in the infrastructure platforms and business applications. The Company has an ongoing programme of work that continually invests in improving controls to manage technology risk.

The Technology team in the Operational Risk Management Department is responsible for second line oversight and challenge, this covers the creation and management of the SII, approving the RCSAs and monitoring the recording of Events against the ORM Framework. The team are also part of the Crisis Incident Response team, providing risk subject matter expert ('SME') expertise. Technology risk management information ('MI') is presented to the EORCC and any material matters are escalated to the ERMC.

Cyber Risk

The Technology Cyber team within the first line has responsibility for the protection of the Company's environment against external threat and security of the Company's data. Areas of focus include threats related to: network security; malware and firewall threats; access management; security patching; user awareness training; monitoring and reporting service and security events. It also delivers testing and mitigation activities to identify any potential security vulnerabilities in the infrastructure platforms and business applications. The Company has an ongoing programme of work that continually invests in improving controls to manage the cyber threat/risk.

The Cyber Risk team in the Operational Risk Management Department is responsible for second line oversight and challenge for Cyber. This includes participation in scenarios and desktop exercises to test the perimeter security. The team also monitor external events to understand threats to the MUFG infrastructure and then follow up on and challenge lessons learnt. The team are also part of the Cyber Crisis Incident Response team, providing risk SME expertise. MI is presented to the EORCC and any material matters are escalated to the ERMC.

Third Party Risk Management ('TPRM')

The Company has a control framework for Outsourcing Oversight and TPRM with the Operational Risk Management department providing second line oversight and challenge. The Company is enhancing this framework to meet enhanced internal and external requirements and will be implemented throughout 2023 thus giving enhanced control with ORM involved in working and project groups.

All critical outsourcing, cloud and third party contracts have been reviewed and an operating model for TPRM has been implemented, including an outsourcing register. The key components of the framework under enhancement include a risk appetite statement, roles

and responsibilities for the execution of the underlying risk management activities across the lifecycle, and operationalising an Outsourcing Oversight Committee.

Strategic Risk

Strategic risk is the risk of loss that may arise from the pursuit of an unsuccessful business plan including insufficient diversification of revenue sources. Strategic risk is a necessary consequence of doing business and covers a number of financial risk types. Strategic risks are generally longer term risks whereas shorter term risks will usually be captured as part of business risk. The Company's primary approach to the management of strategic risk is through its business planning processes which highlight the key dependencies of its strategy, which allows for the assessment of strategic risk at the point that the strategy is devised and agreed. The Company's programme of reverse stress testing is intended to focus on key strategic risks, identifying scenarios that could lead to their realisation as well as contingent actions that could be taken to address their emergence and mitigate the impact of the strategic risk being realised.

The Company's strategic risks also include potential impacts arising from the Company's relationship with its stakeholders and its relationship with MUFG. These risks include but are not limited to ongoing group support, maintenance of satisfactory relationships with key regulators, continued ability to meet core client demands, and the ability to attract and retain high quality staff.

Strategic risk incorporates business risk which is the sensitivity between expected revenues and expected costs. It is a measure of how easily the cost base can be managed in relation to lower than expected revenues. The risk of doing business is categorised as the volatility of the business planning forecast compared to the realised revenue which is dependent on the market environment.

Compliance Risk

Compliance risk, including Financial Crime, is the risk of financial, reputational or other damage to the Company through failing to comply with regulations, rules, guidelines, codes of conduct professional ethics governance and other standards.

The Company maintains a governance structure designed to ensure appropriate management, oversight and second-line assurance of significant risks and associated mitigants, including, in respect of Compliance risk, a Compliance function with sufficient authority, stature, independence, resources and access to the Board. Accountability for compliance rests with functional units across the Company which own their respective compliance risks. The Compliance function is accountable for several controls and mitigants, including monitoring, testing, advising on regulatory change and compliance matters, and escalation of issues arising. The Company's compliance programme and internal control infrastructures evolve in response to changes in regulation, best practice and the Company's risk profile, including from strategic initiatives and new products.

Business and Risk Management (continued)

Conduct Risk

Conduct risk is the risk that the actions of the company have a negative impact on customers, competition in the marketplace or market integrity and reputation. This risk can crystallise for many reasons, including compliance failures, conflicts of interest, poor culture and individual behaviour. It may negatively impact the company's reputation leading to loss of business, and/or regulatory or criminal sanctions. Accountability for conduct rests with functional units across the Company which own their respective conduct risks.

The Company has implemented a Conduct Risk management framework which identifies and manages Conduct Risk including through:

- Compliance policies and front office desk procedures
- A risk assessment framework covering conduct risk identification and mitigation, informing the compliance programme
- Measures of Board risk appetite for Conduct risk in the context of the Company's strategic objectives and business plan
- A formal compliance monitoring programme which includes assessing the effectiveness of key controls mitigating potential conduct risk exposure
- Production and analysis of Conduct risk management information
- Company-wide Conduct risk training and awareness programme.

Legal Risk

Legal risk is the risk of financial loss or reputational damage to the firm arising from failure to identify, understand or adequately manage the firm's legislative and regulatory obligations; contractual rights and obligations; non-contractual obligations (such as duties of care); non-contractual rights (such as intellectual property); and legal disputes.

The Company manages legal risk by compliance with all applicable laws and regulations and promoting honesty and integrity by all staff. It seeks to promote prudent business growth and profitability through the rigorous control of legal and regulatory risks in support of the wider objectives of the Company. The Company has an established permanent Legal function that is independent of business activities and has sufficient resources to carry out its role including:

- Identification of the main legal and regulatory risk issues affecting the business, recommending how these will be managed and, where appropriate, elevating residual risks to the relevant front office department, risk management department or the Board and its sub-committees
- Identifying and advising on legal and regulatory change and its impact on the business and assisting with scoping and implementation of mitigating systems, controls and infrastructure
- Managing legal and regulatory risk through due diligence, review of contracts and transactions including establishing legal enforceability of collateral arrangements for MUS(EMEA) to liquidate or take possession of collateral in a timely manner in the

event of the default, insolvency, bankruptcy or other credit event of obligors, negotiation of transaction documentation and the management of all legal and regulatory actions.

Reputational Risk

The risk of damage to the corporate value that arises from the negative reputation that the business activities of the Company deviate substantially from the expectations and trust of customers, shareholders, investors, society and other wide-ranging stakeholders and any similar risk The Company's business is dependent on its reputation and it will impact its performance should it deteriorate. The Company has a Reputational Risk Management policy and controls to mitigate the impact and reduce the likelihood of reputational incidents. The policy includes escalation to the EMEA Reputational Risk Management Committee which oversees the reputational risk profile of the company on behalf of the ERMC.

Such incidents can occur in any type of risk from market through to operational, or from external risks over which the Company has no direct control. The Reputational Risk Management Policy sets out how the risk of reputational events is managed.

IBOR transition

Following the announcement by the UK's FCA in July 2017, LIBOR has been phased out by 1st January 2022, with the exception of USD Libor and Canadian CDOR whose cease date is scheduled for 30th June 2023, and 30 Jun 2024 respectively. MUFG had set up internal working groups to assess impacts and actively manage the LIBOR transition while mitigating associated risks. New pricing and risk models for most currencies have largely been implemented, with the remaining challenges arising from the valuation and risk modelling of Canadian overnight rates and forward looking term rates, as well as the USD transition.

Status of Regulatory Capital Resources

The Company's regulatory capital resources are assessed under the Capital Requirements Regulation and the Capital Requirements Directive IV ('CRDIV'). The Company's capital consists of Tier 1 – share capital, retained earnings and Additional Tier 1 instruments, and Tier 2 – subordinated debt which is fixed term and denominated in Japanese Yen.

The Company manages its risk profile and its capital resources with the objective of maintaining a capital ratio in excess of the Capital Resources Requirement for its risk profile at all times. The management of the Company's capital is carried out under the principle that it should not unexpectedly need to raise new capital or significantly reduce its risk taking in order to meet its capital management objectives.

Business and Risk Management (continued)

Status of Regulatory Capital Resources (continued)

The Company has fulfilled its capital requirements at all times during the year.

The Company's capital resources, Pillar 1 capital requirements and capital ratios for 2022 and 2021 are shown in the table below:

as at 31 December	**2022 £'m**	**2021 £'m**
Common Equity Tier 1 Capital after Deductions	1,430	1,484
Additional Tier 1 Capital after Deductions	464	464
Tier 2 Capital after Deductions	277	282
Total Capital Resources	**2,171**	**2,230**
Credit Risk (including Concentration Risk)	445	373
Market Risk	269	317
Operational Risk	55	63
Total Capital Requirements	**769**	**753**

as at 31 December	**2022 %**	**2021 %**
Common Equity Tier 1 Ratio (Common Equity Tier 1/ Risk Weighted Assets)	14.9	15.8
Tier 1 Ratio (Tier 1/ Risk Weighted Assets)	19.7	20.7
Total Capital Ratio (Total Capital/ Risk Weighted Assets)	**22.6**	**23.7**

MUFG Securities EMEA plc

Independent auditor's report to the members of MUFG Securities EMEA plc

Report on the audit of the financial statements

Opinion
In our opinion the financial statements of MUFG Securities EMEA plc (the 'company'):
- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom adopted international accounting standards and International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:
- the company income statement;
- the company statement of comprehensive income;
- the company statement of financial position;
- the company statement of changes in equity;
- the company cash flow statement;
- the related notes 1 to 35.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom adopted international accounting standards and IFRSs as issued by the IASB.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included our assessment of the company's:

- profitability and forecast profitability over the lookout period;
- financing arrangements, including the nature of facilities, repayment terms and covenants;
- business model and medium-term risks;
- assumptions used in the forecasts and historical accuracy of forecasts prepared by management;
- amount of headroom in the capital and liquidity forecasts; and
- capital and liquidity stress testing.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information
The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors
As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud
Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management, including the Head of Compliance, Co-Heads of Legal, Chief Risk Office, Chief Executive Office, Chief Financial Officer, Head of Internal Audit and members of the Audit Committee about their own identification and assessment of the risks of irregularities, including those that are specific to the company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These include the UK Companies Act 2006 and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. These included the company's operating licence and regulatoryrequirements.

We discussed among the audit engagement team, including relevant internal specialists such as tax, valuations, pensions and IT specialists, regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:
- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, Internal Audit, the Head of Compliance and in-house Legal Counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance, reviewing internal audit reports and reviewing correspondence with HMRC, the PRA and the FCA.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:
- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Opinion on other matter prescribed by the Capital Requirements (Country-by-Country Reporting) Regulations 2013
In our opinion the information given in Note 35 for the financial year ended 31 December 2022 has been properly prepared, in all material respects, in accordance with the Capital Requirements (Country-by-Country Reporting) Regulations 2013.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Kulbir Grewal FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom

10 March 2023

Company income statement

For the year ended 31 December	Notes	2022 £'000	2021 £'000
Interest income	3	86,408	18,554
Interest expense	4	(39,749)	(26,363)
Net interest income		**46,659**	**(7,809)**
Fees and commissions income		65,756	70,940
Fees and commissions expense		(12,975)	(16,672)
Net fees and commissions income		**52,781**	**54,268**
Trading income before impairments		311,792	266,176
Credit recovery / (loss) from trading activities	2	5,292	(133,435)
Trading income		**317,084**	**132,741**
Net investment income		**2,887**	**2,423**
Other income		**4,877**	**5,222**
Total operating income		**424,288**	**186,845**
Administrative expenses	5	(296,504)	(267,210)
Amortisation of intangible assets	15	(29,211)	(26,938)
Depreciation of property, plant and equipment	16	(2,513)	(2,667)
Depreciation of right-of-use assets	17	(5,127)	(4,448)
Total operating expenses		**(333,355)**	**(301,263)**
Share of profit in subsidiary	18	2,879	9,092
Profit / (loss) on ordinary activities before taxation		**93,812**	**(105,326)**
Taxation	9	(30,859)	26,871
Profit / (loss) attributable to owners of the company		**62,953**	**(78,455)**

The above results are derived from continuing operations of the business.

Company statement of comprehensive income

For the year ended 31 December	2022 £'000	2021 £'000
Profit / (loss) after tax	62,953	(78,455)
Other comprehensive income /(loss) from continuing operations:		
Revaluation of securities at fair value through other comprehensive income (FVTOCI)		
Net (losses) / gains from changes in fair value	(9,183)	(2,996)
Net gains / (losses) transferred to net profit	5,243	(471)
Taxation	1,090	936
Cash flow hedging reserve		
Net (losses) from changes in fair value	(165)	(79)
Net (losses) / gains transferred to net profit	-	-
Taxation	44	21
Net investment hedge reserve		
Change in value of the hedged item due to changes in spot rate	9,560	(11,185)
Change in value of the hedging instrument due to changes in spot rate	(9,560)	11,185
Taxation	-	-
Total comprehensive income /(loss) that may be recycled to profit or loss	59,982	(81,044)
Other comprehensive income /(loss) not recycled to profit or loss		
Actuarial (losses) in retirement benefit schemes	(1,083)	(17,595)
Taxation	1,335	3,542
Total other comprehensive income / (loss)	252	(14,053)
Total comprehensive income / (loss) for the year attributable to owners of the company	**60,234**	**(95,097)**

Company statement of financial position

As at 31 December	Notes	2022 £'000	2021 £'000
ASSETS			
Cash and balances at central banks		3,963,059	4,751,111
Securities at FVTOCI	11	1,398,698	1,015,018
Trading portfolio financial assets	12	6,226,647	7,982,249
Derivative financial instruments	13	20,373,350	13,905,220
Reverse repurchase agreements		27,642,508	27,783,468
Other financing at fair value	14	1,052,572	1,106,215
Cash collateral on securities borrowed		5,701,675	5,334,712
Cash collateral paid to derivative counterparties and brokers		4,578,340	3,870,554
Deferred tax asset	9	7,930	12,719
Intangible assets	15	120,201	91,215
Property, plant and equipment	16	10,400	11,092
Right-of-use assets	17	23,836	26,450
Investment in subsidiary	18	203,303	189,632
Other assets	19	219,303	260,984
Total assets		**71,521,822**	**66,340,639**
LIABILITIES			
Deposits by banks		1,230	1
Trading portfolio financial liabilities	20	6,970,357	8,329,850
Derivative financial instruments	13	22,049,476	13,821,821
Repurchase agreements		23,482,339	26,341,281
Cash collateral on securities lent		65,705	91,701
Cash collateral received from derivative counterparties and brokers		6,933,388	5,822,862
Financial liabilities designated at fair value	21	6,931,849	7,382,381
Financial liabilities at amortised cost	22	2,647,052	2,099,393
Other liabilities	23	211,119	269,394
Total liabilities		**69,292,515**	**64,158,684**
EQUITY			
Equity instruments	24	1,847,094	1,847,094
Other reserves		(2,690)	281
Retained earnings		384,903	334,580
Total equity		**2,229,307**	**2,181,955**
Total liabilities and equity		**71,521,822**	**66,340,639**

Company Number: 1698498

The financial statements on pages 42 to 76 and the unaudited business and risk management policies on pages 28 to 38, were approved by the Board of Directors and authorised for issue on 10 March 2023 and signed on its behalf by:

Signed on behalf of the Board

Tony Syson
Chief Financial Officer
10 March 2023

Company statement of changes in equity

	Equity instruments £'000	Securities held at FVTOCI £'000	Cash flow hedging reserve £'000	Cumulative translation adjustment £'000	Retained earnings £'000	Total equity £'000
2021						
As at 1 January 2021	1,747,094	2,635	235	-	438,098	2,188,062
Profit after tax	-	-	-	-	(78,455)	(78,455)
Issue of equity instruments	100,000	-	-	-	-	100,000
AT1 coupon	-	-	-	-	(11,010)	(11,010)
Securities held at FVTOCI	-	(2,531)	-	-	-	(2,531)
Cash flow hedges	-	-	(58)	-	-	(58)
Revaluation on equity method investment	-	-	-	(11,185)	-	(11,185)
Transfer of NIH instruments*	-	-	-	11,185	-	11,185
Actuarial gain	-	-	-	-	(14,053)	(14,053)
As at 31 December 2021	**1,847,094**	**104**	**177**	**-**	**334,580**	**2,181,955**
2022						
As at 1 January 2022	1,847,094	104	177	-	334,580	2,181,955
Profit after tax	-	-	-	-	62,953	62,953
Issue of equity instruments	-	-	-	-	-	-
AT1 coupon	-	-	-	-	(12,882)	(12,882)
Securities held at FVTOCI	-	(2,850)	-	-	-	(2,850)
Cash flow hedges	-	-	(121)	-	-	(121)
Revaluation on equity method investment	-	-	-	9,560	-	9,560
Transfer of NIH instruments*	-	-	-	(9,560)	-	(9,560)
Actuarial gain	-	-	-	-	252	252
As at 31 December 2022	**1,847,094**	**(2,746)**	**56**	**-**	**384,903**	**2,229,307**

*- Net Investment Hedge

Company cash flow statement

For the year ended 31 December	Note	2022 £'000	*2021 £'000
Reconciliation of profit before tax to net cash flows from operating activities			
Profit / (loss) before tax		93,813	(105,326)
Adjustment for non-cash items:			
Depreciation and impairment of property, plant and equipment		2,513	2,668
Amortisation and impairment of intangible assets		29,211	26,937
Depreciation of right of use asset		5,127	4,448
Net loss on disposal of property, plant and equipment and intangible assets		463	292
(Profit) on investment in subsidiary		(2,879)	(9,092)
Other (gains) / losses		(297,182)	(654,840)
Changes in operating assets and liabilities:			
Net decrease in trading portfolio financial assets and liabilities		396,108	6,532,248
Net decrease in derivative financial instruments		1,759,646	2,164,354
Net decrease in reverse repurchase agreements		140,960	95,454
Net (decrease) in repurchase agreements		(2,858,942)	(3,459,807)
Net decrease / (increase) in cash collateral for securities and derivatives		9,781	(5,159,225)
Net decrease / (increase) in other assets		97,752	(100,127)
Net (decrease) in other liabilities		(92,523)	(40,611)
Corporation tax received		12,271	-
Net cash used in operating activities		**(703,881)**	**(702,627)**
(Purchase) of property, plant and equipment		(1,821)	(3,448)
(Purchase) of intangible assets		(58,661)	(40,677)
(Purchase) of right of use asset		-	(1,258)
(Purchase) of securities at FVTOCI		(1,562,708)	(1,672,184)
Proceeds from sale or redemption of securities at FVTOCI		1,215,216	2,163,794
Net cash from investing activities		**(407,974)**	**446,227**
Proceeds from issue of equity instruments		-	100,000
Proceeds of financial liabilities at amortised cost		458,724	544,835
Proceeds from financial liabilities designated at fair value		2,057,509	8,263,928
Repayments of financial liabilities designated at fair value		(2,198,500)	(6,550,413)
Distributions paid to holders of AT1 capital		(12,882)	(11,010)
Lease payments		(6,332)	(5,149)
Net cash from financing activities	10	**298,519**	**2,342,191**
Net increase in cash and cash equivalents		**(813,336)**	**2,085,791**
Opening cash and cash equivalents		4,751,110	2,628,422
Net cash increase		(813,336)	2,085,791
Foreign exchange		24,055	36,897
Closing cash and cash equivalents	10	**3,961,829**	**4,751,110**
Cash and balances at central banks		3,963,059	4,751,111
Deposits by banks		(1,230)	(1)
Total cash and cash equivalents	10	**3,961,829**	**4,751,110**

*2021 has been restated to reflect a reclassification. Previously the foreign exchange movement on cash and cash equivalents of £36,897k was included in "Other (gains)/losses". This should have been presented as a reconciling item between opening and closing cash and cash equivalents.

Notes on Financial Statements

1 Accounting policies

Basis of preparation of company accounts

The financial information includes the financial statements of the Company for the year ended 31 December 2022. The financial information has been prepared in accordance with United Kingdom adopted international accounting standards and International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB).

The financial statements have been prepared on a going concern basis due to expected future profitability and a strong capital and liquidity position. The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report on pages 2 to 13. The financial position of the Company, its liquidity position and borrowing facilities are described through the financial statements beginning on page 42. In addition, the Business and Risk Management Policies on pages 28 to 38 include the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; and various forms of risk.

The Company has considerable financial resources in place. Additionally, the Company has contracts with a broad range of customers and financial institutions across different geographic areas. As a consequence, the Directors believe that the Company is well placed to manage its business risks successfully, despite the current uncertain global economic outlook. The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements; for details of additional factors considered by the board in reaching this conclusion refer to the strategic report on pages 2 to 13.

The Company has elected to make use of the parent company exemption within IFRS 10, exempting it from the requirement to prepare consolidated financial statements. The Company's parent, MUSHD, has been consulted and does not object to this approach. The consolidated financial statements of MUSHD include the results of the Company and its subsidiary. As such, the investment in subsidiary is included within these separate financial statements using the equity method of accounting as defined in IAS 28.

Use of estimates and judgements

The preparation of financial information requires the use of estimates and judgements about future conditions. The use of available information and the application of assumptions are inherent in the formation of estimates; actual results in the future may differ from estimates upon which financial information is prepared.

Critical accounting policies where management estimates are applied are:

- the valuation of Level 3 financial instruments, where there is no active market for a financial instrument and valuation techniques are used that depend on unobservable parameters (refer to Note 27),
- discretionary compensation accruals following the change of the performance review cycle as well as related vesting and payment dates (refer to Note 5),
- metrics which support the actuarial valuation of the defined benefit pension scheme (refer to Note 8).

See below for further comments on fair value measurement of financial assets and liabilities.

The critical accounting policies where management judgement is applied is timing of recognition of day 1 PL (refer to Note 27)

The recognition of a deferred tax asset relies on an assessment of the probability and sufficiency of future taxable profits, future reversals of existing taxable temporary differences and ongoing tax planning strategies. The most significant judgements relate to expected future profitability.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contract, and are initially measured at fair value. Regular way purchases and sales of financial instruments are recognised using settlement date accounting.

Financial assets

Financial assets are classified as financial assets at amortised cost, financial assets at fair value through Other Comprehensive Income ('FVTOCI') or financial assets mandatory at fair value through profit and loss ('FVTPL'). The classification of financial assets is determined by a 2 step process: analysis of the business model under which the asset is held; and, where required, analysis of the contractual terms of the financial asset.

Financial assets held at amortised cost

Financial assets may be measured at amortised cost where they are:

- Held in a business model under which the Company intends to hold the asset in order to collect payments of principal and interest, and
- The contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Where assets are held at amortised cost, the carrying value is calculated using the effective interest rate method, less any impairment.

Financial assets at amortised cost include: cash and balances at central banks; cash collateral paid to derivative counterparties and brokers; and other assets.

1 Accounting policies (continued)

Financial assets held at FVTOCI

Financial assets are measured at fair value through other comprehensive income ('FVTOCI') where they are:

- Held in a business model under which the Company may either sell the asset or hold it in order to collect contractual cash flows, and
- The contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in the income statement using the effective interest method. Foreign exchange gains or losses on assets held at FVTOCI are recognised in net trading income. Fair value changes attributable to hedged risks on instruments designated in fair value hedge accounting relationships are recognised in net trading income. Other fair value changes are recognised directly in shareholder's equity within the Securities held at FVTOCI reserve until the investment is sold or impaired, at which time the balance in equity is recycled to the income statement within net investment income.

This category is used for certain high credit quality debt securities purchased by the Company to satisfy regulatory liquidity obligations, and as such, are available to be sold at short notice to meet the cash demands of the business.

Financial assets held mandatory at FVTPL

Financial assets are mandatory measured at fair value through profit or loss where they do not meet the criteria to be carried under a different classification.

Such financial assets are recognised initially at fair value, with transaction costs taken to the income statement, and are subsequently remeasured at fair value. All subsequent gains and losses from changes in the fair value of these assets and liabilities together with related interest income, interest expense and dividends, are recognised in the income statement within trading income as they arise.

The majority of the Company's financial assets are held within this category, including trading portfolio financial assets, derivatives, reverse repurchase agreements, cash collateral on securities borrowed and other financing at fair value.

Option to designate a financial asset at FVTPL

The Company may irrevocably designate a financial asset as held at FVTPL upon initial recognition where doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from carrying financial assets or financial liabilities on different bases.

Option to carry certain equity investments at FVTOCI

The Company may make an irrevocable designation for certain investments in equity securities, that would otherwise be measured at FVTPL, to present changes in fair value through other comprehensive income. Where the Company chooses this election, dividends on those securities will be recorded through the PL as the Company becomes contractually entitled to receive them. Any other gains or losses on these securities, included those related to currency translation, are recorded in other comprehensive income and may not subsequently be reclassified to PL, but may be transferred between elements of shareholder's equity.

Identification and measurement of impairment

The recognition and measurement of impairment under IFRS 9 is based on an internal expected credit loss ('ECL') model. The Company recognises expected credit losses for financial assets carried at amortised cost and FVTOCI. Expected credit losses are estimated on a forward-looking basis as a function of the probability of default, loss given default, and the Company's exposure at default; and represent the difference between all contractual cash flows that are due under the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate of the instrument.

The ECL model applied classifies these financial assets in the following stages:

- Stage 1: Performing assets – 12-month
  ECL Financial instruments that have not experienced significant increase in credit risk since initial recognition. A provision is determined based on probability of default event occurring within the next 12 months ('12-month ECL'). The Company calculates 12 month expected losses for the majority of assets held due to the high credit quality of instruments within the amortised cost and FVTOCI categories.
- Stage 2: Under-performing assets – Lifetime ECL
  Financial instruments where a significant increase in credit risk has been identified but are not in default. Provision is determined based on probability of default event over the expected life of the financial instrument ('Lifetime ECL'). A financial asset moves from Stage 1 to Stage 2 when there is a significant increase in credit risk (SICR) since initial recognition, which is assessed by analysis of published credit ratings and other factors where appropriate. The Company assumes that there has been no significant increase in credit risk where the asset is determined to be of low credit risk at the reporting date. An asset has low credit risk where it has been assigned an external rating within the investment grade range.
- Stage 3: Non-performing assets – Lifetime ECL
  Financial instruments are classified as Stage 3 where a default has been identified. The definition of default is aligned with the EBA definition within the context of risk management. Stage 3 provisions are determined based on a Lifetime ECL using a Discounted Cash Flow (DCF) method. The company does not currently calculate lifetime ECL for any assets.

1 Accounting policies (continued)

The Company calculates 12 month expected losses for the majority of assets held due to the high credit quality of instruments within the amortised cost and FVTOCI categories. 12 month expected credit losses represent that portion of lifetime expected credit losses which result from default events on the asset that are possible within 12 months of the reporting date. The ECL for the current and prior year is not material.

Financial liabilities

Financial liabilities are held at amortised cost except where they meet the conditions listed below to be carried at FVTPL. Where liabilities are held at amortised cost, the carrying value is calculated using the effective interest rate method.

Trading liabilities

Repurchase agreements, derivatives, short positions in debt (bonds, pass through notes and asset backed securities) and equity securities, or positions which are part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking, are classified as held for trading. Such financial liabilities are recognised initially at fair value, with transaction costs taken to the income statement, and are subsequently remeasured at fair value. All subsequent gains and losses from changes in the fair value of these liabilities together with related interest income, interest expense and dividends, are recognised in the income statement within trading income as they arise.

Financial liabilities designated at FVTPL

Financial liabilities, other than those held for trading, are classified in this category if they meet one or more of the criteria set out below, and are so designated by management upon initial recognition. The Company may designate financial liabilities at fair value when doing so results in more relevant information due to the following:

- It eliminates or significantly reduces valuation or recognition inconsistencies that would otherwise arise from measuring financial assets or financial liabilities, or recognising gains and losses on them, on different bases. Under this criterion, the main class of financial instruments designated by the Company includes medium term note issues and money market loans and deposits. The return on certain instruments has been matched with derivatives. An accounting mismatch would arise if the debt securities and money market transactions were accounted for at amortised cost, because the related derivatives are measured at fair value with movements in the fair value taken through the income statement. By designating these assets and liabilities at fair value, the movement in their fair value will also be recorded in the income statement.
- Groups of financial assets, financial liabilities or combinations thereof are managed and their performance evaluated, on a fair value basis in accordance with a documented risk management or investment strategy, and information about groups of financial instruments is reported to management on that basis.
- Certain financial instruments contain one or more embedded derivatives that significantly modify the cash flows resulting from those financial instruments.

Where financial liabilities have been designated at FVTPL, movements in their value due to changes in the Company's own credit risk are required to be recorded through other comprehensive income. As the Company does not have significant debt issuances to external investors, it measures changes in the value of issued debt due to movements in own credit by assessing movements in the credit spread charged by investors when they purchase newly issued debt from the treasury function of the immediate parent. The Company sources funds through this treasury function, and carries a credit rating consistent with its immediate parent. Due to the stability of funding costs achieved by the immediate parent, these changes in value were not material during the period. The Company trades structured notes, reported within financial liabilities designated at fair value, which include embedded derivatives and has elected to designate these at FVTPL.

All other subsequent gains and losses from changes in the fair value of these liabilities, together with related interest expense are recognised within trading, in the income statement.

Issued debt – financial liability vs equity classification

Issued financial instruments or their components are classified as equity when there is no contractual obligation to transfer cash, other financial assets or issue a variable number of the Company's own equity instruments to the holder of the instrument. The proceeds of the issue are recorded directly in equity, and held at historical cost. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction from the proceeds, net of tax. Dividends and other returns to equity holders are recognised as a deduction from distributable reserves within equity when paid or declared by the Company.

Issued financial instruments or their components are classified as liabilities if the underlying contract results in a present obligation for the Company to either deliver cash, another financial asset, or a variable number of the Company's own equity shares to the holder of the instrument. Financial liabilities are measured at amortised cost, except for trading liabilities and liabilities designated at fair value, which are held at FVTPL.

Where issued financial instruments contain both liability and equity components, these are accounted for separately. The fair value of the debt is estimated first and the remainder of the proceeds are included within equity. No such compound instruments existed at year-end or throughout the year.

Embedded derivatives

Derivatives may be embedded in other contractual arrangements. Embedded derivatives are treated as separate derivatives when their economic characteristics and risks are not clearly and closely related to those of the host; the terms of the embedded derivatives would meet the definition of a stand-alone derivative if they were contained in a separate contract; and the combined contract is a financial liability not held for trading or designated at fair value. These embedded derivatives are measured at fair value with changes in fair value recognised in the income statement.

1 Accounting policies (continued)

The Company has embedded derivatives within its issued structured notes portfolio. Those notes are carried at FVTPL under the fair value option.

Repurchase and resale agreements

Securities which have been sold subject to an agreement to repurchase remain on the balance sheet and a liability based on the net present value of the associated future cash out flows is recorded within liabilities. Securities acquired in purchase and resale transactions are not recognised on the balance sheet and an asset based on the net present value of the associated future cash receipts is recorded within assets.

Sale and repurchase and reverse repurchase agreements are managed together as a portfolio on a fair value basis and are accounted for at FVTPL. As such, the balances recorded in assets and liabilities are subsequently remeasured at fair value. Gains and losses from changes in the fair value of the associated cash flows are recognised in the income statement as they arise. Assets and liabilities are offset and the net amount reported on the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis.

Derivatives

Where contracts meet the definition of a derivative within IFRS 9, they are recognised initially, and are subsequently remeasured, at fair value. All changes in fair value, except for certain gains and losses related to cash flow hedges and net investment hedges, are recognised in the income statement within trading income as they arise. Fair values are obtained from quoted market prices in active markets, or using valuation techniques where an active market does not exist. Valuation techniques include discounted cash flow models, recent market transactions and option pricing models as appropriate. All derivatives are classified as assets when their fair value is positive or as liabilities when their fair value is negative. Derivatives are recognised by applying trade date accounting.

Financial assets and liabilities are offset and the net amount reported on the balance sheet if, and only if, the entity currently has a legally enforceable right of offset and there is an intention to settle on a net basis, or to realise an asset and settle the liability simultaneously. In many cases, even though master netting agreements are in place, the related assets and liabilities are presented gross on the balance sheet as these requirements are not met.

The value of derivative contracts has been adjusted to include the impact of counterparty credit risk ('CVA') and the cost and benefit of funding ('FVA'). The impact of changes in the Company's own credit risk ('DVA') is materially included within the application of FVA. The Company is the beneficiary of an intercompany guarantee from MUFG Bank which provides the Company with protection against default over a portfolio of corporate derivatives. This guarantee does not meet the definition in IFRS 9 of a financial guarantee, and as such is accounted for as a credit derivative.

Collateral

Cash collateral pledged by the Company, which is included within cash collateral paid to derivative counterparties and brokers balances, is classified within financial assets at amortised cost. Cash collateral pledged by counterparties, which is included within the cash collateral received from derivative counterparties and brokers balance, is classified as a financial liability measured at amortised cost. These balances are initially measured at fair value and subsequently measured at amortised cost.

Where securities are posted to counterparties as collateral against liabilities of the Company the security will be retained on the Company's balance sheet and will not impact the recorded liability. Collateral received in the form of securities is not recorded on the balance sheet.

Derecognition of financial assets and liabilities

Financial assets are derecognised when the rights to receive cash flows from the assets have expired; or when the Company has transferred both its contractual right to receive the cash flows of the financial assets, and substantially all the risks and rewards of ownership; or where control is not retained. Financial liabilities are derecognised when they are extinguished, that is when the obligation is discharged, cancelled or expired.

Hedge accounting

At the inception of a hedging relationship, the Company documents the relationship between the hedging instruments and the hedged items, its risk management objective, its strategy for undertaking the hedge, and how it will assess hedge effectiveness.

The Company also requires a documented assessment, both at hedge inception and on an ongoing basis, of whether or not the hedging relationships continue to meet hedge effectiveness requirements. Following the adoption of IFRS 9 hedge accounting, the Company assesses the following hedge effectiveness requirements using a combination of qualitative and, where applicable, quantitative methods:

- An economic relationship exists between the hedged item and the hedging instrument;
- Credit risk does not dominate the changes in value of either the hedged item or the hedging instrument; and
- The hedge ratio is consistent with the Company's risk management policy.

Hedges are designated by the Company as one of: hedges of the change in fair value of recognised assets or liabilities ('fair value hedges'); hedges of the variability of cash flows attributable to a recognised asset or liability or a forecast transaction ('cash flow hedges'); or hedges of a net investment in a foreign operation.

1 Accounting policies (continued)

Hedges directly affected by the interest rate benchmark reform

The Company adopted the IASB's Phase 1 Amendments on 1 January 2020 and Phase 2 Amendments on 1 January 2021.

As a result of the Phase 1 Amendments:

- In assessing whether a hedge relationship is expected to be highly effective on a forward-looking basis, the Company has assumed that the USD LIBOR, GBP LIBOR or EONIA interest rates on which the cash flows of the interest rate swaps that hedge fixed rate securities and fixed rate debt are based are not altered by IBOR reform.
- The Company continues hedge accounting where the interest rate component may not be separately identifiable, until the uncertainty arising from IBOR reform with respect to the timing and the amount of the underlying cash flows that the Company is exposed to ends.
- Required disclosures are included in Note 13.

As a result of the Phase 2 Amendments,

- The Company amends designation of a hedging relationship to reflect changes that are required by the reform without discontinuing the hedge relationship.
- If the Company reasonably expects that an alternative benchmark rate will be separately identifiable within a period of 24 months, the Company may designate the rate as a non-contractually specified risk component even if it is not separately identifiable at the designation date. The 24-month period applies on a rate-by-rate basis.

Fair value hedges

Changes in the fair value of derivatives that are designated, and qualify, as fair value hedging instruments are recorded in the income statement, along with changes in the fair value of the hedged assets, liabilities or groups thereof that are attributable to the hedged risk. If a hedging relationship no longer meets the criteria for hedge accounting, taking into account any reliefs from usual criteria for changes to hedging relationships required by IBOR reform, the cumulative adjustment to the carrying amount of the hedged item is amortised to the income statement based on a recalculated effective interest rate over the residual period to maturity, unless the hedged item has been derecognised, in which case, it is released to the income statement immediately.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in shareholder's equity within the cash flow hedging reserve. Any gain or loss in fair value relating to an ineffective portion is recognised immediately in the income statement. Amounts accumulated in equity are recycled to the income statement in the periods in which the hedged item will affect profit or loss. When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity until the hedged transaction is recognised in the income statement. When a hedged forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the income statement.

Net investment hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as net investment hedges is recognised in shareholder's equity within the net investment hedge reserve. Any gain or loss in fair value relating to an ineffective portion is recognised immediately in the income statement. Amounts accumulated in equity are recycled to the income statement only when the subsidiary is de-recognised. When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity until the subsidiary is de-recognised.

Fair value measurement of financial assets and liabilities

Fair value is the amount for which an asset could be sold, or a liability transferred, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

When available, the Company measures the fair value of an instrument using quoted prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

If the market for a financial instrument is not active, the Company establishes fair value using valuation techniques. Valuation techniques include using recent arm's length transactions between knowledgeable, willing parties (if available), reference to the current fair value of other instruments that are substantially the same, discounted cash flow analysis and option pricing models. The chosen valuation technique makes maximum use of market inputs, relies as little as possible on estimates specific to the Company, incorporates all factors that market participants would consider in setting a price, and is consistent with accepted economic methodologies for pricing financial instruments. Inputs to valuation techniques reasonably represent market expectations and measures of the risk-return factors inherent in the financial instrument. The Company calibrates valuation techniques and tests them for validity using prices from observable current market transactions in the same instrument or based on other available observable market data.

When unobservable market data has a significant impact on the valuation of financial instruments and the model valuations indicate initial profits or losses on the transaction, the entire initial gain or loss is not recognised immediately in the income statement. The initial gain or loss is measured as the difference in fair value indicated by the valuation model price and the transaction price. These gains or losses are deferred and recognised over the life of the transaction on a systematic basis, or when the inputs become observable, or the transaction matures or is closed out, or when the Company enters into an eligible offsetting or economic hedging transaction which provides a market data point to demonstrate observability of the unobservable input(s). Refer to Note 27 for further detail on the fair value of financial instruments.

1 Accounting policies (continued)

Transactions in which the Company acts as an agent

Where the Company acts as an intermediary on behalf of another entity and does not have exposure to the significant risks and rewards associated with the activities performed, it is determined to be acting in an agency capacity. When examining relationships, MUS(EMEA) reviews which entity has primary responsibility for providing services to customers, has inventory risk, has latitude to establish prices, or bears credit risk of the transaction. In the absence of evidence or analysis to the contrary, MUS(EMEA) will follow the legal form of transactions and arrangements will be reported as principal relationships.

When the Company acts as an agent on behalf of another entity, neither the amounts collected from clients on behalf of the principal entity nor the amounts paid away to the principal entity are recorded as revenue. Rather, MUS(EMEA) records the net commissions received from the principal as revenue and such revenue is accrued as the service is provided. Similarly, unsettled amounts relating to agency trading will not be shown on the balance sheet.

Fees and commissions

Fees and commissions income include fees received when the Company acts as an underwriter or agent and from the provision of advisory services. Fees and commissions income typically arise on contracts where there is a single performance obligation. Revenues are recognised when the performance obligations are satisfied in accordance with the contract. This may be at a particular point in time or over a period of time.

Fees and commissions expenses include transaction and service fees. Amounts are recognised as the related services are received.

Client money segregation

The Company holds money on behalf of some clients in accordance with the Client Money Rules of the Financial Conduct Authority. Such monies and the corresponding amounts due to clients are not held on the balance sheet as the clients retain beneficial ownership.

Net interest income

The interest balances presented within the income statement represent the returns and costs to the firm of holding regulatory buffer assets and long term investment positions. These positions are held and managed within the Treasury function. Interest income represents coupon income and amortisation of any premium or discount arising upon purchase of securities held at FVTOCI and certain reverse repurchase agreements held at Amortised Cost. Interest expense represents the cost of funding these positions and includes the cost of repurchase agreements held as liabilities at amortised cost, interest payable on subordinated debt, interest payable on senior unsecured debt which is carried at amortised cost and interest costs on other sources of funds that support these investments.

Any coupon receivable or payable on items which are part of the trading activities of the Company are included directly within Trading Income.

Other income

Other income includes revenues for providing administrative support services to other Group companies, which are recognised when the performance obligations are satisfied.

Foreign currencies

The financial statements are presented in pounds sterling which is the presentation and functional currency of the Company.

Monetary assets and liabilities denominated in foreign currencies and open forward foreign exchange contracts are translated into the functional currency using the exchange rate prevailing at the balance sheet date. Non-monetary assets and liabilities measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items measured in terms of historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Gains or losses on translation are generally included in the income statement. Gains or losses on translation are included in OCI for the following items:

- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

The assets and liabilities of the Company recognised in foreign currencies are translated to the Company's functional currency at the exchange rates of the reporting date. The income and expenses of the Company are translated to the Company's functional currency at the exchange rates at the dates of the transactions.

1 Accounting policies (continued)

Property, plant and equipment and intangible assets

Property, plant and equipment and intangible assets are measured at cost less accumulated depreciation and any accumulated impairment losses.

Expenditure to bring purchased software into operational use and internally developed software are recognised as intangible assets when the Company considers that the software will be used in a manner that will generate future economic benefits and can reliably measure the costs of development.

All fixed assets are reviewed for impairment on an annual basis. Assets are impaired where it is considered that the future economic benefit of the asset is lower than its carrying amount. Such impairment losses are included directly in the income statement.

Depreciation is provided to write off the cost less estimated residual value of tangible fixed assets and intangible software assets by equal instalments over their estimated useful lives as follows:

Office furniture and fittings	5 years
Office machinery and equipment	3 – 5 years
Intangible software	4 – 7 years

Leases

The Company classifies a contract as containing a lease if the contract conveys the right to control the use of an identified asset for the period of time in exchange for consideration.

As a lessee, the Company recognises a lease liability and a corresponding right-of-use asset for all arrangements containing a lease, with the exception of short term leases (with the term of 12 months or less) and leases of assets of low value.

Lease liability is initially measured at the present value of the remaining lease payments at the commencement date, discounted applying lessee' incremental borrowing rate when there is no interest rate implicit in the lease, and presented within Other Liabilities (refer to Note 17). The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The associated right-of-use asset is initially recognised at the amount equal to the lease liability, adjusted by any accrued or prepaid lease payments, an initial estimate of restoration costs and any initial direct costs incurred by the Company as a lessee and presented as a separate line in the statement of financial position. Right-of-use asset is depreciated from the commencement date to the earlier of the useful life of the underlying asset or the end of the lease term. The Company applies the requirements of IAS 36 to determine whether the right-of-use asset has been impaired and to account for any identified impairment losses.

Investments in subsidiaries

The Company has elected to make use of the parent company exemption within IFRS 10, exempting it from the requirement to prepare consolidated financial statements. The Company's parent, MUSHD, has been consulted and does not object to this approach. The consolidated financial statements of MUSHD include the results of the Company and its subsidiary. As such, the investment in the subsidiary is included within these separate financial statements using the equity method of accounting as defined in IAS 28.

Under the equity method of accounting, the initial investment in the subsidiary is recorded at cost in the functional currency of the Company. The value of the investment will not be re-measured after the initial recording date, except for the following:

- The Company's share of the net profit / loss of the subsidiary at each reporting date – recording any net income / (expense) as a gain / (loss) in the PL and an increase / (decrease) in the value of the equity investment
- Any dividends or distributions received from the subsidiary will reduce the value of the investment on the balance sheet
- Movements in the value of the equity method investment due to changes in foreign currency exchange rates across periods will be recorded in Other Comprehensive Income.

Taxation

Taxation comprises current and deferred tax. Current tax and deferred tax are recognised in the income statement except to the extent that they relate to items recognised directly in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of all temporary differences and tax losses that have originated but not reversed by the balance sheet date. Temporary differences are divergences between the Company's results for tax purposes and its results as stated in the financial statements that arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Temporary differences and tax losses are taken into account if they have originated prior to the balance sheet date and are expected to reverse in one or more future periods.

Deferred tax is calculated at the tax rates that are expected to be applied to temporary differences or tax losses when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities against current tax assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different taxable entities which intend to settle current tax liabilities and assets on a net basis.

1 Accounting policies (continued)

A deferred tax asset is recognised for unused tax losses and other deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax balances are not discounted.

Employee benefits

Staff are remunerated through both salary and annual performance based discretionary compensation awards. Performance based awards are calculated annually, and reflect the performance of both the individual and the Company during that annual period. Portions of performance based awards are paid by the Company on deferred terms. From 2011 onwards, a portion of these deferred awards for certain employees subject to the PRA's Remuneration Code is linked to the performance of the share price of MUFG. These awards are termed Notional Stock Units ('NSU's').

Where payments are made on a deferred basis and the cash value is fixed at the award date, the Company recognises the costs of the deferred awards during the period that the award is made, even though cash payments will not be made until future periods. The Company considers that this treatment most effectively represents the costs of employee compensation for the period.

Where payments are made on a deferred basis and the cash value is linked to the MUFG share price, the Company amortises the expected cost of the award across the entire deferral period, and records as an expense only that portion which is deemed to have accrued during the current period. The Company records post grant date changes in the value of the total award due to changes in the MUFG share price directly through expenses.

Pensions

The Company maintains both a defined contribution pension scheme and a defined benefit pension scheme (the defined benefit scheme is closed to new entrants and to future accruals).

For the defined contribution scheme, pension costs which represent the contributions payable to the scheme in respect of the accounting period are charged to the income statement.

For the defined benefit scheme, pension scheme assets are measured using market value or, in the case of the annuity asset, with reference to the scheme liabilities. Pension scheme liabilities are measured using a projected unit method and discounted at the current rate of return on high quality corporate bonds of equivalent term and currency to the liability. Any increase in the present value of the liabilities of the Company's defined benefit pension scheme expected to arise from employee service in the period is charged to Profit on ordinary activities before taxation. The expected return on the scheme's assets and the increase during the period in the present value of the scheme's liabilities arising from the passage of time are included in administrative expenses.

Actuarial gains and losses are recognised in the statement of total comprehensive income. Deficits in the scheme are recognised in the Company's balance sheet. Surpluses are only recognised to the extent that they are recoverable through reduced contributions in the future or through refunds from the scheme.

The Company recognises the effect of material changes to the terms of its defined benefit pension scheme which reduce future benefits as curtailments; gains and losses are recognised in the income statement when the curtailments occur.

The Company revalues its defined benefit scheme at 30 June and 31 December each year, in consultation with the scheme's actuary. The assumptions underlying the calculations are used to determine the expected income statement charge for the year going forward.

Future Accounting Developments

There are no significant future accounting developments that are expected to have a material impact on the Company's financial reporting.

First time adoption of accounting standards

There are no issued but not yet effective accounting standards or amendments to existing standards that are likely to have a material impact on the Company's financial reporting.

2 Trading results

The operating results of the Company include trading gains of £317.1 million (2021: £132.7 million). The losses incurred in the prior year were driven by a specific US client event which also impacted a number of our peer institutions (refer to the Business and financial review on page 2).

3 Interest income

	2022 £'000	2021 £'000
Interest on non-trading assets	86,408	18,554
	86,408	**18,554**

Interest income includes coupons earned on Securities at FVTOCI and cash deposits, as well as interest on overnight deposits placed with the Bank of England of £50.9m (2021: £2.4m).

4 Interest expense

	2022 £'000	2021 £'000
Interest on non-trading liabilities	(638)	(2)
Interest on MUSHD USD loan	20,207	17,657
Interest on senior unsecured loan	17,834	6,587
Interest on subordinated liabilities	2,346	2,121
	39,749	**26,363**

Interest on loans and liabilities refers to the intercompany debt issued to the Company's immediate parent, MUSHD (refer to Note 22).

5 Administrative expenses

	2022 £'000	2021 £'000
Personnel expenses		
Wages and salaries	129,817	118,013
Retirement benefits	6,217	5,941
Social security costs	18,166	15,814
	154,200	**139,768**
General and administrative expenses		
Auditor's remuneration (Note 6)	1,249	1,166
Other administrative expense	141,055	126,276
	142,304	**127,442**
Total administrative expenses	**296,504**	**267,210**

The average number of employees of the Company was 672 (2021: 664), split 174:501 (2021: 166:498) between front office and support staff, respectively.

Included within 'Wages and salaries' is a discretionary compensation accrual representing management's best estimate of the charge.

Research and development spend is referenced in the Directors Report on page 14.

6 Auditor's remuneration

The analysis of the auditor's remuneration is as follows:

	2022 £'000	2021 £'000
Fees payable to the Company's auditor for audit and other services		
Statutory audit fees	996	939
Audit related assurance services	192	169
Other non-audit services relating to corporate finance	42	39
Other non-audit services	-	-
	1,230	**1,147**
Fees payable to the Company's auditor in respect of associated pension schemes	19	19
Total auditor's remuneration	**1,249**	**1,166**
Statutory audit fees of the Company's subsidiary	213	134

Fees for audit of the Company's subsidiary are not incurred, nor expensed by the Company.

7 Share based payment plans

Notional Stock Units

The Company awarded NSUs to a number of employees during the year. The NSUs are deferred over a period of 3, 5 or 7 years, depending on award date and the individuals role, and track the performance of MUFG shares (see accounting policies).

	2022		2021	
	No. Units '000	Value	No. Units '000	Value
No. of NSUs outstanding as at 1 January	**5,485**		**5,027**	
Granted during the year:				
No. of NSUs granted	2,558		2,523	
Value in £'000 equivalent at grant date		13,085		10,238
Less:				
No. of NSUs vested during the year	(2,324)		(2,065)	
No. of NSUs forfeited / cancelled (unvested)	(783)			
No. of NSUs as at 31 December	**4,936**		**5,485**	
Fair value of outstanding NSUs at 31 December £'000		**27,304**		**11,020**
Average share price at vesting / payment (JPY)		**735**		**622**

8 Retirement benefits

The Company provides a defined contribution pension scheme, the Group Personal Pension Plan ('GPPP'), for employees of the Company. The assets of the scheme are held separately from those of the Company in an independently administered fund. The cost for the period recognised in the income statement was £6.8m (2021: £6.7m).

The Company also provides a funded, final salary, defined benefit pension scheme which was closed to new entrants and future accrual in 2011. The assets of the scheme are held separately from those of the Company in a segregated fund administered by trustees. The scheme is deemed to be a registered pension scheme under the terms of Schedule 36 of the Finance Act 2004 with scheme funding target objectives set by this act. Pension valuations are undertaken by an independent qualified actuary with reporting guidelines set by the Technical Actuarial Standard with calculations consistent with the International Accounting Standard ('IAS19').

An update to the latest actuarial valuation was performed as at 31 December 2022 and the principal actuarial assumptions at the balance sheet date were as follows:

	2022 %	2021 %
Discount rate	5.00	2.00
RPI inflation assumption	3.35	3.50
CPI inflation assumption	2.75	2.80
LPI pension increase assumption	3.25	3.35

The discount rate assumption is based upon published corporate bond indices. The inflation assumptions reference Bank of England published yield curve data.

The underlying mortality assumption is based upon the standard table known as S3PXA_L on a year of birth usage with CMI_2021 future improvement factors with a long term annual rate of future improvement of 1.25% p.a. (2021: S3PXA_L on a year of birth usage with CMI_2020 future improvement factors with a long term annual rate of future improvement of 1.25% p.a.). This results in the following life expectancies:

- Male age 65 has a life expectancy of 23 years (previously also 23 years)
- Female age 65 has a life expectancy of 25 years (previously also 25 years)

The amounts recognised in the balance sheet as at the year end are as follows:

	2022 £'000	2021 £'000
Present value of funded obligations	(108,905)	(190,027)
Fair value of plan assets	128,861	210,654
Recognisable surplus in the scheme	**19,956**	**20,627**
Related deferred tax (liability)	(5,588)	(6,574)
Net pension asset	**14,368**	**14,053**

The net of interest costs and return on plan assets recognised in the income statement within administrative expenses total £412k credit (2021: £490k credit). The projected income for the calendar year 2023 is £1,061k credit within administrative expenses.

8 Retirement benefits (continued)

All scheme costs are met directly by the Company and are therefore excluded from these disclosures.

Changes to the present value of the scheme liabilities for the year end are as follows:

	2022 £'000	2021 £'000
Present value of unfunded obligation at opening	190,027	216,917
Interest cost	3,715	2,775
Past service cost	-	-
Actuarial remeasurement	(76,242)	(22,713)
Benefits paid	(8,595)	(6,952)
Curtailments / settlements	-	-
Present value of obligation at closing	**108,905**	**190,027**

Changes in the fair value of the scheme assets for the year end are as follows:

	2022 £'000	2021 £'000
Fair value of plan assets at opening	210,654	254,649
Expected return on plan assets	4,127	3,265
Actuarial remeasurement	(77,325)	(40,308)
Benefits paid by fund	(8,595)	(6,952)
Contributions paid by the Company	-	-
Fair value of scheme assets at closing	**128,861**	**210,654**

The expected contribution to be paid by the Company for the forthcoming year (year ending 31 December 2023) is Nil.

The market value of total scheme assets for the year end are as follows:

	2022 £'000	2021 £'000
Insurance Policy	109,822	188,838
Cash and other	19,039	21,816
Total	**128,861**	**210,654**

The assets of the scheme are held separately from those of the Company in funds under the control of the Trustees of the scheme.

The insurance policy was purchased from a single counterparty.

The amounts recognised in Other Comprehensive Income for the year end are as follows:

	2022 £'000	2021 £'000
Actual return less expected return on scheme assets	(77,325)	(40,308)
Experienced gains and losses arising on scheme liabilities	(6,503)	(520)
Changes in assumptions underlying the present value of scheme liabilities	82,745	23,233
Actuarial (loss) / gain recognised in OCI	**(1,083)**	**(17,595)**

Movement in recognisable surplus during the year are as follows:

	2022 £'000	2021 £'000
Surplus at start of year	20,627	37,732
Income recognised in income statement	412	490
Recognised actuarial gain	(1,083)	(17,595)
Surplus at end of year	**19,956**	**20,627**

8 Retirement benefits (continued)

Analysis of present value of scheme liabilities:

	2022 %	2021 %
Deferred members	55	66
Current pensioners	45	34
Total	**100**	**100**

The below table shows the impact on the present value placed on the scheme's liabilities of the stated changes to the actuarial assumptions (refer page 55). These sensitivities have been determined by a full recalculation of the present value using the different assumptions and are therefore fully accurate (2021: same approach).

	2022 %	2021 %
Discount rate +/- 0.5%	-8 / +8	-10 / +11
RPI and CPI +/- 0.5%	+1 / -1	+2 / -2
Life expectancy +/- 1 year	+3 / -3	+5 / -5
Pension increase (in payment and deferment) +/- 0.5%	+1 / -1	+2 / -2

The weighted average duration of the scheme liabilities is approximately 17.0 years (2021: 22 years).

9 Applicable taxes

	2022 £'000	2021 £'000
UK corporation tax		
Current year	(8,672)	33,064
Adjustments in respect of prior years	-	(801)
	(8,672)	32,263
Foreign tax		
Current year	(14,929)	(10,310)
Total current tax	**(23,601)**	**21,953**
Deferred tax		
Origination and reversal of timing differences	(6,541)	4,150
Effect of increase in rate used to recognise deferred tax assets	(1,512)	2,211
Adjustments in respect of prior years	795	(1,443)
Total deferred tax	**(7,258)**	**4,918**
Total tax expense	**(30,859)**	**26,871**

Corporation tax is calculated at 27% (2021: 27%) of the estimated taxable profit for the year, which includes the 8% surcharge applicable to banks and banking groups. With effect 1st April 2023 the UK corporation tax rate increases from 19% to 25% while the surcharge reduces from 8% to 3%. The deferred tax recognised in the current year has taken these changes into account.

The charge for the year can be reconciled to the profit in the income statement as follows:

	2022 £'000	2021 £'000
Profit on ordinary activities before taxation	93,812	(105,326)
Tax at the UK corporation tax rate of 27% (2021: 27%)	(25,330)	28,438
Tax effect of expenses that are not deductible in determining taxable profits	(13)	(169)
Foreign tax suffered	(10,898)	(7,526)
Deferred tax prior year adjustment	795	(1,443)
Effect of reduction in rate used to recognise deferred tax assets	(1,512)	2,211
Relief of current year tax loss not at current year statutory rate	-	474
Revaluation of deferred tax assets	12	259
Current tax prior year adjustment	-	(801)
Share of group bank surcharge allowance	1,832	-
Tax impact of profit / (loss) in subsidiary	777	2,455
AT1 coupon	3,478	2,973
Tax expense for the year	**(30,859)**	**26,871**

9 Applicable taxes (continued)

In addition to the amount charged to the income statement, the following amounts related to tax have been recognised in Equity:

	2022 £'000	2021 £'000
Deferred tax		
Items that will not be reclassified subsequently to profit and loss		
Remeasurement of net defined benefit liability	1,335	3,542
Items that may be reclassified subsequently to profit or loss		
Securities held at FVTOCI (gains) / losses in period	1,090	936
Cash flow hedges (gains) / losses in period	44	21
Total income tax recognised in other comprehensive income	**2,469**	**4,499**

Deferred tax assets

The following are the deferred tax assets and liabilities recognised by the Company and movements thereon during the current reporting period.

	Charge to profit or loss £'000	Charge to OCI £'000	Balance as at 31 December 2022 £'000
Accelerated tax depreciation	(1,744)	-	1,444
Research & development expenditure	(1,075)	-	(7,753)
Deferred compensation	(1,294)	-	17,687
Spreading of IFRS transitional adjustment	(541)	-	1,184
Cash flow hedge reserve	-	44	(22)
Securities at FVTOCI	-	1,090	976
Retirement benefit obligations	(115)	1,335	(5,586)
Tax losses	(2,488)	-	-
Total	**(7,257)**	**2,469**	**7,930**

Deferred tax assets are valued at the applicable tax rate based on the period in which the underlying temporary difference is expected to unwind. The UK corporation tax rate will be increased from 19% to 25% with effect from 1 April 2023, and this has been taken into consideration in valuing the Company's net deferred tax asset. Additionally, the reduction in the bank surcharge from 8% to 3%, effective from 1 April 2023, has also been recognised. The deferred tax assets above have been recognised based on supporting profit forecasts demonstrating sufficient future profits against which the assets can be utilised.

10 Notes to the cash flow statement

Cash and cash equivalents comprise cash and short-term bank deposits with an original maturity of three months or less, net of outstanding bank overdrafts. The carrying amount of these assets is approximately equal to their face value. Cash and cash equivalents as shown in the statement of cash flows can be reconciled to the related items in the balance sheet position as shown below.

	2022 £'000	2021 £'000
Cash and balances at central banks	3,963,059	4,751,111
Deposits by banks repayable on demand	(1,230)	(1)
Total cash and cash equivalents	**3,961,829**	**4,751,110**

10 Notes to the cash flow statement (continued)

The table below details changes to the Company's liabilities arising from financing activities, including both cash and non-cash changes.

	Balance as at 1 January 2022 £'000	Financing cash and interest flows £'000	Changes in fair values £'000	Effect of changes in foreign exchange rates £'000	Other non-cash movements £'000	Balance as at 31 December 2022 £'000
Own issued notes	1,948,207	191,502	(315,824)	47,102	-	1,870,987
Commercial paper	509,648	(501,642)	(138)	8,724	-	16,592
Other financial liabilities	1,424,194	(284,397)	(1,002)	(4,955)	-	1,133,840
MUSHD loan facility	3,500,332	453,546	441	(43,889)	-	3,910,430
MUSHD USD loan	748,534	-	-	92,654	(72,045)	769,143
Long-term intercompany money market deposits	513,245	458,724	-	4,551	10	976,530
Senior unsecured loan	555,231	-	-	69,490	4,789	629,510
Subordinated liabilities	282,383	-	-	(5,066)	(5,448)	271,869
Lease liabilities	34,083	(6,332)	-		2,935	30,686
Total liabilities from financing activities	**9,515,857**	**311,401**	**(316,523)**	**168,611**	**(69,759)**	**9,609,587**

11 Securities at fair value through other comprehensive income

The following table gives the carrying value of securities at fair value through other comprehensive income by major classifications.

	2022 £'000	2021 £'000
Government bonds	527,650	275,858
Other public sector securities	870,622	702,657
Corporate bonds	-	36,059
Total debt securities	**1,398,272**	**1,014,574**
Equity instruments	426	444
Total securities at FVTOCI	**1,398,698**	**1,015,018**

Expected credit losses have been calculated for securities within this category and reported as an adjustment to both profit or loss and OCI. Expected credit losses as at 31 December 2022 were £250k (2021: £164k).

12 Trading portfolio financial assets

	2022 £'000	2021 £'000
Government bonds	719,882	1,919,239
Corporation bonds	831,307	1,064,835
Other public sector securities	116,426	73,491
Total debt securities	**1,667,615**	**3,057,565**
Equity instruments	4,559,032	4,924,684
Total trading portfolio financial assets	**6,226,647**	**7,982,249**
Of which listed:		
Debt securities	1,275,764	2,506,281
Equity instruments	744,089	1,332,756
Of which unlisted:		
Debt securities	391,851	551,284
Equity instruments	3,814,943	3,591,928
	6,226,647	**7,982,249**

13 Derivative financial instruments

	2022		
	Notional amount £'000	Fair value assets £'000	Fair value liabilities £'000
Derivatives held for trading			
Foreign exchange contracts	287,061,287	8,341,454	7,982,939
Interest rate contracts	4,726,110,228	11,255,514	13,347,562
Credit derivative contracts	51,705,223	454,256	338,175
Equity contracts	8,597,056	174,292	309,520
Commodity contracts	902,982	61,923	61,358
Other	4,086,688	85,077	-
Total trading contracts	**5,078,463,464**	**20,372,516**	**22,039,554**
Derivatives designated as fair value hedges			
Interest rate swaps contracts	1,675,964	834	6,430
Derivatives designated as cash flow hedges			
Currency swaps contracts	1,832	-	117
Derivatives designated as net investment hedges			
Currency swaps contracts	174,027	-	3,375
Total hedging contracts	**1,851,823**	**834**	**9,922**
Total derivative financial instruments	**5,080,315,287**	**20,373,350**	**22,049,476**

	2021		
	Notional amount £'000	Fair value assets £'000	Fair value liabilities £'000
Derivatives held for trading			
Foreign exchange contracts	259,568,558	4,265,709	4,502,039
Interest rate contracts	4,003,030,428	8,685,971	8,377,944
Credit derivative contracts	15,655,500	572,646	453,540
Equity contracts	12,440,916	151,258	346,070
Commodity contracts	802,429	141,611	141,906
Other	3,465,772	84,867	-
Total trading contracts	**4,324,963,603**	**13,902,062**	**13,821,499**
Derivatives designated as fair value hedges			
Interest rate swaps contracts	945,550	832	322
Derivatives designated as cash flow hedges			
Currency swaps contracts	1,832	12	-
Derivatives designated as net investment hedges			
Currency swaps contracts	170,259	2,314	-
Total hedging contracts	**1,117,641**	**3,158**	**322**
Total derivative financial instruments	**4,326,081,244**	**13,905,220**	**13,821,821**

The Derivative trades reported within "Other" represent a series of litigation swaps entered in to with bilateral counterparties. The valuation methodology for these trades includes an estimation of the remaining term of a specific litigation process, an estimation of the resolution amount and related funding costs. The market risk exposures related to the outcome of the litigation are considered adequately mitigated and the related funding is managed under standard terms employed by the Treasury desk. Material changes in any of these inputs would result in significantly higher or lower derivative fair values. The effect of changing these inputs to reasonably possible alternative assumptions is included within estimates provided on page 69.

OTC credit derivatives include a credit derivative asset, which relates to a financial guarantee provided by a group company, MUFG Bank, for the uncollateralised derivatives exposures within a portfolio of corporate counterparties. At year end the present value of this derivative totalled £125m (2021: £97m), this amount is offset by a CVA adjustment in respect of the exposure to the underlying corporate counterparties. This largely pertains to interest rate and foreign exchange contracts. CVA is measured on a portfolio basis by counterparty, and later allocated at a transaction level for financial reporting; allocations are based on absolute derivative notional values.

Cash flow hedge consists of FX derivatives hedging currency exposures on bonds denominated in foreign currencies on the Treasury Liquid Asset Portfolio which are classified as Securities at FVTOCI. The notional size of the derivative is exactly matched to the underlying bond.

The above includes derivative trades with a total notional value of £1,837bn will transition from USD libor in June 2023. The firm is currently undertaking derivative compression exercises in order to reduce the population of effected trades subject to fallback.

13 Derivative financial instruments (continued)

	2022 £'000	2021 £'000
Gains and losses arising from fair value hedges - interest rate risk:		
Securities at FVTOCI		
On hedging instruments	68,246	12,496
On the hedged items attributable to the hedged risk	(67,659)	(12,333)
Net (losses) / gains	**587**	**163**
Financial liabilities at amortised cost		
On hedging instruments	(79,436)	3,171
On the hedged items attributable to the hedged risk	77,832	(3,252)
Net (losses) / gains	**(1,604)**	**(81)**
Gains and losses arising from net investment hedges:		
On hedging instruments	(9,560)	11,185
On the hedged items attributable to the hedged risk	9,560	(11,185)
Net gains / (losses)	-	-

The gains and losses on ineffective portions of hedges are recognised immediately in Trading Income. The impact during 2022 was not significant (2021 : not significant).

Fair value hedges of interest rate risk comprise swaps that are used to protect against changes in the fair value of bonds and loans due to movements in market interest rates. The fair value of the bonds at year end are £563m (2021: £215m). Fair value hedges related to the MUSHD USD amortised loan and subordinated liabilities consist of currency swaps. The carrying value of the loan and liabilities at year end is £1,041m (2021: £1,031m). Potential sources of ineffectiveness in the Company's fair value hedges include bid-offer spreads, CVA provisioning, discounting and intraday market movements between instigation of the trade and end of day pricing.

Net investment hedges consist of foreign currency exchange contracts to hedge the exposure to foreign currency which arises from translation of the equity method investment. Potential sources of ineffectiveness include a decline in the local currency carrying amount of the net investment to below the value of the designated hedge item. The notional size of the derivative is exactly matched to the euro investment in subsidiary.

IBOR reform for hedge relationships

Below are details of hedging instruments and related hedged items that are subject to transition to alternative benchmark interest rates, by hedge type.

Hedge Type	Hedged Item	Instrument Type	Underlying interest rate benchmark	Anticipated interest rate benchmark end date	GBP Notional	Notional of instruments maturing after anticipated end date
Fair value hedge	Fixed rate debt securities of the same maturity and nominal of the relevant swap	Pay USD fixed, receive 3 month USD LIBOR interest rate swap	USD LIBOR	30 Jun 2023	93,944,263	93,944,263
	US dollar fixed rate issued debt of the same maturity and nominal of the swaps	Pay 3 month USD LIBOR, received USD fixed interest rate swap	USD LIBOR	30 Jun 2023	831,365,155	831,365,155
					925,309,418	**925,309,418**

14 Other financing at fair value

As at period ended	2022 £'000	2021 £'000
Equity finance assets	32,119	29,680
Other secured financing	840,493	900,807
Loans	179,960	175,728
	1,052,572	**1,106,215**

'Equity finance assets' relate to financing transactions secured by equity pledges.

'Other secured financing' relates to structured financing arrangements facing special purpose vehicles where financing is secured by underlying debt portfolios.

'Loans' relate to the partial drawdown on facilities granted to clients, refer to note 30 for undrawn facilities.

All these are carried mandatory at fair value through P&L.

15 Intangible assets

	Software £'000
Cost	
As at 1 January 2021	**185,145**
Additions	40,385
As at 31 December 2021	**225,530**
Additions	58,197
As at 31 December 2022	**283,727**
Amortisation	
As at 1 January 2021	**107,377**
Charge for the Year	26,938
As at 31 December 2021	**134,315**
Charge for the Year	29,211
As at 31 December 2022	**163,526**
Carrying amount:	
As at 31 December 2021	**91,215**
As at 31 December 2022	**120,201**

16 Property, plant and equipment

	Leasehold improve-ments £'000	Office furniture & fittings £'000	Office machinery & equipment £'000	Total £'000
Cost				
As at 1 January 2021	**13,969**	**148**	**12,694**	**26,811**
Additions	209	-	3,238	3,447
Disposals	-	-	-	-
As at 31 December 2021	**14,178**	**148**	**15,932**	**30,258**
Additions	-	-	1,821	1,821
Disposals	-	-	-	-
As at 31 December 2022	**14,178**	**148**	**17,753**	**32,079**
Depreciation				
As at 1 January 2021	**7,638**	**121**	**8,740**	**16,499**
Charge for the year	857	16	1,794	2,667
As at 31 December 2021	**8,495**	**137**	**10,534**	**19,166**
Charge for the year	828	12	1,673	2,513
As at 31 December 2022	**9,323**	**149**	**12,207**	**21,679**
Carrying amount				
As at 31 December 2021	**5,683**	**11**	**5,398**	**11,092**
As at 31 December 2022	**4,855**	**(1)**	**5,546**	**10,400**

17 Leases

The Company's leases include office space and a data centre in addition to previously recognised finance leases for certain fixtures, equipment and software. Lease terms vary between periods of 5 to 20 years.

Lease contracts include lease and non-lease components. For the office lease, the Company has chosen to apply the practical expedient and account for lease and non-lease components as a single contract. For the data centre lease, the Company has elected to separate the components based on their respective stand-alone prices.

Right-of-use assets ('ROU assets') are measured at cost, which comprises the amount of the initial measurement of lease liability with no other payments, initial direct costs or restoration costs applicable .

Lease liability is measured on the net present value basis and includes fixed payments only as all leases are on a fixed repayment basis. No arrangements have been entered into for contingent rental payments, residual value guarantees, purchase options or penalties for terminating the lease.

Payments relating to short term leases, which are signed for the period of 12 months or less, are recognised on the straight line basis. The Company does not have any leases classified as low value.

Right-of-use assets

	Property £'000	Office machinery & equipment £'000	Total £'000
2021			
Balance as at 1 January 2021	26,099	3,541	29,640
Additions to right-of-use assets	-	1,258	1,258
Depreciation charge for the year	(2,955)	(1,493)	(4,448)
Balance as at 31 December 2021	**23,144**	**3,306**	**26,450**
2022			
Balance as at 1 January 2022	23,144	3,306	26,450
Additions to right-of-use assets	-	2,513	2,513
Depreciation charge for the year	(2,955)	(2,172)	(5,127)
Balance as at 31 December 2022	**20,189**	**3,647**	**23,836**

17 Leases (continued)

	2022 £'000	2021 £'000
Other amounts recognised in the income statement		
Interest on lease liability	443	487
Expense relating to short-term leases	756	700
Amounts recognised in the cash flow statement		
Total cash outflow for leases	6,332	5,149

Refer to Note 31 for maturity analysis of lease liabilities.

18 Investment in subsidiary

	2022 £'000	2021 £'000
As at 1 January	189,632	192,609
Purchase of equity	-	-
Share of net profit / (loss)	2,879	9,092
Impact of foreign currency revaluation	10,792	(12,069)
As at 31 December	**203,303**	**189,632**

The above balances relate to the wholly owned subsidiary: MUS(EU). Further corporate structure references are included within the Strategic report on pages 2 to 13 and in Note 34.

19 Other assets

	2022 £'000	2021 £'000
Prepayments and accrued income	25,900	20,488
Current taxation	36,640	34,462
Pension asset (Note 8)	19,957	20,627
Trade and other receivables	136,806	185,407
	219,303	**260,984**

'Trade and other receivables' is driven by intercompany balances and default fund deposits.

20 Trading portfolio financial liabilities

	2022 £'000	2021 £'000
Government bonds	2,350,791	2,693,938
Corporation bonds	190,702	298,874
Other public sector securities	10,316	12,511
Total debt securities	**2,551,809**	**3,005,323**
Equity instruments	4,418,548	5,324,527
Total trading portfolio financial liabilities	**6,970,357**	**8,329,850**
Of which listed:		
Debt securities	2,548,582	3,004,776
Equity instruments	4,418,548	5,324,527
Of which unlisted:		
Debt securities	3,227	547
	6,970,357	**8,329,850**

21 Financial liabilities designated at fair value

	2022 £'000	2021 £'000
Own issued notes	1,870,987	1,948,207
Commercial paper	16,592	509,648
Other financial liabilities	1,133,840	1,424,194
MUSHD loan facility	3,910,430	3,500,332
	6,931,849	**7,382,381**

'Own issued notes' includes issuances with structured payment profiles. The Company issues these notes to raise term funding and satisfy investor demand, and carries them at fair value through profit and loss. The structured return profiles include securities which pay coupon only where certain conditions relating to equity performance, foreign currency movements, or other factors are met. Issuances are typically denominated in JPY and USD.

'Commercial paper' represents short term issuances where the funding typically carries a 3 month term. Issuances are typically denominated in GBP and USD.

'Other financial liabilities' represents funded swap transactions denominated in JPY and USD.

'MUSHD loan facility' represents senior unsecured intercompany borrowings lent under an uncommitted loan facility which allows the Company to borrow JPY funds from MUSHD.

The Company has assessed the change in value of these liabilities due to changes in own credit with reference to published credit assessments and a proxy cost of funds curve. In light of the observed stability of the proxy spread for own credit, the Company has assessed this change in value to be immaterial.

22 Financial liabilities at amortised cost

As at period ended	2022 £'000	2021 £'000
MUSHD USD loan	769,143	748,534
Senior unsecured loan	629,510	555,231
Subordinated liabilities	271,869	282,383
Long-term intercompany money market deposits	976,530	513,245
	2,647,052	**2,099,393**

'MUSHD USD loan' relates to two long-term, amortised cost loans from MUSHD with maturity dates in 2025 and 2030 across the two instruments. These loans are designated in a fair value hedge relationship.

'Senior unsecured loan' relates to contingent, subordinated senior securities issued by MUSHD. The loans include an embedded minimum requirement for own funds and eligible liabilities ('MREL') amendment option which may be exercised by the Company to convert them to MREL compliant instruments. The conversion to MREL compliant debt does not affect the interest rate paid, though the debt may be written off if required by the UK resolution authority.

'Subordinated liabilities' are loans agreed between the Company and MUSHD and are due to mature in 2031. These liabilities are designated in a fair value hedge relationship.

'Long-term intercompany money market deposits' relates to six long-term, amortised cost deposits from MUFG Bank with maturity dates in 2025, 2026 and 2027. These deposits are denominated in JPY.

23 Other liabilities

	2022 £'000	2021 £'000
Payables to structured entities	133	26,290
Tax and social security	17,028	4,026
Lease liabilities	30,686	34,083
Trade and other payables	163,272	204,995
	211,119	**269,394**

'Trade and other payables' is driven by compensation related accruals, intercompany balances and brokerage fees.

24 Equity instruments

	2022 £'000	2021 £'000
Ordinary shares of £1 each		
Share capital as at 1 January	1,383,241	1,283,241
Issued during the year	-	100,000
Allotted, called up and fully paid as at 31 December	1,383,241	1,383,241
Additional Tier 1 capital		
Total Additional Tier 1 capital as at 31 December	463,853	463,853
Total equity instruments	**1,847,094**	**1,847,094**

At 31 December 2022, the Company has in issue £1,383m (2021: £1,383m) £1 ordinary shares which carry no right to fixed income. The company has authorised share capital of £2,000m (2021: £2,000m) with a nominal value of £1 per share.

Additional Tier 1 capital instruments are issued to MUSHD. These instruments include a contingent conversion feature which has the effect of converting the instruments to ordinary share capital of the Company if a trigger event, being a breach of minimum Common Equity Tier 1 capital ratio, occurs at any time. The instruments are perpetual and are subordinated to senior creditors and subordinated loan creditors of the Company. The instruments bear a floating rate of interest. All interest payments are cancellable in certain circumstances, where certain distribution tests are breached, and are non-cumulative.

Further information regarding capital management is included within Business and Risk Management Policies on pages 28 to 38.

25 Distributions on equity instruments

In 2022, the Directors approved total coupon payments on Additional Tier 1 capital instruments of £12.9m (2021: £11.0m). Refer to Note 24 for terms of issuance.

On 12 January 2023, the Directors approved a coupon payment on the AT1 capital instruments of £11.4m. The amount has not been accrued in the results for the period ended 31 December 2022 as it was not due at that date. These payments will provide tax relief at the relevant prevailing tax rate in the next financial year.

No ordinary dividends were approved or paid during the year (2021: Nil).

26 Report on Directors' remuneration and interests

	2022 £'000	2021 £'000
Remuneration of key management personnel		
Short term employment benefits	3,723	3,361
Other long term benefits	452	1,158
Notional share based payments	657	695
	4,832	**5,214**
Realised MTM / interest on NSUs & other long term benefits	3	90
Total remuneration of key management personnel	**4,835**	**5,304**

The number of Directors who were members of the Group defined contribution personal pension plan during the period was 1 (2021: 1), the contributions totalled £4k.

NSUs are cash settled awards linked to the share price of the ultimate holding company, MUFG. Deferred NSU compensation expense is pro-rated across the entire deferral period. Deferred cash compensation expense is recognised during the period the award is made.

Non-executive Directors provided by other Group companies receive no fees or other remuneration for their services to the Company. The key management are the same personnel as the Directors of the Company.

The emoluments of the highest paid Director were as follows:

	2022 £'000	2021 £'000
Remuneration award		
Short term employment benefits	1,054	2,044
Other long term benefits	452	758
Notional share based payments	657	455
	2,163	**3,257**
Realised MTM / interest on NSUs & other long term benefits	15	81
Total remuneration	**2,178**	**3,338**

27 Fair value of financial instruments

The majority of the Company's assets and liabilities are carried on the balance sheet at fair value, in which case fair value is equal to the carrying value. The following table presents a comparison by category of book amounts and fair value of the Company's financial assets and liabilities for those items which are not carried at fair value on the balance sheet.

	2022		2021	
	Carrying value £'000	Fair value £'000	Carrying value £'000	Fair value £'000
Assets				
at amortised cost				
Cash and balances at central banks	3,963,059	3,963,059	4,751,111	4,751,111
Cash collateral paid to derivative counterparties and brokers	4,578,340	4,578,340	3,870,554	3,870,554
Other assets	219,303	219,303	260,984	260,984
Liabilities				
at amortised cost				
Deposits by banks	1,230	1,230	1	1
Cash collateral received from derivative counterparties and brokers	6,933,388	6,933,388	5,822,862	5,822,862
Financial liabilities at amortised cost	2,647,052	2,653,505	2,099,393	2,101,783
Other liabilities	211,119	211,119	269,394	269,394

Fair value of Financial liabilities at amortised cost has been calculated using a discounted cash flow model with a spread over the relevant benchmark to represent the idiosyncratic credit and funding cost.

FX loss of £200m (2021: gain of £396m) was recognised on financial assets and liabilities not carried at fair value, driven by revaluation of cash collateral received from derivative counterparties. The currency exposure is economically hedged with instruments held at fair value, with FX gains and losses and associated fair value gains and losses being recognised net in the income statement as trading income.

Valuation of financial assets and liabilities

Valuation techniques incorporate assumptions about factors that other market participants would use in their valuations, including interest rate yield curves, exchange rates, volatilities and prepayment and default rates. The Company measures fair value using the following fair value hierarchy that reflects the significance of the inputs used in making measurements:

- Level 1: Quoted market price (unadjusted) in an active market for an identical instrument.
- Level 2: Valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly or indirectly observable from market data.
- Level 3: Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

Issued structured notes and certain other hybrid instrument liabilities are designated at fair value. The spread applied to these instruments is derived from the spreads at which the Company issues structured notes. The change in fair value due to credit risk on these instruments is not significant (2021: not significant).

The fair value of certain financial instruments is measured using valuation techniques that are determined in full or partly on assumptions that are not supported by observable market prices. The effect of changing these assumptions to a range of reasonably possible alternative assumptions would provide a range from £52.8m (2021: £82.3m) lower to £39.7m (2021: 119.4m) higher than the fair value recognised in the financial statements for these assets and liabilities, with the current year range driven by the litigation swaps referred to in Note 13.

The movements in balances of level 3 items are detailed on page 69. There were no movements between levels 1 and 2 during the year.

The Company has prepared a Value-at-Risk analysis which reflects interdependencies between market risk factors, refer to page 31.

27 Fair value of financial instruments (continued)

	2022			
	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Assets				
Financial assets at FVTPL				
Trading portfolio financial assets	1,504,654	4,721,993	-	6,226,647
Reverse repurchase agreements - fair value	-	27,642,508	-	27,642,508
Cash collateral on securities borrowed	-	5,701,675	-	5,701,675
Derivative financial instruments	207,157	19,489,362	676,831	20,373,350
Other financing held at fair value	-	1,052,572	-	1,052,572
Financial assets at FVTOCI				
Securities at FVTOCI	676,966	721,306	426	1,398,698
	2,388,777	**59,329,416**	**677,257**	**62,395,450**
Liabilities				
Financial liabilities at FVTPL				
Trading portfolio financial liabilities	6,775,876	194,481	-	6,970,357
Repurchase agreements - fair value	-	23,482,339	-	23,482,339
Cash collateral on securities lent	-	65,705	-	65,705
Derivative financial instruments	399,731	21,452,356	197,389	22,049,476
Financial liabilities designated at FVTPL				
Financial liabilities designated at fair value	-	6,290,841	641,008	6,931,849
	7,175,607	**51,485,722**	**838,397**	**59,499,726**

	2021			
	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Assets				
Financial assets at FVTPL				
Trading portfolio financial assets	3,287,425	4,694,824	-	7,982,249
Reverse repurchase agreements - fair value	-	27,783,468	-	27,783,468
Cash collateral on securities borrowed	-	5,334,712	-	5,334,712
Derivative financial instruments	172,152	13,410,251	322,817	13,905,220
Other financing held at fair value	-	1,106,215	-	1,106,215
Financial assets at FVTOCI				
Securities at FVTOCI	477,314	537,260	444	1,015,018
	3,936,891	**52,866,730**	**323,261**	**57,126,882**
Liabilities				
Financial liabilities at FVTPL				
Trading portfolio financial liabilities	8,018,587	311,263	-	8,329,850
Repurchase agreements - fair value	-	26,341,281	-	26,341,281
Cash collateral on securities lent	-	91,701	-	91,701
Derivative financial instruments	276,355	13,192,756	352,710	13,821,821
Financial liabilities designated at FVTPL				
Financial liabilities designated at fair value	-	7,076,657	305,724	7,382,381
	8,294,942	**47,013,658**	**658,434**	**55,967,034**

27 Fair value of financial instruments (continued)

The table below shows a reconciliation from the beginning balances to the end balances for the fair value of instruments in level 3 of the fair value hierarchy. This does not include movements in level 1 or level 2 derivatives that are also used to hedge the level 3 assets and liabilities.

	Derivative assets £'000	Securities at FVTOCI £'000	Derivative liabilities £'000	Financial liabilities designated at fair value £'000
2021				
As at 31 December 2020	420,762	132	(277,998)	(175,661)
Total gains/(losses) in profit or loss	407,334	-	(370,707)	66,094
Total gains in reserves	-	(8)	-	-
Purchases	-	320	-	-
Issues	-	-	-	(243,651)
Settlements	(505,279)	-	295,995	35,825
Transfers into level 3	-	-	-	(39,734)
Transfers from level 3	-	-	-	51,403
Closing balance 31 December	**322,817**	**444**	**(352,710)**	**(305,724)**
Net unrealised gains/(losses) in PL	27,159	-	(142,715)	71,164
2022				
As at 31 December 2021	322,817	444	(352,710)	(305,724)
Total gains/(losses) in profit or loss	1,400,558	-	(97,704)	206,681
Total gains in reserves	-	61	-	-
Purchases	-	(79)	-	-
Issues	-	-	-	(234,607)
Settlements	(1,029,752)	-	252,893	171,912
Transfers into level 3	-	-	-	(484,089)
Transfers from level 3	(16,792)	-	132	4,819
Closing balance 31 December	**676,831**	**426**	**(197,389)**	**(641,008)**
Net unrealised gains/(losses) in PL	420,507	-	(52,647)	248,401

Derivatives 'transfers from level 3' represents Bermuda type trades. During the period there was an increase in trading volume leading to increased observability of inputs and related market data.

Financial liabilities designated at fair value represent selected structured notes which contain exotic embedded derivatives. Changes in the size of this exotic component relative to the overall instrument has resulted in movements between levels 2 and 3 in the hierarchy. Issuances during the period mainly relate to notes with embedded derivatives referencing major equity indices.

Financial instruments valued using models with unobservable inputs

The amount that has yet to be recognised in the Company income statement relating to the difference between the fair value at initial recognition (the transaction price) and the amount that would have arisen had valuation techniques used for subsequent measurement been applied at initial recognition, less subsequent releases, is as follows:

	2022 £'000	2021 £'000
Unamortised balance at 1 January	84,719	15,281
Deferral on new transactions	6,199	133,346
Amortised to the profit and loss account during the financial year	(82,529)	(63,908)
Unamortised balance at 31 December	8,389	84,719

In the prior year, the Company restructured the litigation swaps referred to in Note 13. The Day 1 profit on these transactions was reserved and will be amortised to the profit and loss account on a straight line basis over the remaining life of the trade or immediately released in the event of an early termination of the trade. This treatment is in line with related accounting policies and is driven by the lack of observable market data for the correlation between stocks.

Financial assets designated at fair value

The Company did not have any financial assets designated at fair value at 31 December 2022 (2021: nil).

27 Fair value of financial instruments (continued)

Significant unobservable inputs

The disclosures below describe the valuation techniques and significant unobservable inputs for assets and liabilities classified as Level 3 along with the range of values used for those significant unobservable inputs. Level 3 financial liabilities designated at fair value totalling £641m (2021: £306m) contain embedded derivatives with inputs represented by the interest rate, foreign exchange and equity derivatives described in the table below.

2022	Total assets £'000	Total liabilities £'000	Valuation technique(s)	Significant unobservable inputs	Range Min	Range Max	Units
Derivatives							
Interest rate derivatives	434,645	(96,290)	Option model	IR - IR Correlation	30.00	98.00	%
				FX - IR Correlation	35.00	60.00	%
				Option volatility	5.21	106.68	%
			Discounted cash flow	Deal contingent probability	100.00	100.00	%
Foreign exchange derivatives	58,805	(15,668)	Option model	IR - IR Correlation	30.00	70.00	%
				FX - IR Correlation	20.00	60.00	%
				Correlation - underlying assets	50.00	70.56	%
				Option volatility	10.55	22.98	%
Equity derivatives	36,381	(24,073)	Option model	Equity - FX Correlation	-15.00	30.00	%
			Basket correlations	Correlation - underlying assets	42.00	95.00	%
				Equity - FX Correlation	-58.36	54.96	%
Commodities	61,923	(61,358)	Option model	Commodity - IR Correlation	25.00	75.00	%
				Commodity - gas swap rate	4.36	50.29	%
Other	85,077	-	Discounted cash flow	Term of Litigation swap	1	12	months
	676,831	**(197,389)**					
2021							
Derivatives							
Interest rate derivatives	46,371	(176,217)	Option model	IR - IR Correlation	30.00	98.00	%
				FX - IR Correlation	35.00	60.00	%
				Option volatility	0.00	100.00	%
Foreign exchange derivatives	37,768	(17,568)	Option model	IR - IR Correlation	10.00	70.00	%
				FX - IR Correlation	0.00	60.00	%
				Correlation - underlying assets	50.00	70.56	%
				Option volatility	8.96	21.68	%
Equity derivatives	12,200	(17,019)	Option model	Equity - FX Correlation	-15.00	30.00	%
			Basket correlations	Correlation - underlying assets	24.50	95.00	%
				Equity - FX Correlation	-58.36	54.96	%
Commodities	141,611	(141,906)	Option model	Commodity - IR Correlation	25.00	75.00	%
				Commodity - gas swap rate	3.27	9.40	%
Other	84,867	-	Discounted cash flow	Term of Litigation swap	21	21	months
	322,817	**(352,710)**					

27 Fair value of financial instruments (continued)

The following provides a summary description of significant unobservable inputs included in the table on the preceding page:

- Correlation is a measure of the relationship between the movements of two variables (i.e. how much the change in one variable may be linked to the change in the other variable). Correlation is often an input into valuation of derivative contracts with more than one underlying risk. A significant increase in correlation in isolation can result in a movement in fair value that is favourable or unfavourable depending on the specific terms of the instrument.
- A barrier shift is the mechanism by which reference levels are amended within a trade representation to be more appropriate. These are commonly used within trades which contain barrier reference levels or digital optionality to allow better risk management and to align trade valuations to fair value. The actual payoff would be based on the contractual terms of reference rather than the shifted version.
- Prepayment probability is the probability of voluntary, unscheduled repayments by a borrower. Unscheduled prepayment affects the average life of transactions by altering the timing of principal repayment and the amount of interest earned. A significant increase in a prepayment probability can result in a movement in fair value that is favourable or unfavourable depending on the specific terms of the financial contract.
- Option volatility is a measure of the degree of variation in price movements for a given derivative underlying, and therefore represents an estimate of how much a particular underlying instrument, parameter or index could change on average over time. In general, a significant increase in volatility in isolation will result in an increase in fair value for the holder of a simple option.
- Term of litigation swap relates to a series of swaps linked to an asset which is affected by a legal case, where the payments under the swap terminate at the earlier of exercise of call options in the favour of the counterparty, some of which are immediately exercisable, where applicable, or soon after the litigation ends. The term of the swap is therefore difficult to quantify and needs to be estimated from available information, legal commentary and judgement to determine if and when the call options may be exercised. A decrease in the expectation of the term of the swap would generally result in an unfavourable movement in the fair value.

28 Post-balance sheet events

The Directors' approved an AT1 coupon payment of £11.4m on 12 January 2023, refer to Note 25 for details.

29 Collateral

Assets are pledged as collateral to secure liabilities under repurchase agreements, securities lending agreements, borrowing transactions, to note holders as part of structuring transactions and agreements for derivative transactions. The following table summarises the nature and carrying amount of the assets pledged as security against these liabilities:

	2022 £'000	2021 £'000
Trading securities	1,129,679	2,078,808
Investment securities	1,064,477	704,580
Total assets pledged as collateral	**2,194,156**	**2,783,388**

Under certain transactions, including reverse repurchase agreements and stock borrowing transactions, the Company is allowed to resell or repledge the collateral held. The fair value of collateral accepted with the right to repledge to others was as follows:

	2022		2021	
	Fair Value £'000	Sold or repledged £'000	Fair Value £'000	Sold or repledged £'000
Accepted collateral	55,831,517	50,128,816	55,709,434	51,619,039

These balances represent substantially all of the collateral received by the Company in relation to assets. The Company has the obligation to return the collateral on the maturity date of the secured transaction. The process by which assets are pledged as collateral and accepted as collateral is generally conducted under standard documentation used by financial market participants.

Transferred Assets

The Company enters into transactions in the normal course of business by which it transfers recognised financial assets to third parties or to special purpose entities, but the transfer does not qualify for de-recognition as stated in the accounting policies. The Company will continue to recognise financial assets transferred when it retains control of the security, retains rights to receive cash flows from the assets, and substantially all the risks and rewards of ownership. The carrying amount of debt securities that have been transferred to special purpose entities but do not meet the criteria for de-recognition in as at 31 December 2022 was nil (2021: nil).

29 Collateral (continued)

Collateral Management of Repurchase Agreements

Securities purchased under agreements to resell ('reverse repurchase agreements') and securities sold under agreements to repurchase ('repurchase agreements') are mainly collateralised by highly rated credit bonds (predominantly government and corporate bonds). The repurchase agreements are treated as collateralised financing transactions and are carried at the contract amounts at which the securities will subsequently be reacquired or resold as specified in the respective agreements. It is the Company's policy to generally take possession of securities purchased under agreements to resell at the time such agreements are made. The Company's agreements with counterparties contain provisions allowing for additional collateral to be obtained, or excess collateral returned, based on market valuations of such collateral. The Company re-values the collateral underlying its repurchase and reverse repurchase agreements on a daily basis. In the event the market value of such securities falls below the related agreement to resell at contract amount plus accrued interest, the Company will generally request additional collateral.

Unconsolidated structured entities in which the Company has an interest

The Company is involved with various special purpose entities in the normal course of business. These have been established as structured entities such that voting or similar rights are not the deciding factor in determining control of the entity.

The structured entities are typically asset repackaging transactions established to source funding, purchase credit protection or provide returns to investors that are not otherwise readily available in the market. The principal risk to the structure is the credit risk of the securities acting as collateral to the investors who retain the risk and rewards.

The following tables represent the total assets, maximum exposure to loss and assets and liabilities which relate to the Company's interest in non-consolidated special purpose vehicles ('SPVs'). Maximum exposure is determined by the carrying amount of any on-balance sheet assets net of any recourse liabilities, where applicable.

As at 31 December 2022	SPVs for structured financing £'000	Repackaged instruments £'000	Other £'000	Total £'000
Trading portfolio financial assets	3,983	277,957	-	281,940
Derivative financial instruments	278,037	37,077	140,487	455,601
Reverse repurchase agreements	211,818	198,446	127,276	537,540
Derivative cash collateral pledged	2,502	-	-	2,502
Other financing held at fair value	4	770,411	209,718	980,133
Total Assets	**496,344**	**1,283,891**	**477,481**	**2,257,716**
Derivative financial liabilities	546,245	11,520	38,704	596,469
Financial liabilities designated at fair value	-	867,202	-	867,202
Repurchase agreements	16,388	-	-	16,388
Derivative cash collateral received	-	-	195,407	195,407
Total Liabilities	**562,633**	**878,722**	**234,111**	**1,675,466**
Maximum Exposure	**453,589**	**1,282,846**	**154,797**	**1,891,232**
As at 31 December 2021				
Derivative financial instruments	1,386,334	81,794	230,546	1,698,674
Reverse repurchase agreements	75,271	166,299	112,324	353,894
Derivative cash collateral pledged	-	-	-	-
Other financing held at fair value	17	728,249	120,846	849,112
Total Assets	**1,461,622**	**976,342**	**463,716**	**2,901,680**
Derivative financial liabilities	32,107	3,527	4,069	39,703
Financial liabilities designated at fair value	-	1,064,978	-	1,064,978
Repurchase agreements	14,200	555	-	14,755
Derivative cash collateral received	15,968	-	161,492	177,460
Total Liabilities	**62,275**	**1,069,060**	**165,561**	**1,296,896**
Maximum Exposure	**1,447,421**	**975,787**	**498,575**	**2,921,783**

30 Guarantees, commitments and contingent liabilities

At the year end, the Company was committed to provide facilities in favour of external counterparties. The facilities are provided in major currencies and total £266.3m (2021: £247.8m) equivalent; where facilities are partially drawn down the undrawn portion is reported as a commitment and the drawn portion reflected as a loan on the Balance Sheet within Other financing at fair value amounting to £180.0m as at 31 December 2022 (2021: £175.7m), refer to Note 14. Once drawn, balances are measured at FVTPL.

We continue to co-operate with the Cologne Public Prosecutor and the German Federal Tax Office who are investigating numerous institutions and individuals in connection with alleged transactions and practices (known as cum/ex transactions) which may be found to be illegal under German law. MUS(EMEA) is not engaged in active litigation with the German authorities and there remain uncertainties which mean it is difficult to predict resolution of the matter including any potential impact or its timing or materiality on MUS(EMEA). As a result of this uncertainty, as of today it is not probable that there will be an outflow of economic benefit which can be measured reliably.

A former employee has filed a claim before the Employment Tribunal (England and Wales) on 13 January 2023 against MUS(EMEA). The grounds of the claim relate to direct discrimination (race and/or religion), unfair dismissal, victimisation and dismissal as a result of making protected disclosures. The Claimant seeks compensation for all losses incurred and aggravated damages. MUS(EMEA) is robustly defending the claim and does not anticipate a loss nor does the company currently anticipate settlement of the claim.

31 Contractual maturity analysis

The breakdown of financial liabilities by contractual maturity is shown in the table below. These are based on the contractual terms, expect for derivatives which are deemed to be on demand. The balances do not agree directly to the balances in the balance sheet as the table incorporates contractual cash flows on an undiscounted basis. The repurchase agreement balances are presented on a gross basis, not taking account of any balances which have been offset in the balance sheet. Derivative contracts are reflected as on demand at their fair value. The subordinated liabilities bear interest at variable rates which are not known until specified fixing dates have occurred.

	On demand £'000	Due within 3 months £'000	Due between 3 and 12 months £'000	Due between 1 and 5 years £'000	Over 5 years £'000	Total £'000
			2022			
Deposits by banks	1,230	-	-	-	-	1,230
Trading portfolio financial liabilities	6,970,357	-	-	-	-	6,970,357
Repurchase agreements	1,830,402	26,054,525	1,349,148	1,104,796	-	30,338,871
Cash collateral on securities lent	-	97,674	-	443,743	-	541,417
Cash collateral received from derivatives counterparties and brokers	6,933,388	-	-	-	-	6,933,388
Derivatives	22,049,476	-	-	-	-	22,049,476
Financial liabilities designated at fair value	-	780,834	435,774	5,909,067	251,447	7,377,122
Financial liabilities at amortised cost	-	18,526	656,332	1,699,946	481,667	2,856,471
Other liabilities (excl. lease liability)	130,423	-	15,010	32,127	1,204	178,764
Lease liability	-	1,646	4,628	18,497	7,584	32,355
	37,915,276	**26,953,205**	**2,460,892**	**9,208,176**	**741,902**	**77,279,451**
			2021			
Deposits by banks	1	-	-	-	-	1
Trading portfolio financial liabilities	8,329,850	-	-	-	-	8,329,850
Repurchase agreements	825,560	31,119,923	523,418	-	869,851	33,338,752
Cash collateral on securities lent	15,185	550,505	-	-	-	565,690
Cash collateral received from derivatives counterparties and brokers	5,822,862	-	-	-	-	5,822,862
Derivatives	13,821,821	-	-	-	-	13,821,821
Financial liabilities designated at fair value	-	1,188,985	456,084	5,870,657	294,924	7,810,650
Financial liabilities at amortised cost	-	10,507	15,832	1,707,931	471,883	2,206,153
Other liabilities (excl. lease liability)	195,482	-	12,000	24,501	1,498	233,481
Lease liability	-	1,263	3,672	19,059	11,918	35,913
	29,010,761	**32,871,183**	**1,011,006**	**7,622,148**	**1,650,074**	**72,165,173**

Contractual maturity analysis (continued)

The Company holds liquid assets comprising cash and cash equivalents and investment securities for which there is an active and liquid market. These assets can be readily sold to meet liquidity requirements.

Financial liabilities designated at fair value include certain note issuances with structured payment profiles. The notes are issued across a range of currencies and interest rate profiles, with the most prevalent being JPY floating rate notes. The Company issues these notes to raise term funding and satisfy investor demand, and carries them at fair value through profit and loss. Some of the notes may be redeemed prior to maturity subject to certain knock-out events, at the option of the issuer or holder of the debt. These factors are contractually specified at the point of issuance.

32 Offsetting financial assets and financial liabilities

In accordance with IAS 32 Financial Instruments: Presentation, the Company reports financial assets and financial liabilities on a net basis on the balance sheet only if there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously. The following table shows the impact of netting arrangements on:

- All financial assets and liabilities that are reported net on the balance sheet; and
- All derivative financial instruments, reverse repurchase and repurchase agreements and other similar secured lending and borrowing agreements that are subject to enforceable master netting arrangements or similar agreements, but do not qualify for balance sheet netting.

The table identifies the amounts that have been offset in the balance sheet and also those amounts that are covered by enforceable netting arrangements (offsetting arrangements and financial collateral) but do not qualify for netting under the requirements of IAS 32 described above.

The net amounts presented in the following table are not intended to represent the Company's actual exposure to credit risk, as a variety of credit mitigation strategies are employed in addition to netting and collateral arrangements.

	Amounts subject to enforceable netting arrangements								
	Effects of offsetting on			Related amounts not offset			Exposure		
	Gross amounts £'000	Amounts offset £'000	Net amounts on balance sheet £'000	Financial instruments £'000	Cash collateral £'000	Financial collateral £'000	Net amount £'000	Not subject to enforceable netting £'000	Balance sheet total £'000
As at 30 December 2022									
Derivative financial assets	18,422,628	-	18,422,628	15,111,848	987,864	105,512	2,217,404	1,950,722	20,373,350
Reverse repurchase agreements	34,208,736	6,566,228	27,642,508	3,271,482	133	23,563,541	163,708	-	27,642,508
Cash collateral on securities borrowed	6,163,479	461,804	5,701,675	5,321	-	5,611,943	84,411	-	5,701,675
Other Secured Financing	840,493	-	840,493	-	-	840,493	-	-	840,493
Total Assets	59,635,336	7,028,032	52,607,304	18,388,651	987,997	30,121,489	3,109,167	1,950,722	54,558,026
Derivative financial liabilities	20,034,636	-	20,034,636	15,111,848	2,724,934	102,261	2,095,593	2,014,840	22,049,476
Repurchase agreements	30,048,351	6,566,228	23,482,123	3,271,482	-	19,985,311	225,330	216	23,482,339
Cash collateral on securities lent	527,510	461,805	65,705	5,321	-	60,384	-	-	65,705
Total Liabilities	50,610,497	7,028,033	43,582,464	18,388,651	2,724,934	20,147,956	2,320,923	2,015,056	45,597,520
As at 31 December 2021									
Derivative financial assets	12,372,099	-	12,372,099	9,080,465	904,983	6,756	2,379,895	1,533,121	13,905,220
Reverse repurchase agreements	33,630,536	6,996,344	26,634,192	2,369,737	22,742	24,157,014	84,700	1,149,276	27,783,468
Cash collateral on securities borrowed	5,818,787	484,075	5,334,712	30,747	-	5,249,744	54,221	-	5,334,712
Other Secured Financing	1,083,359	214,618	868,741	-	-	868,741	-	32,066	900,807
Total Assets	52,904,781	7,695,037	45,209,744	11,480,949	927,725	30,282,255	2,518,815	2,714,463	47,924,207
Derivative financial liabilities	13,011,682	-	13,011,682	9,080,465	3,041,080	127,137	763,000	810,139	13,821,821
Repurchase agreements	33,337,624	6,996,343	26,341,281	2,369,737	7,208	23,530,645	433,691	-	26,341,281
Cash collateral on securities lent	575,776	484,075	91,701	30,747	-	60,954	-	-	91,701
Total Liabilities	46,925,082	7,480,418	39,444,664	11,480,949	3,048,288	23,718,736	1,196,691	810,139	40,254,803

33 Related party transactions

Balances and transactions between the Company and related parties are disclosed below.

	Parent Company £'000	Subsidiary £'000	MUFG £'000	Other related parties £'000	Total £'000
			2022		
Income	3	4,533	145,617	3,287	153,440
Expenses	51,774	21,909	67,304	3,890	144,877
Total assets	12,097	1,529,986	15,954,342	549,261	18,045,686
Total liabilities	5,782,935	1,546,780	8,648,056	625,292	16,603,063
			2021		
Income	11	8,164	78,877	3,575	90,627
Expenses	41,154	12,994	32,610	533	87,291
Total assets	6,997	857,128	14,430,972	405,653	15,700,750
Total liabilities	5,290,718	1,048,010	6,484,726	432,280	13,255,734

All related parties are wholly owned subsidiaries of MUFG, with the exception of Morgan Stanley Group companies, which are presented as 'Other Related Parties' due to their affiliate status with MUFG.

Transactions executed with related parties are entered into at market price on an arm's length basis considered to be materially in line with Japanese funding rates for similar institutions. No provisions have been made for doubtful debts in respect of the amounts owed by related parties.

Income includes fee allocations from the Equity and Structuring businesses which relate to the sourcing of Group orders and income for inter-regional note issuances, respectively. Expenses includes interest for subordinated loans and management fees paid to the parent company as well as fees paid for a keepwell and guarantees in place between MUS(EMEA), MUFG Bank and MUFG. The keepwell guarantee provided by MUFG Bank and MUFG covers unsecured liabilities external to the MUFG Group up to an $8 billion limit. Total assets include the credit derivative, which is a MUFG Bank guarantee, referred to in Note 13.

There are no material related party transactions with key management, and persons connected with them, other than remuneration disclosed in Note 26.

34 Group information

MUFG Securities EMEA plc is a private company incorporated in the England and Wales under the Companies Act 2006. The principal activities of the Company and the nature of the Company's operations are set out in the Strategic Report on pages 2 to 13. The address of the registered office is:

MUFG Securities EMEA plc
25 Ropemaker Street
London EC2Y 9AJ
United Kingdom

The address of the wholly owned subsidiary is:

MUFG Securities (Europe) N.V.
World Trade Center, Tower H, 11th floor
Zuidplein 98
1077 XV Amsterdam
The Netherlands

The Company's immediate parent undertaking is Mitsubishi UFJ Securities Holdings Co. Ltd., a company registered in Japan. The Company's ultimate parent company and ultimate controlling party is Mitsubishi UFJ Financial Group, incorporated in Japan.

The audited consolidated financial statements of Mitsubishi UFJ Securities Holdings Co., Ltd. are made available to the public annually and may be obtained from its registered office at:

Mitsubishi UFJ Securities Holdings Co., Ltd.
1-9-2, Oyemachi 1-chome
Chiyoda-ku
Tokyo 100-8127, Japan

35 Country by country reporting

Article 89 of CRD IV requires regulated entities to report on certain tax, financial and statistical data for each country in which they operate. The Company is a qualifying institution under the terms of CRD IV.

As the Company has elected to make use of the parent company exemption within IFRS 10, the preceding notes have been prepared on a company only basis, whereas the following disclosure is on a consolidated basis to comply with this directive.

Details of the subsidiaries and branches are as follows:

Country	Entity	Nature of activities
United Kingdom	MUFG Securities (EMEA) plc	Financial services
United Arab Emirates	MUFG Securities (EMEA) plc (Dubai Branch)	Financial services
Netherlands	MUFG Securities (Europe) N.V.	Financial services
France	MUFG Securities (Europe) N.V.(Paris Branch)	Financial services

	United Kingdom	United Arab Emirates	Netherlands	France
Average number of employees	669	3	15	31
Turnover (£'000)	421,439	2,849	11,317	22,389
Profit / (loss) before tax (£'000)	93,812	-	1,427	2,264
Corporation tax paid (£'000)	-	-	1,080	1,921

As filed with the Securities and Exchange Commission on July 8, 2022

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 20-F

☐ REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF
THE SECURITIES EXCHANGE ACT OF 1934

OR

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended March 31, 2022

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from to

OR

☐ SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934
Date of event requiring this shell company report
Commission file number 000-54189

KABUSHIKI KAISHA MITSUBISHI UFJ FINANCIAL GROUP
(Exact name of Registrant as specified in its charter)
MITSUBISHI UFJ FINANCIAL GROUP, INC.
(Translation of Registrant's name into English)
Japan
(Jurisdiction of incorporation or organization)
7-1, Marunouchi 2-chome
Chiyoda-ku, Tokyo 100-8330
Japan
(Address of principal executive offices)

Masahisa Takahashi, +81-3-3240-8111, +81-3-5218-8666, 4-5, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-8212, Japan
(Name, Telephone, Email and/or Facsimile number and Address of Company Contact Person)

Securities registered or to be registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common stock, without par value		New York Stock Exchange (1)
American depositary shares, each of which represents one share of common stock	MUFG	New York Stock Exchange

(1) The listing of the registrant's common stock on the New York Stock Exchange is for technical purposes only and without trading privileges.

Securities registered or to be registered pursuant to Section 12(g) of the Act: None

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act: None

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report:

As of March 31, 2022, 13,281,995,120 shares of common stock (including 668,286,238 shares of common stock held by the registrant and its consolidated subsidiaries as treasury stock)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.

Yes ☒ No ☐

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

Yes ☐ No ☒

Note—Checking the box above will not relieve any registrant required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 from their obligations under those Sections.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or an emerging growth company. See definition of "large accelerated filer," "accelerated filer," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☒	Accelerated filer	☐	Non-accelerated filer	☐	Emerging growth company	☐

If an emerging growth company that prepares its financial statements in accordance with U.S. GAAP, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards† provided pursuant to Section 13(a) of the Exchange Act. ☐

† The term "new or revised financial accounting standard" refers to any update issued by the Financial Accounting Standards Board to its Accounting Standards Codification after April 5, 2012.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report.

Yes ☒ No ☐

Indicate by check mark which basis of accounting the registrant has used to prepare the financial statements included in this filing:

U.S. GAAP	☒	International Financial Reporting Standards as issued by the International Accounting Standards Board	☐	Other	☐

If "Other" has been checked in response to the previous question, indicate by check mark which financial statement item the registrant has elected to follow.

Item 17 ☐ Item 18 ☐

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes ☐ No ☒

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For purposes of this Annual Report, we have presented our consolidated financial statements in accordance with accounting principles generally accepted in the United States, or U.S. GAAP, except for risk-adjusted capital ratios, capital components, risk-weighted assets, business segment financial information and some other specifically identified information.

In this Annual Report, unless otherwise indicated or the context otherwise requires, all figures are rounded to the figures shown except for the capital ratios, capital components, risk-weighted assets, leverage ratios, liquidity coverage ratios and net stable funding ratios of MUFG and its domestic subsidiaries, which are rounded down and truncated to the figures shown. In some cases, figures presented in tables are adjusted to match the sum of the figures with the total amount, and such figures are also referred to in the related text.

When we refer in this Annual Report to "MUFG," "we," "us," "our" and the "Group," we generally mean Mitsubishi UFJ Financial Group, Inc. and its consolidated subsidiaries, but from time to time as the context requires, we mean Mitsubishi UFJ Financial Group, Inc. as an individual legal entity. In addition, our "commercial banking subsidiaries" refers to MUFG Bank, Ltd. and, as the context requires, its consolidated subsidiaries engaged in the commercial banking business. Our "trust banking subsidiaries" refers to Mitsubishi UFJ Trust and Banking Corporation and, as the context requires, its consolidated subsidiaries engaged in the trust banking business. Our "banking subsidiaries" refers to MUFG Bank and Mitsubishi UFJ Trust and Banking and, as the context

requires, their respective consolidated subsidiaries engaged in the banking business. Our "securities subsidiaries" refers to Mitsubishi UFJ Securities Holdings Co., Ltd., and, as the context requires, its consolidated subsidiaries engaged in the securities business.

References to "MUAH" are to MUFG Americas Holdings Corporation, as a single entity, as well as to MUFG Americas Holdings and its consolidated subsidiaries, as the context requires.

References to "Krungsri" are to Bank of Ayudhya Public Company Limited, as a single entity, as well as to Bank of Ayudhya Public Company Limited and its consolidated subsidiaries, as the context requires.

References to "Bank Danamon" are to PT Bank Danamon Indonesia, Tbk., as a single entity, as well as to PT Bank Danamon Indonesia, Tbk. and its consolidated subsidiaries, as the context requires.

References to "First Sentier Investors" are to First Sentier Investors Holdings Pty Ltd., as a single entity, as well as to First Sentier Investors Holdings Pty Ltd. and its consolidated subsidiaries, as the context requires.

References to the "FSA" are to the Financial Services Agency, an agency of the Cabinet Office of Japan.

Our fiscal year ends on March 31 of each year. References to years not specified as being fiscal years are to calendar years.

Forward-Looking Statements

We may from time to time make written or oral forward-looking statements. Written forward-looking statements may appear in documents filed with, or submitted to, the U.S. Securities and Exchange Commission, or SEC, including this Annual Report, and other reports to shareholders and other communications.

The U.S. Private Securities Litigation Reform Act of 1995 provides a "safe harbor" for forward-looking information to encourage companies to provide prospective information about themselves. We rely on this safe harbor in making these forward-looking statements.

Forward-looking statements appear in a number of places in this Annual Report and include statements regarding our current intent, business plan, targets, belief or expectations or the current belief or current expectations of our management with respect to our results of operations and financial condition, including, among other matters, our problem loans and loan losses. In many, but not all cases, we use words such as "anticipate," "aim," "believe," "estimate," "expect," "intend," "plan," "probability," "risk," "will," "may" and similar expressions, as they relate to us or our management, to identify forward-looking statements. These statements reflect our current views with respect to future events and are subject to risks, uncertainties and assumptions. Should one or more of these risks or uncertainties materialize or should underlying assumptions prove incorrect, actual results may vary materially from those which are aimed, anticipated, believed, estimated, expected, intended or planned, or otherwise stated.

Our forward-looking statements are not guarantees of future performance and involve risks and uncertainties. Actual results may differ from those in the forward-looking statements as a result of various factors. Important factors that could cause such differences include, without limitation,

- deterioration in economic conditions in Japan and around the world,
- external events, such as natural disasters, COVID-19 and other health pandemics or epidemics, terrorism, and geopolitical and social conflicts,
- reforms of London Interbank Offered Rate and other interest rate benchmarks,
- climate change and resulting physical damages and changes in the business environment,
- competitive pressures resulting from regulatory and market changes,
- failure to implement our business expansion strategy as planned and to manage new or expanded risks that entail such strategy, as well as incurrence of impairment or valuation losses on our acquired assets,
- negative developments relating to our strategic alliance with Morgan Stanley,
- failure to maintain our capital ratios and other regulatory ratios above minimum required levels,
- significant unexpected increases in credit costs,
- financial difficulties of other financial institutions that affect the overall banking environment and their borrowers,
- fluctuations in interest rates, foreign currency exchange rates and stock prices,
- reduction in foreign currency funding liquidity,
- failure to address regulatory or public concerns or to meet market or industry rules or standards, customer protection requirements, or corporate behavior expectations,
- cyber-attacks and other information security threats,
- problems with the proper functioning and development of information, communications and transaction management systems,
- transactions with counterparties in countries designated by the U.S. Department of State as state sponsors of terrorism,
- changes in laws, regulations, rules, policies, accounting standards or methods, voluntary codes of practices, and interpretations,
- changes in the business and regulatory environment for consumer finance companies,
- damage to our reputation resulting from our failure to prevent or properly address negative perceptions held by customers, investors, regulators and the general public regarding us and our operations, and
- other risks and uncertainties discussed in "Item 3.D. Key Information—Risk Factors," "Item 4.B. Information on the Company—Business Overview," "Item 5. Operating and Financial Review and Prospects" and elsewhere in this Annual Report.

In addition, our expectations as to the timing of the closing of the planned sale of all shares of MUFG Union Bank to U.S. Bancorp and the planned transfer of certain business of MUFG Union Bank to MUFG Bank's U.S. branches or affiliates and the receipt of regulatory approvals are forward-looking statements and are subject to risks and uncertainties, including but not limited to the following: the transactions may not close within our expected time frame or at all because required regulatory approvals are not received or other conditions to the closing are not satisfied on a timely basis or at all, or are obtained subject to conditions that are not anticipated; and the transactions may be more difficult to consummate than anticipated. As a result, the receipt of regulatory approvals and the closing of the transactions may not occur within our anticipated time frame or at all. See "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Unexpected changes in the planned sale of MUFG Union Bank may adversely affect our strategy, financial condition or operating results." and "Item 5. Operating and Financial Review and Prospects—Recent Developments."

Given these and other risks and uncertainties, you are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date of the filing of this Annual Report. We are under no obligation, and disclaim any obligation, to update or alter our forward-looking statements, whether as a result of new information, future events or otherwise unless required by law.

PART I

Item 1. Identity of Directors, Senior Management and Advisers.

Not applicable.

Item 2. Offer Statistics and Expected Timetable.

Not applicable.

Item 3. Key Information.

A. [Reserved]

B. Capitalization and Indebtedness

Not applicable.

C. Reasons for the Offer and Use of Proceeds

Not applicable.

D. Risk Factors

Investing in our securities involves a high degree of risk. You should carefully consider the risks described in this section, which is intended to disclose all of the risks that we consider material based on the information currently available to us, as well as all the other information in this Annual Report, including our consolidated financial statements and related notes, "Item 5. Operating and Financial Review and Prospects," "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk" and "Selected Statistical Data."

Our business, operating results and financial condition could be materially and adversely affected by any of the factors discussed below. The trading price of our securities could decline due to any of these factors. This Annual Report also contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors, including those described in this section and elsewhere in this Annual Report. See "Forward-Looking Statements."

Risks Related to Our Business Environment

Because a large portion of our assets as well as our business operations are in Japan, we may incur losses if economic conditions in Japan worsen.

Our performance is particularly affected by the general economic conditions of Japan where we are headquartered and conduct a significant amount of our business. As of March 31, 2022, 67.1% of our total assets were related to Japanese domestic assets, including Japanese national government and Japanese government agency bonds, which accounted for 64.7% of our total investment securities portfolio and 9.8% of our total assets, respectively. Interest and non-interest income in Japan represented 55.0% of our total interest and non-interest income for the fiscal year ended March 31, 2022. Furthermore, as of March 31, 2022, our loans in Japan accounted for 59.9% of our total loans outstanding.

There is significant uncertainty surrounding Japan's economy. For example, Japan's fiscal health and sovereign creditworthiness may deteriorate if the Japanese government's economic measures and the Bank of Japan's monetary policies prove ineffective or result in negative consequences. If the prices of Japanese government bonds decline rapidly, resulting in an unexpectedly sudden increase in interest rates, our investment securities portfolio as well as our lending, borrowing, trading and other operations may be negatively impacted. In addition, interest rates may suddenly increase as a result of a decision made by the Bank of Japan to end or modify its current interest rate policy, including the negative interest rate of minus 0.1% applied to certain current account amounts that financial institutions hold at the Bank of Japan and the Japanese government bond purchase program with an aim to keep the yield of 10-year Japanese government bonds around zero percent, or market expectations relating to any such decision.

Instability in the Japanese stock market and foreign currency exchange rates, particularly between the Japanese yen and other major currencies, may also have an adverse impact on our asset and liability management as well as our results of operations. Various other factors, including large-scale health issues such as the COVID-19 pandemic and disease containment measures such as restrictions on travel, store operations and other economic activities, significant or prolonged inflationary or deflationary price trends,

the decreasing and aging demographics in Japan, stagnation or deterioration of economic and market conditions in other countries, growing global competition, and trade conflicts, may also have a material negative impact on the Japanese economy. For a detailed discussion on the business environment in Japan and abroad, see "Item 5. Operating and Financial Review and Prospects—Business Environment."

Since our domestic loans in Japan accounted for a significant portion of our loan portfolio, deteriorating or stagnant economic conditions in Japan may cause adverse effects on our financial results, such as increases in credit costs, as the credit quality of our borrowers could deteriorate. Borrowers in particular industries may be adversely affected by disruptions in commodity supply chains, changes in economic behavior, trade restrictions and other consequences of pandemics, geopolitical and geoeconomic conflicts, and other events that are beyond the control of those that are affected. Our domestic loan portfolio may also be adversely affected by interest rate fluctuations in Japan. For example, as a result of the Bank of Japan's interest rate policy and measures to purchase Japanese government bonds in the market, the yield on many financial instruments and other market interest rates in Japan have declined to low or negative levels. If the Bank of Japan's policy and measures are maintained for an extended period, or if the Bank of Japan's negative interest rate is lowered from the current level, market interest rates may decline further, and our interest rate spread on our domestic loan portfolio may narrow further, reducing our net interest income.

Our results of operations may be materially affected by deterioration of economic conditions in Japan and around the world.

Economic conditions in Japan and around the world may deteriorate due to various factors such as large-scale health issues and disease containment measures in Japan and other countries and regions as well as international geopolitical instabilities. Uncertainty over the Japanese and global economies still remain not only because of the unpredictability of the timing of containment of COVID-19, particularly with the emergence of new viral variants, but also because of such other factors as instabilities resulting from the geopolitical developments in Ukraine, concerns over political developments in the United States, the possible negative impact on international trade resulting from shifts in the trade policies of various countries and regions, concerns over the U.S.-China conflict, inflation concerns, interruptions in global supply of commodities and international trade, political turmoil in various regions around the world, changes in the monetary and fiscal policies in major jurisdictions, and rapid and significant fluctuations in foreign exchange rates. Furthermore, external events, such as earthquakes, typhoons, floods and other natural disasters, and terrorism, in addition to health pandemics or epidemics as well as geopolitical conflicts and ensuing economic and financial sanctions and other political and social conflicts, may cause deterioration in economic conditions and market instability in affected areas. As of March 31, 2022, based principally on the domicile of the obligors, assets related to the United States accounted for approximately 14.8% of our total assets, assets related to Asia and Oceania excluding Japan accounted for approximately 8.7% of our total assets, and assets related to Europe accounted for approximately 6.1% of our total assets.

Worsening economic conditions in Japan and around the world may result in, among other things, impairment or valuation losses on securities and other assets that we hold due to declines in the market value of such assets, an increase in our non-performing loans and credit costs due to deterioration in borrowers' business performance, a decrease in our profits due to deterioration in the creditworthiness of counterparties in market transactions, a reduction in foreign currency funding liquidity, an increase in our foreign currency funding costs, and an increase in the level of risk in the risk assets that we hold. Our profitability may be adversely affected by various other factors, including a decline in our net interest income caused by such factors as changes in the monetary policies of central banks in various jurisdictions. In addition, an economic downturn may result in a decline in new investments and business transactions by customers due to stagnation in economic activity, weak consumer spending, diminished investor appetite for making investments in uncertain financial markets, and a decrease in our assets under custody or management.

Our business operations are exposed to risks of natural disasters, terrorism, geopolitical conflicts and other disruptions caused by external events.

As a major financial institution incorporated in Japan and operating in major international financial markets, our business operations, ATMs and other information technology systems, personnel, and facilities and other physical assets are subject to the risks of earthquakes, typhoons, floods and other natural disasters, terrorism, geopolitical, political and social conflicts, health pandemics or epidemics, and other disruptions caused by external events, which are beyond our control. Such external events may result in loss of facility and human and other resources, suspension or delay in all or part of our operations, inability to implement business strategic measures or respond to changes in the market or regulatory environment as planned, and other disruptions to our operations. In addition, we may be required to incur significant costs and expenses, including those incurred for preventive or remedial measures, to deal with the consequences of such external events. As a result, our business, operating results and financial condition may be materially and adversely affected.

For example, the geopolitical developments in Ukraine have led to the imposition of economic and financial sanctions against certain Russian banks, companies and individuals by the governments of Japan, the United States, the European Union and other jurisdictions, resulting in increased complexity in our compliance and control environment. These geopolitical tensions have also led to increased risk of cyber-attacks. A further continuation or escalation of these tensions may hamper our ability to manage such complexity or risk and may result in significant financial, reputational and other losses.

In addition, the COVID-19 pandemic has required us to temporarily close some of our business locations, resulted in reduction in our and our vendors' operational capacity due to restrictions on mobility, and had other negative impact on us. We have taken

various measures designed to ensure the safety of our employees and vendors as well as the continuity of our operations. For example, we have made adjustments to our workforce management designed to increase flexibility to minimize infection, including enhancement of remote work capabilities. If the pandemic impacts our workforce or vendors and results in disruptions in our business operations or if our workforce management adjustments result in cybersecurity vulnerabilities and data losses, we may be further adversely affected.

As with other Japanese companies, we are exposed to heightened risks of large-scale natural disasters, particularly earthquakes. In particular, a large-scale earthquake occurring in the Tokyo metropolitan area and other areas where we have our important business functions may have a material adverse effect on our business, operating results and financial condition.

Our risk management policies and procedures may be insufficient to address the consequences of these external events, resulting in our inability to continue to operate a part or the whole of our business. In addition, our redundancy and backup measures may not be sufficient to avoid a material disruption in our operations, and our contingency and business continuity plans may not address all eventualities that may occur in the event of a material disruption caused by a large-scale natural disaster.

Reforms of London Interbank Offered Rate and other interest rate benchmarks could adversely affect our business, financial condition and results of operations.

We have various transactions, including derivatives, loans, bonds, and securitized products, that reference London Interbank Offered Rate, or LIBOR, and other interest rate benchmarks. ICE Benchmark Administration Limited, the LIBOR administrator, ceased publication of short-term U.S. dollar LIBOR settings and all non-U.S. dollar LIBOR settings on a representative basis after December 31, 2021, with plans to cease publication of all other U.S. dollar LBIOR settings after June 30, 2023.

In anticipation of the discontinuation of the publication of LIBOR after the end of calendar year 2021, we have been taking measures to deal with the reform of LIBOR and other interest rate benchmarks and the transition to alternative reference rates, and our transition away from LIBOR with respect to transactions referencing LIBOR settings which ceased to be published at the end of calendar year 2021 have been mostly completed, with a strategy in place for the remainder of such transactions. However, with respect to transactions referencing U.S. dollar LIBOR settings which are expected to cease to be published at the end of June of calendar year 2023, we continue to take measures to complete our transition away from LIBOR. Such transition from LIBOR and other interest rate benchmarks to alternative reference rates is complex and entails uncertainty, including as to the economic characteristics and performance, market acceptance, and accounting and regulatory treatment of such alternative reference rates and the transition to such rates, and may have various adverse impacts on our business, financial position and operating results. In particular, among other things,

- such transition may adversely affect the price, liquidity, profitability, and tradability of a wide range of financial instruments, such as loans and derivatives, included in our financial assets and liabilities that reference LIBOR and other interest rate benchmarks;
- we may be unable to modify contracts with our counterparties to replace the reference rate for existing contracts based on or linked to LIBOR and other interest rate benchmarks with alternative reference rates by the dates set for cessation of LIBOR and other interest rate benchmarks;
- such transition may result in disputes with customers and counterparties concerning the interpretation of affected contracts or economic adjustments to the alternative reference rate adopted in connection with the reform of LIBOR and other interest rate benchmarks and the transition to alternative reference rates, or disputes concerning inappropriate trade practices or abuse of a dominant bargaining position in transactions with customers;
- such transition may require us to respond to regulatory authorities in connection with the reform of LIBOR and other interest rate benchmarks and the transition to alternative reference rates; and
- our operational and risk management systems may not be fully effective to deal with the reform of LIBOR and other interest rate benchmarks and the transition to alternative reference rates.

Climate change could have a material adverse impact on us and our clients.

We are exposed to risks of physical impacts of climate change and risks arising from the process of transitioning to a less carbon-dependent economy. Climate change-related physical risks include increased severity and frequency of adverse weather events, such as extreme storms and flooding, and longer-term shifts in climate patterns, such as rising temperatures and sea levels and changes in precipitation amount and distribution. Such physical risks may have adverse impacts on us, both directly on our business operations and as a result of impacts on our borrowers and counterparties, such as declines in the value of loans, investments, real estate and other assets, disruptions in business operations and economic activity, including supply chains, and market volatility.

Transition risks include changes in regulations, market preferences and technologies toward a less carbon-dependent economy. The possible adverse impacts of transition risks include asset devaluations, increased operational and compliance costs, and an inability to meet regulatory or market expectations. For example, we and our borrowers and counterparties may become subject to new or heightened regulatory requirements and stakeholder expectations regarding climate change, including those relating to lending, investing and advisory as well as natural resource extraction and processing, energy generation and other business activities, capital

and liquidity adequacy, operational resiliency, and disclosure and financial reporting. We and our borrowers and counterparties may also be unable to adapt product and service offerings or loan and investment portfolio management approaches to changes occurring in the course of transitioning to a less carbon-dependent economy.

Because the timing and nature of climate change events and regulatory and market changes in reaction to them may be difficult or impossible to predict, our risk management strategies may not be effective in mitigating climate change-related risk exposure. Regulatory and market expectations regarding climate change continue to evolve rapidly and may develop in ways that diverge from our expectations or vary from market to market. The methodologies and data used to monitor and manage climate change-related risks also continue to evolve and currently utilize information and estimates derived from information or factors that are currently available which may be revised or replaced. In light of these and other uncertainties, we expect that climate change-related risks will increase over time.

We have defined and disclosed our aspirational goals and other information relating to climate change based on the standards that have been adopted by us or are applicable to us. Such goals may prove to be considerably more costly or difficult than currently expected, or even impossible, to achieve, particularly given the high degree of uncertainties surrounding climate change. In addition, if our risk assessment and disclosure relating to climate change that we make and plan to enhance with the intent to be aligned with the recommendations of the Task Force on Climate-related Financial Disclosures, or TCFD, and other standards are deemed insufficient, if our measures designed to combat climate change or facilitate the transition to a less carbon-dependent economy do not proceed as planned, if our climate change-related risk management proves not to be as effective as expected, if we fail, or are deemed to have failed, to comply with regulatory requirements relating to climate change, or if, as a result of any of the foregoing, we are considered to be failing to fulfill our responsibility to society, then our corporate value may be impaired and our business, financial condition and results of operations may be adversely affected.

Risks Related to Our Strategies and Our Major Investees

Our business may be adversely affected by competitive pressures, which have partly increased due to regulatory changes and recent market changes in the financial industry domestically and globally.

Competition in the financial services industry may further intensify due to the increase in the number of non-financial institutions entering the financial services industry with alternative services such as electronic settlement services as a result of development of new technologies as well as significant changes in regulatory barriers. Competition may also further increase as other global financial institutions enhance their competitive strength through development or adoption of such new technologies as well as mergers, acquisitions, strategic alliances, and profit enhancement and other measures.

Under such circumstances, although we have been implementing various business strategies on a global basis designed to strengthen our competitive position and profitability, our business, financial condition and results of operations may be adversely affected if these strategies fail to produce the results we expect or if we are required to delay or otherwise change these strategies. Our competitiveness may decline because of various factors, including where:

- the volume of loans made to borrowers cannot be maintained or does not increase as anticipated;
- our income from interest spreads on the existing loans does not improve as anticipated;
- our loan interest spread further narrows as a result of the "quantitative and qualitative monetary easing with yield curve control" program being maintained in Japan for an extended period or the negative interest rate being lowered from the current level;
- our fee income does not increase as much or quickly as we aim to do;
- our strategy to build a business infrastructure for new services and products through digital transformation or otherwise does not proceed as planned;
- clients and business opportunities are lost, or costs and expenses significantly exceed our expectations, as a result of the ongoing or planned strategies to streamline our business portfolio, to integrate our systems, or to improve financial and operational efficiency not being achieved as expected;
- we are unable to hire or retain sufficient human resources;
- our foreign currency funding becomes limited or unavailable; and
- we are restricted in agility or flexibility in investing in non-financial institutions under applicable laws and regulations in and outside of Japan.

Our strategy to expand the range of our financial products and services and the geographic scope of our business globally may fail if we are unable to anticipate or manage new or expanded risks that entail such global expansion.

As we expand our business operations and operate our business as a global financial institution, we may become exposed to new and increasingly complex risks associated therewith. We may not be able to establish appropriate internal controls or risk management systems or to hire or retain necessary human resources to effectively deal with compliance, regulatory, market and other risks entailing the expanded scope of our operations, products and services, including adoption or integration of new technologies, in all cases and, as a consequence, our financial condition and results of operations may be adversely affected.

As a strategic measure implemented in an effort to become the world's most trusted financial group, we acquire businesses, make investments and enter into capital alliances globally. We may continue to pursue opportunities to acquire businesses, make investments and enter into capital alliances. Our major overseas subsidiaries include MUFG Americas Holdings, a wholly owned subsidiary in the United States, Krungsri, a subsidiary in Thailand, and Bank Danamon, a subsidiary in Indonesia. Our acquisition, investments and capital alliances may not proceed as planned or may be changed or dissolved, we may not achieve the synergies or other results that we expected, or we may incur impairment or valuation losses on securities acquired or intangible assets, including goodwill, recorded in connection with such business acquisitions, investments or business alliances, because of, among other things, political and social instability, stagnation of the economy, fluctuations of the financial market, inability to obtain regulatory approvals, changes in the laws, regulations or accounting standards, changes in the strategies or financial condition of our acquirees, investees or alliance partners that are inconsistent with our interests, and unanticipated changes in the local market, industry or business environment affecting our acquirees, investees or alliance partners. These and other similar circumstances may adversely affect our business strategies, financial condition and results of operations. In addition, we may be unable to achieve the benefits expected from our efforts to expand business operations if our expansion strategy does not proceed as planned.

If the goodwill recorded in connection with our acquisitions becomes impaired, we may be required to record impairment losses, which may adversely affect our financial results. We record the excess of the purchase price over the fair value of the assets and liabilities of the acquired companies as goodwill. As of March 31, 2022, the total balance of goodwill was ¥303.6 billion. U.S. GAAP requires us to test goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that goodwill may be impaired. For further information, see Note 6 to our consolidated financial statements.

Our efforts to offer new products and services or penetrate new markets may not succeed due to any of the foregoing reasons or other reasons, including if product or market opportunities develop more slowly than expected, if our new products and services are not well accepted among customers, if the profitability of opportunities is undermined by competitive pressures, regulatory limitations or changes in our business environment, if our planned acquisitions, investments or capital alliances are not approved by regulators or do not proceed as planned, or if our acquisitions, investments or capital alliances fail to achieve the synergies or other results that we expect.

Unexpected changes in the planned sale of MUFG Union Bank may adversely affect our strategy, financial condition or operating results.

In September 2021, we agreed with U.S. Bancorp to the sale of all shares in MUFG Union Bank. Although the transfer of the MUFG Union Bank shares to U.S. Bancorp was originally expected to become effective in the first half of calendar year 2022, the U.S. regulatory approval process remains ongoing. Therefore, considering the current timing, the expected closing date has shifted to the second half of calendar year 2022, subject to the receipt of required regulatory approvals and the satisfaction of other closing conditions. If these conditions precedent are not satisfied before the expiration of any period extended in accordance with the share purchase agreement between the parties, the share transfer may not be completed as we currently expect or at all.

The businesses of MUFG Union Bank that we will transfer to U.S. Bancorp through the share transfer exclude the Global Corporate & Investment Banking, or GCIB, business, (with certain exceptions as agreed to by the parties, including certain deposits of the GCIB business that will be retained by MUFG Union Bank), the Global Markets business to the extent related to the GCIB business, which consist of transactions with clients and investors, and certain assets and liabilities that are part of shared middle and back office functions. Such businesses, and the customer assets and liabilities related to these businesses, including related transactions with such customers, are planned to be transferred to MUFG Bank's U.S. branches or affiliates prior to the share transfer.

MUFG and U.S. Bancorp plan to enter into a Transitional Service Agreement, or the TSA, and a Reverse Transitional Service Agreement, or the RTSA, with an aim for both companies to be able to collaborate to smoothly continue MUFG Union Bank's customer transactions by MUFG Union Bank and/or MUFG Bank even after the share transfer and to provide even higher quality financial services. The planned business transfer and provision of services under the TSA and the RTSA are expected to require implementation of multiple complex measures in a short period of time and, especially with respect to systems, require, among other things, provision of assistance to U.S. Bancorp in integrating certain systems and preparation for sharing certain systems with U.S. Bancorp. These requirements are expected to impose various financial, operational and other burdens on us. Such burdens may be greater than currently expected due to unanticipated future developments.

If the share transfer is not completed as planned, including for any of the reasons described above, or if our actual costs and other requirements in connection with the share transfer, including the TSA and the RTSA, exceed our current expectations, our business strategies, financial condition and results of operations may be adversely affected.

If our strategic alliance with Morgan Stanley fails, we could suffer financial or reputational loss.

We have a global strategic alliance with Morgan Stanley, under which we operate two joint venture securities companies in Japan, engage in joint corporate finance operations in the United States and pursue other cooperative opportunities. We hold approximately 21.5% of the voting rights in Morgan Stanley as of March 31, 2022 and continue to hold approximately $521.4 million of perpetual non-cumulative non-convertible preferred stock with a 10% dividend. In addition, we currently have two representatives on Morgan Stanley's board of directors. We maintain this strategic alliance with a view towards long-term cooperation with Morgan Stanley, and plan to deepen the strategic alliance. However, due to any unexpected changes in social, economic, market or financial conditions, changes in the regulatory environment, or any failure to integrate or share staff, products or services, or to operate, manage or implement the business strategy of the joint venture securities companies or other cooperative opportunities as planned, we may be unable to achieve the expected synergies from this alliance.

If our strategic alliance with Morgan Stanley is terminated, it could have a material negative impact on our business strategy, financial condition, and results of operations. For example, because we conduct our securities operations in Japan through the joint venture companies we have with Morgan Stanley, such termination may result in our inability to attain the planned growth in this line of business.

In addition, with our current investment in Morgan Stanley, we have neither a controlling interest in, nor control over the business operations of, Morgan Stanley. If Morgan Stanley makes any business decisions that are inconsistent with our interests, we may be unable to achieve the goals initially set out for the strategic alliance. Furthermore, although we do not control Morgan Stanley, given the magnitude of our investment, if Morgan Stanley encounters financial or other business difficulties due to adverse changes in the economy, regulatory environment or other factors, we may suffer a financial loss on our investment or damage to our reputation.

We apply equity method accounting to our investment in Morgan Stanley in our consolidated financial statements. As a result, Morgan Stanley's performance affects our results of operations, and Morgan Stanley has contributed to a significant portion of our net income and revenue in recent periods. Rule 3-09 of Regulation S-X requires Morgan Stanley's financial statements to be included in this Annual Report. In addition, fluctuations in Morgan Stanley's stock price or in our equity ownership interest in Morgan Stanley may cause us to recognize losses on our investment in Morgan Stanley.

Risks Related to Our Ability to Meet Regulatory Capital Requirements

We may not be able to maintain our capital ratios and other regulatory ratios above minimum required levels, which could result in various regulatory actions, including the suspension of some or all of our operations.

We, as a holding company, and our Japanese banking subsidiaries are required to maintain risk-weighted capital ratios and leverage ratios above the levels specified in the guidelines adopted by the FSA to implement the Basel III framework. As of March 31, 2022, our total risk-adjusted capital ratio was 14.29% compared to the minimum risk-adjusted capital ratio required of 12.01%, our Tier 1 capital ratio was 12.38% compared to the minimum Tier 1 capital ratio required of 10.01%, and our Common Equity Tier 1 capital ratio was 11.06% compared to the minimum Common Equity Tier 1 capital ratio required of 8.51%, each including a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a countercyclical buffer of 0.01%. As of the same date, our leverage ratio was 5.14% compared to the minimum leverage ratio required of 3.00%. Basel III risk measurement reforms are expected to be phased in from 2024. Our capital and leverage ratios are calculated in accordance with Japanese banking regulations based on information derived from our financial statements prepared in accordance with Japanese GAAP.

The Financial Stability Board has identified us as one of G-SIBs. The banks that are included in the list of G-SIBs are subject to a capital surcharge to varying degrees depending on the bucket to which each bank is allocated. As the list of G-SIBs is expected to be updated annually, we may be required to meet stricter capital ratio requirements. G-SIBs are currently expected to become subject to a leverage ratio surcharge in 2023.

If our or our Japanese banking subsidiaries' capital ratios or leverage ratios fall below the required levels, including various capital buffers, the FSA may require us to take a variety of corrective actions, including abstention from making capital distributions and suspension of our business operations. In addition, some of our banking subsidiaries are subject to the local capital adequacy ratio and other regulatory ratio requirements of various foreign countries, including the United States, and if their ratios fall below the required levels, the local regulators will require them to take a variety of corrective actions.

Factors that will affect our and our bank subsidiaries' capital ratios or leverage ratios include:

- fluctuations in our or our banking subsidiaries' portfolios due to deterioration in the creditworthiness of borrowers and the issuers of equity and debt securities;
- difficulty in refinancing or issuing instruments upon redemption or at maturity of such instruments to raise capital under terms and conditions similar to prior financings or issuances;
- declines in the value of our or our banking subsidiaries' securities portfolios;
- adverse changes in foreign currency exchange rates;
- adverse revisions to the capital ratio and other regulatory ratio requirements;

- reductions in the value of our or our banking subsidiaries' deferred tax assets; and
- other adverse developments.

We are also subject to the FSA's regulations requiring G-SIBs in Japan to maintain certain minimum levels of capital and liabilities that are deemed to have loss-absorbing and recapitalization capacity, or External TLAC, and allocate a certain minimum level of External TLAC to any material subsidiary within their respective groups of companies, or Internal TLAC. As of March 31, 2022, we maintained 18.23% of External TLAC on a risk-weighted assets basis compared to the required minimum ratio of 18.00% and 9.23% of External TLAC on a leverage exposure basis compared to the required minimum ratio of 6.75%. Within the MUFG Group, MUFG Bank, Mitsubishi UFJ Trust and Banking, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. and MUFG Americas Holdings are designated as our material subsidiaries. We may become subject to various regulatory actions, including restrictions on capital distributions, if we are unable to maintain our External TLAC ratios or the amount of Internal TLAC allocated to any of our material subsidiaries in Japan above the minimum levels required by the standards imposed by the FSA, or if the capital buffers are used and reduced below the required level to make up for our required External TLAC ratio on a risk-weighted assets basis. Our External TLAC ratios and the amount of our Internal TLAC are affected by various factors that affect our capital ratios and leverage ratios described above. Although we plan to issue TLAC-qualified debt in an effort to meet the minimum required levels of External TLAC ratios and Internal TLAC amounts, we may fail to do so if we are unable to issue or refinance TLAC-qualified debt as planned.

For a discussion of the applicable regulatory guidelines and our capital ratios, see "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation" and "Item 5.B. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Capital Adequacy."

Fluctuations in foreign currency exchange rates may result in transaction losses on translation of monetary assets and liabilities denominated in foreign currencies as well as foreign currency translation losses with respect to our foreign subsidiaries and equity method investees.

Fluctuations in foreign currency exchange rates against the Japanese yen create transaction gains or losses on the translation into Japanese yen of monetary assets and liabilities denominated in foreign currencies. To the extent that our foreign currency-denominated assets and liabilities are not matched in the same currency or appropriately hedged, we could incur losses due to future foreign exchange rate fluctuations. During the fiscal year ended March 31, 2022, the average balance of our foreign interest-earning assets was ¥100,705.1 billion and the average balance of our foreign interest-bearing liabilities was ¥67,920.5 billion, representing 36.5% of our average total interest-earning assets and 24.3% of our average total interest-bearing liabilities during the same period. Due to foreign currency exchange rate fluctuations, we may incur losses attributable to net transaction losses on the translation into Japanese yen of monetary assets and liabilities denominated in foreign currencies, net losses on currency derivative instruments entered into for trading purposes, and net losses on translation into Japanese yen of securities accounted for under the fair value option. In addition, we may incur foreign currency translation losses with respect to our foreign subsidiaries and equity method investees due to fluctuations in foreign currency exchange rates.

Credit Risk

We may suffer additional credit-related losses in the future if our borrowers are unable to repay their loans as expected or if the measures we take in reaction to, or in anticipation of, our borrowers' deteriorating repayment abilities prove inappropriate or insufficient.

If the economic conditions in Japan or other parts of the world, including emerging countries, or in particular industries, including the real estate industry, to which we have significant credit risk exposure, or the industries that may be adversely affected by climate change or public health issues such as the COVID-19 pandemic, worsen, or if emerging market currencies depreciate against major currencies, or if geopolitical conflicts such as the geopolitical developments in Ukraine and the ensuing imposition of sanctions and other response measures adversely affect global or local economic conditions or particular industries, our problem loans and credit-related expenses and losses may increase. An increase in problem loans and credit-related expenses and losses would adversely affect our results of operations, weaken our financial condition and erode our capital base. For example, the effect of the COVID-19 pandemic on our credit portfolio has been significant, resulting in increases in our problem loans and credit-related expenses and losses. The full extent of the impact of the pandemic on our credit portfolio remains uncertain with the recent and possible future emergence of new variants of COVID-19. We have provided small and medium-sized entities adversely affected by the pandemic with loans to support their business and liquidity needs under government financial assistance programs. The loan losses related to such borrowers have been relatively small due to the credit support provided by the government. However, such government programs expired in March 2021 in Japan, and there still remain outstanding loans provided under such government programs in Japan. We may recognize significant losses on such loans.

We may provide additional loans, equity capital or other forms of support to troubled borrowers in order to facilitate their restructuring and revitalization efforts. We may also forbear from exercising some or all of our rights as a creditor against them, and we may forgive loans to them in conjunction with their debt restructurings. We may take these steps even when such steps might not be warranted from the perspective of our short-term or narrow economic interests or a technical analysis of our legal rights against those borrowers, in light of other factors such as our longer-term economic interests and our commitment to supporting the Japanese economy. These practices may substantially increase our exposure to troubled borrowers and increase our losses. Credit losses may

also increase if we elect, or are forced by economic or other considerations, to sell or write off our problem loans at a larger discount, in a larger amount or in a different time or manner, than we may otherwise want.

Our loan losses could prove to be materially different from our estimates and could materially exceed our current allowance for credit losses, in which case we may need to provide for additional allowance for credit losses and may also record credit losses beyond our allowance. Our allowance for credit losses in our loan portfolio is based on evaluations of customers' creditworthiness and the value of collateral we hold. While we closely observe conditions of our individual borrowers and industry trends, we may need to provide for additional allowance for credit losses due to deterioration in domestic and global economic conditions as well as commodity price fluctuations or other conditions specific to certain borrowers.

Also, the regulatory standards or guidance on establishing allowances may also change, causing us to change some of the evaluations used in determining the allowances. As a result, we may need to provide for additional allowance for credit losses.

Our efforts to diversify our portfolio to avoid any concentration of credit risk exposures to particular industries or counterparties may prove insufficient. For example, our credit exposures to the real estate industry are relatively high in comparison to other industries. The credit quality of borrowers in such industry does not necessarily correspond to general economic conditions in Japan or other parts of the world, and adverse developments in the real estate market may disproportionately increase our credit losses.

We may incur further losses as a result of financial difficulties relating to other financial institutions, both directly and through the effect they may have on the overall banking environment and on their borrowers.

Declining asset quality and other financial problems may exist, arise or worsen at some domestic and foreign financial institutions, including banks, non-bank lending and credit institutions, securities companies and insurance companies. Financial difficulties relating to financial institutions may not only lead to liquidity and insolvency problems for such financial institutions but also result in systemic problems adversely affecting the financial market and the wider economy. Financial difficulties relating to financial institutions could adversely affect us because we have extended loans, some of which may need to be classified as impaired loans, to banks, securities companies, insurance companies and other financial institutions that are not our consolidated subsidiaries. Our loans to banks and other financial institutions have been more than 10% of our total loans as of each year-end in the three fiscal years ended March 31, 2022, with the percentage being 17.5% as of March 31, 2022. We may also be adversely affected because we enter into transactions, such as derivative transactions, in the ordinary course of business, with other banks and financial institutions as counterparties. For example, we enter into credit derivatives with banks, broker-dealers, insurance companies and other financial institutions for managing credit risk exposures, for facilitating client transactions, and for proprietary trading purposes. In addition, we may be adversely affected because:

- we are shareholders of financial institutions;
- financial institutions that face difficulties may terminate or reduce financial support to borrowers, putting such borrowers under financial stress and causing our loans to such borrowers to be impaired;
- we may be requested to participate in providing support to distressed financial institutions;
- the government may elect to provide regulatory, tax, funding or other benefits to financial institutions under its supervision or control to strengthen their capital or increase their profitability or for other purposes, causing our competitiveness against such financial institutions to weaken;
- our deposit insurance premiums may rise if deposit insurance funds prove to be inadequate;
- bankruptcies or government control or other intervention of financial institutions may generally undermine the confidence of depositors in, or adversely affect the overall business environment for, financial institutions; and
- negative media coverage of the financial industry or system, regardless of its accuracy and applicability to us, may harm our reputation as well as market confidence in the financial industry and system.

Risk Relating to Our Strategic Equity Portfolio

If the Japanese stock market or other global markets decline in the future, we may incur losses on our securities portfolio and our capital ratios will be adversely affected.

Our strategic equity investments in Japan, which account for a vast majority of our total domestic marketable equity securities, were approximately ¥4.6 trillion as of March 31, 2022. A decline in stock prices adversely affects the value of our equity portfolio and may also reduce our regulatory capital ratios because unrealized gains and losses on the equity securities we hold are reflected in the calculation of such ratios. Weakening or stagnant economic conditions in Japan, the United States, China, the Eurozone and Asian countries may have a significant negative impact on Japanese companies, which in turn will cause their stock prices to decline. Japanese stock prices may fluctuate significantly and negatively in future periods, as the global economy remains volatile and investors continue to observe the changes in economic, monetary and trade policies mainly in these countries and regions. Concerns

over the impact of geopolitical tensions and conflicts in various parts of the world on Japanese companies may also adversely affect stock prices in Japan. In addition, the global trend towards further reduction in risk assets could result in lower stock prices.

Market Risk

Fluctuations in interest rates, foreign currency exchange rates and stock prices could adversely affect the value or the yield of our portfolio.

We undertake extensive financial market operations involving a variety of financial instruments, including derivatives, and hold large volumes of such financial instruments. As a result, our financial condition and results of operations are subject to the risks relating to these operations and holdings. The primary risks are fluctuations in interest rates, foreign currency exchange rates and stock prices in and outside of Japan. As of March 31, 2022, approximately 26.7% of our total assets were financial instruments which we measure at fair value. The aggregate carrying amount of the Japanese government and corporate bonds and foreign bonds, including U.S. Treasury bonds, that we held as of March 31, 2022 was 10.8% of our total assets. In particular, the Japanese national government and Japanese government agency bonds accounted for 9.8% of our total assets as of March 31, 2022. If market interest rates decline due to such factors as changes in the monetary policies of central banks in various jurisdictions, the yield on the Japanese government bonds and foreign government bonds that we hold may also decline. Furthermore, if short-term interest rates rise to a larger extent than long-term interest rates, our net interest income may be adversely affected as banks, including us, generally pay interest on deposits based on short-term interest rates and earn income on loans based on long-term interest rates. While the Bank of Japan has maintained its negative interest rate policy, the central banks in the United States and other major jurisdictions have begun increasing, or signaling that they expect to increase, interest rates in response to rising inflation concerns. If interest rates in and outside of Japan rise, we may incur significant losses on sales of, and valuation losses on, our bond portfolio, and our debt funding costs may also increase significantly.

Appreciation of the Japanese yen against the U.S. dollar and other major currencies causes the yen-converted value of our foreign currency-denominated investments to decline and may cause us to recognize significant losses on sales of, or valuation losses on, such investments in our financial statements. Furthermore, if stock prices decline, the value of marketable equity securities and trading account securities that we hold also declines, we may incur significant losses on sales of, and valuation losses on, our equity securities and trading account securities portfolios. In addition, the derivative financial instruments in our trading portfolio may cause us to record significant gains or losses, when sold or marked to market, and may fluctuate from period to period due to numerous factors that are beyond our control, including interest rate levels, foreign currency exchange rates, stock price fluctuations, the credit risk of our counterparties, and general market volatility. Our assessment and management of market risks, including those related to fluctuations in interest rates, foreign currency exchange rates and securities prices, may prove insufficient and, as a result, our actual losses in the future may exceed our estimated market risk exposure.

Funding Liquidity Risk

A downgrade of our credit ratings could adversely affect our ability to access and maintain liquidity.

Any downgrade of the credit ratings assigned to us or our debt securities by Moody's, Fitch, Standard & Poor's or any other credit rating agency could increase the cost, or decrease the availability, of our funding, particularly in U.S. dollars and other foreign currencies, adversely affect our liquidity position or net interest margin, trigger additional collateral or funding obligations, and result in losses of depositors, investors and counterparties willing or permitted to transact with us, thereby reducing our ability to generate income and weakening our financial position. Assuming all of the relevant credit rating agencies downgraded the credit ratings of MUFG, MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Securities Holdings as of March 31, 2022 by one-notch on the same date, we estimate that MUFG and its three main subsidiaries would have been required to provide approximately ¥149.2 billion of additional collateral under their derivative contracts. Assuming a two-notch downgrade by all of the same credit rating agencies occurring on the same date, we estimate that the additional collateral requirements for the same MUFG group companies under their derivative contracts would have been approximately ¥179.4 billion.

Rating agencies regularly evaluate us and our major subsidiaries as well as our and their respective debt securities. Their ratings are based on a number of factors, including their assessment of the relative financial strength of MUFG or of the relevant subsidiary, as well as conditions generally affecting the financial services industry in Japan or on a global basis, some of which are not entirely within our control. As a result of changes in their evaluation of these factors or in their rating methodologies, rating agencies may downgrade our ratings or our subsidiaries' ratings.

Operational Risk

We may become subject to regulatory actions or other legal proceedings relating to our transactions or other aspects of our operations, which could result in significant financial losses, restrictions on our operations and damage to our reputation.

We conduct our business subject to ongoing regulation and associated regulatory and legal risks. Global financial institutions, including us, currently face heightened regulatory scrutiny as a result of the concerns developing in the global financial sector, and growing public pressure to demand even greater regulatory surveillance following several high-profile scandals and risk management

failures in the financial industry. In the current regulatory environment, we are subject to various regulatory inquiries or investigations from time to time in connection with various aspects of our business and operations. In addition, multiple government authorities with overlapping jurisdiction more frequently conduct investigations and take other regulatory actions in coordination with one another or separately on the same or related matters. Our controls may be found insufficient in addressing regulatory or public concerns relating to money laundering, economic sanctions, bribery, corruption, financial crimes, or unfair or inappropriate business practices, or in meeting market or industry rules or standards, customer protection requirements, or corporate behavior expectations.

In February 2019, MUFG Bank entered into a consent order with the U.S. Office of the Comptroller of the Currency, or OCC, relating to deficiencies identified by the OCC in the Bank Secrecy Act/Anti-Money Laundering compliance program of MUFG Bank's U.S. branches in New York, Los Angeles, and Chicago. The consent order requires MUFG Bank and its U.S. branches to implement various remedial measures to address the deficiencies found in the OCC examination, including a comprehensive action plan satisfactory to the OCC, implementation of measures to ensure effective compliance management and qualified staffing, the adoption of comprehensive Bank Secrecy Act/Anti-Money Laundering risk assessment policies and procedures, and other remedial actions. MUFG Bank is undertaking necessary actions relating to the consent order.

We have received requests and subpoenas for information from government agencies in some jurisdictions that are conducting investigations into past submissions made by panel members, including us, to the bodies that set various interbank benchmark rates as well as investigations into foreign exchange related practices of global financial institutions. Some of the investigations into foreign exchange related practices resulted in our payment of monetary penalties to the relevant government agencies. We are cooperating with the ongoing investigations and have been conducting an internal investigation, among other things. In connection with these matters, we and other financial institutions are involved as defendants in a number of civil lawsuits, including putative class actions, in the United States.

These developments or other similar matters may result in additional regulatory actions against us or agreements to make significant additional settlement payments. These developments or other matters to which we are subject from time to time may also expose us to substantial monetary damages, legal defense costs, criminal and civil liability, and restrictions on our business operations as well as damage to our reputation. Our ability to obtain regulatory approvals for future strategic initiatives may also be adversely affected. The outcome of such matters, including the extent of the potential impact of any unfavorable outcome on our financial results, however, is inherently uncertain and difficult to predict. The extent of financial, human and other resources required to conduct any investigations or to implement any corrective or preventive measures is similarly uncertain and could be significant. Such resources may also be difficult for us to secure in a timely manner.

Failure to safeguard personal and other confidential information may result in liability, reputational damage or financial losses.

As our operations expand in volume, complexity and geographic scope, we are exposed to increased risk of confidential information in our possession being lost, leaked, altered or falsified as a result of human or system error, misconduct, unlawful behavior or scheme, unauthorized access or natural or human-caused disasters. Our information systems and information management policies and procedures may not be sufficient to safeguard confidential information against such risks. As a financial institution in possession of customer information, we are obligated to treat personal and other confidential information as required by the Act on the Protection of Personal Information, the Act on the Use of Personal Identification Numbers in the Administration of Government Affairs, the Banking Act and the Financial Instruments and Exchange Act of Japan, as well as other similar laws and regulations of other jurisdictions in which we operate. In the event that personal information in our possession about our customers or employees is leaked or improperly accessed and subsequently misused, we may be subject to liability and regulatory action. We may have to provide compensation for economic loss and emotional distress arising out of a failure to protect such information. In addition, such incidents could create a negative public perception of our operations, systems or brand, which may in turn decrease customer and market confidence and materially and adversely affect our business, operating results and financial condition. Moreover, any loss, leakage, alteration or falsification of confidential information, or any malfunction or failure of our information systems, may result in significant disruptions to our business operations or plans or may require us to incur significant financial, human and other resources to implement corrective measures or enhance our information systems and information management policies and procedures.

Our operations are highly dependent on our information, communications and transaction management systems and are subject to an increasing risk of cyber-attacks and other information security threats and to changes in the business and regulatory environment.

Our information, communications and transaction management systems, which include not only our own proprietary systems but also those third-party systems that are provided for our use or to which our systems are connected, constitute a core infrastructure for our operations. The proper functioning of our information, communications and transaction management systems is critical to our ability to efficiently and accurately process a large volume of transactions, ensure adequate internal controls, appropriately manage various risks, and otherwise service our clients and customers, particularly in the current business environment with increasing dependence on remote or online networks and our strategy to promote digitization.

Cyber-attacks, unauthorized access and computer viruses are becoming increasingly more sophisticated and more difficult to predict, detect and prevent. For instance, bank internal financial transaction systems or automatic teller machines may become the

target of cyber-attacks for monetary gain, and bank internal information systems may become the target of confidential information theft. In addition, banks' websites or customer internet banking systems may become the target of cyber-attacks for political, geopolitical and other purposes. These cyber threats, as well as our failure to appropriately and timely anticipate and deal with changes associated with technological advances and new systems and tools introduced in response to industry, regulatory and other developments, could cause disruptions to, and malfunctions of, information, communications and transaction management systems and result in fraud or other misconduct, unintended releases of confidential and proprietary information stored in or transmitted through the systems, interruptions in the operations of our clients, customers, counterparties and service providers, and deterioration in our ability to service our clients and customers. In addition, our banking and other transaction management systems may not meet all applicable business and regulatory requirements in an environment where such requirements are becoming increasingly sophisticated and complicated. Furthermore, our system development or improvement projects, many of which are critical to our ability to operate in accordance with market and regulatory standards, may not be completed as planned due to the complexity and other difficulty relating to such projects. These consequences could result in financial losses, including costs and expenses incurred in connection with countermeasures and improvements as well as compensation to affected parties, lead to regulatory actions, diminish our clients' and customers' satisfaction with and confidence in us, and harm our reputation in the market, which could in turn adversely affect our business, financial condition and results of operations. Moreover, significant financial, human and other resources may be required to design, implement and enhance measures to manage cyber and information security risks and comply with regulatory requirements.

Transactions with counterparties in countries designated by the U.S. Department of State as state sponsors of terrorism may lead some potential customers and investors in the United States and other countries to avoid doing business with us or investing in our shares.

We, through our subsidiaries, engage in limited business activities with entities in or affiliated with Iran, including transactions with counterparties owned or controlled by the Iranian government, and our commercial banking subsidiary has a representative office in Iran for information gathering purposes only. The U.S. Department of State has designated Iran and other countries as "state sponsors of terrorism," and U.S. law generally prohibits U.S. persons from doing business with such countries. We currently have limited business activities conducted with entities in or affiliated with such countries. Such business activities are conducted in accordance with our policies and procedures designed to ensure compliance with regulations applicable in the jurisdictions in which we operate and with exemptions and general licenses available under U.S. law. We have transactions with counterparties in or affiliated with countries designated as state sponsors of terrorism which consist of receiving deposits or holding assets on behalf of individuals residing in Japan who are citizens of countries designated as state sponsors of terrorism and processing payments to or from entities in or affiliated with these countries on behalf of our customers. These transactions do not have a material impact on our business or financial condition. For a further discussion of transactions required to be disclosed under the U.S. Iran Threat Reduction and Syria Human Rights Act of 2012, see "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation —United States—Disclosure pursuant to Section 13(r) of the Securities Exchange Act of 1934."

We are aware of initiatives by U.S. governmental entities and non-government entities, including institutional investors such as pension funds, to adopt or consider adopting laws, regulations or policies prohibiting transactions with or investment in, or requiring divestment from, entities doing business with Iran and other countries identified as state sponsors of terrorism. It is possible that such initiatives may result in our being unable to gain or retain entities subject to such prohibitions as customers, counter-parties or investors in our shares. In addition, depending on socio-political developments, our reputation may suffer due to our transactions with counterparties in or affiliated with these countries. The above circumstances could have an adverse effect on our business and financial condition.

Global financial institutions, including us, have become subject to an increasingly complex set of sanctions laws and regulations in recent years, and this regulatory environment is expected to continue. Moreover, the measures proposed or adopted vary across the major jurisdictions, increasing the cost and resources necessary to design and implement an appropriate global compliance program. The U.S. federal government and some state governments in the United States have enacted legislation designed to limit economic and financial transactions with Iran by limiting the ability of financial institutions that may have engaged in any one of a broad range of activities related to Iran to conduct various transactions in the relevant jurisdictions. In addition, in May 2018, the United States withdrew from participation in the Joint Comprehensive Plan of Action. Under subsequently issued executive orders, the United States may impose secondary sanctions against non-U.S. persons who engage in or facilitate a broad range of transactions and activities involving Iran. The Japanese government has also implemented a series of measures under the Foreign Exchange and Foreign Trade Act, such as freezing the assets of persons involved in Iran's sensitive nuclear activities and development of nuclear weapon delivery systems, and our most recently modified policies and procedures take into account the current Japanese regulatory requirements. We continue to implement measures to enhance our policies and procedures to comply with such legislative and regulatory requirements. There remains a risk of potential regulatory action against us, however, if regulators perceive the modified policies and procedures not to be in compliance with applicable legislation and regulations.

Legal and regulatory changes could have a negative impact on our business, financial condition and results of operations.

As a global financial services provider, our business is subject to ongoing changes in laws, regulations, rules, policies, accounting standards or methods, voluntary codes of practice and interpretations in Japan and other markets where we operate. Major global financial institutions currently face an increasingly stricter set of laws, regulations and standards as a result of emerging

technologies, political and geopolitical developments, environmental, social and governance concerns, and other concerns enveloping the global financial sector. There is also growing political pressure to demand even greater internal compliance and risk management systems following several high-profile scandals and risk management failures in the financial industry. See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation." The laws, regulations and standards that apply to us are often complex and, in many cases, we must make interpretive decisions regarding the application of such laws, regulations and standards to our business activities. Future developments or changes in laws, regulations, rules, policies, accounting standards or methods, voluntary codes of practice, interpretations and their effects are expected to require greater capital, human and technological resources as well as significant management attention, and may require us to modify our business strategies and plans. We may be unable to enhance our compliance management programs and systems, which, in some cases, are supported by third-party service providers, as required or planned. Our failure or inability to comply fully with applicable laws and regulations may lead to penalties, fines, public reprimands, damage to reputation, issuance of business improvement and other administrative orders, enforced suspension of operations, our inability to obtain regulatory approvals for future strategic initiatives or, in extreme cases, withdrawal of authorization to operate, adversely affecting our business and results of operations.

Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results.

We have a large loan portfolio in the consumer lending industry as well as large shareholdings in subsidiaries and equity method investees in the consumer finance industry. Our domestic loans to consumers amount to approximately one-seventh of our total outstanding loans. Of this amount, the consumer loans provided by Mitsubishi UFJ NICOS, Co., Ltd., which is our primary consumer financing subsidiary, were ¥464.3 billion as of March 31, 2022, compared to ¥502.2 billion as of March 31, 2021.

Mitsubishi UFJ NICOS's consumer loan portfolio has been adversely affected by a series of legislative reforms and judicial decisions that were put in place in Japan through 2010, which have negatively affected the domestic consumer lending industry. These legal developments effectively reduced the maximum rate of interest that may be charged on consumer loans from 29.2% per annum to 15 to 20% per annum depending on the amount of loan principal, while leaving interest payments previously made in excess of the reduced maximum permissible interest rate, which is commonly referred to as "gray-zone interest," generally recoverable. Following these legal developments and other industry developments, Mitsubishi UFJ NICOS revises its estimate of allowance for repayment of excess interest by updating management's future forecast semi-annually to reflect updated reimbursement claims information and other data. As of March 31, 2020, 2021 and 2022, we had ¥29.4 billion, ¥24.9 billion and ¥21.1 billion of allowance for repayment of excess interest, respectively.

These developments have adversely affected, and these and any future developments may further adversely affect, the operations and financial condition of our subsidiaries, equity method investees and borrowers which are engaged in consumer lending, which in turn may affect the value of our related shareholdings and loan portfolio. For further information, See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan."

Damage to our reputation could harm our businesses.

We are one of the leading financial institutions in Japan and one of the handful G-SIBs in the world, and we aim to be the world's most trusted financial group. Our ability to conduct business is indispensably dependent on the trust and confidence of our customers as well as local and international communities Our reputation is critical in maintaining our relationships with stakeholders, including customers, investors, regulators, workforce and the general public. Our reputation may be damaged by their negative perceptions of us and our operations in light of their concerns over human rights, the environment, public health and safety, or other corporate social responsibilities, or by our transactions or operations if they are deemed adverse to the intent and policy underlying applicable laws and regulations such as anti-money laundering, economic sanctions and competition laws as well as the prohibition on dealing with anti-social forces. Failure to prevent or properly address these issues may result in impairment of our corporate brand, loss of our existing or prospective customers or investors, or increased public or regulatory scrutiny, and may adversely affect our business, financial condition and results of operations.

Risks Related to Owning Our Shares

It may not be possible for investors to effect service of process within the United States upon us or our directors or management members, or to enforce against us or those persons judgments obtained in U.S. courts predicated upon the civil liability provisions of the U.S. federal or state securities laws.

We are a joint stock company incorporated under the laws of Japan. Almost all of our directors or management members reside outside the United States. Many of our assets and the assets of these persons are located in Japan and elsewhere outside the United States. It may not be possible, therefore, for U.S. investors to effect service of process within the United States upon us or these persons or to enforce, against us or these persons, judgments obtained in the U.S. courts predicated upon the civil liability provisions of the U.S. federal or state securities laws. We believe there is doubt as to the enforceability in Japan, in original actions or in actions brought in Japanese courts to enforce judgments of U.S. courts, of claims predicated solely upon the U.S. federal or state securities

laws mainly because the Civil Execution Act of Japan requires Japanese courts to deny requests for the enforcement of judgments of foreign courts if foreign judgments fail to satisfy the requirements prescribed by the Civil Execution Act, including:

- the jurisdiction of the foreign court be recognized under laws, regulations, treaties or conventions;
- proper service of process be made on relevant defendants, or relevant defendants be given appropriate protection if such service is not received;
- the judgment and proceedings of the foreign court not be repugnant to public policy as applied in Japan; and
- there exist reciprocity as to the recognition by a court of the relevant foreign jurisdiction of a final judgment of a Japanese court.

Judgments obtained in the U.S. courts predicated upon the civil liability provisions of the U.S. federal or state securities laws may not satisfy these requirements.

Risks Related to Owning Our American Depositary Shares

As a holder of American Depositary Shares, you have fewer rights than a shareholder of record in our shareholder register since you must act through the depositary to exercise these rights.

The rights of our shareholders under Japanese law to take actions such as voting, receiving dividends and distributions, bringing derivative actions, examining our accounting books and records and exercising appraisal rights are available only to shareholders of record. Because the depositary, through its custodian, is the record holder of the shares underlying the American Depositary Shares, or ADSs, only the depositary can exercise shareholder rights relating to the deposited shares. ADS holders, in their capacity, will not be able to directly bring a derivative action, examine our accounting books and records and exercise appraisal rights. We have appointed The Bank of New York Mellon as depositary, and we have the authority to replace the depositary.

Pursuant to the deposit agreement among us, the depositary and a holder of ADSs, the depositary will make efforts to exercise voting or any other rights associated with shares underlying ADSs in accordance with the instructions given by ADS holders, and to pay to ADS holders dividends and distributions collected from us. However, the depositary can exercise reasonable discretion in carrying out the instructions or making distributions, and is not liable for failure to do so as long as it has acted in good faith. Therefore, ADS holders may not be able to exercise voting or any other rights in the manner that they had intended, or may lose some or all of the value of the dividends or the distributions. Moreover, the depositary agreement that governs the obligations of the depositary may be amended or terminated by us and the depositary without ADS holders' consent, notice, or any reason. As a result, ADS holders may be prevented from having the rights in connection with the deposited shares exercised in the way ADS holders had wished or at all.

ADS holders are dependent on the depositary to receive our communications. We send to the depositary all of our communications to ADS holders, including annual reports, notices and voting materials, in Japanese. ADS holders may not receive all of our communications with shareholders of record in our shareholder register in the same manner or on an equal basis. In addition, ADS holders may not be able to exercise their rights as ADS holders due to delays in the depositary transmitting our shareholder communications to ADS holders. For a detailed discussion of the rights of ADS holders and the terms of the deposit agreement, see Exhibit 2(c) to this Annual Report.

Item 4. Information on the Company.

A. History and Development of the Company

MUFG is a bank holding company incorporated as a joint stock company (kabushiki kaisha) under the Companies Act of Japan. We are the holding company for MUFG Bank, Ltd. (formerly, The Bank of Tokyo-Mitsubishi UFJ, Ltd.), Mitsubishi UFJ Trust and Banking Corporation, Mitsubishi UFJ Securities Holdings Co., Ltd., Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., Mitsubishi UFJ NICOS Co., Ltd., and other companies engaged in a wide range of financial businesses.

On April 2, 2001, The Bank of Tokyo-Mitsubishi, Ltd., Mitsubishi Trust and Banking Corporation, or Mitsubishi Trust Bank, and Nippon Trust and Banking Co., Ltd. established Mitsubishi Tokyo Financial Group, Inc., or MTFG, to be a holding company for the three entities. Before that, each of the banks had been a publicly traded company. On April 2, 2001, through a stock-for-stock exchange, they became wholly-owned subsidiaries of MTFG, and the former shareholders of the three banks became shareholders of MTFG. Nippon Trust and Banking was later merged into Mitsubishi Trust Bank.

On June 29, 2005, the merger agreement between MTFG and UFJ Holdings, Inc. was approved at the general shareholders meetings of MTFG and UFJ Holdings. As the surviving entity, MTFG was renamed "Mitsubishi UFJ Financial Group, Inc." The merger of the two bank holding companies was completed on October 1, 2005.

On September 30, 2007, Mitsubishi UFJ Securities Holdings, which was then called "Mitsubishi UFJ Securities Co., Ltd.," or MUS, became our wholly-owned subsidiary through a share exchange transaction.

On October 13, 2008, we formed a global strategic alliance with Morgan Stanley and, as part of the alliance, made an equity investment in Morgan Stanley in the form of convertible and non-convertible preferred stock, and subsequently appointed a representative to Morgan Stanley's board of directors.

On October 21, 2008, we completed a tender offer for outstanding shares of ACOM CO., LTD. common stock, raising our ownership in ACOM to approximately 40%.

On November 4, 2008, Bank of Tokyo-Mitsubishi UFJ completed the acquisition of all of the shares of common stock of UnionBanCal Corporation, or UNBC, not previously owned by Bank of Tokyo-Mitsubishi UFJ and, as a result, UNBC became a wholly-owned indirect subsidiary of MUFG.

On May 1, 2010, we and Morgan Stanley integrated our securities and investment banking businesses in Japan into two joint venture securities companies, one of which is Mitsubishi UFJ Morgan Stanley Securities. Mitsubishi UFJ Morgan Stanley Securities was created by spinning off the wholesale and retail securities businesses conducted in Japan from Mitsubishi UFJ Securities Holdings and subsequently assuming certain operations in Japan from a subsidiary of Morgan Stanley.

On June 30, 2011, we converted all of our Morgan Stanley's convertible preferred stock into Morgan Stanley's common stock, resulting in our holding approximately 22.4% of the voting rights in Morgan Stanley. Further, we appointed a second representative to Morgan Stanley's board of directors on July 20, 2011. Following the conversion on June 30, 2011, Morgan Stanley became our equity-method affiliate. As of March 31, 2021, we held approximately 20.2% of the voting rights in Morgan Stanley and had two representatives appointed to Morgan Stanley's board of directors. We and Morgan Stanley continue to pursue a variety of business opportunities in Japan and abroad in accordance with the global strategic alliance.

On December 18, 2013, we acquired approximately 72.0% of the total outstanding shares of Krungsri through Bank of Tokyo-Mitsubishi UFJ. As a result of the transaction, Krungsri has become a consolidated subsidiary of Bank of Tokyo-Mitsubishi UFJ.

On July 1, 2014, we integrated Bank of Tokyo-Mitsubishi UFJ's operations in the Americas region with UNBC's operations and changed UNBC's corporate name to "MUFG Americas Holdings Corporation." On the same day, Union Bank, N.A., which is MUFG Americas Holdings' principal subsidiary and our primary operating subsidiary in the United States, was also renamed "MUFG Union Bank, N.A." On July 1, 2016, MUFG Americas Holdings was designated as our U.S. intermediate holding company to comply with the FRB's enhanced prudential standards.

On January 5, 2015, Bank of Tokyo-Mitsubishi UFJ integrated its Bangkok branch with Krungsri through a contribution in kind of the Bank of Tokyo-Mitsubishi UFJ Bangkok branch business to Krungsri, and Bank of Tokyo-Mitsubishi UFJ received newly issued shares of Krungsri common stock. As a result of this transaction, Bank of Tokyo-Mitsubishi UFJ's ownership interest in Krungsri increased to 76.9%.

On October 1, 2017, we acquired all of the shares of common stock of Mitsubishi UFJ NICOS which we did not previously own and, as a result, Mitsubishi UFJ NICOS became a wholly-owned subsidiary of MUFG.

On December 29, 2017, Bank of Tokyo-Mitsubishi UFJ initially acquired 19.9% of the shares of common stock of PT Bank Danamon Indonesia, Tbk. On May 1, 2019, MUFG Bank, Ltd. completed a series of transactions to increase its ownership interest in Bank Danamon to 94.1%, as a result of which Bank Danamon became MUFG Bank's consolidated subsidiary.

On April 1, 2018, we changed Bank of Tokyo-Mitsubishi UFJ's corporate name to "MUFG Bank, Ltd."

On August 2, 2019, Mitsubishi UFJ Trust and Banking completed its acquisition of 100% of the shares in each of nine subsidiaries of Colonial First State Group Limited which collectively represent the global asset management business known as Colonial First State Global Asset Management, or CFSGAM, from Australian financial group Commonwealth Bank of Australia and its wholly-owned subsidiary Colonial First State Group Limited. As a result of the acquisition, the nine subsidiaries became our consolidated subsidiaries. In September 2019, CFSGAM was rebranded as First Sentier Investors.

On April 2, 2021, Mitsubishi UFJ NICOS announced a plan to integrate its credit card settlement systems that have been maintained separately for various credit card brands. Specifically, Mitsubishi UFJ NICOS plans to integrate the systems currently used for the DC credit card brand and the NICOS credit card brand into the system currently used for the MUFG card brand. The plan has an estimated budget of approximately ¥140 billion through the end of calendar year 2030. The plan may be modified to flexibly respond to changes in the business environment.

For a discussion of recent developments relating to MUFG Union Bank, see "Item 5. Operating and Financial Review and Prospects—Recent Developments." See also "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Unexpected changes in the planned sale of MUFG Union Bank may adversely affect our strategy, financial condition or operating results."

Our registered address is 7-1, Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8330, Japan, and our telephone number is 81-3-3240-8111.

B. Business Overview

We are one of the world's largest and most diversified financial groups with total assets of ¥367.65 trillion as of March 31, 2022. The Group is comprised of MUFG Bank, Mitsubishi UFJ Trust and Banking, Mitsubishi UFJ Morgan Stanley Securities (through Mitsubishi UFJ Securities Holdings), Mitsubishi UFJ NICOS and other subsidiaries and affiliates, for which we are the holding company. As a bank holding company, we are regulated under the Banking Act of Japan. Our services include commercial banking, trust banking, securities, credit cards, consumer finance, asset management, leasing and many more fields of financial services. As of March 31, 2022, the Group had the largest overseas network among Japanese banks, consisting of approximately 2,400 business locations in more than 50 countries, including MUFG Union Bank in the United States, Krungsri in Thailand and Bank Danamon in Indonesia. MUFG's role as the holding company is to strategically manage and coordinate the activities of our business groups. Group-wide strategies are determined by the holding company and executed by our subsidiaries. For a discussion of recent developments relating to MUFG Union Bank, see "Item 5. Operating and Financial Review and Prospects—Recent Developments." See also "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Unexpected changes in the planned sale of MUFG Union Bank may adversely affect our strategy, financial condition or operating results."

Medium-Term Business Plan

We believe Japan faces challenges such as a declining birth rate, an aging society and a shrinking population, while low economic growth has become the norm throughout the world. More recently, the environment we operate in has been affected by issues including the COVID-19 pandemic, growing awareness of environmental and social issues, heightened geopolitical risks, inflationary concerns, and advances in digital technologies that enable the entry of new competitors into the financial sector. These developments are changing our business environment in significant ways and with unprecedented speed.

MUFG seeks to meet these changes with clear visions and to make the most of these challenges as opportunities for growth to become a leading force in the new era. It is with this goal that we have defined our purpose: "Empowering a brighter future." Our plan for the three years starting in the fiscal year ended March 31, 2021, outlining how we intend to leverage our financial and digital strengths to help our stakeholders around the world, is set out in the current Medium-term Business Plan. In the fiscal year ended March 31, 2022, we sought to make unified and concerted efforts to achieve results.

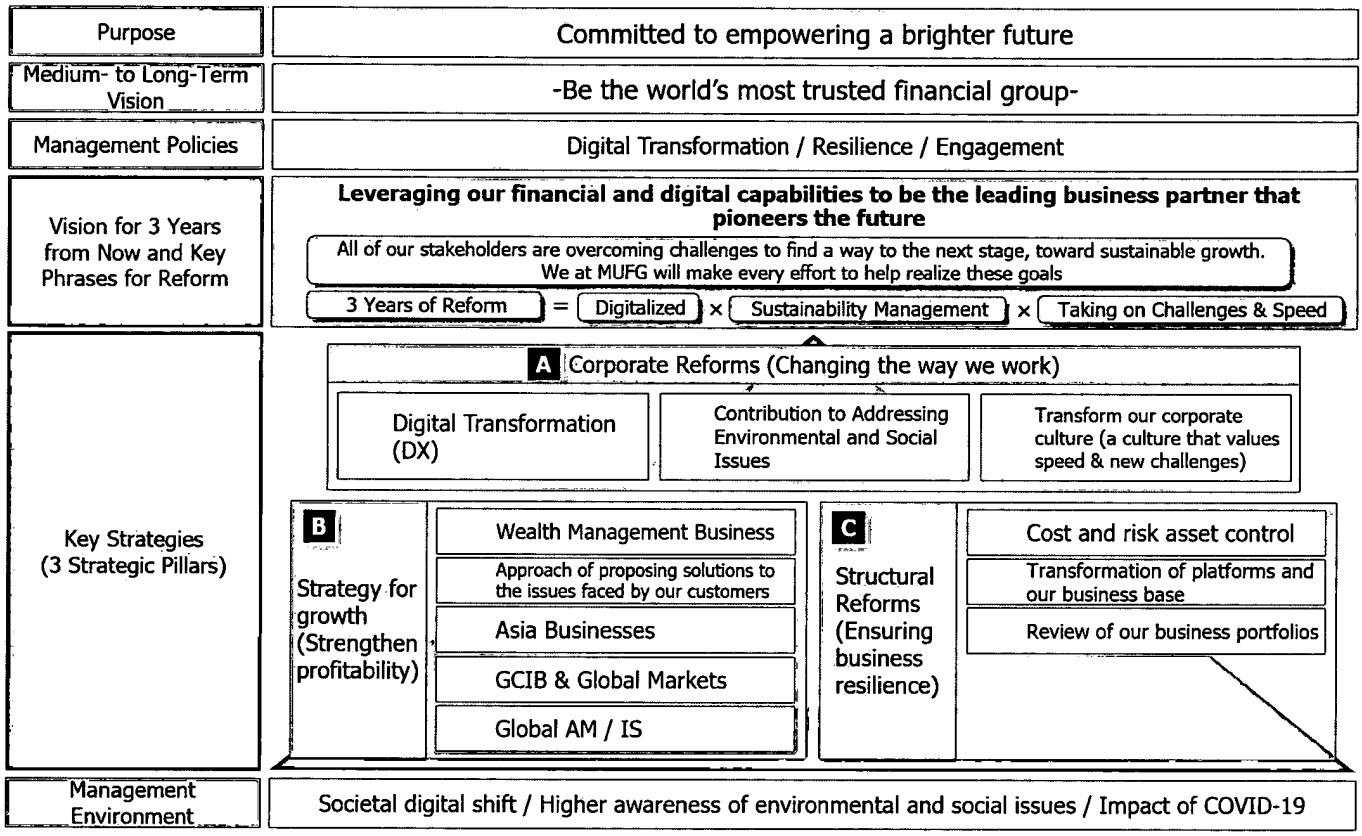
We continue to strive to meet the expectations of all stakeholders, including customers, shareholders, and employees, by structuring our business model to suit the changes in our environment and seeking to achieve higher profitability and improved return on equity.

Basic Company Policy

In our Medium-term Business Plan, our goal at the end of its three-year span is to leverage our financial and digital capabilities to be the leading business partner that pioneers the future. We set this goal with a desire to help all our stakeholders take the next step forward in a time of constant change. The key words for the transformative changes we will be pursuing are (1) Digital Transformation, (2) Sustainability Management, and (3) New Challenges/Speed. We seek to address issues that confront our customers and wider society, working to provide optimal financial solutions.

Under the Medium-term Business Plan, we will continue with our initiatives to secure business stability (focusing on business resilience) and maintain our management policy that is attractive to employees and fosters greater motivation for employee participation (engagement-focused management)

Group Business Strategy



In order to attain our vision for the three-year period to leverage our financial and digital capabilities to be the leading business partner that pioneers the future, we have identified three strategic pillars of "Corporate Transformation," "Strategy for Growth," and "Structural Reforms."

Under our "Corporate Transformation" strategy, we will seek to change how we operate and execute. While focusing on "Digital transformation" and "Contribution to addressing environmental and social issues," we will also aim to "Transform our corporate culture" in order to accelerate decision making.

Under our "Strategy for Growth" strategy, in order to strengthen profitability, we will seek to promote our "Wealth Management Business," "Approach of proposing solutions to issues faced by our corporate customers," "Asia Business," "GCIB and Global Markets" and "Global Asset Management / Investor Services."

Under our "Structural Reforms" strategy, to ensure resilience, we will seek to promote "Cost and risk asset control," "Transformation of platforms and our business base," and a "Review of our business portfolios" by reconsidering businesses that do not meet our profitability expectations and undertaking to find new business opportunities.

Progress on some of our strategic measures may be delayed due to the impact of policies implemented to deal with developments in the COVID-19 situation and other developments in our business environment, and we will carefully identify the extent of the impact on our measures.

Key Strategies

(1) Corporate Transformation

Main strategies	Main initiatives
Digital transformation (DX)	• Strengthen digital service contact points with all customers and promote the digitalization of products and services. Use digital technologies to reduce operation volume.
Contribution to addressing environmental and social issues	• Prioritize issues of "climate change," "the aging population and low birth rate," and "inclusion & diversity," while implementing business strategies, risk management, and social contribution measures.
Transform our corporate culture (Speed / Challenge)	• Promote activities based on our Purpose, cultivate a free and natural corporate culture, accelerate strategies, and encourage employees to actively take on new challenges on their own.

(2) Strategy for Growth

Main strategies	Main initiatives
Wealth Management Business	• Develop infrastructure and assign personnel to support comprehensive asset management. Strengthen business by providing solutions to corporate owners.
Approach of proposing solutions to issues faced by our corporate customers	• Take on management issues of our corporate customers, enhance our risk-taking capabilities, and work as a united Group to solve problems.
Asia Business	• Achieve growth through Asia as a whole and promote digital transformation, focusing primarily on our consolidated subsidiaries of Krungsri (Bank of Ayudhya) and Bank Danamon.
GCIB and Global Markets	• Enhance asset velocity and flow business (O&D/O to D* and cross-selling) by increasing transactions with institutional investors.
Global Asset Management/Investor Services	• Promote contract business by leveraging our strengths in overseas asset operation and management fields with potential for industry growth.

(3) Structural Reforms

Main strategies	Main initiatives
Cost and risk asset control	• Make necessary growth investments, while thoroughly cutting base costs. • Control risk-weighted assets by switching to highly profitable investments.
Transformation of our platforms and business base	• Implement effective and efficient investments necessary for digital shifts. • Streamline procedures and rules necessary for transformation and review decision-making processes.
Review of our business portfolios	• Improve ROE by reconsidering low-profitable businesses. • Enhance business capabilities through collaborations with other companies, including companies in other industries.

* Abbreviation for "Origination & Distribution/Origination to Distribution," which is a business strategy involving structuring financing and sales of receivables to investors. While "O&D" is a general term for all such business strategy, "O to D" refers specifically to efforts to structure deals based on investor needs.

MUFG's Approach to Climate Change

Initiatives for Climate Change

In order to contribute to the achievement of a sustainable society, we have identified climate change measures and environmental protection as one of our priority environmental and social issues.

We participate in various initiatives to address climate change, including the Partnership for Carbon Accounting Financials, the Net Zero Banking Alliance and the Glasgow Financial Alliance for Net Zero, and support the recommendations formulated by the TCFD, a special taskforce established by the Financial Stability Board.

Governance

Climate change-related issues are managed by the Executive Committee with various management sub-committees, subject to the oversight of the Board of Directors.

The Sustainability Committee, which is a sub-committee formed under the Executive Committee and is chaired by the Chief Sustainability Officer, regularly deliberates policies on addressing climate change-related matters, including risks and opportunities arising from climate change, and monitors the progress on the MUFG Group's measures designed to address such matters. The committee reports to the Executive Committee and, as necessary, reports to the Board of Directors.

In addition, since we consider climate change-related risks to be our top risks requiring close attention, such risks are reviewed by the Credit & Investment Management Committee, the Credit Committee and the Risk Management Committee, which are also sub-committees formed under the Executive Committee, based on their respective expertise. Each of these sub-committees also directly reports to the Executive Committee.

The Credit & Investment Management Committee and the Risk Management Committee also report to the Risk Committee, which is a sub-committee of the Board of Directors formed to deliberate and make recommendations to the Board of Directors on matters regarding group-wide risk management as well as top risk matters.

The Executive Committee is established as a decision-making body for business execution and discusses and decides on important matters related to management of the operations of the MUFG Group based on the basic policies determined by the Board of Directors. The Executive Committee reports to the Board of Directors from time to time as necessary.

The Board of Directors oversees management of climate change-related matters in line with its business strategy, risk management and financial oversight. Such oversight is performed based on, among other things, a plan-do-check-act, or PDCA, cycle. The Board of Directors deems climate change-related matters to be of high-priority importance and accordingly discusses and deliberates them regularly based on an annual schedule or as appropriate.

For more information on our governance structure, see "Item 6.C. Directors, Senior Management and Employees—Board Practices."

Strategy

Cognizant of our share of responsibilities as a global financial institution in combatting climate change, we are committed to supporting efforts to transition to a decarbonized society through products and services we provide to clients and measures designed to reduce the adverse impact of our operational activities on the environment.

As a financial institution, we have identified, and are working to address, two categories of climate change-related risks. The first category includes risks arising from physical damage due to increased severity and frequency of adverse weather events, such as extreme storms and flooding, and longer-term shifts in climate patterns, such as rising temperatures and sea levels and changes in precipitation amount and distribution, and is often referred to as "physical risks." The second category includes risks arising in connection with the transition to a decarbonized society, such as changes in regulations, market preferences and technologies toward a decarbonized society, and is often referred to as "transition risks."

We are working on integrating climate change into our product and service portfolios to enhance our ability to deliver sustainable finance solutions that assist clients in achieving their goals and contributing to the transition to a decarbonized society. For example, we are currently working on providing financing for renewable energy projects and start-ups and other businesses with expected positive environmental impacts.

Risk Management

Climate change-related risk management is currently being integrated into our overall risk management framework based on our governance structure described above with an aim to better enable identification, measurement and reduction of climate change-related risks and their potential portfolio, business and financial impact from a comprehensive group-wide perspective. Our risk management framework is intended to address physical risks and transition risks.

In an effort to promote environmentally and socially responsible financing, we implemented MUFG Environmental and Social Policy Framework to manage environmental and social risks associated with credit, bond and equity underwriting for corporate clients of MUFG Bank, Mitsubishi UFJ Trust and Banking, and Mitsubishi UFJ Securities Holdings. Concerning coal-fired power generation, mining (coal), oil and gas, and other specific sectors in which concerns are raised over environmental and social impacts, including climate change, we have established a finance policy and introduced a due diligence process to identify and assess the environmental and social risks or impacts associated with transactions.

For a discussion of our climate change-related risks, see "Item 3.D. Key Information—Risk Factors—Climate change could have a material adverse impact on us and our clients." For more information on our risk management framework, see "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk."

Metrics & Targets

In May 2021, we announced our intent to achieving net zero greenhouse gas, or GHG, emissions from our financed portfolio by the end of 2050, and net zero GHG emissions from our operations by the end of 2030. These goals demonstrate our support for the goals of the Paris Agreement on Climate Change and our recognition of climate change-related risks and opportunities as a top strategic priority for the MUFG Group.

Human Capital

Basic Policy

Attracting, developing and retaining a highly qualified and motivated workforce that enables us to better serve our clients, generate long-term value for our shareholders and other stakeholders, and contribute to society, is a strategic priority for us. We intend to accelerate our effort to further transform the MUFG Group into a workplace that fosters integrity, responsibility, professionalism, teamwork and diversity, with a robust culture and opportunities for our employees to challenge themselves and grow and develop in their career, in line with our core values set forth in "MUFG Way," our foundational group policy. Built on this group policy, the MUFG Human Resources Principles serve as the common basis for the human resources management strategy of our group companies, each tailored to their particular circumstances.

Culture

While continuing to endeavor to instill in our people, and expect them to embody, our core values, we are implementing measures to reform our workplace culture. Through these reform measures, we strive to foster a workplace culture where employees are further empowered to take on challenges and pursue professional growth. For example, we have developed an employee career development framework in Japan called "Career Challenge System" with an aim to enhance career flexibility and development by providing employees with opportunities to gain experience in a variety of business fields within and outside the MUFG Group. Under this system, we have launched a number of programs, including the "Job Challenge" program, which is designed to help applicants take on new assignments in various group companies within the MUFG Group, and the "New Business Proposal" program, which is designed to encourage employees to propose new services and products with a goal to develop them through commercialization in appropriate cases.

In addition, we invite employee feedback on what we could do further to create a workplace where employees find their professional life more rewarding. For example, through annual "MUFG Group Awareness and Engagement Surveys," we seek to identify, analyze and prioritize opportunities for improvement and to plan and implement changes.

Talent Attraction, Development and Retention

Our sustainable growth and long-term success depend on our ability to attract, develop and retain talented individuals in all of our business fields. We seek to recruit highly competent talents from external candidate pools and internal human resources flexibly based on the qualifications required for the particular position to be filled. For example, from time to time, particularly when we seek to expand into a new business field, we look externally for candidates who have the required specialist competencies and the ability to start performing the expected role upon arrival.

We encourage and support career growth and professional development through various training programs and on-the-job training. For example, in an effort to expand our pool of employees who can drive and lead the various transformation measures under our current Medium-term Business Plan, we offer leadership and team and project management training for our next generation leaders, educational programs on digital technology for financial services and products for our future digital specialists who can spearhead our digital transformation strategy, and programs aimed at equipping employees with skills necessary to lead and support business development globally in and across more than 50 countries in which we operate.

Inclusion and Diversity

We consider a diverse workforce and an inclusive culture to be essential for our ability to maintain organizational resilience and remain competitive. We continue to strive to develop a work environment which fosters diverse experience, backgrounds and perspectives, which, in turn, facilitate creativity and innovation.

As part of our strategy to increase diversity, we have established representation targets. For example, we have set a target of 20% for the ratio of women in line management (jicho or kacho) or higher positions in Japan in MUFG Bank, Mitsubishi UFJ Trust and Banking, and Mitsubishi UFJ Morgan Stanley Securities on a combined basis by March 31, 2024. As of March 31, 2022, the ratio was 18%.

We have also been working to expand career advancement and mentoring programs for rising women management talent in Japan. Such programs include training and mentoring for women in manager and middle-management positions to support their career planning and preparation and to strengthen their leadership platforms. As of the end of June 2022, a total of four women, including one non-Japanese national, representing 25%, are serving on the board of directors of MUFG, the holding company.

We seek to meet rising expectations of our stakeholders, including customers, investors, regulators, employees and wider communities, regarding inclusion and diversity, which we believe are of critical importance for our ability not only to remain competitive but also to maintain and improve our corporate brand and reputation. As a global financial institution, we are subject to increasingly stricter and broader regulatory requirements relating to inclusion and diversity, many of which are rapidly developing in various jurisdictions to different degrees and, in some cases, in potentially divergent ways. See "Item 3.D. Key Information—Risk Factors—Legal and regulatory changes could have a negative impact on our business, financial condition and results of operations." and "Item 3.D. Key Information—Risk Factors—Damage to our reputation could harm our businesses."

Wellness

The well-being of our employees is also an essential element of our success. To this end, we are working to implement "Workstyle Reforms" designed to enable employees to build sustainable professional career. As part of such reforms, we have made enhancements to our operational infrastructure to allow for flexibility in workstyles, including remote work and paperless capabilities. In response to the COVID-19 pandemic, we have also expanded the number of satellite offices by utilizing vacant space in branches and other facilities in Japan.

We are also working to support the physical and mental health of our employees through a range of medical advisory and personal wellness services. For example, such services are made available to employees through industrial physicians and counselors on-site at our group companies in Japan. We also sponsor periodic health examinations for domestic employees.

Business Groups

Under the current Medium-term Business Plan, our business groups have been reorganized as follows in an effort to further integrate the expertise and capabilities of our subsidiaries to respond to the needs of our customers more effectively and efficiently.

Digital Service Business Group

The Digital Service Business Group focuses on providing digital-based financial services to "mass-segment" customers (i.e., retail customers and small and medium–sized enterprise customers) and on introducing digital technologies into MUFG. This business group was established on April 1, 2021 mainly by separating the mass-segment businesses that previously belonged to the Retail & Commercial Banking Business Group.

The digital transformation is one of our most important strategies. Particularly in the current mass-segment customers market, user interface and user experience (UI/UX) enhancement and cost structure reform are quite significant.

The primary mission of the business group is to strengthen the competitiveness and customer base of the mass-segment customer business by creating "new customer experiences that are integrated into everyday life" through a variety of flexible channels. In order to achieve this mission, this business group aims to thoroughly refine our channels, products, services, and marketing by using digital technology, and provides the most advanced and optimal financial services for our customers. By freeing customers and employees from complicated flows of actions by simplifying workflow and utilizing digital technology, this business group seeks to provide our customers with convenience and high-value-added services. In addition, the business group continues leading the company-wide digital transformation to become a financial digital platformer.

Strategic Alliance with Grab Holdings Inc.

In February 2020, MUFG entered into a strategic alliance agreement with Grab Holdings Inc., or Grab, which provides on-demand transport services, food and package delivery services, digital payments and financial services in Southeast Asia. Under the agreement, MUFG made a $706 million investment in Grab to jointly develop next-generation financial services in Southeast Asia to promote financial inclusion in the region. Grab has conferred "First Choice Bank" status on MUFG and our partner banks, including Krungsri, Bank Danamon, VietinBank and Security Bank. We also aim to utilize the insight and experience obtained through the collaboration with Grab so as to accelerate our digital transformation.

Retail & Commercial Banking Business Group

The Retail & Commercial Banking Business Group integrates the domestic retail and commercial banking businesses of MUFG Bank, Mitsubishi UFJ Trust and Banking, Mitsubishi UFJ Securities Holdings and other group companies of MUFG. This business group offers retail customers (with a strategic focus on high net-worth individuals) and small and medium–sized enterprise customers in Japan an extensive array of commercial banking, trust banking and securities products and services.

Business Environment and Strategy

In the domestic market in which we operate, unfavorable conditions remain such as the negative impact of the Bank of Japan's negative interest rate policy on the financial market and intensified competition. In addition, demographic changes, including Japan's

aging population with a declining birthrate, further acceleration of digital transformation and promotion of work style reforms resulting from the COVID-19 pandemic can change the way banking and other financial services are used in Japan. With the goals of "being Japan's leading financial professional group" and "contributing to the development of the Japanese economy and the people's livelihood and wealth," we seek to enhance and integrate the capabilities of our group companies to deliver value that exceeds customer expectations and improve customer satisfaction.

In the wealth management (WM) business, which is one of our key strategic focus areas, we are implementing measures to improve our group company structure for offering wealth management solutions, including asset management, asset and business succession transfer, and real estate services. For example, we begun operating the "WM Digital Platform," a digital tool for understanding customers' assets and needs across the MUFG Group, at all of our business locations. Through this tool, we have established a system designed to provide comprehensive solutions on a group-wide basis to the various challenges our customers face.

For customers affected by the COVID-19 pandemic, the business group seeks to provide flexible and prompt financing support through a dedicated lending program and to focus on continuing to provide services through its branches and back-office centers while implementing measures designed to ensure the safety of our customers and employees.

Japanese Corporate & Investment Banking Business Group

The Japanese Corporate & Investment Banking Business Group provides services to help large Japanese corporate customers seeking global expansion achieve growth in their corporate value. We are engaged in the lending, fund settlement, and foreign exchange businesses and also provide comprehensive solutions for M&As and real estate-related services, fully employing the expertise of each group entity.

We seek to increase our lending spreads by reducing low-profitability loans and improving risk-taking for projects with high profitability potential. In addition, we are working to accelerate the reduction of our equity holdings and have made significant progress towards achieving the reduction target under the Medium-Term Business Plan.

We also intend to expand and deepen our engagement with customers to resolve environmental and social issues as well as management issues of our customers which are becoming more complex and diverse. For example, our newly established Sustainable Business Division has been engaging with customers in decarbonization efforts. We have also made investments with customers in multiple businesses that are expected to contribute to solving social issues.

Asset Management & Investor Services Business Group

The Asset Management & Investor Services Business Group covers the asset management and asset administration businesses of Mitsubishi UFJ Trust and Banking and MUFG Bank. By integrating the trust banking expertise of Mitsubishi UFJ Trust and Banking and the global strengths of MUFG Bank, the business group offers a full range of asset management and administration services for corporations and pension funds, including pension fund management and administration, advice on pension structures, and payments to beneficiaries, and also offers investment trusts for retail customers.

We aim to expand our asset management and asset administration services business by enhancing the quality of our products and services, effectively utilizing the broad customer base of the MUFG Group and improving our operational efficiency through IT technology.

Global Corporate & Investment Banking Business Group

The Global Corporate & Investment Banking Business Group covers the corporate, investment and transaction banking businesses of MUFG Bank and Mitsubishi UFJ Securities Holdings. Through a global network of offices and branches, we provide non-Japanese large corporate and financial institution customers with a comprehensive set of solutions that meet their increasingly diverse and sophisticated financing needs.

Through the integrated business management structure between the Global Corporate & Investment Banking Business Group and the Global Markets Business Group, we aim to offer a wide range of financial services to meet the diverse needs of both corporate and institutional investor customers.

The expansion of the global corporate and investment banking and global markets businesses has been an important pillar of the MUFG Group's growth strategy. We continue to work to strengthen the strategic alignment and collaboration among our group companies and across global geographies in order to best deploy our comprehensive expertise to provide our customers with value-added solutions and services.

Corporate Banking

Through our global network of offices and branches, we provide a full range of corporate banking solutions, such as project finance, export credit agency finance, and financing through asset-backed commercial paper. Our primary customers include large

corporations, financial institutions, sovereign and multinational organizations, and institutional investors that are headquartered outside of Japan.

Investment Banking

We provide investment banking services such as debt and equity issuance and M&A-related services, to help our customers develop their financial strategies and realize their business goals. In order to meet customers' various financing needs, we have established a customer-oriented coverage model through which our product experts coordinate with one another to offer innovative financing services globally. We have further integrated the management of the operations of our commercial banking and securities subsidiaries to enhance collaboration. We are one of the world's top providers of project finance, one of the core businesses of the Global Corporate & Investment Banking Business Group. We provide sophisticated professional services in arranging limited-recourse finance and secured finance, and offering financial advice in various sectors, including natural resources, power, and infrastructure, backed by our experience, expertise, knowledge, and global network.

Transaction Banking

We provide commercial banking products and services for large corporations and financial institutions in managing and processing domestic and cross-border payments, mitigating risks in international trade, and providing working capital optimization. We provide customers with support for their domestic, regional and global trade finance and cash management programs through our extensive global network.

Global Commercial Banking Business Group

The Global Commercial Banking Business Group provides a comprehensive array of financial products and services such as loans, deposits, fund transfers, investments and asset management services for local retail, small and medium-sized enterprise, and corporate customers across the Asia-Pacific region through our major local commercial banking subsidiaries and affiliates outside of Japan referred to as "Partner Banks." Our Partner Banks include MUFG Union Bank in the United States, Krungsri in Thailand, Bank Danamon in Indonesia, VietinBank in Vietnam and Security Bank in the Philippines.

The network among the Partner Banks covers a vast market, consisting of five countries with population totaling approximately 881 million. The market is expected to expand further in the medium to long term as the GDP growth rates are relatively high in these countries and financial needs are expected to increase as average income rise in the ASEAN countries. We believe that our network, which combines the global reach of the MUFG Group companies with strong regional presence of the Partner Banks each carrying an established brand, provides us with unique competitive advantages. Through sharing and integration of the expertise and capabilities of the Partner Banks, we seek to achieve synergy effects and capture the business opportunities arising from the economic growth of the region.

MUFG Union Bank, N.A.

MUFG Union Bank is the primary subsidiary of MUFG Americas Holdings, which is our wholly owned subsidiary and which is our intermediate holding company in the United States. MUFG Union Bank is the primary operating entity of MUFG Bank in the United States. MUFG Union Bank provides a comprehensive range of banking, consumer finance, investment, asset management, and other financial products and services to individual consumers, small and medium-sized enterprises, and large corporations primarily in California, Oregon and Washington (through 297 branches as of March 31, 2022). For a discussion of recent developments relating to MUFG Union Bank, see "Item 5. Operating and Financial Review and Prospects—Recent Developments." See also "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Unexpected changes in the planned sale of MUFG Union Bank may adversely affect our strategy, financial condition or operating results."

Bank of Ayudhya Public Company Limited (Krungsri)

Krungsri is a strategic subsidiary of MUFG Bank in Thailand. Krungsri provides a comprehensive range of banking, consumer finance, investment, asset management, and other financial products and services to retail consumers, small and medium-sized enterprises, and large corporations mainly in Thailand through 642 branches (consisting 602 banking branches, 39 automobile finance business branches and one overseas branch) and other service outlets nationwide. In addition, Krungsri's consolidated subsidiaries include the largest credit card issuer in Thailand with a total of 9.6 million credit card, sales finance and personal loan accounts in its portfolio, a major auto finance provider, a fast growing asset management company and a leading microfinance service provider in Thailand.

MUFG owns a 76.88% ownership interest in Krungsri through MUFG Bank as of March 31, 2022. By combining Krungsri's local franchise with competitive presence in the retail and small and medium-sized enterprise banking markets in Thailand with MUFG Bank's global financial expertise, we seek to offer a wider range of high-value financial products and services to a more diverse and larger customer base.

PT Bank Danamon Indonesia, Tbk. ("Bank Danamon")

Bank Danamon is a strategic subsidiary of MUFG Bank in Indonesia. Bank Danamon provides a comprehensive range of banking and other financial products and services to retail consumers, small and medium-sized enterprises, and large corporations in Indonesia. It operates an extensive distribution network spread out from Aceh to Papua, with more than 860 branches and service outlets. In addition, Bank Danamon provides financing for automotive and consumer goods through PT Adira Dinamika Multi Finance Tbk, a subsidiary of Bank Danamon.

MUFG made an initial investment in December 2017 and owns a 92.47% ownership interest in Bank Danamon through MUFG Bank as of March 31, 2022. This investment in Bank Danamon represents another milestone for our growth strategy in Indonesia and Southeast Asia. We aim to offer a unique and unparalleled retail and small and medium-sized enterprise banking business model based on the established local networks of our Partner Banks and MUFG's global network to provide holistic financial services to a wider range of customers.

Other Activities in Southeast Asia

We have been expanding our operations in Southeast Asia with an effort to further develop our businesses abroad. In addition to MUFG Union Bank, Krungsri and Bank Danamon, we have strategic business and capital alliances with other banks in Southeast Asia, including VietinBank in Vietnam and Security Bank in the Philippines, as our Partner Banks.

VietinBank provides a wide range of financial services to consumers, small businesses, middle-market and large companies through its branch network predominantly in Vietnam. We own a 19.73% equity interest in VietinBank.

Security Bank provides a wide range of financial services to consumers, small businesses, middle-market and large companies through its branch network in the Philippines. We own a 20% equity interest in Security Bank.

See "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Our strategy to expand the range of our financial products and services and the geographic scope of our business globally may fail if we are unable to anticipate or manage new or expanded risks that entail such expansion."

Global Markets Business Group

The Global Markets Business Group covers the customer business and the treasury operations of MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Securities Holdings. The customer business includes sales and trading in fixed income instruments, currencies and equities as well as other investment products, and origination and distribution of financial products. The treasury operations include asset and liability management as well as global investments for the MUFG Group. In the fiscal year ended March 31, 2022, we started a new investment business in the Global Markets Business Group involving long-term diversified investments as a new sustainable revenue source.

Customer Business

Sales and Trading in Fixed Income Instruments, Currencies and Equities. We provide financing, hedging, and investment solutions to our retail, corporate, institutional, and governmental customers through sales and trading in financial market products such as fixed income instruments, currencies, and equities.

Investment Products for Non-Institutional Customers in Japan. We provide investment products such as mutual funds, and structured bonds, notes and deposits to non-institutional customers in Japan. We offer solutions using these investment products to help customers better manage their assets and liabilities. This business is conducted through the integrated operations management structure among the Global Markets Business Group, the Asset Management & Investor Service Business Group, the Retail & Commercial Banking Business Group, and the Japanese Corporate and Investment Banking Business Group.

Origination and Distribution. We provide financing solutions to institutional customers through origination and distribution of financial products such as syndicated loans and securities issuances. This business is conducted through the integrated operations management structure between the Global Markets Business Group and the Global Corporate and Investment Banking Business Group.

Treasury Operations

Asset and Liability Management. Through our treasury operations, we seek to manage interest rate and liquidity risks residing in our balance sheets through, among other things, transactions designed to manage the profit and loss impact attributable to market movements based on our balance sheet analyses and forecasts. Such transactions include investments in high quality liquid securities such as Japanese government bonds and U.S. Treasury bonds and trading in other financial products such as interest rate swaps and cross currency swaps.

Global Investment. Through our treasury operations, we also seek to enhance our profitability by diversifying our portfolio and strategically investing in financial products including corporate bonds and funds.

Global Strategic Alliance with Morgan Stanley

As of March 31, 2022, we held approximately 377 million shares of Morgan Stanley's common stock representing approximately 21.5% of the voting rights in Morgan Stanley and Series C Preferred Stock with a face value of approximately $521.4 million and 10% dividend. As of the same date, we had two representatives appointed to Morgan Stanley's board of directors. We adopted the equity method of accounting for our investment in Morgan Stanley beginning with the fiscal year ended March 31, 2012.

In conjunction with Morgan Stanley, we formed two securities joint venture companies in May 2010 to integrate our respective Japanese securities companies. We converted the wholesale and retail securities businesses conducted in Japan by Mitsubishi UFJ Securities into Mitsubishi UFJ Morgan Stanley Securities. Morgan Stanley contributed the investment banking operations conducted in Japan by its former wholly-owned subsidiary, Morgan Stanley Japan, to Mitsubishi UFJ Morgan Stanley Securities, and converted the sales and trading and capital markets businesses conducted in Japan by Morgan Stanley Japan into an entity called Morgan Stanley MUFG Securities, Co., Ltd. We hold a 60% economic interest in Mitsubishi UFJ Morgan Stanley Securities and Morgan Stanley MUFG Securities, and Morgan Stanley holds a 40% economic interest in Mitsubishi UFJ Morgan Stanley Securities and Morgan Stanley MUFG Securities. We hold a 60% voting interest and Morgan Stanley holds a 40% voting interest in Mitsubishi UFJ Morgan Stanley Securities, and we hold a 49% voting interest and Morgan Stanley holds a 51% voting interest in Morgan Stanley MUFG Securities. Morgan Stanley's and our economic and voting interests in the securities joint venture companies are held through intermediate holding companies. We have retained control of Mitsubishi UFJ Morgan Stanley Securities and we account for our interest in Morgan Stanley MUFG Securities under the equity method due to our significant influence over Morgan Stanley MUFG Securities. The board of directors of Mitsubishi UFJ Morgan Stanley Securities has fifteen members, nine of whom are designated by us and six of whom are designated by Morgan Stanley. The board of directors of Morgan Stanley MUFG Securities has ten members, six of whom are designated by Morgan Stanley and four of whom are designated by us. The CEO of Mitsubishi UFJ Morgan Stanley Securities is designated by us and the CEO of Morgan Stanley MUFG Securities is designated by Morgan Stanley.

We have also expanded the scope of our global strategic alliance with Morgan Stanley into other geographies and businesses, including (1) a loan marketing joint venture that provides clients in the United States with access to the world-class lending and capital markets services from both companies, (2) business referral arrangements in Asia, Europe, the Middle East and Africa, covering capital markets, loans, fixed income sales and other businesses, (3) global commodities referral arrangements whereby MUFG Bank and its affiliates refer clients in need of commodities-related hedging solutions to certain affiliates of Morgan Stanley, and (4) an employee secondment program to share best practices and expertise in a wide range of business areas.

See "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—If our strategic alliance with Morgan Stanley fails, we could suffer financial or reputational loss."

Competition

We face strong competition in all of our principal areas of operation. The structural reforms in financial industry regulations and recent developments in financial markets have resulted in some significant changes in the Japanese financial system and prompted banks to merge or reorganize their operations. In addition, development of new technologies such as artificial intelligence and blockchain has also allowed non-financial institutions to enter the financial services industry with alternative services, thus changing the nature of competition from other financial institutions as well as from other types of businesses. See "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Our business may be adversely affected by competitive pressures, which have partly increased due to regulatory changes and recent market changes in the financial industry domestically and globally."

Japan

Our major competitors in Japan include:

- Japan's other major banking groups: Mizuho Financial Group and Sumitomo Mitsui Financial Group;
- Government financial institutions: Japan Finance Corporation, Japan Post Bank, Development Bank of Japan and Japan Bank for International Cooperation;
- Other commercial banking institutions: Resona Bank, Shinsei Bank, regional banks, and credit associations (*shinkin banks*);
- Securities companies and investment banks: Nomura group and Daiwa group; and
- Asset management companies.

Foreign

In foreign markets, we face competition from local and global commercial banks, money center banks, regional banks, thrift institutions, asset management companies, investment advisory companies, credit unions and other similar financial institutions.

The Japanese Financial System

Japanese financial institutions may be categorized into three types:

- the central bank, namely the Bank of Japan;
- private banking institutions; and
- government financial institutions.

The Bank of Japan

The Bank of Japan's role is to maintain price stability and the stability of the financial system to ensure a solid foundation for sound economic development.

Private Banking Institutions

Private banking institutions in Japan are commonly classified into two categories (the following numbers are based on information published by the FSA available as of February 8, 2022):

- ordinary banks (121 ordinary banks and 57 foreign commercial banks with ordinary banking operations); and
- trust banks (13 trust banks, including two Japanese subsidiaries of foreign financial institutions).

Ordinary banks in turn are classified as city banks, of which there are four, including MUFG Bank, and regional banks, of which there are 99 and other banks, of which there are 18. In general, the operations of ordinary banks correspond to commercial banking operations in the United States. City banks and regional banks are distinguished based on head office location as well as the size and scope of their operations.

The city banks are generally considered to constitute the largest and most influential group of banks in Japan. Generally, these banks are based in large cities, such as Tokyo and Osaka, and operate nationally through networks of branch offices. The city banks provide a wide variety of banking and other financial products and services to large corporate customers, including the major industrial companies in Japan, as well as small and medium-sized companies and retail customers.

With some exceptions, the regional banks tend to be much smaller in terms of total assets than the city banks. Historically, each of the regional banks has been based in one of the Japanese prefectures and has extended its operations into neighboring prefectures. Their customers are mostly regional enterprises and local public utilities. Trust banks, including Mitsubishi UFJ Trust and Banking, provide various trust services relating to money trusts, pension trusts and investment trusts and offer other services relating to real estate, stock transfer agency and testamentary services, as well as banking services.

Government Financial Institutions

There are a number of government financial institutions in Japan, which are corporations wholly owned or majority-owned by the government and operate under the government's supervision. Their funds are provided mainly from government sources. Certain types of operations undertaken by these institutions have been or are planned to be assumed by, or integrated with the operations of, private corporations through privatizations and other measures.

Among them are the following:

- The Development Bank of Japan, which was established for the purpose of contributing to the economic development of Japan by extending long-term loans, mainly to primary and secondary sector industries, and which was reorganized as a joint stock company in October 2008 as part of its ongoing privatization process, with the government being required by law to continue to hold 50% or more of the shares in the bank until the completion of certain specified investment operations, which the bank is required to endeavor to achieve by March 2026, and more than one-third for an unspecified period thereafter;
- Japan Finance Corporation, which was formed in October 2008, through the merger of the international financial operations of the former Japan Bank for International Cooperation, National Life Finance Corporation, Agriculture, Forestry and Fisheries Finance Corporation, and Japan Finance Corporation for Small and Medium Enterprise, for the primary purposes of supplementing and encouraging the private financing of exports, imports, overseas investments and overseas economic cooperation, and supplementing private financing to the general public, small and medium-sized enterprises and those engaged in agriculture, forestry and fishery. In April 2012, Japan Finance Corporation spun off its international operations to create Japan Bank for International Cooperation as a separate government-owned entity;

- Japan Housing Finance Agency, which was originally established in June 1950 as the Government Housing Loan Corporation for the purpose of providing housing loans to the general public, and which was reorganized as an incorporated administrative agency and started to specialize in securitization of housing loans in April 2007; and
- The Japan Post Group companies, a group of joint stock companies including Japan Post Bank, which were formed in October 2007 as part of the Japanese government's privatization plan for the former Japan Post, a government-run public services corporation, which had been the Postal Service Agency until March 2003. In November 2015, approximately 11% of the outstanding shares of each of Japan Post Bank, Japan Post Insurance and Japan Post Holdings were sold to the public, and these companies are currently listed on the Tokyo Stock Exchange. In September 2017 and October 2021, an additional 22% and 27%, respectively, of the outstanding shares of Japan Post Holdings were sold to the public.

Supervision and Regulation

Japan

Supervision. The FSA is responsible for supervising and overseeing financial institutions, making policy for the overall Japanese financial system and conducting insolvency proceedings with respect to financial institutions. The Bank of Japan, as the central bank for financial institutions, also has supervisory authority over banks in Japan, based primarily on its contractual agreements and transactions with the banks.

The Banking Act. Among the various laws that regulate financial institutions, the Banking Act and its subordinated orders and ordinances are regarded as the fundamental law for ordinary banks and other private financial institutions. The Banking Act addresses capital adequacy, inspections and reporting of banks and bank holding companies, as well as the scope of business activities, disclosure, accounting, limitation on granting credit and standards for arm's length transactions for them. Bank holding companies, banks and other financial institutions are required to establish an appropriate system to cope with conflicts of interest that may arise from their business operations.

The Banking Act and various other financial regulation related laws have recently been amended, including certain deregulations on restrictions for shareholdings by banks. For example, although a bank is generally prohibited from holding more than 5% of the outstanding shares of another company (other than certain financial businesses) under the Banking Act, an amendment to the Banking Act which took effect in April 2017 allows banks to acquire and hold more than 5% of the voting rights in certain financial technology companies if approved by the FSA. An additional amendment to the Banking Act which took effect in June 2018 introduced a framework for affiliation and cooperation between financial institutions and financial technology companies while adding measures designed to ensure customer protection. A further amendment to the Banking Act which took effect in May 2020 allows banks to engage in certain information provision services relating to customer and other information. In addition, an amendment to the Banking Act which took effect in November 2021 allows banks to engage in certain services contributory to the construction of a sustainable society such as regional revitalization or productivity enhancement and allows banks, with the FSA's approval, to acquire and hold more than 5% of the voting rights in companies which engage in certain services contributory to the construction of a sustainable society such as regional revitalization or productivity enhancement.

Bank holding company regulations. A bank holding company is prohibited from carrying out any business other than the management of its subsidiaries and other incidental businesses. A bank holding company may have any of the following as a subsidiary: a bank, a securities company, an insurance company, a foreign subsidiary that is engaged in the banking, securities or insurance business and any company that is engaged in a finance-related business, such as a credit card company, a leasing company, investment advisory company, or financial technology company as permitted by the April 1, 2017 amendments to the Banking Act. Certain companies that are designated by a ministerial ordinance as those that cultivate new business fields may also become the subsidiaries of a bank holding company.

In addition, under the April 1, 2017 amendments to the Banking Act, a bank holding company (i) is required to perform certain specified functions as a bank holding company to ensure effective management of its subsidiaries and (ii) is allowed to engage in certain specified common operations of its subsidiaries so as to improve the efficiency of the operations of its group companies.

Capital adequacy. The capital adequacy guidelines adopted by the FSA that are applicable to Japanese bank holding companies and banks with international operations closely follow the risk-weighted approach introduced by the Basel Committee on Banking Supervision of the Bank for International Settlements.

Basel II, as adopted by the FSA, has been applied to Japanese banks since March 31, 2007. Basel III, as adopted by the FSA, has been applied to Japanese banking institutions with international operations conducted through their foreign offices since March 31, 2013. Basel III is built on "three pillars": (1) minimum capital requirements, (2) the self-regulation of financial institutions based on supervisory review process, and (3) market discipline through the disclosure of information.

The Group of Central Bank Governors and Heads of Supervision reached an agreement on the new global regulatory framework, which has been referred to as "Basel III," in July and September 2010. In December 2010, the Basel Committee agreed on the details of the Basel III rules. The agreement on Basel III includes the following: (1) raising the quality of capital to ensure banks are able to better absorb losses both on a going concern basis and on a gone concern basis, (2) increasing the risk coverage of the capital framework, in particular for trading activities, securitizations, exposures to off-balance sheet vehicles and counterparty credit exposures arising from derivatives, (3) raising the level of minimum capital requirements, including an increase in the minimum

common equity requirement from 2% to 4.5%, which was phased in between January 1, 2013 and the end of the calendar year 2014, and a capital conservation buffer of 2.5%, which was phased in between January 1, 2016 and the end of the calendar year 2018, bringing the total common equity requirement to 7%, (4) introducing an internationally harmonized leverage ratio to serve as a backstop to the risk-based capital measure and to contain the build-up of excessive leverage in the system, (5) raising standards for the supervisory review process (Pillar 2) and public disclosures (Pillar 3), together with additional guidance in the areas of valuation practices, stress testing, liquidity risk management, corporate governance and compensation, (6) introducing minimum global liquidity standards consisting of both a short term liquidity coverage ratio, or LCR, and a longer term structural net stable funding ratio, or NSFR, and (7) promoting the build-up of capital buffers that can be drawn down in periods of stress, including both a capital conservation buffer and a countercyclical buffer to protect the banking sector from periods of excess credit growth.

Under Basel III, Common Equity Tier 1, Tier 1 and total capital ratios are used to assess capital adequacy, which ratios are determined by dividing applicable capital components by risk-weighted assets. Total capital is defined as the sum of Tier 1 and Tier 2 capital.

Under Basel III, Tier 1 capital is defined to include Common Equity Tier 1 and Additional Tier 1 capital. Common Equity Tier 1 capital is a new category of capital primarily consisting of:

- common stock,
- capital surplus,
- retained earnings, and
- accumulated other comprehensive income.

Regulatory adjustments including certain intangible fixed assets, such as goodwill, and defined benefit pension fund net assets (prepaid pension costs) will be deducted from Common Equity Tier 1 capital.

Additional Tier 1 capital generally consists of Basel III compliant preferred shares and perpetual subordinated obligations, and, during the transition period (which ended on March 31, 2022), other capital that met Tier I requirements under the former Basel II standards, net of regulatory adjustments.

Tier 2 capital generally consists of:

- Basel III compliant subordinated obligations,
- during the transition period, capital that met Tier II requirements under the former Basel II standards,
- allowances for credit losses, and
- non-controlling interests in subsidiaries' Tier 2 capital instruments.

In order to qualify as Tier 1 or Tier 2 capital under Basel III, applicable instruments such as preferred shares and subordinated debt must have a clause in their terms and conditions that requires them to be written-off or forced to be converted into common stock upon the occurrence of certain trigger events.

Risk-weighted assets are the sum of risk-weighted assets compiled for credit risk purposes, quotient of dividing the amount equivalent to market risk by 8%, and quotient of dividing the amount equivalent to operational risk by 8%, and also include any amount to be added due to transitional measures as well as floor adjustments, if necessary. Risk-weighted assets include the capital charge of the credit valuation adjustment, or CVA, the credit risk related to asset value correlation multiplier for large financial institutions, the 250% risk-weighted threshold items not deducted from Common Equity Tier 1 capital, and certain Basel II capital deductions that were converted to risk-weighted assets under Basel III, such as securitizations and significant investments in commercial entities. Certain Basel III provisions were adopted by the FSA with transitional measures and became effective March 31, 2013.

The capital ratio standards applicable to us are as follows:

- a minimum total capital ratio of 8.0%,
- a minimum Tier 1 capital ratio of 6.0%, and
- a minimum Common Equity Tier 1 capital ratio of 4.5%.

These minimum capital ratios are applicable to MUFG on a consolidated basis and to MUFG Bank and Mitsubishi UFJ Trust and Banking on a consolidated as well as stand-alone basis.

We have been granted an approval by the FSA to exclude the majority of our investment in Morgan Stanley from being subject to double gearing adjustments. The approval was granted for a 10-year period, but the approval amount will be phased out by 20% each year starting from March 31, 2019. As of March 31, 2022, a full application of double gearing adjustments with respect to our investment in Morgan Stanley would have reduced our Common Equity Tier 1 capital ratio by approximately 0.3 percentage points.

The Financial Stability Board identified us as a global systematically important bank, or G-SIB, in its most recent annual report published in November 2021, and is expected to update the list of G-SIB annually. In December 2015, the FSA also designated us as a G-SIB as well as a domestic systemically important bank generally referred to as a "D-SIB."

Effective March 31, 2016, the FSA's capital conservation buffer, countercyclical buffer and G-SIB surcharge requirements became applicable to Japanese banking institutions with international operations conducted through foreign offices, including us. The requirements as of March 31, 2022 consist of a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a countercyclical buffer of 0.01% in addition to the 4.5% minimum Common Equity Tier 1 capital ratio.

In December 2017, the Group of Central Bank Governors and Heads of Supervision released final Basel III reforms. The reforms are designed, among other things, to help reduce excessive variability in risk-weighted assets among banks and improve the comparability and transparency of banks' risk-based capital ratios. The reforms endorsed by the Group of Central Bank Governors and Heads of Supervision include the following elements:

- a revised standardized approach for credit risk, which is designed to improve the robustness and risk sensitivity of the existing approach;
- revisions to the internal ratings-based approach for credit risk, where the use of the most advanced internally modelled approaches for low-default portfolios will be limited;
- revisions to CVA framework, including the removal of the internally modelled approach and the introduction of a revised standardized approach;
- a revised standardized approach for operational risk, which will replace the existing standardized approaches and the advanced measurement approaches;
- revisions to the measurement of the leverage ratio and a leverage ratio buffer for G-SIBs, which will take the form of a Tier 1 capital buffer set at 50% of a G-SIB's risk-weighted capital buffer; and
- an aggregate output floor, which is designed to ensure that banks' risk-weighted assets generated by internal models are no lower than 72.5% of risk-weighted assets as calculated by the Basel III framework's standardized approaches. Banks will also be required to disclose their risk-weighted assets based on these standardized approaches.

Most of the reforms was scheduled to become effective on January 1, 2022, subject to implementation through legislation and regulation in each of the relevant jurisdictions, including Japan. In March 2020, the implementation date was deferred by one year to January 1, 2023 in light of the COVID-19 pandemic. In April 2022, the FSA announced a further deferment of the implementation date by one more year to March 31, 2024 for banking institutions with international operations conducted through foreign offices, including us.

In January 2019, the Group of Central Bank Governors and Heads of Supervision approved the Basel Committee on Banking Supervision's finalized market risk capital framework. The approved market risk framework was scheduled to become effective on January 1, 2022, subject to implementation through legislation and regulation in each of the relevant jurisdictions, including Japan. In March 2020, the implementation date was deferred by one year to January 1, 2023 in light of the COVID-19 pandemic. In April 2022, the FSA announced a further deferment of the implementation date by one more year to March 31, 2024 for banking institutions with international operations conducted through foreign offices, including us.

For a discussion on our capital ratios, see "Item 5.B. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Capital Adequacy."

Leverage ratio. Japanese banks and bank holding companies with international operations are required to maintain a minimum leverage ratio and disclose their leverage ratios calculated in accordance with the methodology prescribed in the FSA guidelines that have been adopted to implement the relevant Basel III standard. The leverage ratio is designed for monitoring and preventing the build-up of excessive leverage in the banking sector and is expressed as the ratio of Tier 1 capital to total balance sheet assets adjusted in accordance with the FSA guidelines. In December 2017, the Group of Central Bank Governors and Heads of Supervision announced final Basel III reforms. The announced reforms include the revisions to the measurement of the leverage ratio and a 3.00% minimum leverage ratio requirement, plus a G-SIB leverage ratio buffer equal to 50% of the applicable G-SIB capital surcharge. The announcement sets forth implementation dates of January 1, 2018 for the minimum leverage ratio requirement and January 1, 2022 for the G-SIB leverage ratio buffer requirement. In Japan, the FSA adopted the minimum leverage ratio requirement effective March 31, 2019, and the minimum leverage ratio requirement as of March 31, 2020 is 3.00%. In March 2020, the implementation date for the G-SIB leverage ratio buffer requirement was deferred by one year to January 1, 2023 in light of the COVID-19 pandemic. On June 30, 2020, in coordination with the Bank of Japan in implementing its monetary policy in response to the COVID-19 pandemic, the FSA published amendments to the leverage ratio regulations, effective June 30, 2020. Under the amendments, deposits with the Bank of Japan are excluded from the calculation of the leverage ratio during the period from June 30, 2020 to March 31, 2021. On March 31, 2021, the FSA announced an extension of the effective period of such amendments until March 31, 2022. On March 25, 2022, the FSA announced a re-extension of the effective period of such amendments until March 31, 2024.

Total loss-absorbing capacity. In November 2015, the Financial Stability Board issued the final Total Loss-Absorbing Capacity, or TLAC, standard for G-SIBs, including us. The Financial Stability Board's TLAC standard is designed to ensure that if a G-SIB fails, it has sufficient loss-absorbing and recapitalization capacity available in resolution to implement an orderly resolution that

minimizes impacts on financial stability, ensures the continuity of critical functions, and avoids exposing public funds to loss. The Financial Stability Board's TLAC standard defines a minimum requirement for the instruments and liabilities that should be readily available to absorb losses in resolution.

The TLAC standard which was set forth in the regulatory notices and related materials for the implementation of the Financial Stability Board's TLAC standard in Japan published by the FSA in March 2019 and which became applicable to (i) G-SIBs in Japan and (ii) a domestic systemically important bank designated by the FSA, or D-SIB, in Japan deemed to be in particular need for a cross-border resolution arrangement and of particular systemic significance to the Japanese financial system if it fails (such G-SIBs and D-SIB, collectively, "Covered SIBs") on March 31, 2019, and March 31, 2021, respectively, or the Japanese TLAC Standard, requires entities designated by the FSA as Domestic Resolution Entities for Covered-SIBs to meet certain minimum external total loss-absorbing capacity, or External TLAC, requirements. The Japanese TLAC Standard and the Financial Stability Board's TLAC standard also require the Domestic Resolution Entities to cause any of their material subsidiaries in Japan designated as systemically important by the FSA or their foreign subsidiaries subject to TLAC or similar requirements in the relevant jurisdictions to maintain certain minimum level of capital and debt having internal total loss-absorbing and recapitalization capacity, or Internal TLAC.

In the Japanese TLAC Standard, the FSA has designated the relevant ultimate holding companies in Japan as Domestic Resolution Entities for the Covered SIBs and, in our case, MUFG as the Domestic Resolution Entity for our Group, making MUFG subject to the External TLAC requirements in Japan. The FSA has also designated MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Morgan Stanley Securities as MUFG's material subsidiaries in Japan, which are subject to the Internal TLAC requirements applicable to MUFG.

External TLAC debt generally consists of Basel III compliant regulatory capital, including, during the transition period (which ended on March 31, 2022), capital that meets the applicable regulatory capital requirements under the former Basel II standards, and the Japanese TLAC Standard compliant obligations, net of regulatory adjustments. Internal TLAC debt generally consists of Basel III compliant regulatory capital, including, during the transition period (which ended on March 31, 2022), capital that meets the applicable regulatory capital requirements under the former Basel II standards, and the Japanese TLAC Standard compliant subordinated obligations, net of regulatory adjustments. The Japanese TLAC Standard does not require that, in order for unsecured senior debt issued by the Domestic Resolution Entity of a Japanese G-SIB to qualify as External TLAC debt, such debt be subject to any contractual write-down, write-off or conversion provisions or to any subordination provisions so long as its creditors are recognized as structurally subordinated to the creditors of its subsidiaries and affiliates by the FSA on the ground that the amount of excluded liabilities of such Domestic Resolution Entity ranking pari passu with, or junior to, its unsecured senior liabilities does not, in principle, exceed 5% of the aggregate amount of its External TLAC. In contrast, Internal TLAC debt incurred by a material subsidiary of a Japanese G-SIB is required to be subject to contractual loss absorption provisions and to be subordinated to such subsidiary's excluded liabilities.

The Japanese TLAC Standard requires a Japanese G-SIB, including us, to issue and maintain TLAC debt in an amount not less than 16% of its consolidated risk-weighted assets and 6% of the applicable Basel III leverage ratio denominator on and after March 31, 2019, and not less than 18% of its consolidated risk-weighted assets and 6.75% of the applicable Basel III leverage ratio denominator on or after March 31, 2022. In addition, under the Japanese TLAC Standard, Japanese G-SIBs are allowed to count as external TLAC the Japanese Deposit Insurance Fund Reserves in an amount equivalent to 2.5% of their consolidated risk-weighted assets from March 31, 2019 and 3.5% of their consolidated risk-weighted assets from March 31, 2022.

On June 30, 2020, in coordination with the Bank of Japan in implementing its monetary policy in response to the COVID-19 pandemic, the FSA published amendments to the Japanese TLAC Standard, together with amendments to the leverage ratio regulations, effective June 30, 2020. Under the amendments, deposits with the Bank of Japan are excluded from the calculation of External TLAC ratio and Internal TLAC amounts on a total exposure basis as well as the leverage ratio during the period from June 30, 2020 to March 31, 2021 as temporary measures. On March 31, 2021, the FSA announced an extension of the effective period of such temporary measures until March 31, 2022. On March 25, 2022, the FSA announced a re-extension of the effective period of such temporary measures until March 31, 2024.

Under the Japanese TLAC Standard, the FSA may order the Domestic Resolution Entity of a Covered SIB to submit a report outlining an improvement plan if the External TLAC ratio of the Domestic Resolution Entity or the Internal TLAC of its material subsidiaries in Japan falls below the minimum requirements. If the FSA further deems it necessary to ensure improvement, the FSA may issue a business improvement order to such Domestic Resolution Entity.

The Domestic Resolution Entity may also be subject to a capital distribution constraints plan if the capital buffers are used and reduced below the required level to make up for its required External TLAC on a risk-weighted assets basis.

See "Item 3.D Key Information—Risk Factors—Risks Related to Our Ability to Meet Regulatory Capital Requirements—We may not be able to maintain our capital ratios and other regulatory ratios above minimum required levels, which could result in various regulatory actions, including the suspension of some or all of our operations."

Prompt corrective action system. Under the prompt corrective action system, the FSA may take corrective action, if a bank or a bank holding company fails to meet the minimum capital adequacy ratio or leverage ratio. These actions include requiring such bank or bank holding company to formulate and implement capital improvement measures, requiring it to reduce assets or the bank's business operations or take other specific actions, and issuing an order to dispose of shares of its subsidiaries or suspend all or part of the bank's business operations.

Capital distribution constraints system. Under the capital distribution constraints system, the FSA may order a bank or a bank holding company to submit and carry out a capital distribution constraints plan, if the bank or the bank holding company fails to maintain Common Equity Tier 1 capital required as applicable capital buffers. A capital distribution plan must be determined to be reasonably designed to restore the required capital buffers by restricting capital distributions, such as dividends, share buybacks and bonus payments, up to a certain amount depending on the level of the deficit in the required capital buffers of the bank or the bank holding company.

Prompt warning system. Under the prompt warning system, the FSA may take precautionary measures to maintain and promote the sound operations of financial institutions, even before those financial institutions become subject to prompt corrective actions. These measures require a financial institution to enhance profitability, credit risk management, stability and cash flows.

Deposit insurance system and government measures for troubled financial institutions. The Deposit Insurance Act is intended to protect depositors if a financial institution fails to meet its obligations. The Deposit Insurance Corporation was established in accordance with the Deposit Insurance Act.

City banks, including MUFG Bank, regional banks, trust banks, including Mitsubishi UFJ Trust and Banking, and various other credit institutions participate in the deposit insurance system on a compulsory basis.

Under the Deposit Insurance Act, the maximum amount of protection is ¥10 million per customer within one bank. The ¥10 million maximum applies to all deposits except for non-interest bearing deposits, which are non-interest bearing deposits redeemable on demand and maintained by depositors primarily in settlement accounts for payment and settlement purposes. Deposits in settlement accounts are fully protected without a maximum amount limitation. Certain types of deposits are not covered by the deposit insurance system, such as foreign currency deposits and negotiable certificates of deposit. As of April 1, 2022, the Deposit Insurance Corporation charged an insurance premium equal to 0.021% per year on the deposits in the settlement accounts, and a premium equal to 0.014% per year on the deposits in other accounts.

Under the Deposit Insurance Act, a Financial Reorganization Administrator can be appointed by the Prime Minister if a bank's liabilities exceed its assets or a bank has suspended, or is likely to suspend, repayment of deposits. The Financial Reorganization Administrator will take control of the assets of the troubled bank, dispose of the assets and search for another institution willing to take over the troubled bank's business. The troubled bank's business may also be transferred to a "bridge bank" established by the Deposit Insurance Corporation to enable the troubled bank's operations to be maintained and continue temporarily, and the bridge bank will seek to transfer the troubled bank's assets to another financial institution or dissolve the troubled bank. The Deposit Insurance Corporation protects deposits, as described above, either by providing financial aid for costs incurred by the financial institution succeeding the insolvent bank or by paying insurance money directly to depositors. The financial aid provided by the Deposit Insurance Corporation may take the form of a monetary grant, loan or deposit of funds, purchase of assets, guarantee or assumption of debt, subscription for preferred stock, or loss sharing.

The Deposit Insurance Act also provides for exceptional measures to cope with systemic risk in the financial industry. Where the Prime Minister recognizes that the failure of a bank which falls into any of (i) through (iii) below may cause an extremely grave problem to the maintenance of the financial order in Japan or the region where such bank is operating, or systemic risk, if none of the measures described in (i) through (iii) below is implemented, the Prime Minister may, following deliberation by the Financial Crisis Response Council, confirm (nintei) the need to take any of the following measures: (i) if the bank does not fall into either of the categories described in (ii) or (iii) below, the Deposit Insurance Corporation may subscribe for shares or subordinated bonds of, or extend subordinated loans to the bank, or subscribe for shares of the bank holding company of the bank, in order to enhance the bank's regulatory capital ("Item 1 measures" (dai ichigo sochi)); (ii) if the bank has suspended, or is likely to suspend, repayment of deposits, or its liabilities exceed its assets, financial aid exceeding the pay-off cost may be made available to such bank ("Item 2 measures" (dai nigo sochi)); and (iii) if the bank has suspended, or is likely suspend, repayment of deposits, and its liabilities exceed its assets, and the systemic risk cannot be avoided by the measures mentioned in (ii) above, the Deposit Insurance Corporation may acquire all of the bank's shares ("Item 3 measures" (dai sango sochi)). The expenses for the implementation of the above measures will be borne by the banking industry, with an exception under which the Japanese government may provide partial subsidies for such expenses.

Under the new orderly resolution regime established by amendments to the Deposit Insurance Act that were promulgated in June 2013 and became effective on March 6, 2014, financial institutions, including banks, insurance companies and securities companies and their holding companies, are subject to the regime. Further, where the Prime Minister recognizes that the failure of a financial institution which falls into either of (a) or (b) below may cause a significant disruption to the Japanese financial market or system in Japan if measures described in (a) or measures described in (b) are not taken, the Prime Minister may, following deliberation by the Financial Response Crisis Council, confirm (nintei) that any of the following measures need to be applied to the financial institution:

(a) if the financial institution is not a financial institution whose liabilities exceed its assets, the financial institution shall be placed under the special supervision by the Deposit Insurance Corporation over the financial institution's business operations and management and the disposal of the financial institution's assets, and the Deposit Insurance Corporation may provide the financial institution with loans or guarantees necessary to avoid the risk of significant disruption to the financial system in Japan, or subscribe for shares or subordinated bonds of, or extend subordinated loans to, the financial institution, taking into consideration the financial condition of the financial institution ("Specified Item 1 measures" (*tokutei dai ichigo sochi*) under Article 126-2, Paragraph 1, Item 1 of the Deposit Insurance Act); or

(b) if the financial institution is a financial institution whose liabilities exceed, or are likely to exceed, its assets or which has suspended, or is likely to suspend, payments on its obligations, the financial institution shall be placed under the special supervision by the Deposit Insurance Corporation over the financial institution's business operations and management and the disposal of the financial institution's assets, and the Deposit Insurance Corporation may provide financial aid necessary to assist a merger, business transfer, corporate split or other reorganization in respect of such failed financial institution ("Specified Item 2 measures" (*tokutei dai nigo sochi*) under Article 126-2, Paragraph 1, Item 2 of the Deposit Insurance Act).

If the Prime Minister confirms that any of the measures set out in (b) above needs to be applied to a failed financial institution, the Prime Minister may order that the failed financial institution's business operations and management and the disposal of the failed financial institution's assets be placed under the special control of the Deposit Insurance Corporation. The business or liabilities of the financial institution subject to the special supervision or the special control of the Deposit Insurance Corporation as set forth above may also be transferred to a "bridge financial institution" established by the Deposit Insurance Corporation to enable the financial institution's operations to be maintained and continue temporarily, or the financial institution's liabilities to be repaid, and the bridge financial institution will seek to transfer the financial institution's business or liabilities to another financial institution or dissolve the financial institution. The financial aid provided by the Deposit Insurance Corporation to assist a merger, business transfer, corporate split or other reorganization in respect of the failed financial institution set out in (b) above may take the form of a monetary grant, loan or deposit of funds, purchase of assets, guarantee or assumption of debts, subscription for preferred stock or subordinated bonds, subordinated loan, or loss sharing. If the Deposit Insurance Corporation has provided such financial assistance, the Prime Minister may designate the movable assets and claims of the failed financial institution as not subject to attachment, and such merger, business transfer, corporate split or other reorganization may be conducted outside of the court-administrated insolvency proceedings. If the financial institution subject to the special supervision or the special control by the Deposit Insurance Corporation as set forth above has liabilities that exceed, or are likely to exceed, its assets, or has suspended, or is likely to suspend, payments on its obligations, the financial institution may transfer all or a material portion of its business or all or a material portion of shares of its subsidiaries or implement corporate split or certain other corporate actions with court permission in lieu of any shareholder resolutions. In addition, the Deposit Insurance Corporation must request other financial institution creditors of the failed financial institution to refrain from exercising their rights against the failed financial institution until measures necessary to avoid the risk of significant disruption to the financial system in Japan have been taken, if it is recognized that such exercise of their rights is likely to make the orderly resolution of the failed financial institution difficult.

The expenses for implementation of the measures under this regime will be borne by the financial industry, with an exception under which the Japanese government may provide partial subsidies for such expenses within the limit to be specified in the government budget in cases where it is likely to cause extremely serious hindrance to the maintenance of the credit system in Japan or significant turmoil in the Japanese financial market or system if such expenses are to be borne only by the financial industry.

According to the announcement made by the FSA in March 2014, (i) Additional Tier 1 instruments and Tier 2 instruments under Basel III issued by a bank must be written down or converted into common shares when the Prime Minister confirms (nintei) that Item 2 measures (dai nigo sochi), Item 3 measures (dai sango sochi), or Specified Item 2 measures (tokutei dai nigo sochi) need to be applied to the bank and (ii) Additional Tier 1 instruments and Tier 2 instruments under Basel III issued by a bank holding company must be written down or converted into common shares when the Prime Minister confirms (nintei) that Specified Item 2 measures (tokutei dai nigo sochi) need to be applied to the bank holding company.

Further, in an explanatory paper outlining the FSA's approach for the introduction of the TLAC framework in Japan published by the FSA in April 2016 and revisions to the paper published by the FSA in April 2018, collectively the FSA TLAC Approach, as well as in the Japanese TLAC Standard, the FSA expressed its view that single point of entry, or SPE, resolution, in which a single national resolution authority applies its resolution tools to the ultimate holding company in Japan of a financial group, would be the preferred strategy for resolution of the Covered SIBs. However, it is uncertain which measure is to be taken in a given case, including whether or not the SPE resolution strategy will actually be elected and implemented in a given case, and the actual measures to be taken will be determined on a case-by-case basis considering the actual condition of the relevant Japanese G-SIB in distress. Under a possible model of resolution of a Japanese G-SIB based on the SPE resolution strategy as described in the Japanese TLAC Standard, if the FSA determines that a material subsidiary in Japan of a financial institution that is a Japanese G-SIB is non-viable due to material deterioration in its financial condition and issues an order concerning restoration of financial soundness, including recapitalization and restoration of liquidity of such material subsidiary, to the ultimate holding company in Japan designated by the FSA as Domestic Resolution Entity for the financial institution under the Banking Act of Japan (Act No. 59 of 1981), the material subsidiary's Internal TLAC instruments will be written off or, if applicable, converted into equity in accordance with the applicable contractual loss absorption provisions of such Internal TLAC instruments. Following the write-off or conversion of Internal TLAC instruments, if the Prime Minister recognizes that the financial institution's liabilities exceed, or are likely to exceed, its assets, or that it has suspended, or is likely to suspend, payments on its obligations, as a result of the financial institution's loans to, or other investment in, the material subsidiary becoming subject to loss absorption or otherwise, and further recognizes that the failure of such financial institution is likely to cause a significant disruption to the Japanese financial market or system, the Prime Minister may, following deliberation by the Financial Crisis Response Council, confirm that Specified Item 2 Measures (tokutei dai nigo sochi) need to be applied to the financial institution for its orderly resolution. Any such confirmation by the Prime Minister also triggers the point of non-viability clauses of Additional Tier 1 and Tier 2 instruments issued by the financial institution, causing such instruments to be written off or, if applicable, converted into equity, as described above.

Upon the application of Specified Item 2 Measures (tokutei dai nigo sochi), a financial institution will be placed under the special supervision by, or if the Prime Minister so orders, under the special control of, the Deposit Insurance Corporation. In an orderly resolution, the Deposit Insurance Corporation would control the operation and management of a financial institution's business, assets and liabilities, including the potential transfer to a bridge financial institution established by the Deposit Insurance Corporation as its subsidiary, or such other financial institution as the Deposit Insurance Corporation may determine, of the financial institution's systemically important assets and liabilities, which we expect in the case of MUFG would include the shares of our material subsidiaries based on the Japanese TLAC Standard. The Prime Minister may prohibit creditors of the financial institution from attaching any of our assets and claims which are to be transferred to a bridge financial institution or another financial institution. Based on the Japanese TLAC Standard, it is currently expected that the External TLAC eligible senior notes issued by the financial institution will not be transferred to a bridge financial institution or other transferee in the orderly resolution process but will remain as such financial institution's liabilities subject to court-administered insolvency proceedings. On the other hand, in an orderly resolution process, the shares of material subsidiaries of such financial institution may be transferred to a bridge financial institution or other transferee, and such financial institution would only be entitled to receive consideration representing the fair value of such shares, which could be significantly less than the book value of such shares. Following such business transfer, the recoverable value of such financial institution's residual assets in court-administered insolvency proceedings may not be sufficient to fully satisfy any payment obligations that such financial institution may have under its liabilities, including the External TLAC eligible senior notes.

Recovery and resolution plan. In November 2021, the Financial Stability Board published the latest list of G-SIBs, which includes us. The list is annually updated by the Financial Stability Board. A recovery and resolution plan must be put in place for each G-SIB, and the plans must be regularly reviewed and updated. In Japan, under the Banking Act and the Comprehensive Guidelines for Supervision of Major Banks, etc., financial institutions identified as G-SIBs must, as part of their crisis management, prepare and submit a recovery plan, including triggers for the recovery plan and an analysis of recovery options, to the FSA. The Comprehensive Guidelines also provide that resolution plans for such financial institutions are prepared by the FSA. We have submitted our most recent recovery plan to the FSA in a timely manner.

Liquidity Coverage Ratio. Japanese banks and bank holding companies with international operations conducted through foreign offices are required to maintain a minimum LCR and disclose their LCRs calculated in accordance with the methodology prescribed in the FSA guidelines that have been adopted to implement the relevant Basel III standard. The LCR is a measure to determine whether a bank has a sufficient amount of high-quality liquid assets, which are assets that can be converted easily and immediately into cash in private markets in order to meet the bank's liquidity needs, to survive in a 30-day financial stress scenario, including sizable deposit outflows, inability to issue new bonds or access the interbank market, stoppage of the collateralized funding market, need for additional collateral in connection with derivative transactions, and significant outflows of cash under commitment lines to customers. Once a bank or bank holding company fails to meet the minimum LCR of 100%, it is required to immediately report such failure to the FSA. If the FSA deems the financial condition of the bank or bank holding company to be serious, the FSA may issue a business improvement order. A minimum LCR of 100% is currently required.

Net Stable Funding Ratio. Japanese banks and bank holding companies with international operations conducted through foreign offices are also required to maintain a minimum NSFR and disclose their NSFRs calculated in accordance with the methodology prescribed in the FSA guidelines that have been adopted to implement the relevant Basel III standard. The NSFR is a measure to determine whether a bank has sustainable and long-term liabilities and capital for its assets and activities. The Basel Committee on Banking Supervision issued the final standard of NSFR in October 2014. In Japan, the FSA promulgated its NSFR guidelines on March 31, 2021, and the NSFR requirements became applicable on September 30, 2021, requiring a minimum NSFR of 100%. Once a bank or bank holding company fails to meet the minimum NSFR of 100%, it is required to immediately report such failure to the FSA. If the FSA deems the financial condition of the bank or bank holding company to be serious, the FSA may issue a business improvement order.

Inspection and reporting. The FSA has the authority to order reporting from, and inspect, banks and banking holding companies in Japan. Based on its "Principles and Approaches of Inspection and Supervision," the FSA seeks to evaluate the effectiveness of the operations and functions of financial institutions, supervise financial institutions based on proactive and forward-looking analyses, facilitate best practices among financial institutions, focus monitoring on high-priority issues, and integrate on- and off-site monitoring.

Furthermore, the Securities and Exchange Surveillance Commission of Japan, or SESC, inspects banks in connection with their securities business as well as financial instruments business operators, such as securities firms. The Bank of Japan also conducts inspections of banks. The Bank of Japan Law provides that the Bank of Japan and financial institutions may agree as to the form of inspection to be conducted by the Bank of Japan.

Laws limiting shareholdings of banks. The provisions of the Antimonopoly Act that generally prohibit a bank from holding more than 5% of another company's voting rights do not apply to a bank holding company.

However, the Banking Act prohibits a bank holding company and its subsidiaries from holding, on an aggregated basis, more than 15% of the voting rights of companies other than those which can legally become subsidiaries of bank holding companies. There have recently been amendments to various financial regulation related laws, including the Banking Act, which includes certain deregulations of restrictions on shareholdings by banks, as described above.

In addition, a bank is prohibited from holding shares in other companies exceeding the aggregate of its Common Equity Tier 1 capital amount and Additional Tier 1 capital amount.

Restrictions on exposures to single large counterparties. The Banking Act prohibits banks and bank holding companies (on a consolidated basis with their subsidiaries and affiliates) from having large exposure exceeding 25% of their Tier 1 capital to a single counterparty and also prohibits a G-SIB's exposure to another G-SIB exceeding 15% of its Tier 1 capital.

Financial Instruments and Exchange Act. The Financial Instruments and Exchange Act provides protection for investors and also regulates sales of a wide range of financial instruments and services, requiring financial institutions to improve their sales rules and strengthen compliance frameworks and procedures. Among the instruments that the Japanese banks deal in, derivatives, foreign currency-denominated deposits, and variable insurance and annuity products are subject to regulations covered by the sales-related rules of conduct under the law.

Article 33 of the Financial Instruments and Exchange Act generally prohibits banks from engaging in securities transactions. However, bank holding companies and banks may, through a domestic or overseas securities subsidiary, conduct all types of securities businesses, with appropriate approval from the FSA. Similarly, registered banks are permitted to provide securities intermediation services and engage in certain other similar types of securities related transactions, including retail sales of investment funds and government and municipal bonds. In June 2021, certain amendments to the Cabinet Office Ordinance under the Act became effective, which allowed non-public and other information of foreign company customers to be shared within a financial group. In addition, on June 22, 2022, certain amendments to the Cabinet Office Ordinance under the Act became effective, which allowed non-public and other information of certain subject companies such as listed companies to be shared within a financial group without consent of such companies, but required financial institutions to establish measures to respond to a request from relevant companies for suspension of sharing of such information. At the same time, financial institutions are required to strengthen the effectiveness of measures to prevent market abuse.

Subsidiaries of bank holding companies engaging in the securities business are subject to the supervision of the FSA as financial instruments business operators. The Prime Minister has the authority to regulate the securities industry and securities companies, which authority is delegated to the Commissioner of the FSA under the Financial Instruments and Exchange Act. In addition, the SESC, an external agency of the FSA, is independent from the FSA's other bureaus and is vested with the authority to conduct day-to-day monitoring of the securities markets and to investigate irregular activities that hinder fair trading of securities, including inspections of securities companies as well as banks in connection with their securities business. Furthermore, the Commissioner of the FSA delegates certain authority to the Director General of the Local Finance Bureau to inspect local securities companies and their branches. A violation of applicable laws and ordinances may result in various administrative sanctions, including revocation of registration, suspension of business, administrative monetary penalty or an order to discharge any director or executive officer who has failed to comply with applicable laws and ordinances. Securities companies are also subject to the rules and regulations of the Japanese stock exchanges and the Japan Securities Dealers Association, a self-regulatory organization of securities companies.

Act on Provision of Financial Services. Under the Act on Provision of Financial Services, sellers of financial instruments have a duty to their potential customers to explain important matters such as the nature and magnitude of risks involved regarding the financial instruments that they intend to sell. If a seller fails to comply with the duty, there is a rebuttable presumption that the loss suffered by the customer due to the seller's failure to explain is equal to the amount of decrease in the value of the purchased financial instruments.

In addition, under a single registration for financial services intermediary business, registrants are permitted to provide intermediary services of each of banking, securities and insurance. The Act does not require any provider of financial services intermediary business to belong to a specific financial institution, but imposes certain regulations on such provider to protect customers, including limitations on the type of services that they may provide, prohibitions on the acceptance of assets of customers and the lodging of a security deposit.

Anti-money laundering laws. Under the Act on Prevention of Transfer of Criminal Proceeds, specified business operators, including financial institutions, are required to verify customer identification data, preserve transaction records, and file suspicious transaction reports with the FSA or other regulatory authorities in cases where any asset received through their business operations is suspected of being criminal proceeds.

Based on "Guidelines on Anti-Money Laundering and Terrorist Financing", the FSA requires financial institutions to strengthen their management of anti-money laundering and terrorist financing functions and their risk-based approach used in such functions.

Recent amendments to the Enforcement Ordinance of the Act introduced requirements relating to online KYC processes in November 2018 and strengthened the requirements for KYC processes for customers residing in remote areas in April 2020.

Acts concerning trust business conducted by financial institutions. Under the Trust Business Act, joint stock companies that are licensed by the Prime Minister as trust companies, including non-financial companies, are allowed to conduct trust business. In addition, under the Act on Provision, etc. of Trust Business by Financial Institutions, banks and other financial institutions, as permitted by the Prime Minister, are able to conduct trust business. The Trust Business Act provides for a separate type of registration for trustees who conduct only administration type trust business. The Trust Business Act also provides for various duties imposed on the trustee in accordance with and in addition to the Trust Act.

Act on the Protection of Personal Information. With regard to protection of personal information, the Act on the Protection of Personal Information requires, among other things, Japanese banking institutions to limit the use of personal information to the stated purposes and to properly manage the personal information in their possession, and forbids them from providing personal information to third parties without consent. If a bank violates certain provisions of the Act, the Personal Information Protection Commission of Japan may advise or order the bank to take proper action. In addition, the Banking Act and the Financial Instruments and Exchange Act contain certain provisions with respect to appropriate handling of customer information.

Act on the Use of Personal Identification Numbers in the Administration of Government Affairs. Pursuant to the Act on the Use of Personal Identification Numbers in the Administration of Government Affairs, which became effective in October 2015, the Japanese government has adopted a Social Security and Tax Number System, which is designed to (1) improve social security services, (2) enhance public convenience in obtaining government services, and (3) increase the efficiency of the administration of government affairs. Under this system, a 12-digit unique number is assigned to each resident of Japan to identify and manage information relating to the resident for government service and tax purposes. Financial institutions are required to implement measures to ensure that such customer information will be protected from inappropriate disclosure and other unauthorized use.

Act Concerning Protection of Depositors from Illegal Withdrawals Made by Counterfeit or Stolen Cards. The Act on Protection, etc. of Depositors and Postal Saving Holders from Unauthorized Automated Withdrawal, etc. Using Counterfeit Cards, etc. and Stolen Cards, etc. requires financial institutions to establish internal systems to prevent illegal withdrawals of deposits made using counterfeit or stolen bank cards. The Act also requires a financial institution to compensate depositors for any amount illegally withdrawn using stolen bank cards except in certain cases, including those where the financial institution can verify that it acted in good faith without negligence and there was gross negligence on the part of the relevant depositor. In addition, the Act provides that illegal withdrawals with counterfeit bank cards are invalid unless the financial institution acted in good faith without negligence and there was gross negligence on the part of the relevant account holder.

Government reforms to restrict maximum interest rates on consumer lending business. In December 2006, the Diet passed legislation to reform the regulations relating to the consumer lending business, including amendments to the Act Regulating the Receipt of Contributions, Receipt of Deposits and Interest Rates which, effective June 18, 2010, reduced the maximum permissible interest rate from 29.2% per annum to 20% per annum. The regulatory reforms also included amendments to the Money Lending Business Act which, effective June 18, 2010, abolished the so-called "gray-zone interest." Gray-zone interest refers to interest rates exceeding the limits stipulated by the Interest Rate Restriction Act (between 15% per annum to 20% per annum depending on the amount of principal). Prior to June 18, 2010, gray-zone interests were permitted under certain conditions set forth in the Money Lending Business Act. As a result of the regulatory reforms, all interest rates are now subject to the lower limits imposed by the Interest Rate Restriction Act, compelling lending institutions, including our consumer finance subsidiaries and equity method investees, to lower the interest rates they charge borrowers. Furthermore, the new regulations, which became effective on June 18, 2010, require, among other things, consumer finance companies to limit their lending to a single customer to a maximum of one third of the customer's annual income regardless of the customer's repayment capability.

In addition, as a result of decisions made by the Supreme Court of Japan prior to June 18, 2010, imposing stringent requirements for charging such gray-zone interest rates, consumer finance companies have been responding to borrowers' claims for reimbursement of previously collected interest payments in excess of the limits stipulated by the Interest Rate Restriction Act. See "Item 3.D. Key Information—Risk Factors—Operational Risk—Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results."

Act on Special Provisions of the Income Tax Act, the Corporation Tax Act and the Local Tax Act Incidental to Enforcement of Tax Treaties. Pursuant to the Amendments to the Act on Special Provisions of the Income Tax Act, the Corporation Tax Act and the Local Tax Act Incidental to Enforcement of Tax Treaties, which became effective in January 2017, financial institutions are required to collect certain information from their accountholders, including jurisdictions of tax residence, and report such information to the National Tax Agency in accordance with the Common Reporting Standard as developed by the Organization for Economic Co-operation and Development.

United States

As a result of our operations in the United States, we are subject to extensive U.S. federal and state supervision and regulation.

Overall supervision and regulation. The MUFG Group is subject to supervision, regulation and examination with respect to our U.S. operations by the FRB pursuant to the U.S. Bank Holding Company Act of 1956, as amended, or the BHCA, and the International Banking Act of 1978, as amended, or the IBA, because we and MUFG Bank are bank holding companies and foreign banking organizations, as defined pursuant to those statutes. The FRB functions as our "umbrella" supervisor under amendments to the BHCA effected by the Gramm-Leach-Bliley Act of 1999, which among other things:

- authorized qualifying bank holding companies to opt to become "financial holding companies," and thereby acquire the authority to engage in an expanded list of activities; and
- modified the role of the FRB by specifying new relationships between the FRB and the functional regulators of non-bank subsidiaries of both bank holding companies and financial holding companies.

The BHCA generally prohibits each of a bank holding company and a foreign banking organization that maintains branches or agencies in the United States from, directly or indirectly, acquiring more than 5% of the voting shares of any company engaged in non-banking activities in the United States unless the bank holding company or foreign banking organization has elected to become a financial holding company, as discussed above, or the FRB has determined, by order or regulation, that such activities are so closely related to banking as to be a proper incident thereto and has granted its approval to the bank holding company or foreign banking organization for such an acquisition. The BHCA also requires a bank holding company or foreign banking organization that maintains branches or agencies in the United States to obtain the prior approval of an appropriate federal banking authority before acquiring, directly or indirectly, the ownership of more than 5% of the voting shares or control of any U.S. bank or bank holding company. In addition, under the BHCA, a U.S. bank or a U.S. branch or agency of a foreign banking organization is prohibited from engaging in various tying arrangements involving it or its affiliates in connection with any extension of credit, taking of deposits, sale or lease of any property or provision of most services.

In October 2008, we, MUFG Bank, Mitsubishi UFJ Trust and Banking and MUFG Americas Holdings initially attained financial holding company status. In August 2016, Mitsubishi UFJ Trust and Banking relinquished its financial holding company status. A financial holding company is authorized to engage in an expanded list of activities deemed to be financial in nature or incidental to such financial activity as well as certain specified non-banking activities deemed to be closely related to banking. In order to maintain the status as a financial holding company, a bank holding company must continue to meet certain standards established by the FRB. Those standards require that a financial holding company exceed the minimum standards applicable to bank holding companies that have not elected to become financial holding companies. These higher standards include meeting the "well capitalized" and "well managed" standards for financial holding companies as defined in regulations of the FRB. Failure to meet these standards, due to inadequate capital management or shortcomings in operations, results in restrictions on the ability to engage in expanded activities as a financial holding company. In addition, a financial holding company must ensure that its U.S. banking subsidiaries meet certain minimum standards under the Community Reinvestment Act of 1977.

U.S. branches and agencies of subsidiary Japanese banks. Under the authority of the IBA, our banking subsidiaries, MUFG Bank and Mitsubishi UFJ Trust and Banking, operate five branches, two agencies and seven representative offices in the United States. MUFG Bank operates branches in Los Angeles, California; Chicago, Illinois; and two branches in New York, New York; agencies in Houston and Dallas, Texas; and representative offices in Washington, D.C; San Francisco, California; Seattle, Washington; Atlanta, Georgia; Minnetonka, Minnesota; Jersey City, New Jersey; and Florence, Kentucky. Mitsubishi UFJ Trust and Banking operates a branch in New York, New York.

The IBA provides, among other things, that the FRB may examine U.S. branches and agencies of foreign banks, and each branch and agency shall be subject to on-site examination by the appropriate federal or state bank supervisor as frequently as would a U.S. bank. The IBA also provides that if the FRB determines that a foreign bank is not subject to comprehensive supervision or regulation on a consolidated basis by the appropriate authorities in its home country, or if there is reasonable cause to believe that the foreign bank or its affiliate has committed a violation of law or engaged in an unsafe or unsound banking practice in the United States, the FRB may order the foreign bank to terminate activities conducted at a branch or agency in the United States.

U.S. branches and agencies of foreign banks must be licensed, and are also supervised and regulated, by a state or by the Office of the Comptroller of the Currency, or the OCC, the federal regulator of U.S. national banks. The OCC is an independent bureau of the U.S. Department of the Treasury. Effective November 7, 2017, all of the branches and agencies of MUFG Bank and Mitsubishi UFJ Trust and Banking in the United States converted from state-licensed branches and agencies to federally-licensed branches and agencies supervised and regulated by the OCC.

When opening a federal branch or agency, a foreign bank must establish and maintain a deposit account with an FRB member bank of at least (1) the amount of capital that would be required of a national bank being organized at the same location or (2) five percent of the total liabilities of the federal branch or agency, including acceptances but excluding (i) accrued expenses and (ii) amounts due and other liabilities to offices, branches, and subsidiaries of the foreign bank, whichever is greater. Federally-licensed branches and agencies must also submit written reports concerning their assets and liabilities and other matters, to the extent required by the OCC or the FRB, and are examined at periodic intervals by the OCC and the FRB.

U.S. banking subsidiaries. We indirectly own and control one U.S. bank, MUFG Union Bank, N.A. (known prior to July 1, 2014 as Union Bank, N.A.), through MUFG Bank and its subsidiary, MUFG Americas Holdings, a bank holding company.

MUFG Union Bank is a national bank chartered by, and subject to the supervision, examination and regulatory authority of the OCC pursuant to the National Bank Act.

In regulating national banks such as MUFG Union Bank, the OCC has the power to examine those banks; approve or deny applications for new charters, branches, capital, or other changes in corporate or banking structure; take supervisory actions against national banks that do not comply with laws and regulations or that otherwise engage in unsound practices; remove officers and directors, negotiate agreements to change banking practices, and issue cease and desist orders as well as civil money penalties; and issue rules and regulations, legal interpretations, and corporate decisions governing investments, lending, and other practices. The OCC's staff of bank examiners conducts on-site reviews and provides sustained supervision of national banks. Examiners analyze loan and investment portfolios, funds management, capital, earnings, liquidity, and sensitivity to market risk for national banks. Examiners also review internal controls, internal and external audit, and compliance with laws and regulations, and evaluate management's ability to identify and control risk.

The FDIC insures the deposits of MUFG Union Bank up to legally specified maximum amounts. In the event of a failure of an FDIC-insured bank, the FDIC is virtually certain to be appointed as receiver and would resolve the failure under provisions of the Federal Deposit Insurance Act. In the liquidation or other resolution of a failed FDIC-insured depository institution, deposits in its U.S. offices and other claims for administrative expenses and employee compensation are afforded priority over other general unsecured claims, including deposits in offices outside the United States, non-deposit claims in all offices and claims of a parent company. Moreover, under longstanding FRB policy, a bank holding company is expected to act as a source of financial strength for its banking subsidiaries and to commit resources to support these banks.

Bank capital requirements and capital distributions. MUFG Union Bank is subject to applicable risk-based and leverage capital guidelines issued by U.S. regulators for banks, bank holding companies and intermediate holding companies. In addition, MUFG Bank and Mitsubishi UFJ Trust and Banking, as foreign banking organizations that have U.S. branches and agencies and are controlled by us, are subject to the FRB's requirements that they be "well-capitalized" based on Japan's risk based capital standards. MUFG Union Bank, MUFG Bank, Mitsubishi UFJ Trust and Banking, and MUFG Americas Holdings are all "well capitalized" as defined under, and otherwise comply with, all U.S. regulatory capital requirements applicable to them. The Federal Deposit Insurance Corporation Improvement Act of 1991, or FDICIA, provides, among other things, for expanded regulation of insured depository institutions, including banks, and their parent holding companies. As required by FDICIA, the federal banking agencies have established five capital tiers ranging from "well capitalized" to "critically undercapitalized" for insured depository institutions. As an institution's capital position deteriorates, the federal banking regulators may take progressively stronger actions, such as further restricting affiliate transactions, activities, asset growth or interest payments. In addition, FDICIA generally prohibits an insured depository institution from making capital distributions, including the payment of dividends, or the payment of any management fee to its holding company, if the insured depository institution would be undercapitalized after making such distribution or paying such dividend or fee.

The availability of dividends from insured depository institutions in the United States is limited by various other statutes and regulations. The National Bank Act and other federal laws prohibit the payment of dividends by a national bank under various circumstances and limit the amount a national bank can pay without the prior approval of the OCC.

Other regulated U.S. subsidiaries. Our non-bank subsidiaries that engage in securities-related activities in the United States are regulated by appropriate functional regulators, such as the SEC, any self-regulatory organizations of which they are members, and the appropriate state regulatory agencies. These non-bank subsidiaries are required to meet separate minimum capital standards as imposed by those regulatory authorities.

Anti-Money Laundering Initiatives, the Bank Secrecy Act, the USA PATRIOT Act. A major focus of U.S. governmental policy relating to financial institutions in recent years has been, and continues to be, aimed at preventing money laundering and terrorist financing. The USA PATRIOT Act of 2001, as incorporated into the Bank Secrecy Act, substantially broadened the scope of U.S. anti-money laundering laws and regulations by imposing significant new compliance and due diligence obligations, creating new crimes and penalties and expanding the extra-territorial jurisdiction of the United States. The U.S. Department of the Treasury has issued a number of regulations that impose obligations on financial institutions to maintain appropriate policies, procedures and controls to detect, prevent and report potential money laundering and terrorist financing, including the collection of beneficial ownership information. The bank regulatory agencies carefully scrutinize the adequacy of an institution's compliance with these regulations and, as a result, there have been an increased number of regulatory enforcement actions. A financial institution's failure to maintain and implement adequate policies, procedures and controls to prevent and detect money laundering and terrorist financing could have serious legal and reputational consequences for the institution, including the incurrence of expenses to enhance the relevant programs, the imposition of limitations on the scope of its operations and the imposition of fines and other monetary penalties. See "Item 3.D. Key Information—Risk Factors—Operational Risk—We may become subject to regulatory actions or other legal proceedings relating to our transactions or other aspects of our operations, which could result in significant financial losses, restrictions on our operations and damage to our reputation."

Foreign Corrupt Practices Act. In recent years, U.S. regulatory and enforcement agencies including the SEC and the U.S. Department of Justice have significantly increased their enforcement efforts of the Foreign Corrupt Practices Act, or the FCPA. The FCPA prohibits U.S. securities issuers, U.S. domestic entities, and parties doing substantial business within the United States (including their shareholders, directors, agents, officers, and employees) from giving, offering, or promising anything of value to foreign public officials in order to obtain or retain any business advantage. The FCPA also requires U.S. securities issuers to maintain adequate books and records in such a way that they fairly reflect all transactions and dispositions of assets. Enforcement efforts have targeted a wide range of U.S. and foreign-based entities and have been based on a broad variety of alleged fact patterns, and in a number of cases have resulted in the imposition of substantial criminal and civil penalties or in agreed payments in settlement of alleged violations. Failure to maintain adequate anti-bribery policies, procedures, internal controls, and books and records globally could have serious legal and reputational consequences for the institution, including the incurrence of expenses to enhance the relevant programs, as well as the imposition of civil and criminal penalties.

Regulatory Reform Legislation. In response to the global financial crisis and the perception that lax supervision of the financial industry in the United States may have been a contributing cause, legislation designed to reform the system for supervision and regulation of financial firms doing business in the United States, the so-called Dodd-Frank Act, was signed into law on July 21, 2010. The Dodd-Frank Act is complex and extensive in its coverage and contains a wide range of provisions that affect financial institutions operating in the United States, including our U.S. operations. Included among these provisions are sweeping reforms designed to

reduce systemic risk presented by largest financial firms, promote enhanced supervision, regulation, and prudential standards for financial firms, establish comprehensive supervision of financial markets, impose new limitations on permissible financial institution activities and investments, expand regulation of the derivatives markets, protect consumers and investors from financial abuse, and provide the government with the tools needed to manage a financial crisis. Key provisions that impact our operations are summarized below.

Among the components of the Dodd-Frank Act that have impacted or may impact our operations are the provisions relating to enhanced prudential standards, including capital, liquidity and structural requirements, the "Volcker Rule," derivatives regulation, credit reporting, resolution plans, incentive-based compensation, the establishment of the Consumer Financial Protection Bureau, and debit interchange fees. Although certain of the regulatory rules regarding the foregoing components are still pending, based on information currently available to us, other than the Volcker Rule and derivatives regulations as discussed below, the impact of these components is expected to be mainly limited to our U.S. operations and not to be material to us on a consolidated basis. We intend to continue to monitor developments relating to the Dodd-Frank Act and the potential impact on our activities inside and outside of the United States.

With respect to the Dodd-Frank Act provisions related to enhanced prudential standards, in February 2014 the FRB issued final rules that established enhanced prudential standards for the U.S. operations of foreign banking organizations such as MUFG. These rules required us to organize by July 1, 2016 all of our U.S. bank and non-bank subsidiaries, with certain limited exceptions, under a U.S. Intermediate Holdings Company ("IHC") that is subject to U.S. capital requirements and enhanced prudential standards comparable to those applicable to top-tier U.S. bank holding companies of the same size. Under these rules, we were required to change the structure of our U.S. operations, including the manner in which we oversee and manage those operations, and may be required to inject additional capital into our U.S. operations. We have designated MUFG Americas Holdings as our IHC.

MUFG Americas Holdings is subject to various U.S. prudential requirements and became subject to additional requirements with the designation of MUFG Americas Holdings as our IHC as of July 1, 2016. As the parent of MUFG Union Bank, MUFG Americas Holdings has been subject to risk-based and leverage capital requirements, liquidity requirements, and other enhanced prudential standards applicable to large U.S. bank holding companies. MUFG Americas Holdings as a BHC has been subject to capital planning and stress testing requirements and certain other enhanced prudential standards. MUFG Americas Holdings is now additionally subject to the capital planning and stress testing requirements and certain enhanced prudential standards applicable to IHCs. In calendar year 2020, MUFG Americas Holdings was subject to two FRB supervisory Dodd-Frank Act stress testing cycles, the results of which were initially released on June 25, 2020 and updated on July 27, 2020 (no change to MUFG Americas Holdings reported results for the first cycle) and on December 18, 2020 for the second cycle associated with industry-wide required capital plan resubmissions. Under both supervisory stress testing cycles, the FRB's released results found that under severely adverse, and an alternative severely adverse scenario as applicable, MUFG Americas Holdings would maintain capital ratios well above regulatory baseline required minimums. In calendar year 2022, MUFG Americas Holdings was again subject to FRB supervisory Dodd-Frank Act stress testing, the results of which were released on June 23, 2022. Under the 2022 stress testing cycle the FRB noted that due to certain accounting reclassifications by MUFG Americas Holdings related to the planned sale of MUFG Union Bank, the Board determined not to include MUFG Americas Holdings' detailed projections in the 2022 stress test. The FRB did note however that it conducted an evaluation and determined that MUFG Americas Holdings' has sufficient capital to absorb losses and continue to serve as a credit intermediary under a severe recession. Under tailoring of regulations applicable to domestic and foreign banks to more closely match their risk profiles which became effective December 31, 2019, MUFG Americas Holdings is classified as a Category IV firm under which it is minimally subject to biennial supervisory stress testing in even years. On June 23, 2023, the FRB released the results of the 2022 Dodd-Frank Act supervisory stress tests for the 34 participating firms. All the other firms included in the 2022 stress testing cycle were noted as remaining "well above" risk-based and leverage capital minima under the FRB's "severely adverse" economic scenario. The results of the FRB's 2022 stress testing cycle will inform updates to firms' stress capital buffers, or SCBs, which will become effective on October 1, 2022.

The FRB has the authority to examine an IHC and any of its subsidiaries. U.S. leverage requirements applicable to the IHC took effect beginning in January 2018. Our combined U.S. operations, including MUFG Bank's and Mitsubishi UFJ Trust and Banking's branches, are also subject to certain requirements related to liquidity and risk management.

The Volcker Rule was issued in final form by the FRB originally in December 2013, and substantive portions were subsequently amended in November 2019. The Volcker Rule restricts the ability of banking entities to conduct certain proprietary trading activities, which means trading in securities and financial instruments for their own account, subject to certain exceptions, including market-making, hedging, and underwriting if such activities are conducted within a rigorous compliance framework. The Volcker Rule also restricts banking entities from engaging in certain activities regarding hedge funds and private equity funds known as covered funds. The Volcker Rule excludes restrictions on such activities if they are conducted solely outside of the United States. The Volcker Rule requires banking entities to implement a number of policies, procedures, quantitative metrics reporting that are reasonably designed to ensure and monitor compliance with the restrictions under the Rule. Our proprietary trading and covered funds activities are generally executed outside of the United States, but certain activities are conducted within the United States, and, therefore, we have undertaken steps that we believe are appropriate to bring our activities and investments into compliance with the Rule. Given its complexity, the Rule may be subject to further rule-making and regulatory interpretation in the future.

U.S. regulators continue to issue final regulations and regulatory determinations governing swaps and derivatives markets as contemplated by the Dodd-Frank Act. To date, MUFG Bank and MUFG Securities EMEA plc have registered as swap dealers with

the U.S. Commodity Futures Trading Commission, or CFTC. In addition, MUFG Securities EMEA plc registered with the SEC as a securities-based swap dealer during the fiscal year ended March 31, 2022. Depending on the finalization of regulations and regulatory determinations governing swaps and derivatives markets under the Dodd-Frank Act, as well as the activities of our other subsidiaries located inside and outside of the United States, our other subsidiaries may have to register as swap dealers with, or be subject to the regulations of, the CFTC and/or SEC. Regulation of swap dealers by the CFTC and security-based swap dealers by the SEC imposes numerous corporate governance, business conduct, capital, margin, reporting, clearing, execution, and other regulatory requirements on our operations, which may adversely impact our derivatives businesses and make us less competitive than those competitors that are not subject to the same regulations. On July 23, 2020, the CFTC voted to approve final rules that modify and codify the cross-border application of certain of its Title VII swap rules to both U.S. and non-U.S. registered swap dealers. Similarly, the SEC has adopted a package of rule amendments, guidance, and a related order designed to expand and clarify the framework for regulating cross-border security-based swaps, including single-name credit default swaps. We have implemented measures designed to comply with the relevant rules and regulations by the prescribed compliance dates while continuing to consider the effects of other proposed rules and final regulatory changes.

On June 14, 2018, the FRB approved a final rule regarding single counterparty credit limits, or SCCL, for large banking organizations. The SCCL final rule is considered the last major piece of regulatory action needed to implement Section 165(e) of the Dodd-Frank Act. Section 165(e) was a response to the concern that failure or financial distress of one large, interconnected financial institution could cascade through the U.S. financial system and impair the financial condition of that firm's counterparties, including other large, interconnected firms. Section 165(e) generally, and the SCCL final rule specifically, seek to mitigate this risk by limiting the aggregate exposure among such financial institutions and their counterparties.

The final rule establishes separate SCCLs, one applicable to the combined U.S. operations, or CUSO, of MUFG and another to MUAH as MUFG's IHC. In July 2021, MUFG CUSO began complying with its CUSO-level requirements by certifying as to home-country compliance with Basel Committee standards in lieu of complying with the final U.S. SCCL rule.

Separately, based on the categorization of MUAH as a Category IV entity under the final rules tailoring prudential standards for large banking organization ("Tailoring Final Rules"), SCCL will no longer apply to MUAH. The following paragraphs discuss the Tailoring Final Rules in greater detail.

On October 10, 2019, the FRB issued two final rules that (1) tailor the framework for application of enhanced prudential standards to U.S. and foreign banking organizations and (2) modify the application of capital and liquidity requirements to the operations of U.S. banking organizations and the U.S. operations of foreign banking organizations. The final rules apply the same framework as to the U.S. and foreign BHCs but use a differing calibration for foreign BHCs. The final rules became effective on December 31, 2019.

The final rule that was issued solely by the FRB determined the applicability of certain enhanced prudential standards requirements, including liquidity stress testing and management, capital planning and stress testing, risk management, single counterparty credit limits requirements, and related regulatory reporting by categorizing all foreign banking organizations with $100 billion or more in combined U.S. assets into three categories. The second final rule, issued jointly by the FRB, the OCC, and the FDIC, similarly categorized foreign banking organizations and tailored the application of the agencies' regulatory capital and standardized liquidity requirements on that basis. Under the framework of the final rules, MUFG's U.S. operations are subject to a split category treatment: (i) the combined U.S. operations are classified as Category II, subject to the most stringent requirements other than those applicable to U.S. G-SIBs; and (ii) MUAH, the U.S. BHC and IHC, is classified as Category IV, a classification that provides certain capital and liquidity relief from prior requirements, taking into account the size and other risk characteristics of MUFG's U.S. subsidiary operations.

On October 10, 2019, the FRB issued with the FDIC final rule amendments revising their joint resolution planning requirements of Section 165(d) of the Dodd-Frank Act. Resolution plans, also known as living wills, describe a firm's strategy for orderly resolution under bankruptcy in the event of material financial distress or failure of the firm. The final rule tailors the requirements for firms that do not pose the same systemic risk as the largest institutions, requiring resolution plans for these firms to be submitted on a three-year cycle. MUFG is classified as a triennial full filer as applicable to large foreign and domestic banks classified within Category II and III, and MUFG is subject to alternating between submitting full and targeted resolution plans every three years. On May 6, 2020, the agencies, in recognition of immediate challenges of the COVID-19 pandemic, extended the next submission date by 90 days to September 29, 2021, and subsequently extended the next submission date again to December 17, 2021 as a Targeted Information Request was added to industry required submissions. Pursuant to Sections 243.6(c) and 381.6(c) of the Resolution Plan Rule, firms must be provided with no less than 12 months' notice prior to the date by which a covered company must submit a targeted resolution plan should a targeted information request be made. The agencies' Targeted Information Request for 2021 focused on a covered company's actions in response to events surrounding the coronavirus. MUFG submitted on December 17, 2021 its Targeted 165(d) Resolution Plan and the required Targeted Information Request.

On January 30, 2020 the Federal Reserve adopted a final rule revising the "controlling influence" prong of its "control" rules under the Bank Holding Company Act of 1956, as amended. The final rule largely adopts the proposed rule issued by the FRB in April 2019, reaffirms the Federal Reserve's conceptual framework for analyzing "controlling influence," and rejects a number of banking industry recommendations for liberalization of the "control" rules. The issue of "control" is a central concept under the Bank Holding Company Act. Among other things, control determines whether an investor in a banking organization is subject to the requirements and restrictions of the Bank Holding Company Act, whether a bank holding company's investment in a company is permissible and/or

subjects the investee company to the requirements and restrictions of the Bank Holding Company Act, and whether an investor in any depository organization is subject to the Volcker Rule. As a result, a determination of whether or not an investment constitutes "control" is often determinative of whether an investment can be made (or, at least, must be restructured to avoid control). The final rule was effective as of September 30, 2020 and applies to MUFG's investments globally.

Foreign Account Tax Compliance Act. The Hiring Incentives to Restore Employment Act was enacted in March 2010 and contains provisions commonly referred to as the Foreign Account Tax Compliance Act, or FATCA. The U.S. Treasury, acting through the Internal Revenue Service, or the IRS, issued final FATCA regulations in January 2013. FATCA created a new reporting and withholding regime for U.S. and foreign financial institutions, or FFIs, and certain non-financial foreign entities, or NFFEs.

In addition, the FATCA framework has been expanded with the introduction of Intergovernmental Agreements between the U.S. Treasury and foreign governments, which pursue a framework for intergovernmental cooperation to facilitate the implementation of FATCA. The United States has entered into various Intergovernmental Agreements with non-U.S. jurisdictions including Japan. FATCA and the Intergovernmental Agreements became effective from July 1, 2014.

In connection with FATCA, we have assessed and determined if our group entities are U.S. withholding agents, FFIs, or NFFEs. Each identified U.S. withholding agent and FFI has also evaluated pre-existing and new entity accounts to the extent required to determine their respective FATCA classifications. We have continuously developed internal procedures and processes that we believe address the regulatory requirements under FATCA.

However, FATCA compliance has required us to develop extensive systems capabilities and internal processes to identify and report U.S. account holders who are subject to FATCA requirements, which has been a complex and costly process requiring significant internal resources. If our procedures and processes are determined not to be adequate to meet the requirements of FATCA, we could potentially be subject to serious legal and reputational consequences, including the imposition of withholding taxes on certain amounts payable to us from U.S. sources, and could be required to expend additional resources to enhance our systems, procedures and processes and take other measures in response to such consequences.

Capital Adequacy. MUFG Americas Holdings and MUFG Union Bank are required to maintain minimum capital ratios in accordance with rules issued by the U.S. Federal banking agencies. In July 2013, the U.S. Federal banking agencies issued final rules to implement the Basel Committee on Banking Supervision's capital guidance for U.S. banking organizations, or U.S. Basel III. These rules establish more restrictive capital definitions, create additional categories and higher risk weightings for certain asset classes and off-balance sheet exposures, higher minimum capital and leverage ratios and capital conservation buffers that will be added to the minimum capital requirements. These rules supersede the U.S. federal banking agencies' general risk-based capital rules generally referred to as Basel I, the advanced approaches rules generally referred to as Basel II, which are applicable to firms classified as Category II under the tailoring rules issued October 10, 2019, and leverage rules. MUFG Americas Holdings and MUFG Union Bank continue to be subject to the U.S. Basel III capital rules which were substantially phased in by January 1, 2019. In addition, on July 22, 2019, U.S. federal banking agencies jointly issued a final rule which became effective on October 1, 2019. The final rule simplifies certain aspects of the Basel III capital rules that mostly apply to banking organizations that are not subject to the advanced approaches rules.

The Federal Reserve issued amendments to the Regulatory Capital, Capital Plan, and Stress Test Rules which became effective on October 1, 2021. Under the amended rules, the Federal Reserve uses the results of its supervisory stress test to establish the size of a firm's stress capital buffer requirement, which replaces the static 2.5% of risk-weighted assets component of a firm's capital conservation buffer requirement. MUFG Americas Holdings is currently subject to a firm specific stress capital buffer, or SCB, of 3.3%. A firm that does not maintain capital ratios above risk-based regulatory minimums plus its specified SCB requirements faces restrictions on its capital distributions and discretionary bonus payments. With the application of the specified SCB, MUFG Americas Holdings capital distributions and discretionary bonus payments are subject to the following regulatory minimum risk-based capital ratios: (1) 7.8% Common Equity Tier 1 capital ratio, (2) 9.3% Tier 1 capital ratio and (3) 11.3% total capital ratio. MUFG Americas Holdings will next be subject to amendment of its SCB on October 1, 2022. MUFG Union Bank currently remains subject to the static 2.5% capital conservation buffer requirement. In addition, failure by MUFG Americas Holdings or MUFG Union Bank to meet minimum risk-based capital ratios of: (1) 4.5% Common Equity Tier 1 capital ratio, (2) 6.0% Tier 1 capital ratio and (3) 8.0% total capital ratio, or to a Tier 1 leverage ratio regulatory minimum requirement of 4% and a well-capitalized prompt corrective action standard of 5%, can result in additional certain mandatory, and possibly additional discretionary, actions by regulators that, if undertaken, could have a material effect on MUFG Americas Holdings' consolidated financial statements.

In October 2015, the FRB proposed long-term debt and TLAC requirements for U.S. globally systemically important bank holding companies and U.S. IHCs of non-U.S. globally systemically important banks, including MUFG Americas Holdings. In December 2016, the FRB finalized rules imposing such requirements. Under the final rules, a covered IHC such as MUFG Americas Holdings is required to maintain a minimum amount of eligible long-term debt issued to a non-U.S. parent entity that could be cancelled or converted to equity in order to absorb losses and recapitalize the IHC's operating subsidiaries at or near the point of resolution. A covered IHC is also required to maintain a minimum level of eligible TLAC issued to a non-U.S. parent entity consisting of regulatory capital and eligible long-term debt and maintain related buffers consisting of Common Equity Tier 1 capital. In addition, an IHC is restricted from issuing short-term debt and certain other types of liabilities that are structurally senior to eligible long-term debt. MUFG Americas Holdings became subject to these rules on January 1, 2019. Pursuant to 12 CFR § 252.164(a), we have certified to the FRB that MUFG plans to follow an SPE resolution strategy, MUFG Americas Holdings met applicable TLAC long-term debt and associated additional TLAC requirements by the initial implementation date of January 1, 2019.

For more information, see "Item 5.B. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Capital Adequacy" and Note 21 to our consolidated financial statements.

Recent regulatory developments relating to MUFG Union Bank. On September 20, 2021, MUFG Union Bank entered into a consent order with the OCC relating to its noncompliance with information security standards and unsafe or unsound practices regarding technology and operational risk management. The consent order does not impose any civil monetary penalty. MUFG Union Bank has begun corrective action and committed resources to remediate the deficiencies, including strengthening its board and management oversight, technology risk assessment, information technology and operational risk governance, operations and internal controls, information security program, staffing, and data management and reporting. However, substantial improvements are necessary to meet regulatory expectations. See "Item 3.D. Key Information—Risk Factors—Operational Risk."

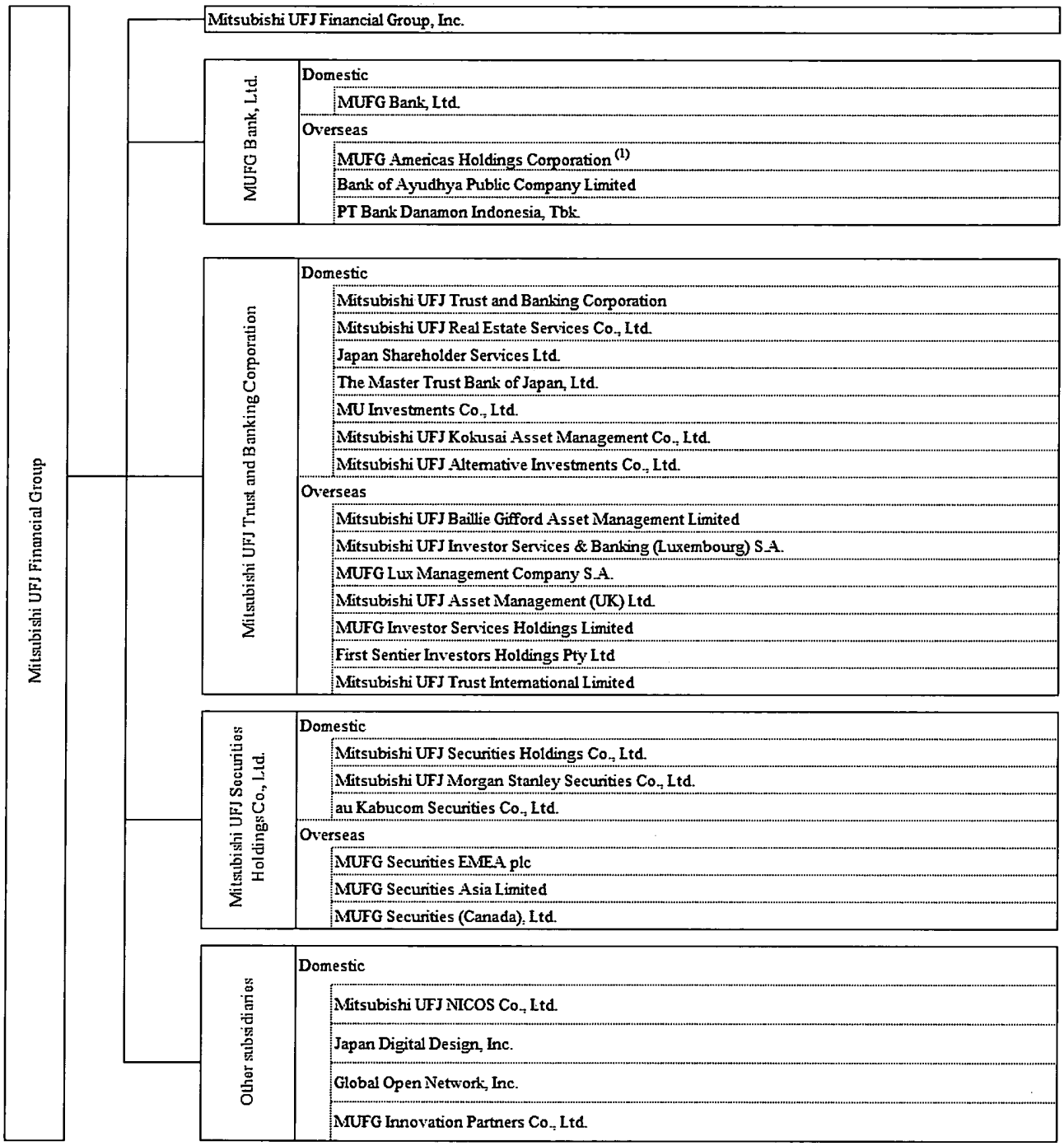
Disclosure pursuant to Section 13(r) of the US Securities Exchange Act of 1934

We are disclosing the following information pursuant to Section 13(r) of the Securities Exchange Act of 1934 (Exchange Act), which requires an issuer to disclose whether it or any of its affiliates knowingly engaged in certain activities, transactions or dealings relating to Iran or with natural persons or entities designated by the U.S. government under specified Executive Orders. The scope of activities that must be reported includes activities not prohibited by U.S. law and conducted outside the United States in compliance with applicable local law.

During the fiscal year ended March 31, 2022, our non-U.S. subsidiary, MUFG Bank, engaged in certain limited business activities with entities in, or affiliated with, Iran, including counterparties owned or controlled by the Iranian government. Specifically, our non-U.S. banking subsidiary, MUFG Bank, has previously issued guarantees outstanding mainly in connection with prior petroleum-related transactions with Iran by its customers that were permissible under applicable sanctions regulations. These transactions did not involve U.S. dollars or clearing services of U.S. banks for the settlement of payments. For the fiscal year ended March 31, 2022, the aggregate fee income relating to these transactions was less than ¥5 million, representing less than 0.001 percent of our total fee income. In addition, some Iranian financial institutions and other entities in, or affiliated with, Iran maintained non-U.S. dollar correspondent accounts and other similar settlement accounts with MUFG Bank outside the United States. In addition to such accounts, MUFG Bank received deposits in Japan from, and provided settlement services in Japan to, fewer than 10 Iranian government-related entities and fewer than 100 Iranian government-related individuals such as Iranian diplomats, and maintains settlement accounts outside the United States for certain other financial institutions specified in Executive Order 13382, which settlement accounts were frozen in accordance with applicable laws and regulations. For the fiscal year ended March 31, 2022, the average aggregate balance of deposits held in these accounts represented less than 0.05 percent of the average balance of our total deposits. The fee income from the transactions attributable to these account holders was less than ¥5 million, representing less than 0.001 percent of our total fee income.

MUFG Bank recognizes that following the withdrawal in May 2018 by the United States from the Joint Comprehensive Plan of Action, the United States has imposed secondary sanctions against non-U.S. persons who engage in or facilitate a broad range of transactions and activities involving Iran. MUFG Bank has taken the recent sanctions related developments into account and will continue to monitor transactions relating to Iran in order to comply with applicable U.S. and Japanese regulations as well as U.S., Japanese and other international sanctions.

C. Organizational Structure



Note:

(1) The sale of all shares of MUFG Union Bank, a subsidiary of MUFG Americas Holdings Corporation, to U.S. Bancorp is expected to close in the second half of calendar year 2022, subject to the receipt of required regulatory approvals and the satisfaction of other closing conditions.

Set forth below is a list of our principal consolidated subsidiaries as of March 31, 2022

Name	Country of Incorporation	Proportion of Ownership Interest (%)	Proportion of Voting Interest (%)
MUFG Bank, Ltd.	Japan	*100.00%*	*100.00%*
The Mitsubishi UFJ Factors Limited	Japan	*100.00%*	*100.00%*
Mitsubishi UFJ Trust and Banking Corporation	Japan	*100.00%*	*100.00%*
Mitsubishi UFJ Real Estate Services Co., Ltd.	Japan	*100.00%*	*100.00%*
Japan Shareholder Services Ltd.	Japan	*100.00%*	*100.00%*
The Master Trust Bank of Japan, Ltd.	Japan	*46.50%*	*46.50%*
MU Investments Co., Ltd.	Japan	*100.00%*	*100.00%*
Mitsubishi UFJ Kokusai Asset Management Co., Ltd.	Japan	*100.00%*	*100.00%*
Mitsubishi UFJ Alternative Investments Co., Ltd.	Japan	*100.00%*	*100.00%*
Mitsubishi UFJ Securities Holdings Co., Ltd.	Japan	*100.00%*	*100.00%*
Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.	Japan	*60.00%*	*60.00%*
au Kabucom Securities Co., Ltd.	Japan	*51.00%*	*51.00%*
Mitsubishi UFJ NICOS Co., Ltd.	Japan	*100.00%*	*100.00%*
Japan Digital Design, Inc.	Japan	*94.19%*	*94.19%*
Global Open Network, Inc.	Japan	*80.00%*	*80.00%*
MUFG Innovation Partners Co., Ltd.	Japan	*100.00%*	*100.00%*
MUFG Americas Holdings Corporation (1)	USA	*100.00%*	*100.00%*
Bank of Ayudhya Public Company Limited	Thailand	*76.88%*	*76.88%*
PT Bank Danamon Indonesia, Tbk.	Indonesia	*92.47%*	*92.47%*
MUFG Bank (China), Ltd.	China	*100.00%*	*100.00%*
Mitsubishi UFJ Baillie Gifford Asset Management Limited	UK	*51.00%*	*51.00%*
Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	Luxembourg	*100.00%*	*100.00%*
MUFG Lux Management Company S.A.	Luxembourg	*100.00%*	*100.00%*
Mitsubishi UFJ Asset Management (UK) Ltd.	UK	*100.00%*	*100.00%*
MUFG Investor Services Holdings Limited	Bermuda	*100.00%*	*100.00%*
First Sentier Investors Holdings Pty Ltd	Australia	*100.00%*	*100.00%*
Mitsubishi UFJ Trust International Limited	UK	*100.00%*	*100.00%*
MUFG Securities EMEA plc	UK	*100.00%*	*100.00%*
MUFG Securities Asia Limited	China	*100.00%*	*100.00%*
MUFG Securities (Canada), Ltd.	Canada	*100.00%*	*100.00%*

Note:

(1) The sale of all shares of MUFG Union Bank, a subsidiary of MUFG Americas Holdings Corporation, to U.S. Bancorp is expected to close in the second half of calendar year 2022, subject to the receipt of required regulatory approvals and the satisfaction of other closing conditions.

D. Property, Plant and Equipment

	As of March 31,	
	2021	2022
	(in millions)	
Land	¥ 379,560	¥ 372,710
Buildings	765,341	766,945
Equipment and furniture	564,273	497,478
Leasehold improvements	303,164	255,679
Construction in progress	46,513	30,894
Total	2,058,851	1,923,706
Less accumulated depreciation	1,183,859	1,107,877
Premises and equipment—net	¥ 874,992	¥ 815,829

Our registered address is 7-1, Marunouchi 2-chome,Chiyoda-ku, Tokyo 100-8330, Japan. As of March 31, 2022, we and our subsidiaries conducted our operations either in premises we owned or in properties we leased.

The following table presents the book values of our material offices and other properties as of March 31, 2022:

	Book Value
	(in millions)
Owned land	¥ 372,710
Owned buildings	¥ 239,417

The buildings and land we own are primarily used by us and our subsidiaries as offices and branches. Most of the buildings and land we own are free from material encumbrances.

During the fiscal year ended March 31, 2022, we invested approximately ¥102,964 million in premises and equipment, primarily for office renovations and relocation.

Item 4A. Unresolved Staff Comments.

None.

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Item 5. Operating and Financial Review and Prospects.

The following discussion and analysis should be read in conjunction with "Selected Statistical Data" and our consolidated financial statements and related notes.

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Summary of Financial Data

The selected statement of operations data and selected balance sheet data set forth below has been derived from our consolidated financial statements.

Except for risk-adjusted capital ratios, which are calculated in accordance with Japanese banking regulations based on information derived from our consolidated financial statements prepared in accordance with accounting principles generally accepted in Japan, or Japanese GAAP, the summary of financial data set forth below are derived from our consolidated financial statements prepared in accordance with U.S. GAAP.

You should read the summary of financial data set forth below in conjunction with the remainder of this Item 5, "Selected Statistical Data" and our consolidated financial statements and other financial data included elsewhere in this Annual Report. These data are qualified in their entirety by reference to all of that information.

	2020	2021	2022
	(in millions, except per share data and number of shares)		
Statement of operations data:			
Interest income	¥ 3,927,143	¥ 2,751,996	¥ 2,530,938
Interest expense	1,684,344	747,902	560,357
Net interest income	2,242,799	2,004,094	1,970,581
Provision for credit losses	321,713	484,210	277,995
Net interest income after provision for credit losses	1,921,086	1,519,884	1,692,586
Non-interest income	1,875,695	3,157,787	1,394,789
Non-interest expense	3,363,561	3,069,329	3,146,102
Income (loss) before income tax expense (benefit)	433,220	1,608,342	(58,727)
Income tax expense (benefit)	114,505	444,948	(14,511)
Net income (loss) before attribution of noncontrolling interests	318,715	1,163,394	(44,216)
Net income attributable to noncontrolling interests	12,760	46,096	39,104
Net income (loss) attributable to Mitsubishi UFJ Financial Group	¥ 305,955	¥ 1,117,298	¥ (83,320)
Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 305,955	¥ 1,117,298	¥ (83,320)
Amounts per share:			
Basic earnings (loss) per common share—Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 23.69	¥ 86.88	¥ (6.51)
Diluted earnings (loss) per common share—Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	23.47	86.56	(6.93)
Number of shares used to calculate basic earnings per common share (in thousands)	12,912,790	12,859,737	12,798,060
Number of shares used to calculate diluted earnings per common share (in thousands)[1]	12,912,956	12,859,737	12,798,060
Cash dividends per share paid during the fiscal year:			
—Common stock	¥ 23.50	¥ 25.00	¥ 26.00
	$ 0.22	$ 0.24	$ 0.23

	2020	2021	2022
		(in millions)	
Balance sheet data:			
Total assets	¥ 331,753,283	¥ 353,824,625	¥ 367,650,018
Loans, net of allowance for credit losses	117,377,199	114,370,472	111,678,692
Total liabilities	316,008,767	337,580,071	351,353,496
Deposits	203,954,528	229,206,936	224,589,943
Long-term debt	27,926,763	35,157,651	34,696,599
Total equity	15,744,516	16,244,554	16,296,522
Capital stock	2,090,270	2,090,270	2,090,270

	2020	2021	2022
	(in millions, except percentages)		
Other financial data:			
Average balances:			
Interest-earning assets	¥ 246,283,676	¥ 268,916,481	¥ 276,179,049
Interest-bearing liabilities	238,861,520	265,912,928	279,759,500
Total assets	325,500,449	355,992,571	370,588,337
Total equity	15,417,885	15,681,527	16,269,224
Return on equity and assets:			
Earnings (loss) applicable to common shareholders as a percentage of average total assets	0.09%	0.31%	(0.02)%
Earnings (loss) applicable to common shareholders as a percentage of average total equity	1.98%	7.12%	(0.51)%
Dividends per common share as a percentage of basic earnings per common share	99.20%	28.78%	—(4)
Average total equity as a percentage of average total assets	4.74%	4.41%	4.39%
Net interest income as a percentage of average total interest-earning assets	0.91%	0.75%	0.71 %
Credit quality data:			
Allowance for credit losses(2)	¥ 809,540	¥ 1,348,391	¥ 1,470,701
Allowance for credit losses as a percentage of loans	0.68%	1.17%	1.30%
Net loan charge-offs	¥ 179,277	¥ 245,424	¥ 179,297
Net loan charge-offs as a percentage of average loans	0.15%	0.21%	0.16%
Average interest rate spread	0.88%	0.74%	0.72%
Risk-adjusted capital ratio calculated under Japanese GAAP(3)	15.87%	16.31%	14.29%

Notes:

(1) Includes the common shares that were potentially issuable upon exercise of stock acquisition rights. See " Item 6.B. Directors, Senior Management and Employees —Compensation."

(2) Adopted the new guidance on measurement of credit losses on financial instruments as of April 1, 2020, which resulted in an increase of allowance for credit losses as of the beginning of the fiscal year ended March 31, 2021. See Note 1 (Accounting Changes) to our consolidated financial statements for more information.

(3) Risk-adjusted capital ratios have been calculated in accordance with Japanese banking regulations as applicable on the relevant calculation date, based on information derived from our consolidated financial statements prepared in accordance with Japanese GAAP. For a description of the applicable capital ratio calculation and other requirements applicable, see "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan—Capital adequacy" and "Item 5.B. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Capital Adequacy."

(4) Dividends per common share have not been presented because such information is not meaningful.

Business Environment

Through our subsidiaries and affiliated companies, we engage in a broad range of financial businesses and services, including commercial banking, investment banking, trust assets and asset management services, securities businesses and credit card businesses, and provide related services to individuals primarily in Japan, the United States, Thailand and Indonesia and to corporate customers around the world. Our results of operations and financial condition are exposed to changes in various external economic factors, including:

- general economic conditions,
- interest rates,
- foreign currency exchange rates, and
- stock prices.

Recent Developments and Prospects

In the fiscal year ended March 31, 2022, our business environment was impacted by various external events and their ramifications, including the emergence and spread of COVID-19 variants and subsequent reinstatement of restrictions on economic activity as well as market volatility globally. These developments have increased uncertainty in the environment in which we operate and may have an adverse impact on, among other things,

- net interest income, primarily due to lower interest rates in Japan or interest rate fluctuations in various markets, including the United States,
- fees and commissions income mainly due to decreases in the value of assets under custody or management, declines in customer investments or other transactions, or changes in consumer spending trends, as any of these negative factors may be exacerbated by, among other things, weakened appetite for investments or other transactions under uncertain or volatile market conditions or governmental restrictions on business activities,
- net investment securities losses primarily due to losses on sales of securities or a decline in the value of our securities portfolio,
- net equity in earnings of equity method affiliates if the financial performance of our equity method affiliates deteriorates,
- other income and expenses, including impairment losses on goodwill or other intangible assets, due to weaker business prospects and other factors causing deterioration in the business environment, and
- regulatory capital ratios due to, among other factors, an increase in risk-weighted assets such as loans and a decrease in the value of our equity securities portfolio.

In addition, there is a risk that we will have to recognize credit losses if there is a further deterioration in the credit quality of our borrowers, including small and medium-sized enterprises to which we provided loans under temporary government financial assistance programs. In Japan, such program expired in March 2021, and there still remain outstanding loans provided under such government programs.

Currently, with some signs of normalization of economic activity, we expect the economy to be generally on a gradual recovering trend as economic activity resumes further. However, significant uncertainty remains in our business environment, including the impact of rising inflation concerns, changes in regulations and monetary policies, geopolitical conflicts and economic sanctions as well as pandemics. In addition, the impact of these and other developments as well as the pace and degree of economic recovery vary by country or region. We intend to continue to carefully monitor, and endeavor to effectively deal with, such events and risk factors. For more information, see "Item 3.D. Key Information—Risk Factors" as well as "Forward-Looking Statements".

General Economic Conditions

The global economy remained vulnerable to external events during the fiscal year ended March 31, 2022. Economic activity was starting to normalize thanks to vaccination and other government programs to combat the COVID-19 pandemic in many countries. On the other hand, the global economy came under stress caused by several waves of COVID-19 variants and inflationary pressures caused by recovering demand amid supply constraints. During the fourth quarter, economic instabilities increased due to the geopolitical developments in Ukraine and economic sanctions imposed on Russia particularly by major developed countries. Prices of commodities, including natural resources and grains, of which Russia and Ukraine are major producers, rapidly and significantly rose, increasing uncertainty global economic prospects and negatively affecting business and household sentiment globally.

Japan's economy generally followed the global economic trends, showing a mixture of negative and positive trends, during the fiscal year ended March 31, 2022. Japan's real gross domestic product, or GDP, grew by 0.5% for the quarter ended June 30, 2021, contracted by 0.7% for the quarter ended September 30, 2021, grew by 0.9% for the quarter ended December 31, 2021, and contracted by 0.2% for the quarter ended March 31, 2022 on a quarter-on-quarter basis. These fluctuations mainly reflected the impact of the

government's measures implemented to contain COVID-19 infections at times when the infection rate was rising and those implemented to normalize economic activity while controlling the infection when the infection rate was lower. On a year-on-year basis, Japan's real GDP grew by 7.3% for the quarter ended June 30, 2021, 1.2% for the quarter ended September 30, 2021, 0.4% for the quarter ended December 31, 2021, and 0.2% for the quarter ended March 31, 2022. Japan's Consumer Price Index, or CPI, fluctuated between negative 0.9% and positive 0.5% on a month-on-month basis and between negative 1.1% and positive 1.2% on a year-over-year basis during the fiscal year ended March 31, 2022. The unemployment rate in Japan remained low while slightly increasing to 2.9% in June 2021and subsequently decreasing to 2.6% in March 2022. According to Teikoku Databank, a Japanese research institution, the number of companies that filed for legal bankruptcy in Japan between April 2021 and March 2022 was 5,916, a 19.1%% decrease from the same period of the previous year. The total liabilities of companies that filed for legal bankruptcy during the fiscal year ended March 31, 2022 were ¥1,183 billion, a decrease of 2.8%% from the previous fiscal year. The Japanese economy remains subject to the impact of the COVID-19 pandemic, instabilities resulting from the geopolitical developments in Ukraine, increasing public debt, intensifying trade conflicts and global competition, declining domestic population, inflation concerns, downward pressure on private consumption, and various other factors that could adversely affect economic conditions in Japan.

The U.S. economy generally underwent upward trends during the fiscal year ended March 31, 2022, with U.S. real GDP growing by 6.7% for the quarter ended June 30, 2021, 2.3% for the quarter ended September 30, 2021, and 6.9% for the quarter ended December 31, 2021, and contracting 1.4% for the quarter ended March 31, 2022, on a quarter-on-quarter annualized basis. On a year-on-year basis, U.S. real GDP grew by 12.2% for the quarter ended June 30, 2021, 4.9% for the quarter ended September 30, 2021, 5.5% for the quarter ended December 31, 2021 and 3.6% for the quarter ended March 31, 2022. The unemployment rate declined to 3.6% in March 2022, from 6.0% in March 2021. The long-term prospects of the U.S. economy remain uncertain in light of the impact of the COVID-19 pandemic, instabilities resulting from the geopolitical developments in Ukraine, the 2022 mid-term congressional elections, and the government's economic, monetary, trade and foreign relations policies, and various other factors.

The Eurozone economy also grew modestly during the fiscal year ended March 31, 2022, with Eurozone real GDP growing by 2.2% for the quarter ended June 30, 2021, 2.2% for the quarter ended September 30, 2021, 0.3% for the quarter ended December 31, 2021, and 0.3% for the quarter ended March 31, 2022, on a quarter-on-quarter basis. On a year-over-year basis, Eurozone real GDP grew by 14.6% for the quarter ended June 30, 2021, 4.1% for the quarter ended September 30, 2021, 4.7% for the quarter ended December 31, 2021, and 5.1% for the quarter ended March 31, 2022. The unemployment rate in the Eurozone declined to 6.8% in March 2022, from 8.2% in March 2021. The Eurozone economy remains subject to various uncertainties, including the impact of the COVID-19 pandemic, instabilities resulting from the geopolitical developments in Ukraine, the process and ramifications of the United Kingdom's withdrawal from the European Union, concerns over Italy's fiscal policy and health, and other factors.

In Asia excluding Japan, economic conditions in ASEAN (Association of Southeast Asian Nations) and NIEs (Newly Industrializing Economies) generally improved but the economic growth remained relatively modest during the fiscal year ended March 31, 2022. The economic conditions of these regions remain subject to various uncertainties, including the impact of the COVID-19 pandemic and fluctuations in the global and local economies as well as geopolitical developments.

Interest Rates

Interest rates remained at historical low levels in Japan under the Bank of Japan's monetary policy. The yield on 10-year Japanese government bonds fluctuated between 0.006% and 0.252% during the fiscal year ended March 31, 2022. The Bank of Japan has maintained its quantitative and qualitative monetary easing policy with yield curve control currently applying a negative interest rate of minus 0.1% to the "Policy-Rate Balances," which are a part of current account amounts held by financial institutions at the Bank of Japan, and aiming to keep the yield of 10-year Japanese government bonds around zero percent, and with exchange-traded fund, bond and commercial paper purchase programs. The Bank of Japan has announced its intent to retain its monetary easing policy until such time as the 2% CPI inflation target is achieved and maintained in a stable manner, while terminating some of its COVID-19 emergency measures such as (a)interest-free fund-provisioning against corporate and household debt pledged as collateral and (b)the expanded cap on the balance of purchased commercial paper and corporate debt at the end of March 2022 as scheduled.

In the United States, since the Federal Open Market Committee meeting in March 2022, the Committee has continued to raise the target range for the federal funds rate in light of, among other factors, inflated inflation. The Committee also began reducing its holdings of Treasury securities and agency debt and agency mortgage-backed securities in June 2022. Following the meeting in June 2022, the Committee decided to raise the target range for the federal funds rate to 1.50% to 1.75% and anticipated that ongoing increase in the target range would be appropriate. Also, the Committee announced that the current median projection by FRB members for the federal funds rate at the end of calendar year 2022 is 3.4%. The 10-year U.S. Treasury bond yield increased from 1.742% at the end of March 2021 to 2.341% at the end of March 2022, while fluctuating between 1.173% and 2.477% during the period. The yield currently fluctuates between 3.0% and 3.4%.

Foreign Currency Exchange Rates

The Japanese yen depreciated against the U.S. dollar from ¥110.71 to the U.S. dollar as of March 31, 2021 to ¥122.39 to the U.S. dollar as of March 31, 2022. The Japanese yen has been fluctuating between around ¥120 and ¥140 to the U.S. dollar since April 2022.

The Japanese yen was on a generally depreciating trend against the euro during the fiscal year ended March 31, 2022, with the exchange rate being ¥136.70 to the euro as of March 31, 2022 compared to ¥129.80 to the euro as of March 31, 2021. The Japanese yen has been fluctuating between around ¥130 and ¥145 to the euro since April 2022.

The Japanese yen was on a generally depreciating trend against the Thai baht during the fiscal year ended March 31, 2022, with the exchange rate being ¥3.68 to the Thai baht as of March 31, 2022 compared to ¥3.54 to the Thai baht as of March 31, 2021. The Japanese yen has been fluctuating between ¥3.65 and ¥3.90 to the Thai baht since April 2022.

Stock Prices

The closing price of the Nikkei Stock Average, which is the average of 225 blue chip stocks listed on the Tokyo Stock Exchange, decreased from ¥29,178.80 on March 31, 2021 to ¥27,821.43 on March 31, 2022. The closing price of the Nikkei Stock Average reached ¥30,467.75, the highest closing price since August 1990, on February 16, 2021. The closing price of the Nikkei Stock Average has since risen and has been fluctuating between ¥26,000 and ¥27,000.

Recent Developments

During the fiscal year ended March 31, 2022, we engaged in transactions to ensure adequate capital base and structure, while pursuing strategies to improve our capital management and streamline our group companies. Japan faces some challenges such as a declining birth rate, an aging society and a shrinking population, while low growth has become normalized throughout the world. The environment we operate in has been affected by issues including significant inflationary price trends, geographical conflicts, the COVID-19 pandemic, growing awareness of environmental and social issues, and advances in digital technologies that enable the entry of new competitors in the financial sector. These developments are changing the business environment in significant ways and with unprecedented speed. MUFG seeks to meet these changes with clear visions and to make the most of these challenges as opportunities for growth. Under our medium-term business plan for the three years ending in the fiscal year ending March 31, 2024, we aim to leverage our financial and digital strengths to provide value to our stakeholders around the world.

Implementation of Share Repurchase Programs and Cancellation of Treasury Shares

During November 2021 and March 2022, we repurchased 225,408,800 shares of our common stock for ¥149,999,964,992 under a share repurchase program that was adopted in November 2021 and completed in March 2022. Under the program, we were authorized by the Board of Directors to repurchase up to the lesser of 300,000,000 shares of our common stock and ¥150.0 billion between November 2021 and March 2022. The repurchase shares are held in treasury. We also cancelled 300,000,000 shares of treasury shares on November 30, 2021.

On May 16, 2022, the Board of Directors approved a share repurchase program under which we are authorized to repurchase up to the lesser of 600,000,000 shares of our common stock and ¥300.0 billion between May 17, 2022 and November 11, 2022. Under the program, we have repurchased an aggregate of 105,461,600 shares for ¥77,752,896,894 as of June 30, 2022. We plan to cancel all of the shares repurchased under this program on November 30, 2022.

We intend to agilely engage in repurchases of shares of our own stock as a means to return profits to shareholders and improve capital efficiency, taking into account our business performance and capital position, opportunities for growth investments, and market conditions including stock prices. As a general policy, we intend to cancel treasury shares to the extent that such shares exceed approximately 5% of our total issued shares (including treasury shares).

Issuances and Repurchases of TLAC Eligible Senior Debt Securities

During the fiscal year ended March 31, 2022, we issued €0.5 billion, or ¥68.4 billion, $11.3 billion, or ¥1,383.0 billion, and ¥100.0 billion aggregate principal amount of external TLAC eligible senior debt securities. In April 2022, we issued $2.0 billion, or ¥249.3 billion, aggregate principal amount of external TLAC eligible senior debt securities. In June 2022, we issued ¥120.0 billion and €1.75 billion, or ¥248.5 billion, aggregate principal amount of external TLAC eligible senior debt securities.

As of March 31, 2022, our external TLAC ratios were 18.23% on a risk-weighted assets basis and 9.23% on a leverage exposure basis. We are required to maintain external TLAC ratios of 18% on a risk-weighted assets basis and 6.75% on a leverage exposure basis as of the same date. See "—B. Liquidity and Capital Resources—Capital Adequacy" below and "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan—Total loss-absorbing capacity."

Issuances of Basel III-Compliant Domestic Subordinated Bonds

In October 2021, we issued, in a public offering in Japan, ¥40.0 billion aggregate principal amount of unsecured perpetual subordinated Additional Tier 1 notes. These notes are subject to our discretion to cease interest payments and a write-down of the principal upon the occurrence of certain events, including when our Common Equity Tier 1 capital ratio declines below 5.125%, when

we are deemed to be at risk of becoming non-viable or when we become subject to bankruptcy proceedings, but, following any write-down, the principal may be reinstated to the extent permitted by the Japanese banking regulator.

During and after the fiscal year ended March 31, 2022, we issued, in a public offering in Japan, ¥150.0 billion aggregate principal amount of unsecured subordinated term Tier 2 notes. We can be exempted from the obligation to pay principal and interest on the notes upon reaching the point of non-viability (PONV). According to the FSA's approach, PONV will be deemed to have been reached when the Prime Minister of Japan, following deliberation by Japan's Financial Response Crisis Council pursuant to the Deposit Insurance Act of Japan ("DIA"), confirms that Specified Item 2 Measures need to be applied to MUFG under circumstances where its liabilities exceed or are likely to exceed its assets, or it has suspended or is likely to suspend payment of its obligations.

Agreement to Sell MUFG Union Bank and Invest in Shares of U.S. Bancorp

On September 21, 2021, MUFG and MUFG Bank announced an agreement to sell all shares of MUFG Union Bank ("MUB"), MUFG's subsidiary owned through MUFG Americas Holdings ("MUAH"), to U.S. Bancorp ("USB") (the "Share Transfer") pursuant to a Share Purchase Agreement, dated as of September 21, 2021, by and among MUFG, MUAH and USB (as amended, supplemented and modified from time to time, the "Share Purchase Agreement"). The MUB businesses that MUFG will transfer to USB through the Share Transfer exclude MUB's Global Corporate & Investment Banking (GCIB) business (with certain exceptions as agreed to by the parties, including certain deposits of the GCIB business that will be retained by MUB), certain of MUB's businesses to the extent related to the GCIB business, certain shared middle and back office functions and certain other assets and liabilities, which are planned to be transferred to MUFG Bank's U.S. branches or its affiliates prior to the Share Transfer (collectively, the "Affiliate Transfer" and, together with the Share Transfer and related transactions contemplated by the Share Purchase Agreement, the "Transaction"). The completion of the Transaction is subject to certain conditions precedent, including the approval from relevant regulators.

Completion of the Transaction remains subject to the receipt of several regulatory approvals, including approvals from the Board of Governors of the Federal Reserve System, the Office of the OCC, the Federal Deposit Insurance Corporation and the Japanese Financial Services Agency, and the non-objection of the U.S. Department of Justice, Antitrust Division. MUFG and USB have been in active discussions with, and have provided information to, these regulatory agencies. Although no assurance can be given as to the receipt of, or timing of the receipt of, any regulatory approval, based on the current state of discussions, MUFG would expect the Closing Date to occur before December 31, 2022. MUFG plans to announce the planned Closing Date no less than 30 days prior to the Closing Date. See "Item 3.D. Key Information—Risk Factors—Risks Related to Our Strategies and Our Major Investees—Unexpected changes in the planned sale of MUFG Union Bank may adversely affect our strategy, financial condition or operating results."

For financial information on the impact of the expected transaction on our financial statements as of and for the fiscal year ended March 31, 2022, see Notes 1 and 2 to our consolidated financial statements.

Mitsubishi UFJ NICOS System Integration Plan

In April 2021, Mitsubishi UFJ NICOS announced a plan to integrate its credit card settlement systems that have been maintained separately for various credit card brands. Based on a fundamental review of its system integration plan in March 2019, Mitsubishi UFJ NICOS plans to integrate the systems currently used for the DC credit card brand and the NICOS credit card brand into the system currently used for the MUFG card brand. The plan has an estimated budget of approximately ¥140.0 billion through the end of calendar year 2030. The plan may be modified to flexibly respond to changes in the business environment.

A. Operating Results

The following discussion relates to our operating results for the fiscal years ended March 31, 2022 compared to our operating results for the fiscal year ended March 31, 2021, unless otherwise noted. For the discussion on our operating results for the fiscal year ended March 31, 2020, including certain comparative discussion on our operating results for the fiscal years ended March 31, 2020 and 2021, please refer to "Item 5. Operating and Financial Review and Prospects—5.A. Operating Results" in our annual report on Form 20-F for the fiscal year ended March 31, 2021, filed with the SEC on July 9, 2021.

Results of Operations

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Interest income	¥ 2,752.0	¥ 2,531.0	(8.0)%
Interest expense	747.9	560.4	(25.1)
Net interest income	2,004.1	1,970.6	(1.7)
Provision for credit losses	484.2	278.0	(42.6)
Non-interest income	3,157.7	1,394.8	(55.8)
Non-interest expense	3,069.3	3,146.1	2.5
Income (loss) before income tax expense (benefit)	1,608.3	(58.7)	(103.7)
Income tax expense (benefit)	444.9	(14.5)	(103.3)
Net income (loss) before attribution of noncontrolling interests	¥ 1,163.4	¥ (44.2)	(103.8)%
Net income attributable to noncontrolling interests	46.1	39.1	(15.2)
Net income (loss) attributable to Mitsubishi UFJ Financial Group	¥ 1,117.3	¥ (83.3)	(107.5)%

We recorded net loss attributable to Mitsubishi UFJ Financial Group of ¥83.3 billion primarily due to a decrease in non-interest income reflecting the lower fair value of marketable equity securities and larger net losses on trading account securities mainly because of a rise in interest rates in the United States.

Net interest income decreased 1.7% mainly due to a decline in foreign interest income, particularly on foreign loans, as the average balance of, and the average interest rate on, such loans decreased. Our average interest rate spread (which is the average interest rate on interest-earning assets less the average interest rate on interest-bearing liabilities) decreased 0.02 percentage points to 0.72%.

Provision for credit losses decreased 42.6% mainly due to reversal of credit losses related to the loans in the business of MUFG Union Bank to be transferred to U.S. Bancorp following our decision to sell such business.

Non-interest income decreased 55.8% primarily for reasons discussed above while non-interest expense increased 2.5% primarily due to impairment of assets held for sale relating to the business of MUFG Union Bank to be transferred to U.S. Bancorp.

Net Interest Income

	Fiscal years ended March 31,								
	2021			2022			% Change		Change
	Average balance[1]	Interest income (expense)	Average rate	Average balance[1]	Interest income (expense)	Average rate	Average balance[1]	Interest income (expense)	Average rate 2022 minus 2021 (percentage points)
	(in billions, except percentages)								
Interest-earning assets:									
Domestic	¥168,888.8	¥ 829.1	0.49%	¥175,474.0	¥ 825.6	0.47%	3.9%	(0.4)%	(0.02)
Foreign	100,027.7	1,922.9	1.92	100,705.1	1,705.4	1.69	0.7	(11.3)	(0.23)
Total	¥268,916.5	¥2,752.0	1.02%	¥276,179.1	¥2,531.0	0.92%	2.7%	(8.0)%	(0.10)
Financed by:									
Interest-bearing liabilities:									
Domestic	¥198,978.3	¥ (283.2)	0.14%	¥211,839.0	¥ (277.1)	0.13%	6.5%	(2.2)%	(0.01)
Foreign	66,934.7	(464.7)	0.69	67,920.5	(283.3)	0.42	1.5	(39.0)	(0.27)
Total	265,913.0	(747.9)	0.28	279,759.5	(560.4)	0.20	5.2	(25.1)	(0.08)
Non-interest-bearing liabilities (assets)	3,003.5		—	(3,580.4)		—	(219.2)		—
Total	¥268,916.5		0.28%	¥276,179.1		0.20%	2.7%		(0.08)
Net interest income and interest rate spread		¥2,004.1	0.74%		¥1,970.6	0.72%		(1.7)%	(0.02)
Net interest income as a percentage of total interest-earning assets			0.75%			0.71%			(0.04)

Effect of Volume and Rate Changes on Net Interest Income

	Fiscal Year Ended March 31, 2021 versus Fiscal Year Ended March 31, 2022		
	Increase (decrease) due to changes in		
	Volume[2]	Rate[2]	Net change
	(in millions)		
Domestic	¥ (21,948)	¥ 24,778	¥ 2,830
Foreign	(40,413)	4,070	(36,343)
Total	¥ (62,361)	¥ 28,848	¥ (33,513)

Notes:
(1) Average balances are generally based on a daily average while a month-end average is used for certain average balances when it is not practicable to obtain applicable daily averages
(2) Volume/rate variance is allocated based on the percentage relationship of changes in volume and changes in rate to the total "net change."

Net interest income decreased 1.7% primarily due to a decrease in net foreign interest income. Foreign interest income decreased due to the lower average volume of loans in overseas branches and subsidiaries of our commercial banking subsidiaries particularly in the United States. The average interest rate on foreign interest-earning assets decreased 0.23 percentage points, while the average interest rate on interest-bearing liabilities decreased 0.27 percentage points. However, the impact of the interest rate decrease on foreign interest income was larger than the impact of the interest rate decrease on foreign interest expense because the average balance of foreign interest-earning assets was approximately 1.5 times the average balance of foreign interest-bearing liabilities. Domestic interest income and interest expense remained at almost the same level as the prior fiscal year.

Provision for credit losses

We recorded ¥278.0 billion of provision for credit losses for the fiscal year ended March 31, 2022, compared to ¥484.2 billion of provision for credit losses for the previous fiscal year. Provision for credit losses decreased by ¥206.2 billion mainly due to reversal of credit losses in the MUFG Americas Holdings segment related to the loans in the business of MUFG Union Bank to be transferred to U.S. Bancorp, which were reclassified as loans held for sale as of March 31, 2022 and thus were not subject to credit loss allowance provisioning. However, the Commercial segment and the Krungsri segment were negatively impacted by the COVID-19 pandemic. In the Commercial segment, we also recorded a qualitative reserve for the previously unexpected changes relating to the Russia-Ukraine situation.

Non-Interest Income

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Fees and commissions income:			
Fees and commissions on deposits	¥ 50.1	¥ 51.0	1.8 %
Fees and commissions on remittances and transfers	165.3	157.2	(4.9)
Fees and commissions on foreign trading business	79.4	56.3	(29.0)
Fees and commissions on credit card business	199.6	207.1	3.7
Fees and commissions on security-related services	244.0	264.5	8.4
Fees and commissions on administration and management services for investment funds	235.5	286.6	21.7
Trust fees	125.7	133.3	6.1
Guarantee fees	43.9	45.9	4.5
Insurance commissions	42.1	42.4	0.6
Fees and commissions on real estate business	48.1	65.6	36.4
Other fees and commissions	293.6	349.0	18.9
Total	1,527.3	1,658.9	8.6
Foreign exchange gains—net	99.3	106.9	7.6
Trading account losses—net:			
Net losses on interest rate and other derivative contracts	(429.6)	(102.1)	76.2
Net profits (losses) on trading account securities, excluding derivatives	19.2	(722.3)	N/M
Total	(410.4)	(824.4)	(100.9)
Investment securities gains (losses)—net:			
Net gains (losses) on sales of available-for-sale debt securities	(6.5)	48.8	N/M
Impairment losses on available-for-sale debt securities	(0.6)	(47.3)	N/M
Net gains (losses) from marketable equity securities	1,454.9	(131.7)	(109.1)
Other	10.5	11.2	6.7
Total	1,458.3	(119.0)	(108.2)
Equity in earnings of equity method investees—net	355.7	436.6	22.7
Gains on sales of loans	17.9	16.6	(7.4)
Other non-interest income	109.6	119.2	8.8
Total non-interest income	¥ 3,157.7	¥ 1,394.8	(55.8)%

Non-interest income decreased mainly due to a decrease in net investment securities gains and larger net trading account losses, partially offset by an increase in fees and commissions income.

Fees and commissions income

Fees and commissions income increased slightly due to an increase in fees and commissions on administration and management services for investment funds, reflecting improved performance of the pension fund management business at our trust banking subsidiaries, an increase in fees and commissions on security-related business at our securities subsidiaries, and an increase in fees and commissions on real estate business at our trust banking subsidiaries. These increases were partially offset by decreases in our commercial banking subsidiaries' fees and commissions on remittances and transfers and fees and commissions on foreign trading business due to a decrease in volume of money transfers and foreign exchange trading activities.

Net foreign exchange gains (losses)

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Foreign exchange gains—net:			
Net foreign exchange losses on derivative contracts	¥ (79.6)	¥ (44.7)	43.8%
Net foreign exchange losses on other than derivative contracts	(544.6)	(1,601.4)	(194.1)
Net foreign exchange gains related to the fair value option	723.5	1,753.0	142.3
Total	¥ 99.3	¥ 106.9	7.6%

Net foreign exchange gains (losses) consist of the following:

- *Net foreign exchange gains (losses) on derivative contracts* are net gains (losses) primarily on currency derivative instruments entered into for trading purposes.
- *Net foreign exchange gains (losses) on other than derivative contracts* include foreign exchange trading gains (losses) as well as transaction gains (losses) on the translation into Japanese yen of monetary assets and liabilities denominated in foreign currencies. The transaction gains (losses) on the translation into Japanese yen fluctuate from period to period depending upon the spot rates at the end of each fiscal year. In principle, all transaction gains (losses) on translation of monetary assets and liabilities denominated in foreign currencies are included in current earnings.
- *Net foreign exchange gains (losses) related to the fair value option* include transaction gains (losses) on the translation into Japanese yen of securities under the fair value option. See Note 31 to our consolidated financial statements.

Net foreign exchange gains for the fiscal year ended March 31, 2022 mainly reflected net foreign exchange gains related to the fair value option applied to foreign currency-denominated trading account securities such as U.S. Treasury bonds as the Japanese yen depreciated against the U.S. dollar from ¥110.71 to the U.S. dollar as of March 31, 2021 to ¥122.39 to the U.S. dollar as of March 31, 2022, which represented a larger exchange rate fluctuation compared to the previous fiscal year when the Japanese yen depreciated against the U.S. dollar from ¥108.83 to the U.S. dollar as of March 31, 2020 to ¥110.71 to the U.S. dollar as of March 31, 2021. The gains on such securities for the fiscal year ended March 31, 2022 were substantially offset by larger net foreign exchange losses on other than derivative contracts reflecting the negative impact of fluctuations in the foreign currency exchange rates on the Japanese yen translated amounts of assets and liabilities of our commercial banking subsidiaries as the Japanese yen depreciated against other major currencies on a spot rate basis between March 31, 2021 and March 31, 2022.

Net trading account profits (losses)

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Trading account losses—net:			
Net losses on interest rate and other derivative contracts			
Interest rate contracts	¥ 70.1	¥ 50.9	(27.5)%
Equity contracts	(269.4)	(98.1)	63.6
Credit derivatives	(52.7)	(33.8)	35.7
Other	(177.6)	(21.1)	88.1
Total	¥ (429.6)	¥ (102.1)	76.2 %
Net profits (losses) on trading account securities, excluding derivatives			
Trading account securities	¥ 389.4	¥ 262.3	(32.6)%
Trading account securities under the fair value option	(370.2)	(984.6)	(165.9)
Total	¥ 19.2	¥ (722.3)	N/M
Total	¥ (410.4)	¥ (824.4)	(100.9)%

Trading account assets and liabilities are carried at fair value and changes in the value of trading account assets and liabilities are recorded in net trading account profits (losses). Activities reported in our net trading account profits (losses) can generally be classified into two categories:

- trading purpose activities, which are conducted mainly for the purpose of generating profits either through transaction fees or arbitrage gains and involve frequent and short-term selling and buying of securities, commodities or others; and
- trading account assets relating to the application of certain accounting rules, which are generally not related to trading purpose activities, but simply classified as trading accounts due to the application of certain accounting rules.

Of the two categories, trading account assets relating to the application of certain accounting rules represent a larger portion of our trading account losses for the fiscal year ended March 31, 2022.

We generally do not separate, for financial reporting purposes, customer originated trading activities from non-customer related, proprietary trading activities. When an order for a financial product is placed by a customer, a dealer offers a price which includes certain transaction fees, often referred to as the "margin" to the market price. The margin is determined by considering factors such as administrative costs, transaction amount and liquidity of the applicable financial product. Once the customer agrees to the offered price, the deal is completed, and the position is recorded in our ledger as a single entry without any separation of components. To manage the risk relating to the customer side position, we often enter into an offsetting transaction with the market. Unrealized gains and losses as of the period-end for both the customer side position and the market side position are recorded within the same trading account profits and losses.

Net trading account profits (losses) consist of net profits (losses) on interest rate and other derivative contracts and net profits (losses) on trading account securities, excluding derivatives.

Net profits (losses) on interest rate and other derivative contracts are reported for net profits (losses) on derivative instruments which primarily relate to trading purpose activities and include:

- *Interest rate contracts*: Interest rate contracts are mainly utilized to manage interest rate risks which could arise from mismatches between assets and liabilities resulting from customer originated trading activities;
- *Equity contracts*: Equity contracts are mainly utilized to manage the risk that would arise from price fluctuations of stocks held in connection with customer transactions; and
- *Credit derivatives*: Credit derivatives are mainly utilized as a part of our credit portfolio risk management.

Derivative instruments for trading purposes also include those used as hedges of net exposures rather than for specifically identified assets or liabilities, which do not meet the specific criteria for hedge accounting.

Net profits (losses) on trading account securities, excluding derivatives, consist of:

- *Net profits (losses) on trading account securities*, which primarily consist of gains and losses on trading and valuation of trading securities which relate to trading purpose activities. Net profits (losses) on investment securities held by certain consolidated variable interest entities, or VIEs, are included in accordance with the applicable accounting rules.

- *Net profits (losses) on trading account securities under the fair value option*, which are classified into trading accounts profits (losses) in accordance with certain accounting rules.

Net trading account losses for the fiscal year ended March 31, 2022 mainly reflected net losses on trading account securities under the fair value option. During the quarter ended March 31, 2022, long-term U.S. interest rates gradually increased, and the fair value of trading account securities under the fair value option decreased at the end of March 2022. Net losses on equity contracts were mainly due to losses on equity swap contracts for hedging purposes at our commercial banking subsidiaries. These losses were partially offset by net gains on trading account securities which reflected generally higher and relatively stable price trends in domestic and U.S. stock markets.

Net investment securities gains (losses)

Net investment securities gains (losses) include net gains (losses) on sales of available-for-sale debt securities, impairment losses on available-for-sale debt securities, and net gains (losses) from marketable equity securities. Impairment loss on an available-for-sale debt security is recognized as part of investment securities losses if the fair value of such security is below its amortized cost basis and (1) such debt security is held by us with the intent to sell or (2) it is more likely than not that we will be required to sell such debt security before recovering its amortized cost basis. In other circumstances where the fair value of available-for-sale debt securities is less than the amortized cost basis, we recognize the credit component of the impairment loss as part of investment securities losses, and record an allowance for credit losses to the same extent, while recording the noncredit component of the impairment loss in accumulated other comprehensive losses. Net gains (losses) from marketable equity securities include net gains (losses) on sales of marketable equity securities as well as unrealized gains (losses) on such securities.

Net investment securities losses were ¥119.0 billion for the fiscal year ended March 31, 2022, compared to net gains of ¥1,458.3 billion for the fiscal year ended March 31, 2021. This was mainly due to lower stock prices in Japan as of March 31, 2022 compared to the end of the previous fiscal year, with a gradually declining trend particularly towards the end of March 2022.

Net equity in earnings of equity method investees

Net equity in earnings of equity method investees for the fiscal year ended March 31, 2022 was ¥436.6 billion, compared to ¥355.7 billion for the previous fiscal year, reflecting higher earnings of our equity method investees, including Morgan Stanley.

Non-Interest Expense

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Salaries and employee benefits	¥ 1,253.5	¥ 1,277.4	1.9%
Occupancy expenses—net	178.1	165.3	(7.2)
Fees and commissions expenses	318.8	310.9	(2.5)
Outsourcing expenses, including data processing	298.8	318.0	6.4
Depreciation of premises and equipment	87.3	82.7	(5.3)
Amortization of intangible assets	250.1	261.0	4.4
Impairment of intangible assets	21.7	33.3	53.6
Insurance premiums, including deposit insurance	90.5	95.6	5.5
Communications	59.8	57.4	(4.1)
Taxes and public charges	97.8	99.7	1.9
Impairment of goodwill	147.6	—	(100.0)
Provision for (reversal of) off-balance sheet credit instruments	(56.7)	46.3	181.7
Impairment of assets held for sale	—	134.1	N/M
Other non-interest expenses	322.0	264.4	(17.9)
Total non-interest expense	¥ 3,069.3	¥ 3,146.1	2.5 %

Non-interest expense increased 2.5% mainly due to impairment of assets held for sale relating to the business of MUFG Union Bank to be transferred to U.S. Bancorp and provision for off-balance sheet credit instruments, partially offset by decreases in impairment of goodwill and other non-interest expenses.

Impairment of goodwill

Impairment of goodwill decreased ¥147.6 billion to nil. The impairment loss recorded in the previous fiscal year reflected (a) decreases in the fair value of reporting units belonging to MUFG Americas Holdings below their carrying amounts in light of increases in observed market discount rates and (b) the impact of an intervening event due to negative changes in the economic environment triggered by COVID-19 for the three months ended March 31, 2020.

Given the three-month difference between our consolidated reporting period and the reporting period of some of our subsidiaries, including MUFG Americas Holdings, our fair value assessment with respect to such subsidiaries after December 31 of each year is reflected in our consolidated financial statements for a period ending after March 31 of each year. See Note 1 to our consolidated financial statements.

Provision for (Reversal of) off-balance sheet credit instruments

Provision for off-balance sheet credit instruments of ¥46.3 billion was recorded for the fiscal year ended March 31, 2022, compared to ¥56.7 billion of reversal of off-balance sheet credit instruments for the prior year. See "— B. Liquidity and Capital Resources — Loan Portfolio — Allowance for off-balance sheet credit instruments" for further information on the provision for off-balance sheet credit instruments for the fiscal year ended March 31, 2022.

Impairment of assets held for sale

Impairment loss of ¥134.1 billion was recognized for the fiscal year ended March 31, 2022 on the assets related to the business of MUFG Union Bank that are expected to be transferred to U.S. Bancorp, which assets were reclassified as assets held for sale as of March 31, 2022. See Notes 1 and 2 to our audited consolidated financial statements. Any further losses with respect to assets held for sale will be recognized up to the completion of the planned sale.

Other non-interest expenses

Other non-interest expenses decreased ¥57.6 billion to ¥264.4 billion due to the absence of the impairment losses on operating lease assets recorded at foreign branches of MUFG Bank for the prior fiscal year.

Income Tax Expense (Benefit)

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Income (loss) before income tax expense (benefit)	¥ 1,608.3	¥ (58.7)	(103.7)%
Income tax expense (benefit)	444.9	(14.5)	(103.3)%
Effective income tax rate	27.7%	24.7%	—
Combined normal effective statutory tax rate	30.6%	30.6%	—

Reconciliation of Combined Normal Effective Statutory Tax Rate to Effective Income Tax Rate

	Fiscal years ended March 31,		
	2021	2022	Net Change (percentage points)
Combined normal effective statutory tax rate	30.6%	30.6%	—
Increase (decrease) in taxes resulting from:			
Nondeductible expenses	0.3	(12.0)	(12.3)
Impairment of goodwill	2.4	—	(2.4)
Foreign tax credit and payments	(0.9)	28.7	29.6
Lower tax rates applicable to income of subsidiaries	(1.0)	30.8	31.8
Change in valuation allowance	(0.9)	(90.1)	(89.2)
Nontaxable dividends received	(1.9)	85.1	87.0
Undistributed earnings of subsidiaries	—	(25.6)	(25.6)
Tax and interest expense for uncertainty in income taxes	(0.1)	(10.8)	(10.7)
Noncontrolling interest income (loss)	0.1	(0.7)	(0.8)
Effect of changes in tax laws	(0.1)	(2.4)	(2.3)
Expiration of loss carryforward	0.1	(7.0)	(7.1)
Other—net	(0.9)	(1.9)	(1.0)
Effective income tax rate	27.7%	24.7%	(3.0)

Income taxes applicable to us in Japan are imposed by the national, prefectural and municipal governments, and the aggregate of these taxes resulted in a combined normal effective statutory tax rate of 30.6% for each of the fiscal years ended March 31, 2021 and 2022. Foreign subsidiaries are subject to income taxes of the jurisdictions in which they operate. These taxes are reflected in the effective income tax rate.

Fiscal Year Ended March 31, 2022

The effective income tax rate for the fiscal year ended March 31, 2022 was 24.7%, which was 5.9 percentage points lower than the combined normal effective statutory rate of 30.6%. This lower effective income tax rate primarily reflected an addition of ¥47.4 billion of valuation allowance against deferred tax assets for certain subsidiaries, which resulted in an increase of ¥52.9 billion in income tax expense and a decrease of 90.1 percentage points in the effective income tax rate for the fiscal year ended March 31, 2022. The increase in valuation allowance includes recognition of valuation allowance related to the loss which is expected on the sale of the shares in MUFG Union Bank to U.S. Bancorp. This impact was partially offset by an increase of 85.1 percentage points in the effective income tax rate resulting from our receipt of nontaxable dividends, which resulted in a decrease of ¥50.0 billion in income tax expense for the fiscal year ended March 31, 2022, Under Japanese tax law, a certain percentage of dividends received is considered nontaxable and excluded from gross revenue in computing taxable income. This creates a permanent difference between our taxable income for Japanese tax purposes and our income before income tax expense reported under U.S. GAAP.

Fiscal Year Ended March 31, 2021

The effective income tax rate for the fiscal year ended March 31, 2021 was 27.7%, which was 2.9 percentage points lower than the combined normal effective statutory rate of 30.6%. This lower effective income tax rate was primarily due to our receipt of nontaxable dividends, which resulted in a decrease of ¥30.6 billion in income tax expense and a decrease of 1.9 percentage points in the effective income tax rate for the fiscal year ended March 31, 2021. Under Japanese tax law, a certain percentage of dividends received is considered nontaxable and excluded from gross revenue in computing taxable income. This creates a permanent difference between our taxable income for Japanese tax purposes and our income before income tax expense reported under U.S. GAAP. Another factor contributing to the lower effective income tax rate was due to lower tax rates applicable to income of subsidiaries, which resulted in a decrease of ¥15.4 billion in income tax expense and a decrease of 1.0 percentage points in the effective income tax rate for the fiscal year ended March 31, 2021. These impacts were partially offset by an increase of 2.4 percentage points in the effective income tax rate resulting from recognition of the goodwill impairment loss discussed above, which had the effect of decreasing our income before income tax expense under U.S. GAAP by ¥38.7 billion for the fiscal year ended March 31, 2021, since such loss was not deductible in computing our taxable income under Japanese tax law.

Net income attributable to noncontrolling interests

We recorded ¥39.1 billion of net income attributable to noncontrolling interests for the fiscal year ended March 31, 2022, compared to ¥46.1 billion of net income attributable to noncontrolling interests for the previous fiscal year. This mainly reflected a decrease in net income of certain consolidated VIEs.

Business Segment Analysis

We measure the performance of each of our business segments primarily in terms of "operating profit." Operating profit and other segment information in this Annual Report are based on the financial information prepared in accordance with Japanese GAAP as adjusted in accordance with internal management accounting rules and practices. Accordingly, the format and information are not consistent with our consolidated financial statements prepared in accordance with U.S. GAAP. For example, operating profit does not reflect items such as a component of the provision for credit losses (primarily equivalent to the formula allowance under U.S. GAAP), foreign exchange gains (losses) and investment securities gains (losses). For a reconciliation of operating profit under the internal management reporting system to income (loss) before income tax expense (benefit) shown on the consolidated statements of operations, see Note 29 to our consolidated financial statements. We do not use information on the segments' total assets to allocate our resources and assess performance. Accordingly, business segment information on total assets is not presented. However, in order to ensure more efficient management of resources, and to strengthen controls on profits and losses in each business group, we have allocated reasonably allocable fixed assets of MUFG Bank on a stand-alone basis and Mitsubishi UFJ Trust and Banking on a stand-alone basis to each business unit of such subsidiaries as of March 31, 2022. Accordingly, such fixed assets allocated to business groups are presented below.

We have reorganized our business groups (previously consisting of Retail & Commercial Banking Business Group, Japanese Corporate & Investment Banking Business Group, Global Corporate & Investment Banking Business Group, Global Commercial Banking Business Group, Asset Management & Investor Services Business Group, Global Markets Business Group and Other) under our three-year medium-term business plan commencing on April 1, 2021, in light of changes in the business environment, including the digital shift in society. A new Digital Service Business Group was established on April 1, 2021 under the medium-term business plan mainly by separating the digital-based businesses that previously belonged to the Retail & Commercial Banking Business Group in an effort to better integrate the expertise and capabilities of our subsidiaries to respond to the needs of our customers more effectively and efficiently, and we changed our reporting segments to the current segmentation based on the reorganized business groups. We have changed the method of allocation of net revenue and operating expenses among reporting segments mainly in connection with the establishment of the Digital Service Business Group.

In addition. we made modifications to our internal management accounting rules and practices, effective April 1, 2021, including adjustments relating to the interest rate on core deposits in the Retail & Commercial Banking Business Group under the medium-term business plan. The adjustments resulted in a decrease in net revenue in the Retail & Commercial Banking Business Group and a corresponding, offsetting increase of the same amount in net revenue in Other.

These changes had the following impact on our previously reported business segment information for the fiscal years ended March 31, 2020 and 2021:

- increasing the operating profits of the Global Corporate & Investment Banking Business Group, Other, and the Global Commercial Banking Business Group by ¥9.0 billion, ¥4.2 billion and ¥0.2 billion, respectively, for the fiscal year ended March 31, 2020,
- reducing the operating profits of the Retail & Commercial Banking Business Group, the Japanese Corporate & Investment Banking Business Group, the Global Markets Business Group and the Asset Management & Investor Services Business Group by ¥217.0 billion, ¥3.5 billion, ¥2.9 billion and ¥2.1billion, respectively, for the fiscal year ended March 31, 2020,
- increasing the operating profits of Other, the Global Corporate & Investment Banking Business Group, and the Global Commercial Banking Business Group by ¥15.6 billion, ¥5.1 billion and ¥2.0 billion, respectively, for the fiscal year ended March 31, 2021, and
- reducing the operating profits of the Retail & Commercial Banking Business Group, the Asset Management & Investor Services Business Group, the Global Markets Business Group and the Japanese Corporate & Investment Banking Business Group by ¥191.8 billion, ¥2.8 billion, ¥0.7 billion and ¥0.5billion, respectively, for the fiscal year ended March 31, 2021.

Prior period business segment information has been restated to enable comparison between the relevant amounts for the fiscal years ended March 31, 2020, 2021 and 2022.

For further information, see Note 29 to our consolidated financial statements.

Fiscal year ended March 31, 2020	Customer Business: Digital Service Business Group	Retail & Commercial Banking Business Group	Japanese Corporate & Investment Banking Business Group	Global Commercial Banking Business Group	Asset Management & Investor Services Business Group	Global Corporate & Investment Banking Business Group	Total	Global Markets Business Group	Other	Total
	(in billions)									
Net revenue	¥ 789.6	¥ 604.9	¥ 575.9	¥ 795.6	¥ 243.1	¥ 409.3	¥ 3,418.4	¥ 535.7	¥ 19.1	¥ 3,973.2
BK and TB[1]:	282.7	422.7	444.8	(0.2)	94.8	294.3	1,539.1	311.8	21.7	1,872.6
Net interest income	253.6	189.8	188.6	0.6	2.5	128.6	763.7	125.4	35.8	924.9
Net fees	24.6	209.8	202.1	—	92.3	148.1	676.9	(16.1)	(55.4)	605.4
Other	4.5	23.1	54.1	(0.8)	—	17.6	98.5	202.5	41.3	342.3
Other than BK and TB	506.9	182.2	131.1	795.8	148.3	115.0	1,879.3	223.9	(2.6)	2,100.6
Operating expenses	578.4	532.3	331.1	564.3	173.9	258.9	2,438.9	235.8	124.4	2,799.1
Operating profit (loss)	¥ 211.2	¥ 72.6	¥ 244.8	¥ 231.3	¥ 69.2	¥ 150.4	¥ 979.5	¥ 299.9	¥ (105.3)	¥ 1,174.1

Note:
(1) "BK and TB" is a sum of MUFG Bank on a stand-alone basis and Mitsubishi UFJ Trust and Banking on a stand-alone basis.

Fiscal year ended March 31, 2021	Customer Business: Digital Service Business Group	Retail & Commercial Banking Business Group	Japanese Corporate & Investment Banking Business Group	Global Commercial Banking Business Group	Asset Management & Investor Services Business Group	Global Corporate & Investment Banking Business Group	Total	Global Markets Business Group	Other	Total
	(in billions)									
Net revenue	¥ 731.1	¥ 567.4	¥ 563.1	¥ 783.5	¥ 293.5	¥ 431.5	¥ 3,370.1	¥ 640.3	¥ 7.5	¥ 4,017.9
BK and TB[1]:	258.4	373.8	451.5	1.0	99.5	274.4	1,458.6	386.3	32.9	1,877.8
Net interest income	223.6	165.8	187.0	1.6	5.5	138.3	721.8	212.3	37.3	971.4
Net fees	32.1	188.9	216.3	—	94.0	150.2	681.5	(4.5)	(70.7)	606.3
Other	2.7	19.1	48.2	(0.6)	—	(14.1)	55.3	178.5	66.3	300.1
Other than BK and TB	472.7	193.6	111.6	782.5	194.0	157.1	1,911.5	254.0	(25.4)	2,140.1
Operating expenses	559.6	500.2	323.0	507.3	212.9	269.9	2,372.9	240.2	157.8	2,770.9
Operating profit (loss)	¥ 171.5	¥ 67.2	¥ 240.1	¥ 276.2	¥ 80.6	¥ 161.6	¥ 997.2	¥ 400.1	¥ (150.3)	¥ 1,247.0

Note:
(1) "BK and TB" is a sum of MUFG Bank on a stand-alone basis and Mitsubishi UFJ Trust and Banking on a stand-alone basis.

Fiscal year ended March 31, 2022	Customer Business: Digital Service Business Group	Retail & Commercial Banking Business Group	Japanese Corporate & Investment Banking Business Group	Global Commercial Banking Business Group	Asset Management & Investor Services Business Group	Global Corporate & Investment Banking Business Group	Total	Global Markets Business Group	Other	Total
	(in billions)									
Net revenue	¥ 727.0	¥ 600.6	¥ 620.6	¥ 781.4	¥ 348.9	¥ 527.2	¥ 3,605.7	¥ 427.0	¥ 27.2	¥ 4,059.9
BK and TB[1]:	260.4	388.6	495.2	1.9	106.4	361.7	1,614.2	203.4	53.7	1,871.3
Net interest income	219.0	166.5	230.6	2.1	9.3	170.5	798.0	219.9	134.7	1,152.6
Net fees	38.4	201.3	211.6	—	97.1	189.0	737.4	(10.7)	(70.1)	656.6
Other	3.0	20.8	53.0	(0.2)	—	2.2	78.8	(5.8)	(10.9)	62.1
Other than BK and TB	466.6	212.0	125.4	779.5	242.5	165.5	1,991.5	223.6	(26.5)	2,188.6
Operating expenses	554.6	495.9	319.2	538.0	241.3	288.9	2,437.9	250.0	139.6	2,827.5
Operating profit (loss)	¥ 172.4	¥ 104.7	¥ 301.4	¥ 243.4	¥ 107.6	¥ 238.3	¥ 1,167.8	¥ 177.0	¥ (112.4)	¥ 1,232.4
Fixed assets[2]	¥ 140.6	¥ 191.7	¥ 155.8	¥ 1.0	¥ 13.3	¥ 133.0	¥ 635.4	¥ 108.4	¥ 550.3	¥ 1,294.1

Notes:

(1) "BK and TB" is a sum of MUFG Bank on a stand-alone basis and Mitsubishi UFJ Trust and Banking on a stand-alone basis.

(2) Fixed assets in the above table are based on the financial information prepared in accordance with Japanese GAAP as adjusted in accordance with internal management accounting rules and practices, and it corresponds to the U.S. GAAP amounts of premises and equipment-net, intangible assets-net and goodwill of MUFG Bank (on a stand-alone basis) and Mitsubishi UFJ Trust and Banking (on a stand-alone basis). Fixed assets of MUFG, other consolidated subsidiaries and Japanese GAAP consolidation adjustments amounting to ¥1,286.1 billion are not allocated to each business segment when determining the allocation of management resources and assessing performance, therefore such amounts are not included in the table above.

Fiscal Year Ended March 31, 2022 Compared to Fiscal Year Ended March 31, 2021

Digital Service Business Group—Covers digital-based non-face-to-face businesses servicing "mass-segment" customers, or retail customers and small and medium-sized enterprise customers, of Mitsubishi UFJ NICOS, other consumer finance companies, and MUFG Bank in Japan. Its net revenue mainly consists of interest income from lending and deposit-taking operations and fees relating to credit card settlement and consumer financing products and services.

Net revenue decreased mainly due to a decrease in interest income associated with mortgage loans because the lending spread on newly executed loans was lower than that on repaid loans. Money transfer revenue also decreased since money transfer fee rates were lowered following revisions of money transfer fee rates for inter-bank transactions and also because customers shifted to internet banking where money transfer fees are lower than those for money transfers through branches or ATMs. In addition, consumer finance business revenue decreased due to the adverse impact of the prolonged COVID-19 pandemic. The decrease in operating expenses was primarily due to measures implemented to optimize our branch network.

Retail & Commercial Banking Business Group—Covers the domestic retail and commercial banking businesses. This business group mainly offers retail customers (with a strategic focus on high net-worth individuals) and small and medium-sized enterprise customers in Japan an extensive array of commercial banking, trust banking and securities products and services. Its net revenue mainly consists of interest income from lending and deposit-taking operations and fees relating to domestic and foreign exchange settlement services and wealth management solutions, including asset management, asset and business succession transfer and real estate services.

Net revenue increased mainly due to an increase in investment product sales as well as strong performance of our real estate business, derivative solutions business and primary capital markets business. In addition, our domestic small and medium-sized enterprise lending spread improved slightly. Operating expenses decreased due to measures implemented to optimize staff utilization and restructure sales channels.

Japanese Corporate & Investment Banking Business Group—Covers the large Japanese corporate businesses. This business group offers large Japanese corporations advanced financial solutions designed to respond to their diversified and globalized needs and to contribute to their business and financial strategies through the global network of our group companies. Its net revenue mainly consists of interest income from lending and deposit-taking operations and fees relating to financing, investment banking, real estate and stock transfer services for large Japanese corporate customers.

Net revenue increased mainly due to an increase in loan interest income reflecting an improvement in our lending spread as well as an increase in income from primary market securities transactions, while the solutions business was stagnant. The decrease in operating expenses primarily resulted from expense control measures partially offset by the impact of foreign exchange translation on overseas expenses.

Global Commercial Banking Business Group—Covers the retail and commercial banking businesses of MUFG Union Bank, Krungsri and, PT Bank Danamon Indonesia, Tbk. This business group offers a comprehensive array of financial products and services such as loans, deposits, fund transfers, investments and asset management services for local retail, small and medium-sized enterprise, and corporate customers across the Asia-Pacific region. Its revenue mainly consists of interest income from lending and deposit-taking operations and fees from remittances and transfers, consumer finance and wealth-related services for individual and small to medium-sized corporate customers of MUFG Union Bank, Krungsri and Bank Danamon.

Net revenue decreased mainly due to the lower net interest income reflecting declines in the policy interest rates in the United States, Thailand and Indonesia as well as a decrease in the automobile loan balance of Bank Danamon. The increase in operating expenses primarily resulted from expenditures for system development and regulatory compliance.

Asset Management & Investor Services Business Group—Covers the asset management and asset administration businesses of Mitsubishi UFJ Trust and Banking, MUFG Bank and First Sentier Investors. By integrating the trust banking expertise of Mitsubishi UFJ Trust and Banking and the global strengths of MUFG Bank, the business group offers a full range of asset management and administration services for corporations and pension funds, including pension fund management and administration, advice on pension structures, and payments to beneficiaries, and also offers investment trusts for retail customers. Its net revenue mainly consists of fees from asset management and administration services for products, such as pension trusts and mutual funds.

Net revenue increased primarily due to an increase in performance fees reflecting strong investment returns as well as an increase in fund administration revenue from bundled services to global investors. The increase in operating expenses primarily resulted from additional personnel expenses to support increased business, especially the global asset management business.

Global Corporate & Investment Banking Business Group—Covers the global corporate, investment and transaction banking businesses of MUFG Bank and Mitsubishi UFJ Securities Holdings. Through a global network of offices and branches, this business group provides large non-Japanese corporate and financial institution customers outside Japan with a comprehensive set of solutions that meet their increasingly diverse and sophisticated financing needs. Its net revenue mainly consists of interest income from lending and deposit-taking operations and fees and commissions from investment banking services and foreign exchange and derivatives transactions.

Net revenue increased mainly due to an increase in debt capital markets revenue as the funding requirements of our customers increased, while revenue generated from deposited funds decreased due to declines in U.S. interest rates. The increase in operating expense was mainly attributable to increases in overseas business acquisition cost and system infrastructure development cost.

Global Markets Business Group—Covers the customer business and the treasury operations of MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Securities Holdings. The customer business includes sales and trading in fixed income instruments, currencies, equities and other investment products as well as origination and distribution of financial products. The treasury operations include asset and liability management as well as global investments for the MUFG Group.

Net revenue decreased mainly due to losses on sale of foreign bonds during the quarter ended March 31, 2022 when interest rates rose in the United States, a decrease in flow transactions in the customer business, and net losses in overseas securities subsidiaries. The increase in operating expense mainly reflected the impact of foreign exchange translation on overseas expenses.

Other—Consists mainly of the corporate centers of MUFG, MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Morgan Stanley Securities. The elimination of duplicated amounts of net revenues among business segments is also reflected in Other.

Fiscal Year Ended March 31, 2021 Compared to Fiscal Year Ended March 31, 2020

Digital Service Business Group

Net revenue decreased mainly due to a decrease in revenue generated from deposited funds caused by declines in Japanese short-term interest rates and U.S. interest rates as well as a decrease in the volume of business, including the credit card and consumer finance businesses reflecting a significant decrease in consumer spending. The decrease in operating expenses primarily resulted from our cost reduction measures under the "Channel Strategy and Business Process Re-engineering" project pursuant to our previous medium-term business plan and a decrease in performance-linked expenses of Mitsubishi UFJ NICOS.

Retail & Commercial Banking Business Group

Net revenue decreased mainly due to a decrease in revenue generated from deposited funds caused by declines in U.S. interest rates and Japanese short-term interest rates as well as a decrease in money transfer revenue and foreign exchange revenue due to a slowdown of transaction activity requiring such banking services in the COVID-19 pandemic environment. The decrease in operating expenses primarily resulted from our cost reduction measures under the "Channel Strategy and Business Process Re-engineering" project pursuant to our previous medium-term business plan.

Japanese Corporate & Investment Banking Business Group

Net revenue decreased mainly due to a decrease in revenue generated from deposited funds caused by declines in U.S. interest rates and Japanese short-term interest rates while loan revenue increased following an increase in the loan balance especially in Japan. Overseas non-interest revenue declined, reflecting a decline in foreign exchange revenue due to the slowdown in trade transactions due to the COVID-19 pandemic. The decrease in operating expenses primarily resulted from our cost reduction measures and a decrease in overseas system development expenses.

Global Commercial Banking Business Group

Net revenue decreased mainly due to the lower net interest income in MUFG Union Bank reflecting declines in interest rates in the United States, partially offset by an increase in net revenue due to the full-year consolidation of Bank Danamon. The decrease in operating expense was mainly due to our cost reduction measures and a decrease in advertising fees.

Asset Management & Investor Services Business Group

Net revenue increased primarily due to the full-year consolidation of First Sentier Investors as well as an increase in the balance of investment products sold to domestic institutional investors, partially offset by the impact of reductions in our asset management fee rates. The increase in operating expense was mainly attributable to full-year consolidation of First Sentier Investors as well as higher personnel cost and system investments commensurate with business volume growth.

Global Corporate & Investment Banking Business Group

Net revenue increased mainly due to an increase in debt capital markets revenue as the funding requirements of our customers increased, while revenue generated from deposited funds decreased due to declines in U.S. interest rates. The increase in operating expense was mainly attributable to increases in overseas business acquisition cost and system infrastructure development cost.

Global Markets Business Group

Net revenue increased mainly due to higher net revenue from trading for institutional investors as we profited from market volatility. Net revenue from the treasury operations increased as a result of our portfolio operations under volatile market conditions. The increase in operating expense primarily reflected increases in performance-linked expenses and compliance cost to meet regulation changes, substantially offset by the impact of our cost reduction measures, including overseas personnel cost reductions.

Geographic Segment Analysis

Assets, income and expenses attributable to foreign operations are allocated to geographical areas based on the domicile of the debtors and customers. In general, we have allocated all direct expenses and a proportionate share of general and administrative expenses to income derived from foreign loans and other transactions by our foreign operations to the relevant foreign geographical areas. Certain charges, such as most impairment charges on goodwill, are recognized as domestic expenses. For further information, see Note 30 to our consolidated financial statements.

	Fiscal years ended March 31,		
	2021	2022	% Change
	(in billions)		
Total revenue (interest income and non-interest income):			
Domestic	¥ 3,348.7	¥ 2,160.5	(35.5)%
Foreign:			
United States of America	741.1	500.6	(32.5)
Europe	356.1	67.7	(81.0)
Asia/Oceania excluding Japan	1,134.3	975.3	(14.0)
Other areas[1]	329.6	221.6	(32.8)
Total foreign	2,561.1	1,765.2	(31.1)
Total	¥ 5,909.8	¥ 3,925.7	(33.6)%
Income (loss) before income tax expense (benefit):			
Domestic	¥ 1,032.4	¥ (38.1)	(103.7)%
Foreign:			
United States of America	27.7	(166.0)	(699.3)
Europe	92.4	(244.0)	(364.1)
Asia/Oceania excluding Japan	244.7	249.3	1.9
Other areas[1]	211.1	140.1	(33.6)
Total foreign	575.9	(20.6)	(103.6)
Total	¥ 1,608.3	¥ (58.7)	(103.7)%
Net income (loss) attributable to Mitsubishi UFJ Financial Group:			
Domestic	¥ 627.1	¥ (7.4)	(101.2)%
Foreign:			
United States of America	(231.1)	(498.2)	115.6
Europe	74.2	(344.0)	(563.6)
Asia/Oceania excluding Japan	366.9	506.6	38.1
Other areas[1]	280.2	259.7	(7.3)
Total foreign	490.2	(75.9)	(115.5)
Total	¥ 1,117.3	¥ (83.3)	(107.5)%

Note:
(1) Other areas primarily include Canada, Latin America, the Caribbean and the Middle East.

Domestic net loss attributable to Mitsubishi UFJ Financial Group for the fiscal year ended March 31, 2022 was ¥7.4 billion compared to net income of ¥627.1 billion for the fiscal year ended March 31, 2021. This was primarily due to net losses from marketable equity securities for the fiscal year ended March 31, 2022, compared to net gains from such securities for the prior fiscal year, reflecting lower stock prices in Japan as of March 31, 2022, compared to the end of the previous fiscal year, with a gradually declining trend particularly in the latter half of the fiscal year ended March 31, 2022.

Foreign net loss attributable to Mitsubishi UFJ Financial Group for the fiscal year ended March 31, 2022 was ¥75.9 billion compared to net income of ¥490.2 billion for the fiscal year ended March 31, 2021. This was mainly due to net trading account losses, primarily reflecting net losses on trading account securities under the fair value option mainly in the United States and Europe. During the quarter ended March 31, 2022, long-term interest rates in the United States and Europe gradually increased, and the fair value of trading account securities under the fair value option decreased at the end of March 2022.

Effect of Change in Exchange Rates on Foreign Currency Translation

The average exchange rate for the fiscal year ended March 31, 2022 was ¥112.38 per US$1.00, compared to the average exchange rate of ¥106.06 per US$1.00 for the previous fiscal year. The average exchange rate for the conversion of the US dollar financial statements of some of our foreign subsidiaries for the fiscal year ended December 31, 2021 was ¥109.80 per US$1.00, compared to the average exchange rate for the fiscal year ended December 31, 2020 of ¥106.82 per US$1.00.

The change in the average exchange rate of the Japanese yen against the US dollar and other foreign currencies had the effect of increasing total revenue by ¥91.6 billion, net interest income by ¥59.6 billion and income before income tax expense by ¥19.8 billion, respectively, for the fiscal year ended March 31, 2022.

B. Liquidity and Capital Resources

Financial Condition

The assets and liabilities related to the business of MUFG Union Bank that are expected to be transferred to U.S. Bancorp were reclassified as assets held for sale and liabilities held for sale and were included in Other assets and Other liabilities, respectively, as of March 31, 2022. As of the same date, such assets were ¥11,621.6 billion consisting of ¥6,561.3 billion of loans, net of allowance for credit losses, ¥3,188.3 billion of investment securities, ¥1,110.6 billion of interest-earning deposits in other banks, and ¥761.4 billion of other assets, and such liabilities were ¥11,157.7 billion consisting of ¥10,448.5 billion of deposits and ¥709.2 billion of other liabilities. Losses resulting from valuation of such assets were recognized as expense in the fiscal year ended March 31, 2022, while any gains are not recognized until the date of the sale. See Notes 1 and 2 to our consolidated financial statements.

For information on our off-balance sheet arrangements, see Note 24 to our consolidated financial statements, and for information on our contractual obligations, see Notes 10 and 12 to our consolidated financial statements.

Total Assets

Our total assets as of March 31, 2022 were ¥367,650.0 billion, an increase of ¥13,825.4 billion from ¥353,824.6 billion as of March 31, 2021. The increase in total domestic assets was mainly due to a ¥5,419.3 billion increase in interest-earning deposits in other banks and a ¥1,034.9 billion increase in cash and due from banks in Japan. The increase in total foreign assets was mainly due to a ¥2,398.6 billion increase in loans, net of allowance for credit losses, with the loans related to the business of MUFG Union Bank to be transferred to U.S. Bancorp reclassified as loans held for assets.

	As of March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Japan	¥ 240,603.9	¥ 246,637.1	2.5%
Foreign[1]:			
United States	49,478.9	54,576.6	10.3
Europe	21,126.6	22,319.4	5.6
Asia/Oceania excluding Japan	31,368.4	31,909.3	1.7
Other areas[2]	11,246.8	12,207.6	8.5
Total foreign	113,220.7	121,012.9	6.9
Total	¥ 353,824.6	¥ 367,650.0	3.9%

Notes:
(1) Foreign assets are denominated primarily in the U.S. dollar. Geographic regions are based principally on the domicile of the obligors.
(2) Other areas primarily include Canada, Latin America, the Caribbean and the Middle East.

Loan Portfolio

The following table sets forth our loans outstanding, before deduction of allowance for credit losses by class. We classify our loan portfolio into the following portfolio segments—Commercial, Residential, Card, MUFG Americas Holdings, Krungsri, and Other based on the grouping to determine the allowance for credit losses. We further classify the Commercial segment into Domestic and Foreign classes based on initial measurement attributes, risk characteristics, and method of monitoring and assessing credit risk. The Domestic Commercial segment includes commercial loans to borrowers in Japan, and the Foreign Commercial segment includes commercial loans other than those included in the Domestic Commercial, MUFG Americas Holdings, Krungsri and Other segments. The Residential segment includes housing loans to borrowers in Japan, and the Card segment includes consumer loans to borrowers in

Japan. The MUFG Americas Holdings segment includes loans held by subsidiaries of MUFG Americas Holdings, and the Krugsri segment includes loans held by Krungsri and its subsidiaries. The Other segment consists primarily of Bank Danamon.

The loan balance of the MUFG Americas Holdings segment as of March 31, 2022 does not include the loans held for sale related to the business of MUFG Union Bank to be transferred to U.S. Bancorp. Such loans are not subject to valuation for allowance for credit losses

	As of March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Commercial			
Domestic	¥ 54,680.9	¥ 54,044.7	(1.2)%
Foreign	31,486.9	34,980.2	11.1
Residential	13,182.8	13,301.5	0.9
Card	502.2	464.3	(7.6)
MUFG Americas Holdings	8,583.6	2,813.0	(67.2)
Krungsri	6,604.6	6,822.8	3.3
Other	986.7	1,045.1	5.9
Total[(1)]	116,027.7	113,471.6	(2.2)
Unearned income, unamortized premium—net and deferred loan fees—net	(308.8)	(322.2)	4.4
Total[(1)]	¥ 115,718.9	¥ 113,149.4	(2.2)%

Note:
(1) The above table includes loans held for sale of ¥353.1 billion and ¥514.1 billion as of March 31, 2021 and 2022, respectively, which are carried at the lower of cost or fair value, but excludes the loans held for sale related to the business of MUFG Union Bank to be transferred to U.S. Bancorp as of March 31, 2022.

As of March 31, 2022, our total loan balance decreased 2.2% compared to March 31 2021, and our total loans accounted for 30.8% of total assets as of March 31, 2022, compared to 32.7% as of March 31, 2021. Our domestic commercial loan balance decreased mainly due to repayment of loans, particularly short-term loans, after the outstanding balance of such loans increased in the previous fiscal year due to heightened financing needs in the COVID-19 pandemic environment. Our foreign commercial loan balance increased mainly due to increased funding needs of customers with economic activity gradually resuming as COVID-19 pandemic-related restrictions began to ease particularly towards the end of the fiscal year ended March 31, 2022. The decrease in the MUFG Americas Holdings segment reflected the reclassification of the loans related to the business of MUFG Union Bank to be transferred to U.S Bancorp as assets held for sale, which are included in Other assets, as of March 31, 2022. As of March 31, 2022, loans, off-balance sheet credit instruments and due from banks held in relation to borrowers and counterparties that are subject to Russia country risk monitoring in accordance with our internal credit management policy amounted to approximately ¥0.29 trillion on a gross basis before taking into account any allowances.

Credit quality indicator

	As of March 31,		
	2021	2022	% Change
	(in billions, except percentages)[1]		
Commercial	¥ 85,925.5	¥ 88,581.7	3.1 %
Domestic	54,633.2	53,975.4	(1.2)
Normal	52,580.4	51,999.4	(1.1)
Close Watch	1,806.7	1,559.4	(13.7)
Likely to become Bankrupt or Legally/Virtually Bankrupt	246.1	416.6	69.3
Foreign	31,292.3	34,606.3	10.6
Normal	30,249.2	33,602.5	11.1
Close Watch	788.9	783.7	(0.7)
Likely to become Bankrupt or Legally/Virtually Bankrupt	254.2	220.1	(13.4)
Residential	¥ 13,182.8	¥ 13,301.5	0.9 %
Accrual	13,116.6	13,246.6	1.0
Nonaccrual	66.2	54.9	(17.2)
Card	¥ 479.3	¥ 464.3	(3.1)%
Accrual	419.1	401.7	(4.2)
Nonaccrual	60.2	62.6	4.0
MUFG Americas Holdings	¥ 8,495.8	¥ 2,742.1	(67.7)%
Credit Quality Based on the Number of Delinquencies			
Accrual	3,260.9	—	N/M
Nonaccrual	19.0	—	N/M
Credit Quality Based on Internal Credit Ratings			
Pass	4,807.7	2,635.4	(45.2)
Special Mention	216.9	65.8	(69.7)
Classified	191.3	40.9	(78.6)
Krungsri	¥ 6,604.6	¥ 6,822.8	3.3 %
Performing	5,939.4	6,147.3	3.5
Under-Performing	503.9	509.7	1.2
Non-Performing	161.3	165.8	2.8
Other	¥ 986.7	¥ 1,045.1	5.9 %
Accrual	960.1	1,018.5	6.1
Nonaccrual	26.6	26.6	0.2

Note:
(1) Total loans in the above table do not include loans held for sale, and represent balances without adjustments in relation to unearned income, unamortized premiums and deferred loan fees.

We classify loans into risk categories based on relevant information about the ability of borrowers to service their debt, including, but not limited to, historical and current financial information, historical and current payment experience, credit documentation, public and non-public information about borrowers and current economic trends as deemed appropriate to each segment.

The primary credit quality indicator for loans within all classes of the Commercial segment is the internal credit rating assigned to each borrower based on our internal borrower ratings of 1 through 15 with the rating of 1 assigned to a borrower with the highest quality of credit. When assigning a credit rating to a borrower, we evaluate the borrower's expected debt-service capability based on various information, including financial and operating information of the borrower as well as information on the industry in which the borrower operates, and the borrower's business profile, management and compliance system. In evaluating a borrower's debt-service capability, we also conduct an assessment of the level of earnings and an analysis of the borrower's net worth. Based on the internal borrower rating, loans within the Commercial segment are categorized as Normal (internal borrower ratings of 1 through 9), Close

Watch (internal borrower ratings of 10 through 12), and Likely to become Bankrupt or Legally/Virtually Bankrupt (internal borrower ratings of 13 through 15).

Loans to borrowers categorized as Normal represent those that are not deemed to have collectability issues. Loans to borrowers categorized as Close Watch represent those that require close monitoring as the borrower has begun to exhibit elements of potential concern with respect to its business performance and financial condition, the borrower has begun to exhibit elements of serious concern with respect to its business performance and financial condition, including business problems requiring long-term solutions, or the borrower's loans are troubled debt restructuring or loans contractually past due 90 days or more for special reasons. Loans to borrowers categorized as Likely to become Bankrupt or Legally/Virtually Bankrupt represent those that have a higher probability of default than those categorized as Close Watch due to serious debt repayment problems with poor progress in achieving restructuring plans, the borrower being considered virtually bankrupt with no prospects for an improvement in business operations, or the borrower being legally bankrupt with no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation or filing for legal liquidation.

For more information on our credit and borrower ratings, see "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk—Credit Risk Management."

The accrual status is a primary credit quality indicator for loans within the Residential segment, the Card segment and the Other segment as well as consumer loans within the MUFG Americas Holdings segment. The accrual status of these loans is determined based on the number of delinquent payments.

Commercial loans within the MUFG Americas Holdings segment are categorized as either pass or criticized based on the internal credit rating assigned to each borrower. Criticized credits are those that are internally risk graded as Special Mention, Substandard or Doubtful. Special Mention credits are potentially weak, as the borrower has begun to exhibit deteriorating trends, which, if not corrected, may jeopardize repayment of the loan and result in a further downgrade. Classified credits are those that are internally risk graded as Substandard or Doubtful. Substandard credits have well-defined weaknesses, which, if not corrected, could jeopardize the full satisfaction of the debt. A credit classified as Doubtful has critical weaknesses that make full collection improbable on the basis of currently existing facts and conditions.

Loans within the Krungsri segment are categorized as Performing, Under-Performing or Non-Performing based on their delinquency status. Loans categorized as Under-Performing generally represent those that have significant increases in credit risk since origination, including, among other things, loans that are 30 days or more past due. Loans categorized as Non-Performing generally represent those that are 90 days or more past due.

For the Commercial, Residential and Card segments, credit quality indicators are based on information as of March 31. For the MUFG Americas Holdings, Krungsri and Other segments, credit quality indicators are generally based on information as of December 31.

Allowance for credit losses

Fiscal year ended March 31, 2021:	Commercial	Residential	Card	MUFG Americas Holdings	Krungsri	Other	Total
				(in billions)			
Allowance for credit losses:							
Balance at beginning of fiscal year	¥ 482.3	¥ 34.7	¥ 35.2	¥ 59.0	¥ 169.6	¥ 28.7	¥ 809.5
Effect of adopting new guidance on measurement of credit losses on financial instruments[2]	83.8	49.5	14.2	25.0	118.4	32.8	323.7
Provision for credit losses	235.6	1.4	17.9	90.1	90.1	49.1	484.2
Charge-offs	77.9	2.7	24.6	40.4	93.2	51.7	290.5
Recoveries collected	9.3	0.0	1.5	4.4	23.4	6.5	45.1
Net charge-offs	68.6	2.7	23.1	36.0	69.8	45.2	245.4
Other[1]	1.5	—	—	(6.3)	(14.9)	(3.9)	(23.6)
Balance at end of fiscal year	¥ 734.6	¥ 82.9	¥ 44.2	¥ 131.8	¥ 293.4	¥ 61.5	¥1,348.4

Fiscal year ended March 31, 2022:	Commercial	Residential	Card	MUFG Americas Holdings	Krungsri	Other	Total
				(in billions)			
Allowance for credit losses:							
Balance at beginning of fiscal year	¥ 734.6	¥ 82.9	¥ 44.2	¥ 131.8	¥ 293.4	¥ 61.5	¥1,348.4
Provision for (reversal of) credit losses	236.6	(10.9)	15.5	(101.1)	90.5	47.4	278.0
Charge-offs	57.8	2.1	20.2	19.2	83.5	55.2	238.0
Recoveries collected	11.8	—	1.3	9.5	22.9	13.2	58.7
Net charge-offs	46.0	2.1	18.9	9.7	60.6	42.0	179.3
Other[1]	8.8	—	—	9.4	(0.9)	6.3	23.6
Balance at end of fiscal year	¥ 934.0	¥ 69.9	¥ 40.8	¥ 30.4	¥ 322.4	¥ 73.2	¥1,470.7

Notes:
(1) Other is principally comprised of gains or losses from foreign exchange translation.
(2) See Note 1 (Accounting Changes) to our consolidated financial statements for more information.

We recorded ¥278.0 billion of provision for credit losses for the fiscal year ended March 31, 2022, compared to ¥484.2 billion of provision for credit losses for the previous fiscal year. Our total allowance for credit losses as of March 31, 2022 was ¥1,470.7 billion, an increase of ¥122.3 billion from ¥1,348.4 billion as of March 31, 2021. The total allowance for credit losses represented 1.30% of the total loan balance as of March 31, 2022, compared to 1.17% as of March 31, 2021.

Provision for credit losses for the fiscal year ended March 31, 2022 decreased by ¥206.2 billion compared to the previous fiscal year, mainly reflecting the reversal of credit losses in the MUFG Americas Holdings segment.

Significant trends in our portfolio segments are discussed below.

Commercial segment—We recorded ¥236.6 billion of provision for credit losses for the fiscal year ended March 31, 2022, compared to ¥235.6 billion of provision for credit losses for the previous fiscal year. The provision for credit losses for the fiscal year ended March 31, 2022 was primarily due to deterioration in the business performance of some large borrowers affected by, among other things, supply chain disruptions and the COVID-19 pandemic and a qualitative reserve of ¥109.9 billion recorded for the sudden changes relating to the Russia-Ukraine situation. The ratio of loans classified as Close Watch to total loans in the segment decreased to 2.65% as of March 31, 2022 from 3.02% as of March 31, 2021. The ratio of loans classified as Likely to become Bankrupt or Legally/ Virtually Bankrupt to total loans in the segment increased to 0.72% as of March 31, 2022 from 0.58% as of March 31, 2021. The ratio of total allowance for credit losses to the total loan balance in this segment increased to 1.05% as of March 31, 2022 from 0.85% as of March 31, 2021.

MUFG Americas Holdings segment—We recorded ¥101.1 billion of reversal of credit losses for the fiscal year ended March 31, 2022, compared to ¥90.1 billion of provision for credit losses for the previous fiscal year. The reversal of credit losses for the fiscal year ended March 31, 2022 primarily related to the loans in the business of MUFG Union Bank to be transferred to U.S. Bancorp

which were reclassified as loans held for sale as of March 31, 2022 and thus were not subject to credit loss allowance provisioning. The reversal of credit losses was also attributable to improvements in the credit quality of borrowers in some industry sectors, such as the commercial real estate sector, which had previously been affected adversely by the COVID-19 pandemic. The ratio of loans classified as Special Mention or below and Nonaccrual to total loans in the segment decreased to 3.89% as of March 31, 2022 from 5.03% as of March 31, 2021. The ratio of total allowance for credit losses to the total loan balance in this segment decreased to 1.11% as of March 31, 2022 from 1.55% as of March 31, 2021.

Krungsri segment—We recorded ¥90.5 billion of provision for credit losses for the fiscal year ended March 31, 2022, compared to ¥90.1 billion of provision for credit losses for the previous fiscal year. The provision recorded for the fiscal year ended March 31, 2022 reflected the negative impact of the COVID-19 pandemic on our small and medium-sized enterprise loan portfolio and retail, including automobile and mortgage, loan portfolio. The ratio of loans classified as Under-Performing or below to total loans in the segment decreased to 9.90% as of March 31, 2022 from 10.07% as of March 31, 2021. The ratio of total allowance for credit losses to the total loan balance in this segment increased to 4.73% as of March 31, 2022 from 4.44% as of March 31, 2021.

We adopted the new guidance on measurement of credit losses on financial instruments on April 1, 2020. The new guidance replaced the incurred losses impairment methodology applied under the previous standard with a current expected credit loss model where adjustments are made to our allowance for credit losses based on management's current estimate of expected credit losses on loans by considering a broader range of reasonable and supportable information, including macroeconomic variables such as GDP growth and unemployment rates, to estimate credit losses. In the immediately above tables, the "effect of adopting the new guidance on measurement of credit losses on financial instruments" represents the effect of application of the new guidance to our loan portfolio as of April 1, 2020, and the "provision for (reversal of) credit losses" for the fiscal year ended March 31, 2021 and 2022 represents the amount of provision for, or reversal of, credit losses recorded under the new guidance for each period. Provision for credit losses for the fiscal year ended March 31, 2021 and 2022 mainly reflected management's consideration of, among other information, the expected impact of the COVID-19 pandemic on our loan portfolio as well as the impact of extensions of measurement periods used in our loss-forecasting models under the new guidance. For more information on the new guidance, see Notes 1 and 4 to our consolidated financial statements.

When there is an improvement in asset quality, reversal of credit losses is recorded in our consolidated statements of operations to maintain the allowance for credit losses at a level management deems appropriate. We have historically provided for credit losses, and in future periods we may need to recognize a provision for credit losses. See "Item 3.D. Key Information—Risk Factors—Credit Risk—We may suffer additional credit-related losses in the future if our borrowers are unable to repay their loans as expected or if the measures we take in reaction to, or in anticipation of, our borrowers' deteriorating repayment abilities prove inappropriate or insufficient."

Allowance policy

We apply the current expected credit loss model that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information under Accounting Standards Codification 326 Financial Instruments - Credit Losses, to estimate credit losses. For more information on this guidance, see Note 1 to our consolidated financial statements.

We maintain an allowance for credit losses to absorb expected losses on the loan portfolio. We have divided our allowance for credit losses into six portfolio segments—Commercial, Residential, Card, MUFG Americas Holdings, Krungsri and Other. Our allowance policy for the major portfolio segments—Commercial, Residential, Card, MUFG Americas Holdings and Krungsri—is summarized below.

For all portfolio segments, key elements relating to the policies and discipline used in determining the allowance for credit losses are our credit classification and related borrower categorization process, which are closely linked to the risk grading standards set by the Japanese regulatory authorities for asset evaluation and assessment, and are used as a basis for establishing the allowance for credit losses and charge-offs. The categorization is based on conditions that may affect the ability of borrowers to service their debt, such as current financial condition and results of operations, historical payment experience, credit documentation, other public information and current trends.

For more information on our credit and borrower ratings, see "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk—Credit Risk Management."

For the Commercial, MUFG Americas Holdings and Krungsri segments, our allowance for credit losses represents an estimate of the credit losses that are expected over the life of the financial instrument or exposure and is recognized by incorporating relevant available information relating to past events, current conditions, and reasonable and supportable forecasts. The allowance for credit losses primarily consists of (1) an allowance for loans measured on a collective basis, when similar risk characteristics exist, and (2) an allowance for loans measured on an individual basis, for loans that do not share similar risk characteristics. Expected losses are calculated using quantitative models that incorporate historical loss information and economic forecast scenarios and qualitative adjustments are also implemented to account for the risks that are not adequately captured in the quantitative model or economic forecasting assumptions. For the Residential and Card segments, the loans are smaller-balance homogeneous loans that are pooled by the risk ratings based on the number of delinquencies.

For more information on our methodologies used to estimate the allowance for each portfolio segment, see "Summary of Significant Accounting Policies" in Note 1 to our consolidated financial statements and "—E. Critical Accounting Estimates—Allowance for Credit Losses" below.

Allowance for off-balance sheet credit instruments

We maintain an allowance for credit losses on off-balance sheet credit instruments, including commitments to extend credit, guarantees, standby letters of credit and other financial instruments. The allowance is included in other liabilities. We have adopted for such instruments the same methodology as that which is used in determining the allowance for credit losses on loans.

The allowance for credit losses on off-balance sheet credit instruments was ¥126.1 billion as of March 31, 2022, an increase of ¥42.5 billion from ¥83.6 billion as of March 31, 2021. The increase was primarily due to a qualitative reserve of ¥30.0 billion recorded for the sudden changes relating to the Russia-Ukraine situation.

Nonaccrual loans

We consider a loan to be a nonaccrual loan when substantial doubt exists as to the full and timely payment of interest on, or repayment of, the principal of the loan, which is a borrower condition that generally corresponds to borrowers in categories 13 and below in our internal rating system (which corresponds to "Likely to become Bankrupt," "Virtually Bankrupt" and "Bankrupt or de facto Bankrupt" status under Japanese banking regulations). Loans are also placed in nonaccrual status when principal or interest is contractually past due one month or more with respect to loans within the Commercial segment, three months or more with respect to loans within the Card, MUFG Americas Holdings, Krungsri and Other segments, and six months or more with respect to loans within the Residential segment.

For more information on our credit and borrower ratings, see "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk—Credit Risk Management."

	As of March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Commercial	¥ 824.0	¥ 858.3	4.2 %
Domestic	565.6	633.7	12.0
Foreign	258.4	224.6	(13.1)
Residential	68.0	56.2	(17.4)
Card	60.2	62.6	4.0
MUFG Americas Holdings	73.7	15.3	(79.2)
Krungsri	161.3	165.8	2.8
Other	26.6	26.6	0.2
Total[(1)]	¥ 1,213.8	¥ 1,184.8	(2.4)%

Note:

(1) The above table does not include loans held for sale of ¥8.6 billion and ¥7.9 billion as of March 31, 2021 and 2022, respectively, and does not include the loans held for sale related to the business of MUFG Union Bank to be transferred to U.S. Bancorp as of March 31, 2022.

Nonaccrual loans in the Domestic Commercial segment increased ¥68.1 billion between March 31, 2021 and March 31, 2022, mainly due to deterioration in the business performance of some large borrowers due to supply chain disruptions resulting from the COVID-19 pandemic. In the MUFG Americas Holdings segment, nonaccrual loans decreased ¥58.4 billion mainly due to the reclassification of the loans related to the business of MUFG Union Bank to be transferred to U.S. Bancorp. In addition, this decrease also reflected improvements in the economic environment in the United States.

Investment Portfolio

Our investment securities primarily consist of Japanese government bonds and marketable equity securities. Japanese government bonds are mostly classified as available-for-sale debt securities. Our investment in Japanese government bonds is a part of our asset and liability management policy with respect to investing the amount of Japanese yen-denominated funds exceeding our net loans. The percentage of our holding of available-for-sale Japanese government bonds to the total investment securities was 61.5% as of March 31, 2022, which was almost unchanged from 61.6% as of March 31, 2021. Investment securities decreased 2.5% as of March 31, 2022, compared to March 31, 2021, mainly due to a decrease in our holdings of residential mortgage-backed securities and commercial mortgage-backed securities as a result of reclassification of those assets related to the business of MUFG Union Bank to be transferred to U.S. Bancorp from investment securities to assets held for sale included in Other assets, and a decrease in our

holdings of foreign government and official institution bonds in order to manage interest rate risk particularly during the quarter ended March 31, 2022 when interest rates rose globally. We also hold Japanese government bonds that are classified as held-to-maturity debt securities, which accounted for 3.2% of the total investment securities as of March 31, 2022.

Historically, we have held equity securities of some of our customers primarily for strategic purposes, in particular to maintain long-term relationships with these customers. We continue to focus on reducing our investment in equity securities for such purposes in order to reduce the price fluctuation risk in our equity portfolio from a risk management perspective and to respond to applicable regulatory requirements as well as increasing market expectations for us to reduce our equity portfolio. As of March 31, 2021 and 2022, the aggregate book value of our marketable equity securities under Japanese GAAP satisfied the requirements of the legislation prohibiting banks from holding equity securities in excess of their Tier 1 capital. In May 2022, we announced that we have increased our target to reduce the balance of equity securities held for strategic purposes on an acquisition cost basis to ¥500.0 billion within the three years ending March 31, 2024. During the fiscal year ended March 31, 2022, we sold down approximately ¥169.0 billion of equity securities held in our strategic equity investment portfolio on an acquisition cost basis. However, various factors, including market conditions and changes, may affect the amount of equity securities we should sell and our ability to achieve the target as planned. For more information, see "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk—Risk Management of Strategic Equity Portfolio.

Debt Securities

	As of March 31,								
	2021			2022			% Change		
	Amortized cost	Fair value	Net unrealized gains (losses)	Amortized cost	Fair value	Net unrealized gains (losses)	Amortized cost	Fair value	Net unrealized gains (losses)
	(in billions, except percentages)								
Available-for-sale debt securities:									
Japanese government and Japanese government agency bonds	¥35,166.2	¥35,273.2	¥ 107.0	¥34,383.1	¥34,327.8	¥ (55.3)	(2.2)%	(2.7)%	(151.8)%
Japanese prefectural and municipal bonds	3,719.2	3,731.5	12.3	4,154.5	4,146.1	(8.4)	11.7	11.1	(167.6)
Foreign government and official institution bonds	2,854.0	2,927.0	73.0	2,671.8	2,631.3	(40.5)	(6.4)	(10.1)	(155.5)
Corporate bonds	1,123.3	1,134.3	11.0	1,081.6	1,090.1	8.5	(3.7)	(3.9)	(22.5)
Mortgage-backed securities	1,895.0	1,931.6	36.6	900.8	900.5	(0.3)	(52.5)	(53.4)	(101.1)
Asset-backed securities	1,373.5	1,384.5	11.0	1,547.1	1,588.4	41.3	12.6	14.7	274.5
Commercial paper	564.1	564.1	0.0	1,010.6	1,010.6	0.0	79.2	79.2	15.4
Other debt securities	168.5	171.6	3.1	104.9	103.6	(1.3)	(37.8)	(39.6)	(142.3)
Total available-for-sale debt securities	¥46,863.8	¥47,117.8	¥ 254.0	¥45,854.4	¥45,798.4	¥ (56.0)	(2.2)%	(2.8)%	(122.0)%
Held-to-maturity debt securities[1]	¥ 3,903.8	¥ 3,939.1	¥ 35.3	¥ 4,595.1	¥ 4,606.3	¥ 11.2	17.7 %	16.9 %	(68.4)%

Note:
(1) See Note 3 to our consolidated financial statements for more details.

Net unrealized gains on available-for-sale debt securities decreased 122.0% primarily due to decreases in net unrealized gains on Japanese government and Japanese government agency bonds, foreign government and official institution bonds, and mortgage-backed securities. Net unrealized gains on Japanese government and Japanese government agency bonds decreased resulting in net unrealized losses because interest rates on Japanese government bonds were higher at the end of March 2022 compared to the end of March 2021. Net unrealized gains on foreign government and official institution bonds decreased resulting in net unrealized losses because interest rates in the United States were higher at the end of March 2022 compared to the end of March 2021. Net unrealized gains on mortgage-backed securities in MUFG Americas Holdings decreased resulting in net unrealized losses. Those securities were reclassified as assets held for sale and transferred to securities available-for-sale as of March 31, 2022. In addition, interest rates in the United States were higher at the end of December 2021 compared to the end of December 2020.

The amortized cost of available-for-sale debt securities decreased 2.2% mainly due to a 2.2% decrease in Japanese government and Japanese government agency bonds, a 6.4% decrease in foreign government and official institution bonds, and a 52.5% decrease in mortgage-backed securities. These decreases were partially offset by increases in our holdings of commercial paper and Japanese prefectural and municipal bonds.

Equity Securities

	As of March 31, 2021	As of March 31, 2022	% Change
	(in billions, except percentages)		
Marketable equity securities	¥ 5,759.5	¥ 4,986.1	(13.4)%
Nonmarketable equity securities:			
Unlisted preferred securities[1]	159.3	81.1	(49.1)
Other[2]	258.5	299.1	15.7
Investment securities held by investment companies and brokers and dealers[3]	45.6	55.9	22.6
Total	¥ 6,222.9	¥ 5,422.2	(12.9)%

Notes:
(1) These securities are mainly issued by public companies, including preferred stocks issued by Morgan Stanley, and other unlisted preferred securities issued by several public companies. Those securities are primarily carried at cost.
(2) These securities are equity securities issued by unlisted companies other than unlisted preferred securities. Those securities are primarily carried at cost.
(3) These investment securities are held by certain subsidiaries subject to specialized industry accounting principles for investment companies and brokers and dealers, and are measured at fair value.

Equity securities decreased 12.9% mainly because marketable equity securities decreased due to sales of equity securities held in our strategic equity investment portfolio. Marketable equity securities largely consist of listed equity securities in Japan.

Cash and Due from Banks, and Interest-earning Deposits in Other Banks

Cash and due from banks increased ¥995.0 billion to ¥50,972.5 billion as of March 31, 2022 from ¥49,977.5 billion as of March 31, 2021. This increase was primarily because of an increase in deposits with the Bank of Japan.

Interest-earning deposits in other banks increased ¥5,501.4 billion to ¥58,848.1 billion as of March 31, 2022 from ¥53,346.7 billion as of March 31, 2021. This increase was mainly because of an increase in deposits with the Bank of Japan.

Receivables under Resale Agreements

Receivables under resale agreements decreased ¥1,276.4 billion to ¥12,503.4 billion as of March 31, 2022 from ¥13,779.8 billion as of March 31, 2021. This decrease was mainly because of a decrease in short-term funding transactions following the rapid and significant increase in funding needs in the market shortly after the outbreak of the COVID-19 pandemic in the fourth quarter of the previous fiscal year.

Receivables under Securities Borrowing Transactions

Receivables under securities borrowing transactions increased ¥1,126.5 billion to ¥4,496.4 billion as of March 31, 2022 from ¥3,369.9 billion as of March 31, 2021. This increase was mainly due to an increase in collateral deposited for funding in our domestic banking and securities subsidiaries.

Trading Account Assets

Trading account assets decreased ¥1,776.1 billion to ¥42,668.3 billion as of March 31, 2022 from ¥44,444.4 billion as of March 31, 2021. Trading account assets consist of trading account securities and trading derivative assets. Trading account securities decreased ¥316.1 billion to ¥32,146.9 billion as of March 31, 2022 from ¥32,463.0 billion as of March 31, 2021. Trading derivative assets decreased ¥1,460.0 billion to ¥10,521.4 billion as of March 31, 2022 from ¥11,981.4 billion as of March 31, 2021 mainly due to long-term interest rate fluctuations having an upward trend in Japan and outside of Japan.

Total Liabilities

As of March 31, 2022, total liabilities were ¥351,353.5 billion, an increase of ¥13,773.4 billion from ¥337,580.1 billion as of March 31, 2021. This was primarily due to a ¥3,800.5 billion increase in domestic deposits, a ¥3,157.7 billion increase in payables under repurchase agreements, and a ¥2,355.4 billion increase in other short-term borrowings.

Deposits

Deposits are our primary source of funds. The balance of deposits decreased ¥4,617.0 billion to ¥224,589.9 billion as of March 31, 2022 from ¥229,206.9 billion as of March 31, 2021. The decrease was mainly attributable to a ¥8,417.5 billion decrease in foreign deposits, partially offset by a ¥3,800.5 billion increase in domestic deposits. The decrease in foreign deposits reflected the reclassification of the deposits related to the business of MUFG Union Bank which will be transferred to U.S. Bancorp from deposits to liabilities held for sale included in Other liabilities as of March 31, 2022.

The total average balance of interest-bearing deposits increased ¥8,271.6 billion to ¥191,026.9 billion for the fiscal year ended March 31, 2022 from ¥182,755.3 billion for the fiscal year ended March 31, 2021, mainly due to an increase in domestic deposits. The average balance for each fiscal year included the deposits related to the business of MUFG Union Bank to be transferred to U.S. Bancorp.

Payables under Repurchase Agreements

Payables under repurchase agreements increased ¥3,157.7 billion to ¥27,725.6 billion as of March 31, 2022 from ¥24,567.9 billion as of March 31, 2021. This increase was mainly because of a gradual increase as part of our funding strategy in the low interest rate environment in Japan.

Other Short-Term Borrowings

Other short-term borrowings increased ¥2,355.4 billion to ¥16,543.1 billion as of March 31, 2022 from ¥14,187.7 billion as of March 31, 2021. This increase was mainly because we increased borrowings from the Bank of Japan.

Long-term Debt

Long-term debt decreased ¥461.1 billion to ¥34,696.6 billion as of March 31, 2022 from ¥35,157.7 billion as of March 31, 2021. This decrease was mainly due to redemption of long-term debt by MUFG Bank.

The average balance of long-term debt for the fiscal year ended March 31, 2022 was ¥34,723.2 billion, an increase of ¥2,885.5 billion from ¥31,837.7 billion for the previous fiscal year. The average balance for each fiscal year included the long-term debt related to the business of MUFG Union Bank to be transferred to U.S. Bancorp.

Sources of Funding and Liquidity

Our primary source of liquidity is from a large balance of deposits, mainly ordinary deposits, certificates of deposit and time deposits. Time deposits have historically shown a high rollover rate among our corporate customers and individual depositors. The average deposit balance, including the business of MUFG Union Bank to be transferred, increased to ¥227,850.5 billion for the fiscal year ended March 31, 2022 from ¥217,941.0 billion for the fiscal year ended March 31, 2021. These deposits provide us with a sizable source of stable and low-cost funds. Our average deposits, including the business of MUFG Union Bank to be transferred, combined with our average total equity of ¥16,269.2 billion, funded 65.9% of our average total assets of ¥370,588.3 billion during the fiscal year ended March 31, 2022. Our deposits exceeded our loans before allowance for credit losses by ¥111,440.5 billion as of March 31, 2022 compared to ¥113,488.0 billion as of March 31, 2021. As part of our asset and liability management policy, a significant portion of the amount of Japanese yen-denominated funds exceeding our loans has been deposited with the Bank of Japan or invested in Japanese government bonds in recent periods.

The remaining funding was primarily provided by short-term borrowings and long-term senior and subordinated debt. Short-term borrowings consist of call money, funds purchased, payables under repurchase agreements, payables under securities lending transactions, due to trust account, and other short-term borrowings. From time to time, we have issued long-term instruments, including various fixed and floating interest rate senior and subordinated bonds with and without maturities. The average balance of short-term borrowings, including the business of MUFG Union Bank to be transferred, for the fiscal year ended March 31, 2022 was ¥47,617.9 billion. The average balance of long-term debt, including the business of MUFG Union Bank to be transferred, for the fiscal year ended March 31, 2022 was ¥34,723.2 billion. Liquidity may also be provided by the sale of financial assets, including available-for-sale debt securities, marketable equity securities, trading account securities and loans. Additional liquidity may be provided by the maturity of loans.

Any downgrade of the credit ratings assigned to us or our major subsidiaries could increase the cost, or decrease the availability, of our funding, particularly in U.S. dollars and other foreign currencies. See "Item 3.D. Key Information—Risk Factors—Funding Liquidity Risk—A downgrade of our credit ratings could adversely affect our ability to access and maintain liquidity."

We manage our group-wide liquidity on a consolidated basis based on the tests and analyses conducted at the subsidiary level. Our major banking subsidiaries, MUFG Bank and Mitsubishi UFJ Trust and Banking, set liquidity and funding limits designed to maintain their respective requirements for funding from market sources below pre-determined levels for certain periods (e.g., one-day, two-week and one-month). They also monitor the balance of buffer assets they respectively hold, including Japanese government bonds and U.S. Treasury bonds, which can be used for cash funding even in periods of stress. In addition, they regularly perform

liquidity stress testing designed to evaluate the impact of systemic market stress conditions and institution-specific stress events, including credit rating downgrades, on their liquidity positions.

We collect and evaluate the results of the stress tests individually performed by our major subsidiaries to ensure our ability to meet our liquidity requirements on a consolidated basis in stress scenarios.

We manage our funding sources by setting limits on, or targets for, our holdings of buffer assets, primarily Japanese government bonds. We also regard deposits with the Bank of Japan as buffer assets. In addition, our commercial banking subsidiaries manage their funding sources through liquidity-supplying products such as commitment lines and through a liquidity gap, or the excess of cash inflows over cash outflows.

For information on our commitments, guarantees and other off-balance sheet credit instruments, please see Note 24 to our consolidated financial statements.

Liquidity Requirements for Banking Institutions in Japan

We are required to calculate and disclose our LCR calculated in accordance with the methodology prescribed in the FSA guidance that has been adopted to implement the relevant Basel III standard. Starting in calendar year 2019, we are required to maintain a minimum LCR of 100%. See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation —Japan—Liquidity Coverage Ratio" and "—Capital Adequacy—Liquidity Coverage Ratios of MUFG and Major Banking Subsidiaries in Japan" below.

Stable Funding Requirements for Banking Institutions in Japan

We are required to calculate and disclose our NSFR calculated in accordance with the methodology prescribed in the FSA guidance that has been adopted to implement the relevant Basel III standard. Starting in September 2021, we are required to maintain a minimum NSFR of 100%. See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan—Net Stable Funding Ratio" and "—Capital Adequacy—Net Stable Funding Ratios of MUFG and Major Banking Subsidiaries in Japan" below.

Total Equity

	As of March 31,		
	2021	2022	% Change
	(in billions, except percentages)		
Capital stock	¥ 2,090.3	¥ 2,090.3	— %
Capital surplus	5,533.8	5,327.8	(3.7)
Retained earnings	8,829.5	8,412.2	(4.7)
Retained earnings appropriated for legal reserve	239.6	239.6	—
Unappropriated retained earnings	8,589.9	8,172.6	(4.9)
Accumulated other comprehensive losses, net of taxes	(289.5)	227.0	178.4
Treasury stock, at cost	(503.2)	(452.2)	10.1
Total Mitsubishi UFJ Financial Group shareholders' equity	¥ 15,660.9	¥ 15,605.1	(0.4)
Noncontrolling interests	583.6	691.4	18.5
Total equity	¥ 16,244.5	¥ 16,296.5	0.3 %
Ratio of total equity to total assets	4.59%	4.43%	

Capital Adequacy

We are subject to various regulatory capital requirements promulgated by the regulatory authorities of the countries in which we operate. Failure to meet minimum capital requirements can result in mandatory actions being taken by regulators that could have a direct material effect on our consolidated financial statements. Moreover, if our capital ratios are perceived to be low, our counterparties may avoid entering into transactions with us, which in turn could negatively affect our business and operations. For further information, see "Item 3.D. Key Information—Risk Factors—Risks Related to Our Ability to Meet Regulatory Capital Requirements—We may not be able to maintain our capital ratios and other regulatory ratios above minimum required levels, which could result in various regulatory actions, including the suspension of some or all of our operations."

We continually monitor our risk-adjusted capital ratios, leverage ratio and TLAC ratios closely, and manage our operations in consideration of the capital requirements. Factors that affect some or all of these ratios include fluctuations in the value of our assets, including our credit risk assets such as loans and equity securities, the risk weights of which depend on the borrowers' or issuers' internal ratings, and marketable securities, and fluctuations in the value of the Japanese yen against the U.S. dollar and other foreign currencies, as well as general price levels of Japanese equity securities.

Capital Requirements for Banking Institutions in Japan

Under Japanese regulatory capital requirements, our consolidated capital components, including Common Equity Tier 1, Tier 1, and Tier 2 capital and risk-weighted assets, are calculated based on our consolidated financial statements prepared under Japanese GAAP. Each of the consolidated and stand-alone capital components and risk-weighted assets of our banking subsidiaries in Japan is also calculated based on consolidated and non-consolidated financial statements prepared under Japanese GAAP.

As of March 31, 2022, we were required to maintain a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a countercyclical buffer of 0.01% in addition to the 4.5% minimum Common Equity Tier 1 capital ratio. See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan—Capital adequacy."

We have been granted approval by the FSA to exclude the majority of our investment in Morgan Stanley from being subject to double gearing adjustments. The approval was granted for a 10-year period, but the approval amount will be phased out by 20% each year starting from March 31, 2019. As of March 31, 2022, a full application of double gearing adjustments with respect to our investment in Morgan Stanley would have reduced our Common Equity Tier 1 capital ratio by approximately 0.3 percentage points.

For information on the issuances of Additional Tier 1 and Tier 2 securities, see also "Recent Developments—Issuances of Basel III-Compliant Domestic Subordinated Bonds."

Leverage Requirements for Banking Institutions in Japan

Our consolidated leverage ratio is calculated in accordance with the methodology prescribed in the FSA guidance that has been adopted to implement the relevant Basel III standard. The leverage ratio is designed for monitoring and preventing the build-up of excessive leverage in the banking sector and is expressed as the ratio of Tier 1 capital to total balance sheet assets adjusted in accordance with the FSA guidance. As of March 31, 2022, we were required to maintain a minimum leverage ratio of 3.00%. A G-SIB leverage ratio buffer equal to 50% of the applicable G-SIB capital surcharge is expected to be applied to us in 2023. See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan—Leverage Ratio."

TLAC Requirements for Banking Institutions in Japan

Our external TLAC ratios are calculated in accordance with the methodology prescribed in the FSA guidance that has been adopted to implement the TLAC Principle published by the FSB in November 2015. External TLAC ratios are expressed as the ratio of external TLAC amount to risk-weighted assets or leverage exposure in accordance with the FSA guidance. We are required to maintain external TLAC ratios of 18% on a risk-weighted assets basis and 6.75% on a leverage exposure basis. See "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—Japan—Total loss-absorbing capacity." For information on the issuances of TLAC-qualified securities, see also "—Recent Developments—Issuances of Senior Debt Securities for TLAC Purposes."

Capital Ratios, Leverage Ratio and External TLAC Ratios of MUFG

The figures underlying the amounts and ratios in the table below are calculated in accordance with Japanese banking regulations based on information derived from our consolidated financial statements prepared in accordance with Japanese GAAP, as required by the FSA. The amounts and ratios below are rounded down.

	As of March 31, 2021	Minimum ratios required[1]	As of March 31, 2022	Minimum ratios required[1]
	(in billions, except percentages)			
Capital components:				
Common Equity Tier 1	¥ 14,113.7		¥ 13,823.9	
Additional Tier 1	1,869.0		1,652.3	
Tier 1 capital	15,982.7		15,476.2	
Tier 2 capital	2,686.8		2,382.4	
Total capital	¥ 18,669.5		¥ 17,858.6	
Risk-weighted assets	¥ 114,419.3		¥ 124,914.2	
Capital ratios:				
Common Equity Tier 1 capital	12.33 %	8.50 %	11.06 %	8.51 %
Tier 1 capital	13.96 %	10.00 %	12.38 %	10.01 %
Total capital	16.31 %	12.00 %	14.29 %	12.01 %
Leverage ratio[2]	5.45 %	3.00 %	5.14 %	3.00 %
External TLAC ratios				
Risk-weighted assets basis[3]	18.94 %	16.00 %	18.23 %	18.00 %
Leverage exposure basis	8.96 %	6.00 %	9.23 %	6.75 %

Notes:

(1) The minimum capital ratios required as of March 31, 2021 include a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a nil countercyclical buffer. The minimum capital ratios required as of March 31, 2022 include a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a countercyclical buffer of 0.01%.

(2) Deposits with the Bank of Japan are excluded from the leverage exposure based on notification issued by the FSA.

(3) The TLAC ratio on a risk-weighted assets basis and the required minimum ratios as of March 31, 2021 do not include the regulatory capital buffers consisting of a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a nil countercyclical buffer. The TLAC ratio on a risk-weighted assets basis and the required minimum ratios as of March 31, 2022 do not include the regulatory capital buffers consisting of a capital conservation buffer of 2.5%, a G-SIB surcharge of 1.5% and a countercyclical buffer of 0.01%.

Management believes that, as of March 31, 2022, we were in compliance with all capital adequacy requirements to which we were subject.

Our Common Equity Tier 1 capital ratio as of March 31, 2022 was lower compared to the ratio as of March 31, 2021 due to a decrease in Common Equity Tier 1 capital and an increase in risk-weighted assets. The decrease in Common Equity Tier 1 capital was mainly due to a decrease in unrealized gains on available-for-sale securities. The increase in risk-weighted assets mainly reflected larger floor adjustments, which were adjustments made in accordance with prescribed formulae for the differences in exposures calculated under Basel I and Basel III.

Capital Ratios and Leverage Ratios of Major Banking Subsidiaries in Japan

The figures underlying the rations in the table below are calculated in accordance with Japanese banking regulations based on information derived from each bank's consolidated and non-consolidated financial statements prepared in accordance with Japanese GAAP, as required by the FSA. The ratios below are rounded down

	As of March 31, 2021	Minimum ratios required	As of March 31, 2022	Minimum ratios required
Consolidated:				
MUFG Bank				
Common Equity Tier 1 capital ratio	11.17 %	4.50 %	9.86 %	4.50 %
Tier 1 capital ratio	12.76 %	6.00 %	11.11 %	6.00 %
Total capital ratio	15.04 %	8.00 %	12.94 %	8.00 %
Leverage ratio[1]	5.22 %	3.00 %	4.96 %	3.00 %
Mitsubishi UFJ Trust and Banking				
Common Equity Tier 1 capital ratio	17.99 %	4.50 %	17.31 %	4.50 %
Tier 1 capital ratio	20.02 %	6.00 %	19.03 %	6.00 %
Total capital ratio	22.47 %	8.00 %	20.78 %	8.00 %
Leverage ratio[1]	7.53 %	3.00 %	6.77 %	3.00 %
Stand-alone:				
MUFG Bank				
Common Equity Tier 1 capital ratio	10.66 %	4.50 %	8.81 %	4.50 %
Tier 1 capital ratio	12.42 %	6.00 %	10.20 %	6.00 %
Total capital ratio	14.60 %	8.00 %	11.91 %	8.00 %
Leverage ratio[1]	5.14 %	3.00 %	4.59 %	3.00 %
Mitsubishi UFJ Trust and Banking				
Common Equity Tier 1 capital ratio	17.92 %	4.50 %	16.89 %	4.50 %
Tier 1 capital ratio	19.73 %	6.00 %	18.42 %	6.00 %
Total capital ratio	21.91 %	8.00 %	19.97 %	8.00 %
Leverage ratio[1]	8.95 %	3.00 %	7.81 %	3.00 %

Note:
(1) Deposits with the Bank of Japan are excluded from the leverage exposure based on notification issued by the FSA.

Management believes that, as of March 31, 2022, our banking subsidiaries were in compliance with all capital adequacy requirements to which they were subject.

Liquidity Coverage Ratios of MUFG and Major Banking Subsidiaries in Japan

The LCRs in the table below are calculated in accordance with Basel III as adopted by the FSA for the periods indicated. The figures underlying the ratios are calculated in accordance with Japanese banking regulations. The percentages below are rounded down.

	Three months ended				
	March 31, 2021[1],[6]	June 30, 2021[2],[6]	September 30, 2021[3],[6]	December 31, 2021[4],[6]	March 31, 2022[5],[6]
MUFG (consolidated)	168.4 %	172.8 %	173.8 %	172.4 %	170.4 %
MUFG Bank (consolidated)	181.2 %	182.9 %	186.6 %	184.2 %	185.0 %
MUFG Bank (stand-alone)	193.3 %	194.3 %	199.4 %	196.4 %	198.1 %
Mitsubishi UFJ Trust and Banking (consolidated)	121.3 %	125.2 %	123.2 %	125.5 %	115.9 %
Mitsubishi UFJ Trust and Banking (stand-alone)	140.9 %	147.3 %	144.5 %	150.3 %	138.6 %

Notes:
(1) Each of the ratios is calculated as the average balance of High-Quality Liquid Assets on the business days between January 4, 2021 and March 31 2021 divided by the average amount of net cash outflows for the same 60 business days.
(2) Each of the ratios is calculated as the average balance of High-Quality Liquid Assets on the business days between April 1, 2021 and June 30 2021 divided by the average amount of net cash outflows for the same 61 business days.

(3) Each of the ratios is calculated as the average balance of High-Quality Liquid Assets on the business days between July 1, 2021 and September 30 2021 divided by the average amount of net cash outflows for the same 61 business days.
(4) Each of the ratios is calculated as the average balance of High-Quality Liquid Assets on the business days between October 1, 2021 and December 30, 2021 divided by the average amount of net cash outflows for the same 63 business days.
(5) Each of the ratios is calculated as the average balance of High-Quality Liquid Assets on the business days between January 4, 2022 and March 31, 2022 divided by the average amount of net cash outflows for the same 59 business days.
(6) The LCR is to be calculated as an average based on daily values in accordance with the Japanese banking regulations.

See "—B. Liquidity and Capital Resources—Sources of Funding and Liquidity."

Net Stable Funding Ratios of MUFG and Major Banking Subsidiaries in Japan

The NSFRs in the table below are calculated in accordance with Basel III as adopted by the FSA as of the date indicated. The figures underlying the ratios are calculated in accordance with Japanese banking regulations. The percentages below are rounded down.

	As of September 30, 2021	As of December 31, 2021	As of March 31, 2022
MUFG (consolidated)	127.8 %	129.2 %	132.4 %
MUFG Bank (consolidated)	137.8 %	139.0 %	146.0 %
MUFG Bank (stand-alone)	147.7 %	147.6 %	154.5 %
Mitsubishi UFJ Trust and Banking (consolidated)	118.8 %	127.7 %	117.0 %
Mitsubishi UFJ Trust and Banking (stand-alone)	134.5 %	134.6 %	114.1 %

See "—B. Liquidity and Capital Resources—Sources of Funding and Liquidity."

Capital Requirements for Banking Institutions in the United States

In the United States, MUFG Americas Holdings and MUFG Union Bank are subject to various regulatory capital requirements administered by the U.S. Federal banking agencies. Failure to meet the applicable minimum capital requirements can initiate certain mandatory, and possibly additional discretionary, actions by regulators that, if undertaken, could have a material effect on MUFG Americas Holdings' consolidated financial statements.

For a more detailed discussion of the applicable capital requirements, see "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation—United States." See also Note 21 to our consolidated financial statements.

In addition, as foreign banking organizations that have U.S. branches and agencies and also as entities that are controlled by MUFG, MUFG Bank and Mitsubishi UFJ Trust and Banking are subject to the FRB's requirements.

Capital Ratios of Banking Subsidiaries in the United States

The table below presents the risk-adjusted capital ratios of MUFG Americas Holdings and MUFG Union Bank, both subsidiaries of MUFG Bank, calculated in accordance with applicable U.S. banking regulations as of December 31, 2020 and 2021:

	As of December 31, 2020	Minimum capital ratios required as of December 31, 2020[1]	As of December 31, 2021	Minimum capital ratios required as of December 31, 2021[2]	Ratio OCC requires to be "well capitalized" as of December 2021
MUFG Americas Holdings:					
Common Equity Tier I Capital (to risk-weighted assets)	15.28%	8.90%	16.01%	7.80%	—
Tier I capital (to risk-weighted assets)	15.28	10.40	16.01	9.30	—
Total capital (to risk-weighted assets)	16.29	12.40	16.32	11.30	—
Tier I capital (to quarterly average assets)[3]	9.56	4.00	10.44	4.00	—
MUFG Union Bank:					
Common Equity Tier I Capital (to risk-weighted assets)	15.62%	7.00%	16.68%	7.00%	6.50%
Tier I capital (to risk-weighted assets)	15.62	8.50	16.68	8.50	8.00
Total capital (to risk-weighted assets)	16.68	10.50	17.36	10.50	10.00
Tier I capital (to quarterly average assets)[3]	11.12	4.00	12.14	4.00	5.00

Notes:
(1) As of December 31, 2020, the minimum capital requirement for MUFG Americas Holdings includes its standardized capital conservation buffer of 4.40%, and the requirement for MUFG Union Bank includes a capital conservation buffer of 2.50%.
(2) As of December 31, 2021, the minimum capital requirement for MUFG Americas Holdings includes its standardized capital conservation buffer of 3.30%, and the requirement for MUFG Union Bank includes a capital conservation buffer of 2.50%.
(3) Excludes certain deductions.

Management believes that, as of December 31, 2021, MUFG Americas Holdings and MUFG Union Bank were in compliance with all capital adequacy requirements to which they were subject.

As of December 31, 2020 and 2021, the OCC categorized MUFG Union Bank as "well-capitalized." To be categorized as "well-capitalized," MUFG Union Bank must maintain minimum ratios of Common Equity Tier I capital to risk-weighted assets, Tier I capital to risk-weighted assets, Total capital to risk-weighted assets and of Tier I capital to quarterly average assets (leverage ratio) as set forth in the table.

For further information, see Note 21 to our consolidated financial statements.

Capital Requirements for Securities Firms in Japan and Overseas

We have securities subsidiaries in Japan and overseas, which are also subject to regulatory capital requirements. In Japan, the Financial Instruments and Exchange Act of Japan and related ordinances require financial instruments firms to maintain a minimum capital ratio of 120% calculated as a percentage of capital accounts less certain fixed assets, as determined in accordance with Japanese GAAP, against amounts equivalent to market, counterparty credit and operational risks. Specific guidelines are issued as a ministerial ordinance which details the definitions of essential components of the capital ratios, including capital, deductible fixed asset items and risks, and related measures. Failure to maintain a minimum capital ratio will trigger mandatory regulatory actions. A capital ratio of less than 140% will call for additional regulatory reporting, a capital ratio of less than 120% may result in an order to change the method of business, and a capital ratio of less than 100% may lead to a suspension of all or part of the business for a period of time and cancellation of a registration. Overseas securities subsidiaries are subject to the relevant regulatory capital requirements of the countries or jurisdictions in which they operate.

Capital Ratio of Mitsubishi UFJ Morgan Stanley Securities

As of March 31, 2022, Mitsubishi UFJ Morgan Stanley Securities' capital accounts less certain fixed assets of ¥486.8 billion represented 317.1% of the total amounts equivalent to market, counterparty credit and operational risks. As of March 31, 2021, Mitsubishi UFJ Morgan Stanley Securities' capital accounts less certain fixed assets of ¥475.3billion represented 275.4% of the total amounts equivalent to market, counterparty credit and operational risks. These figures are calculated in accordance with Japanese GAAP, pursuant to the Financial Instruments and Exchange Act of Japan.

For further information, see Note 21 to our consolidated financial statements.

Non-exchange Traded Contracts Accounted for at Fair Value

The use of non-exchange traded or over-the-counter contracts provides us with the ability to adapt to the varied requirements of a wide customer base while mitigating market risks. Non-exchange traded contracts are accounted for at fair value, which is generally based on pricing models or quoted prices for instruments with similar characteristics. Gains or losses on non-exchange traded contracts are included in "Trading account profits (losses)—net" in our consolidated statements of operations.

	Fiscal years ended March 31,	
	2021	2022
	(in millions)	
Net fair value of contracts outstanding at beginning of fiscal year	¥ 653	¥ 680
Changes attributable to contracts realized or otherwise settled during the fiscal year	20	(22)
Fair value of new contracts entered into during the fiscal year	359	—
Changes in fair values attributable to changes in valuation techniques and assumptions	1	30
Other changes in fair value, principally revaluation at end of fiscal year	(353)	(702)
Net fair value of contracts outstanding at end of fiscal year	¥ 680	¥ (14)

Maturities of Non-exchange Traded Contracts

	As of March 31, 2022	
	Net fair value of contracts—unrealized losses	
	Prices provided by other external sources	Prices based on models and other valuation methods
	(in millions)	
Maturity less than 1 year	¥ —	¥ 32
Maturity less than 3 years	—	—
Maturity less than 5 years	—	—
Maturity 5 years or more	—	(46)
Total fair value	¥ —	¥ (14)

C. Research and Development, Patents and Licenses, etc.

Not applicable.

D. Trend Information

See the discussions in "—Business Environment," "—Recent Developments," "—A. Operating Results" and "—B. Liquidity and Capital Resources."

E. Critical Accounting Estimates

Our consolidated financial statements are prepared in accordance with U.S. GAAP. Certain accounting policies require management to make difficult, complex or subjective judgments regarding the valuation of assets and liabilities. The accounting policies are fundamental to understanding our operating and financial review and prospects. The notes to our consolidated financial statements provide a summary of our significant accounting policies. The following is a summary of the critical accounting estimates:

Allowance for Credit Losses

The allowance for credit losses represents an estimate of the credit losses that are expected over the life of the financial instrument or exposure and has three components: the allowance for loans measured on a collective basis, when similar risk characteristics exist, the allowance for loans measured on an individual basis, for loans that do not share similar risk characteristics, and the allowance for losses on unfunded credit commitments, which is included in other liabilities.

The methodology for estimating credit losses uses relevant available information relating to past events, current conditions, and reasonable and supportable forecasts. Historical credit loss experience provides the basis for the estimation of expected credit losses. Adjustments to historical loss information are made over a forecast period to account for differences between current and expected

future conditions and those reflected in historical loss information. Beyond the forecast period, estimated expected credit losses revert to average historical loss experience. The estimation of the allowance for credit losses involves significant judgment on a number of assumptions including the assessment of risk characteristics, assignment of a borrower's internal credit rating, valuation of collateral, expectations of future economic conditions and the development of qualitative adjustments. We divide our loan portfolio into the following segments—Commercial, Residential, Card, MUFG Americas Holdings, Krungsri, and Other—and determine the allowance for credit losses for each segment.

At March 31, 2022, we had ¥89,024.9 billion, and ¥6,822.8 billion of loans in the Commercial segment and the Krungsri segments respectively, and recorded an allowance for credit losses against these loans of ¥934.0 billion, and ¥322.4 billion, respectively.

The allowance for credit losses is estimated using quantitative models that incorporate economic forecast scenarios. These economic forecast scenarios include macroeconomic variables that have historically been correlated with historical credit losses. These variables include, but are not limited to, unemployment rates and gross domestic product. As any one economic forecast scenario is inherently uncertain, multiple economic forecast scenarios were leveraged. The macroeconomic variables in multiple economic forecast scenarios and weightings given to each scenario depend on a variety of factors including recent economic conditions and views of internal as well as third-party economists.

The determination of the allowance for credit losses for the Commercial and the Krungsri segments required management to make significant judgements due to the subjectivity and uncertainty associated with expectations of future economic conditions. Particularly significant judgment was required to be made to determine certain macroeconomic variables in the multiple economic forecast scenarios and the weightings given to each scenario, to capture the heightened volatility and uncertainty in future economic conditions including the degree of the impact and duration of the prolonged COVID-19 pandemic for the Commercial and Krungsri segments, and the sudden changes relating to the Russia-Ukraine situation for the Commercial segment.

The allowance for credit losses includes qualitative adjustments to cover losses that are expected but were not be reflected in the modeled allowance. The determination of the allowance for credit losses for the Commercial and Krungsri segments required management to make significant judgements due to the subjectivity and uncertainty associated with the development of qualitative adjustments. Particularly significant judgment was required to be made to develop certain qualitative adjustments to capture the heightened volatility and uncertainty in the economy and events due to the prolonged COVID-19 pandemic for the Commercial and Krungsri segments, and the sudden changes relating to the Russia-Ukraine situation for the Commercial segment.

The determination of the allowance for credit losses for the Commercial segment required management to make significant judgements, due to the subjectivity and uncertainty associated with the determination of a borrower's internal credit rating, which were highly dependent on the estimation of a borrower's performance and business sustainability, particularly in cases in which borrowers were experiencing weaknesses in their business performance. Particularly significant judgment was required to be made when these borrowers' performance and business sustainability were affected by changes in the external and internal business environment, including the prolonged COVID-19 pandemic and the sudden changes relating to the Russia-Ukraine situation. Key elements relating to the policies and discipline used in determining the allowance for credit losses for the Commercial segment are our credit classification and the related borrower categorization process. Each of these components is determined based on estimates subject to change when actual events occur. The categorization is based on conditions that may affect the ability of borrowers to service their debt, taking into consideration current financial information, historical payment experience, credit documentation, public information, analyses of relevant industry segments and current trends. In determining the appropriate level of allowance, we evaluate the probable loss by category of the loan based on its type and characteristics.

Determining the adequacy of the allowance for credit losses requires the exercise of considerable judgment and the use of estimates, such as those discussed above. Our actual losses could be more or less than the estimates. To the extent that actual losses differ from management's estimates, additional provisions for credit losses may be required that would adversely impact our operating results and financial condition in future periods. For further information regarding our methodologies used in establishing the allowance for credit losses by portfolio segments and allowance for credit losses policies, see Note 1 to our consolidated financial statements and "—B. Liquidity and Capital Resources—Financial Condition—Loan Portfolio." For more information on our credit and borrower ratings, see "Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk—Credit Risk Management."

Allowance for Repayment of Excess Interest

We maintain an allowance for repayment of excess interest based on our estimate of the potential liability exposure. Our estimate of the potential liability exposure represents the estimated amount of claims for repayment of excess interest to be received in the future. We expect that any such claim will be made on the basis of a 2006 ruling of the Japanese Supreme Court, or the Ruling. Under the Ruling, lenders are generally required to reimburse borrowers for interest payments made in excess of the limits stipulated by the Interest Rate Restriction Act upon receiving claims for reimbursement, despite the then-effective provisions of the Law Concerning Lending Business that exempted a lender from this requirement if the lender provided required notices to the borrower and met other specified requirements, and the borrower voluntarily made the interest payment.

While we have not entered into any consumer loan agreement after April 2007 that imposes an interest rate exceeding the limits stipulated by the Interest Rate Restriction Act, we need to estimate the number of possible claims for reimbursement of excess interest

payments. To determine the allowance for repayment of excess interest, we analyze the historical number of repayment claims we have received, the amount of such claims, borrowers' profiles, the actual amount of reimbursements we have made, management's future forecasts, and other events that are expected to possibly affect the repayment claim trends in order to arrive at our best estimate of the potential liability. We believe that the provision for repayment of excess interest is adequate and the allowance is at the appropriate amount to absorb probable losses, so that the impact of future claims for reimbursement of excess interest will not have a material adverse effect on our financial position and results of operations. The allowance is recorded as a liability in Other liabilities.

For further information, see Note 26 to our consolidated financial statements and "Item 3.D. Key Information—Risk Factors—Operational Risk—Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results."

Goodwill

As part of our global strategies, we have executed multiple large-scale acquisitions, investments and capital alliances, and recorded goodwill resulting from these business combinations. U.S. GAAP requires us to test goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that goodwill may be impaired, using a process that compares the carrying amount of a reporting unit with its fair value. An impairment loss is recognized to the extent that the carrying amount of a reporting unit exceeds its fair value, but not exceeding the total amount of goodwill allocated to that reporting unit. A reporting unit is an operating segment or component of an operating segment that constitutes a business for which discrete financial information is available and is regularly reviewed by management. The fair value of a reporting unit is defined as the amount at which the unit as a whole could be bought or sold in a current transaction between willing parties. Our consolidated goodwill balance was ¥303.6 billion at March 31, 2022, which was allocated to our reporting units. For a reporting unit for which an observable quoted price is not available, we determined the fair value of each reporting unit mainly using the income approach. The income approach determined the fair value of the reporting units by discounting management's projections of each reporting unit's cash flows, including a terminal value to estimate the fair value of cash flows beyond the final year of projected results, using a discount rate derived from the Capital Asset Pricing Model.

The determination of the fair value of these reporting units requires management to make significant judgments related to significant assumptions due to the subjectively and uncertainty associated with the assumptions. The significant assumptions included projected future operating cash flows based on forecasted future income in the income approach.

Valuation of Financial Instruments

We measure certain financial assets and liabilities at fair value. The majority of such assets and liabilities are measured at fair value on a recurring basis, including trading securities, trading derivatives and investment securities. In addition, certain other assets and liabilities are measured at fair value on a non-recurring basis, including held for sale loans which are carried at the lower of cost or fair value, collateral dependent loans and nonmarketable equity securities subject to impairment.

We have elected the fair value option for certain foreign securities classified as available-for-sale debt securities, whose unrealized gains and losses are reported in income, and marketable equity securities.

The guidance on the measurement of fair value defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. We have an established and documented process for determining fair value in accordance with the guidance. To determine the fair value, we use quoted prices which include those provided from pricing vendors, where available. We generally obtain one price or quote per instrument and do not adjust it to determine the fair value of the instrument. We perform internal price verification procedures to ensure that the prices and quotes provided from the independent pricing vendors are reasonable. Such verification procedures include a comparison of pricing sources and analysis of variances among pricing sources. These verification procedures are periodically performed by independent risk management departments. For collateralized loan obligations, or CLOs, backed by general corporate loans, the fair value is determined by weighting the internal model valuation and the non-binding broker-dealer quotes. If quoted prices are not available to determine the fair value of derivatives, the fair value is based upon valuation techniques that use, where possible, current market-based or independently sourced parameters, such as interest rates, yield curves, foreign exchange rates, volatilities and credit curves. The fair values of trading liabilities are determined by discounting future cash flows at a rate which incorporates our own creditworthiness. In addition, valuation adjustments may be made to ensure that the financial instruments are recorded at fair value. These adjustments include, but are not limited to, amounts that reflect counterparty credit quality, funding cost, liquidity risk, and model risk. Our financial models are validated and periodically reviewed by risk management departments independent of divisions that created the models.

For a further discussion of the valuation techniques applied to the material assets or liabilities, see Note 31 to our consolidated financial statements.

Accounting Changes and Recently Issued Accounting Pronouncements

See "Accounting Changes" and "Recently Issued Accounting Pronouncements" in Note 1 to our consolidated financial statements.

Item 6. Directors, Senior Management and Employees.

A. Directors and Senior Management

Members of the Board of Directors

The following table sets forth the members of our board of directors as of June 29, 2022, together with their respective dates of birth, positions and experience:

Name (Date of Birth)	Position in MUFG		Business Experience
Mariko Fujii (March 9, 1955)	Member of the Board of Directors (Outside Director)	April 1977	Joined Ministry of Finance of Japan
		July 1997	Director, International Affairs and Research Division, Customs and Tariff Bureau, Ministry of Finance
		April 1999	Associate Professor, Research Center for Advanced Science and Technology, The University of Tokyo
		March 2001	Professor, Research Center for Advanced Economic Engineering, The University of Tokyo
		April 2004	Professor, Research Center for Advanced Science and Technology, National University Corporation, The University of Tokyo
		June 2014	Outside Director of Electric Power Development Co., Ltd.
		October 2015	Retired from The University of Tokyo
			Retired from Outside Director of Electric Power Development Co., Ltd.
			Ambassador Extraordinary and Plenipotentiary of Japan to the Republic of Latvia
		June 2016	Emeritus Professor of The University of Tokyo (incumbent)
		January 2019	Retired from Ambassador of Japan to the Republic of Latvia
		June 2019	Outside Director of NTT DATA CORPORATION (incumbent)
			Member of the Board of Directors (Outside Director) of MUFG (incumbent)
Keiko Honda (September 27, 1961)	Member of the Board of Directors (Outside Director)	April 1984	Joined Bain & Company Japan, Incorporated
		May 1986	Joined Shearson Lehman Brothers Securities Co., Ltd.
		July 1989	Joined McKinsey & Company, Inc. Japan
		July 1999	Partner of McKinsey & Company, Inc. Japan
		July 2007	Director (Senior Partner) of McKinsey & Company, Inc. Japan

Name (Date of Birth)	Position in MUFG		Business Experience
		July 2013	Executive Vice President & CEO of Multilateral Investment Guarantee Agency (World Bank Group)
		October 2019	Retired from Multilateral Investment Guarantee Agency (World Bank Group)
		January 2020	Joined Columbia University School of International and Public Affairs as Adjunct Professor and Adjunct Senior Research Scholar (incumbent)
		March 2020	Outside Director of AGC Inc. (incumbent)
		June 2020	Member of the Board of Directors (Outside Director) of MUFG (incumbent)
		June 2022	Outside Director of the Board Recruit Holdings Co., Ltd. (incumbent)
Kaoru Kato (May 20, 1951)	Member of the Board of Directors (Outside Director)	April 1977	Joined Nippon Telegraph and Telephone Public Corporation (NTT)
		July 1999	General Manager of Plant Department of NTT Kansai Mobile Communications Network, Inc.
		April 2000	General Manager of Plant Department of NTT DoCoMo Kansai, Inc.
		June 2002	General Manager of Corporate Strategy and Planning Department, Member of the Board of Directors of NTT DoCoMo Kansai, Inc.
		July 2005	Representative Director and Senior Corporate Executive Officer of Sumitomo Mitsui Card Co., Ltd.
		July 2007	Executive Vice President, General Manager of Corporate Strategy and Planning Department, Member of the Board of Directors of NTT DoCoMo Kansai, Inc.
		June 2008	Executive Vice President, General Manager of Corporate Strategy and Planning Department, Member of the Board of Directors of NTT DOCOMO, INC.
		June 2012	President and Chief Executive Officer, Member of the Board of Directors of NTT DOCOMO, INC.
		June 2016	Corporate Advisor, Member of the Board of Directors of NTT DOCOMO, INC.
		June 2018	Corporate Advisor of NTT DOCOMO, INC.
		June 2019	Member of the Board of Directors (Outside Director) of MUFG (incumbent)
		March 2021	Non-executive Director of Kirin Holdings Company, Limited (incumbent)
		June 2022	Senior Advisor of NTT DOCOMO, INC. (incumbent)
Satoko Kuwabara (November 1, 1964)	Member of the Board of Directors (Outside Director)	April 1990	Registered as an attorney at law, Member of the Daini Tokyo Bar Association
			Joined Mori Sogo (currently Mori Hamada & Matsumoto)
		January 1998	Partner of Mori Hamada & Matsumoto
		June 2016	Outside Director of BANDAI NAMCO Holdings Inc. (incumbent)
		March 2020	Outside Auditor of Unicafe Inc. (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
		April 2020	Partner of Gaien Partners (incumbent)
		June 2020	Outside Audit and Supervisory Board Member of Nippon Yusen Kabushiki Kaisha (incumbent)
		June 2021	Member of the Board of Director (Outside Director) of MUFG (incumbent)
Toby S. Myerson (July 20, 1949)	Member of the Board of Directors (Outside Director)	September 1977	Registered as an attorney at law, admitted in States of New York and California in the United States
		October 1981	Joined Paul, Weiss, Rifkind, Wharton & Garrison LLP
		June 1983	Partner of Paul, Weiss, Rifkind, Wharton & Garrison LLP
		April 1989	Managing Director of Wasserstein Perella & Co. Inc.
		November 1990	Partner of Paul, Weiss, Rifkind, Wharton & Garrison LLP
		June 2014	Outside Director of BK(US) (incumbent)
		December 2016	Retired from Paul, Weiss, Rifkind, Wharton & Garrison LLP
		January 2017	Chairman & CEO of Longsight Strategic Advisors LLC (incumbent)
		February 2017	Outside Director of MUAH (incumbent)
		June 2017	Member of the Board of Directors (Outside Director) of MUFG (incumbent)
Hirofumi Nomoto (September 27, 1947)	Member of the Board of Directors (Outside Director)	April 1971	Joined TOKYU CORPORATION
		April 2003	Executive General Manager of Media Business Headquarters of TOKYU CORPORATION
		April 2004	President & Representative Director of its communications Inc.
		June 2007	Director of TOKYU CORPORATION
			Executive Officer of Real Estate Development Business Unit of TOKYU CORPORATION
		January 2008	Managing Director of TOKYU CORPORATION
		June 2008	Senior Managing Director of TOKYU CORPORATION
		April 2010	Executive Officer & Senior Executive General Manager of Urban Life Produce Business Unit of TOKYU CORPORATION
		June 2010	Senior Managing Director & Representative Director of TOKYU CORPORATION
		April 2011	President & Representative Director of TOKYU CORPORATION
		April 2018	Chairman & Representative Director of TOKYU CORPORATION (incumbent)
		June 2019	President & CEO of THREE HUNDRED CLUB CO., LTD. (incumbent) Member of the Board of Directors (Outside Director) of MUFG (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Yasushi Shingai (January 11, 1956)	Member of the Board of Directors (Outside Director)	April 1980	Joined Japan Tobacco and Salt Public Corporation (current Japan Tobacco Inc.)
		July 2001	Vice President of Finance Planning Division of Japan Tobacco Inc.
		June 2004	Senior Vice President, Head of Finance Group of Japan Tobacco Inc.
		July 2004	Senior Vice President, Chief Financial Officer of Japan Tobacco Inc.
		June 2005	Member of the Board, Senior Vice President, and Chief Financial Officer of Japan Tobacco Inc.
		June 2006	Member of the Board of Japan Tobacco Inc., Executive Vice President and Deputy CEO of JT International S.A.
		June 2011	Representative Director and Executive Vice President of Japan Tobacco Inc.
		June 2014	External Board Director of Recruit Holdings Co., Ltd.
		January 2018	Member of the Board of Japan Tobacco Inc.
		March 2018	Outside Director of Asahi Group Holdings, Ltd.
		June 2018	Outside Director of ExaWizards Inc. (incumbent)
			Member of the Board of Directors (Outside Director) of MUFG (incumbent)
		June 2019	Outside Director of Dai-ichi Life Holdings, Inc. (incumbent)
		June 2022	Outside Director of Olympus Corporation (incumbent)
Koichi Tsuji (April 10, 1957)	Member of the Board of Directors (Outside Director)	October 1984	Joined Peat Marwick Mitchell & Company
		September 1988	Registered as Certified Public Accountant in Japan
		February 1989	Resident Representative, Zurich, Switzerland
		July 2004	Senior Partner of Ernst & Young ShinNihon LLC
		February 2016	Chairman and CEO of Ernst & Young ShinNihon LLC
		July 2019	Chairman & CEO of EY Japan Godo Kaisha
			Member of the Board of Directors of EY Japan Co., Ltd.
		June 2021	Member of the Board of Directors (Outside Director) of MUFG (incumbent)
Tarisa Watanagase (November 30, 1949)	Member of the Board of Directors (Outside Director)	June 1975	Joined the Bank of Thailand
		January 1988	Economist, International Monetary Fund (On the Secondment)
		October 2002	Deputy Governor of the Bank of Thailand
		November 2006	Governor of the Bank of Thailand
		September 2010	Retired from the Bank of Thailand
		March 2013	Outside Director of the Siam Cement Public Company Limited
		June 2017	Member of the Board of Directors (Outside Director) of MUFG (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Ritsuo Ogura (January 21, 1964)	Member of the Board of Directors	April 1986	Joined The Sanwa Bank, Limited
		June 2012	Executive Officer of BK
			Executive Officer of MUFG
		May 2016	Managing Executive Officer of BK
		May 2017	Managing Executive Officer of MUFG
		April 2019	Managing Corporate Executive of MUFG
		April 2020	Managing Executive Officer of MUFG
		June 2020	Member of the Board of Directors of MUFG (incumbent)
Kenichi Miyanaga (February 25, 1960)	Member of the Board of Directors	April 1982	Joined The Toyo Trust and Banking Company, Limited
		June 2009	Executive Officer of TB
		June 2013	Director and Managing Executive Officer of TB
		June 2016	Senior Managing Executive Officer of TB
		June 2017	Director, Deputy President, and Executive Officer of TB
			Managing Executive Officer of MUFG
		June 2021	Member of the Board of Directors of MUFG (incumbent)
Kanetsugu Mike (November 4, 1956)	Member of the Board of Directors Chairman (Corporate Executive)	April 1979	Joined The Mitsubishi Bank, Limited
		June 2005	Executive Officer of BK
			Executive Officer of MUFG
		May 2009	Managing Executive Officer of BK
		May 2011	Managing Executive Officer of MUFG
		June 2011	Member of the Board of Directors, Managing Executive Officer of BK
		May 2013	Senior Managing Executive Officer of BK
		October 2015	Executive Chairman of MUAH
			Executive Chairman of BK(US)
		May 2016	Deputy President and Executive Officer of BK
			Senior Managing Corporate Executive of MUFG
		June 2016	Member of the Board of Directors, Deputy President of BK
		June 2017	President & CEO of BK
			Member of the Board of Directors, Deputy Chairman of MUFG
		April 2019	Member of the Board of Directors, President & Group CEO of MUFG
		April 2020	Member of the Board of Directors, Deputy Chairman of MUFG
		April 2021	Member of the Board of Directors, Chairman of MUFG (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Hironori Kamezawa (November 18, 1961)	Member of the Board of Directors President & Group CEO (Representative Corporate Executive)	April 1986	Joined The Mitsubishi Bank, Limited
		June 2010	Executive Officer of BK
			Executive Officer of MUFG
		May 2014	Managing Executive Officer of BK
			Managing Executive Officer of MUFG
		July 2014	Deputy CEO of Americas at BK(US)
		May 2017	Managing Corporate Executive of MUFG
		June 2017	Member of the Board of Directors, Managing Executive Officer of BK
		May 2018	Member of the Board of Directors, Senior Managing Executive Officer of BK
			Senior Managing Corporate Executive of MUFG
		December 2018	CEO and Representative of the Board of Directors of Global Open Network, Inc.
		April 2019	Deputy President of MUFG
			Member of the Board of Directors, Deputy President of BK
			CEO and Representative of the Board of Directors of Global Open Network Japan, Inc.
		June 2019	Member of the Board of Directors, Deputy President of MUFG
		August 2019	Chairman of Global Open Network Japan, Inc.
		April 2020	Member of the Board of Directors of BK (incumbent)
			Member of the Board of Directors, President & Group CEO of MUFG (incumbent)
		May 2021	Director of Morgan Stanley (incumbent)
Iwao Nagashima (March 15, 1963)	Member of the Board of Directors	April 1985	Joined The Mitsubishi Trust and Banking Corporation
		June 2011	Executive Officer of TB
		June 2013	Managing Executive Officer of TB
			Executive Officer of MUFG
		June 2015	Director and Managing Executive Officer of TB
			Managing Executive Officer of TB
		June 2016	Director and Senior Managing Executive Officer of TB
		April 2019	Director, Deputy President, and Executive Officer of TB
			Senior Managing Corporate Executive of MUFG
			President & CEO of MU Trust Apple Planning Company, Ltd.
		April 2020	President and CEO of TB (incumbent)
			Deputy Chairman of MUFG
		June 2020	Member of the Board of Directors, Deputy Chairman of MUFG

Name (Date of Birth)	Position in MUFG		Business Experience
		April 2022	Member of the Board of Directors of MUFG (incumbent)
Junichi Hanzawa (January 19, 1965)	Member of the Board of Directors	April 1988	Joined The Mitsubishi Bank, Limited
		June 2014	Executive Officer of BK
			Executive Officer of MUFG
		May 2018	Managing Executive Officer of BK
		April 2019	Managing Corporate Executive of MUFG
		June 2019	Member of the Board of Directors, Managing Executive Officer of BK
		April 2021	President & CEO of BK (incumbent)
			Deputy Chairman of MUFG
		June 2021	Member of the Board of Directors, Deputy Chairman of MUFG
		April 2022	Member of the Board of Directors of MUFG (incumbent)
Makoto Kobayashi (February 22, 1962)	Member of the Board of Directors	April 1985	Joined The Mitsubishi Bank, Limited
		June 2011	Executive Officer of BK
		May 2015	Managing Executive Officer of BK
		July 2015	Executive Officer of MUFG
		July 2018	Managing Executive Officer of SCHD
			Managing Executive Officer of MUFG
		October 2018	Managing Executive Officer of TB
		April 2020	Senior Managing Executive Officer of SCHD
			Deputy President of MUMSS
		June 2020	Member of the Board of Directors, Senior Managing Executive Officer of SCHD
		June 2021	Member of the Board of Directors, Deputy President of MUMSS
		April 2022	President & Global CEO of SCHD (incumbent)
			President & CEO of MUMSS (incumbent)
		June 2022	Member of the Board of Directors of MUFG (incumbent)

Notes: The following abbreviations are used in the table above:
"BK" refers to MUFG Bank, Ltd. or its former name The Bank of Tokyo-Mitsubishi UFJ, Ltd.
"TB" refers to Mitsubishi UFJ Trust and Banking Corporation.
"SCHD" refers to Mitsubishi UFJ Securities Holdings Co., Ltd.
"MUMSS" refers to Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.
"BK(US)" refers to MUFG Union Bank, N.A.
"MUAH" refers to MUFG Americas Holdings Corporation.

Corporate Executives

The following table sets forth our corporate executives as of July 1, 2022, together with their respective dates of birth, positions and experience:

Name (Date of Birth)	Position in MUFG	Business Experience	
Kanetsugu Mike (November 4, 1956)	See "Members of the Board of Directors" under this Item 6.A.	See "Members of the Board of Directors" under this Item 6.A.	
Hironori Kamezawa (November 18, 1961)	See "Members of the Board of Directors" under this Item 6.A.	See "Members of the Board of Directors" under this Item 6.A.	
Iwao Nagashima (March 15, 1963)	See "Members of the Board of Directors" under this Item 6.A.	See "Members of the Board of Directors" under this Item 6.A.	
Junichi Hanzawa (January 19, 1965)	See "Members of the Board of Directors" under this Item 6.A.	See "Members of the Board of Directors" under this Item 6.A.	
Makoto Kobayashi (February 22, 1962)	See "Members of the Board of Directors" under this Item 6.A.	See "Members of the Board of Directors" under this Item 6.A.	
Yoshitaka Shiba (July 25, 1961)	Senior Managing Corporate Executive (Group Chief Audit Officer, or Group CAO) Managing Director, Head of Internal Audit Division	April 1986	Joined The Tokai Bank, Ltd.
		June 2012	Executive Officer of BK
		July 2015	Executive Officer of MUFG
		May 2016	Managing Executive Officer of BK
		April 2020	Senior Managing Corporate Executive of MUFG (incumbent)
Tetsuya Yonehana (February 10, 1964)	Senior Managing Corporate Executive (Representative Corporate Executive) (Group Chief Financial Officer, or Group CFO)	April 1986	Joined The Mitsubishi Trust and Banking Corporation
		June 2012	Executive Officer of TB
			Executive Officer of MUFG
		June 2015	Managing Executive Officer of TB
		June 2016	Director and Managing Executive Officer of TB
			Managing Executive Officer of MUFG
		April 2019	Director and Senior Managing Executive Officer of TB
		April 2020	Senior Managing Executive Officer of BK
			Senior Managing Corporate Executive of MUFG
		June 2020	Member of the Board of Directors, Senior Managing Executive Officer of BK (incumbent)
		April 2022	Senior Managing Corporate Executive (Representative Corporate Executive) of MUFG (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Naomi Hayashi (March 16, 1965)	Senior Managing Corporate Executive (Representative Corporate Executive) (Group Head, Japanese Corporate & Investment Banking Business Group (excluding in charge of Wealth Management Research Division))	April 1987	Joined The Mitsubishi Bank, Limited
		June 2013	Executive Officer of BK
			Executive Officer of MUFG
		January 2017	Managing Executive Officer of BK
		May 2018	Managing Corporate Executive of MUFG
		June 2018	Member of the Board of Directors, Managing Executive Officer of BK
			Member of the Board of Directors of SCHD
		April 2021	Member of the Board of Directors, Senior Managing Executive Officer of BK
			Senior Managing Corporate Executive of MUFG
		April 2022	Member of the Board of Directors, Deputy President of BK (incumbent)
			Senior Managing Corporate Executive (Representative Corporate Executive) of MUFG (incumbent)
Atsushi Miyata (March 29,1964)	Senior Managing Corporate Executive (Representative Corporate Executive) (Group Head, Retail & Commercial Banking Business Group, Head of Wealth Management Unit (excluding in charge of Wealth Management Research Division))	April 1987	Joined The Sanwa Bank, Limited
		June 2013	Executive Officer of BK
		May 2015	Executive Officer of MUFG
		May 2017	Managing Executive Officer of BK
		July 2018	Managing Executive Officer of MUFG
		April 2021	Senior Managing Executive Officer of BK
			Senior Managing Corporate Executive of MUFG
		June 2021	Member of the Board of Directors, Senior Managing Executive Officer of BK
		April 2022	Member of the Board of Directors, Deputy President of BK (incumbent)
			Senior Managing Corporate Executive (Representative Corporate Executive) of MUFG (incumbent)
Takayuki Yasuda (June 19, 1963)	Senior Managing Corporate Executive (Group Head, Asset Management & Investor Services Business Group)	April 1987	Joined The Mitsubishi Trust and Banking Corporation
		June 2013	Executive Officer of TB
		February 2015	Executive Officer of MUFG
		June 2017	Managing Executive Officer of TB
		April 2021	Director and Senior Managing Executive Officer of TB (incumbent)
			Senior Managing Corporate Executive of MUFG (incumbent)
Teruyuki Sasaki (January 12, 1965)	Senior Managing Corporate Executive (Group Chief Human Resource Officer, or Group CHRO)	April 1988	Joined The Sanwa Bank, Limited
		June 2014	Executive Officer of BK
		June 2017	President & CEO of The Mitsubishi UFJ Factors Limited.
		April 2019	Managing Executive Officer of BK
		April 2021	Managing Executive Officer of MUFG
		June 2021	Member of the Board of Directors, Managing Executive Officer of BK
		January 2022	Managing Corporate Executive of MUFG
		April 2022	Member of the Board of Directors, Senior Managing Executive Officer of BK (incumbent)
			Senior Managing Corporate Executive of MUFG (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Hiroshi Mori (February 21, 1965)	Managing Corporate Executive (Group Chief Legal Officer, or Group CLO)	April 1989	Joined Development Bank of Japan (currently Development Bank of Japan, Inc.)
		April 1993	Seconded to Finance Bureau of Ministry of Home Affairs
		June 2003	Seconded to Tesac Corporation, a Company under Reorganization Trustee Representative, Manager of Corporate Planning Department
		October 2006	Registered as attorney at law
			Joined Nishimura & Asahi
		November 2010	Outside Director, USEN Corporation
		January 2012	Partner at Nishimura & Asahi
		June 2013	Substitute Auditor of KAGOME CO., LTD.
		March 2016	Outside Director, Audit & Supervisory Committee Member of KAGOME CO., LTD.
		June 2016	Outside Director, Audit & Supervisory Committee Member of SCHD
		June 2019	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
			Managing Corporate Executive of MUFG (incumbent)
Masakazu Osawa (June 20, 1968)	Managing Corporate Executive (Group Head, Digital Service Business Group Group Chief Digital Transformation Officer, or Group CDTO)	April 1991	Joined The Mitsubishi Bank, Limited
		June 2017	Executive Officer of BK
			Executive Officer of MUFG
		April 2020	Managing Executive Officer of BK
			Managing Corporate Executive of MUFG (incumbent)
			CEO and Representative of the Board of Directors of Global Open Network, Inc. (incumbent)
			Chairman and Representative of the Board of Directors of Global Open Network Japan, Inc.
		June 2020	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
		June 2022	Chairman, CEO and Representative of the Board of Directors of Global Open Network Japan, Inc. (incumbent)
Yutaka Miyashita (October 11, 1967)	Managing Corporate Executive (Representative Corporate Executive) (Group Chief Strategy Officer or Group CSO (Corporate Planning Division excluding Finances & Resources Management and Global Business) and in charge of Corporate Administration Division)	April 1990	Joined The Sanwa Bank, Limited
		June 2016	Executive Officer of BK
			Executive Officer of MUFG
		April 2020	Managing Executive Officer of BK
			Managing Executive Officer of MUFG
		June 2020	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
		April 2021	Managing Corporate Executive of MUFG
		April 2022	Managing Corporate Executive (Representative Corporate Executive) of MUFG (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Keitaro Tsukiyama (December 7, 1967)	Managing Corporate Executive (Group Chief Compliance Officer, or Group CCO)	April 1991	Joined The Mitsubishi Bank, Limited
		June 2018	Executive Officer of BK
			Executive Officer of MUFG
		April 2021	Managing Executive Officer of BK
			Managing Corporate Executive of MUFG (incumbent)
		June 2021	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
Fumitaka Nakahama (July 28, 1966)	Managing Corporate Executive (Group Head, Global Corporate & Investment Banking Business Group)	December 2009	Joined The Bank of Tokyo-Mitsubishi UFJ, Ltd.
		June 2018	Executive Officer of BK
			Executive Officer of MUFG
		April 2021	Managing Executive Officer of BK
			Managing Executive Officer of MUFG
		April 2022	Managing Corporate Executive of MUFG (incumbent)
		June 2022	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
Toshiki Ochi (June 23, 1968)	Managing Corporate Executive (Group Chief Information Officer, or Group CIO)	April 1991	Joined The Sanwa Bank, Limited
		June 2018	Executive Officer of BK
			Executive Officer of MUFG
		April 2019	Managing Executive Officer of Mitsubishi UFJ NICOS Co., Ltd.
		April 2022	Managing Executive Officer of BK
			Managing Corporate Executive of MUFG (incumbent)
		June 2022	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
Hiroyuki Seki (March 10, 1968)	Managing Corporate Executive (Group Head, Global Markets Business Group)	April 1990	Joined The Mitsubishi Bank, Limited
		June 2016	Executive Officer of BK
			Executive Officer of MUFG
		April 2021	Managing Executive Officer of BK
			Managing Executive Officer of MUFG
		April 2022	Managing Corporate Executive of MUFG (incumbent)
		June 2022	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
Hideaki Takase (December 14, 1968)	Managing Corporate Executive (Group Chief Operating Officer-International or Group COO-I, Deputy Group Head, Global Commercial Banking Business Group and in charge of the Americas and EMEA)	April 1991	Joined The Mitsubishi Bank, Limited
		June 2018	Executive Officer of BK
			Executive Officer of MUFG
		August 2019	President & CEO of MUFG Bank (Europe) N.V.
		April 2021	Managing Executive Officer of BK
		April 2022	Managing Corporate Executive of MUFG (incumbent)
		June 2022	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)

Name (Date of Birth)	Position in MUFG		Business Experience
Kenichi Yamato (June 27, 1968)	Managing Corporate Executive (Group Head, Global Commercial Banking Business Group, Group Deputy COO-I and in charge of Asia)	April 1991	Joined The Bank of Tokyo, Ltd.
		June 2017	Executive Officer of BK
		August 2019	President & CEO of MUFG Bank (China), Ltd.
		April 2022	Managing Executive Officer of BK
			Managing Corporate Executive of MUFG (incumbent)
		June 2022	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)
Shuichi Yokoyama (December 17, 1965)	Managing Corporate Executive (Group Chief Risk Officer or Group CRO)	April 1990	Joined The Bank of Tokyo, Ltd.
		June 2016	Executive Officer of BK
			Executive Officer of MUFG
		April 2020	Managing Executive Officer of BK
		April 2022	Managing Corporate Executive of MUFG (incumbent)
		June 2022	Member of the Board of Directors, Managing Executive Officer of BK (incumbent)

Notes: The following abbreviations are used in the table above:
"BK" refers to MUFG Bank, Ltd. or its former name The Bank of Tokyo-Mitsubishi UFJ, Ltd.
"TB" refers to Mitsubishi UFJ Trust and Banking Corporation.
"SCHD" refers to Mitsubishi UFJ Securities Holdings Co., Ltd.
"BK(US)" refers to MUFG Union Bank, N.A.
"MUAH" refers to MUFG Americas Holdings Corporation.

The board of directors and corporate executives may be contacted through our headquarters at Mitsubishi UFJ Financial Group, Inc., 7-1, Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8330, Japan.

No family relationship exists among any of our directors or corporate executives.

B. Compensation

The aggregate amount of compensation paid, including benefits in kind granted and any contingent and deferred compensation, by MUFG and its subsidiaries during the fiscal year ended March 31, 2022 to our directors (excluding outside directors), to corporate executives and to outside directors, was ¥177 million, ¥2,699 million and ¥236 million, respectively.

The compensation paid by MUFG and its subsidiaries during the fiscal year ended March 31, 2022 to our directors and corporate executives consisted of annual base salaries, performance-based stock compensation, cash bonuses and other benefits. MUFG's compensation committee determines the compensation paid to our directors and corporate executives.

The following table sets forth details of the aggregate compensation paid by MUFG and its subsidiaries during the fiscal year ended March 31, 2022 to our directors (excluding outside directors) and corporate executives:

		Non-Adjustable Compensation		Adjustable Compensation			
Number of Directors and Corporate Executives[1]	Aggregate Compensation	Annual Base Salary	Performance-based Stock Compensation	Cash Bonuses	Performance-based Stock Compensation	Retirement Allowances[2]	Other
				(in millions)			
25	¥ 2,876	¥ 1,376	¥ 416	¥ 627	¥ 399	¥ 58	¥ 0

Notes:
(1) Includes the current directors and corporate executives as well as those who retired during the fiscal year ended March 31, 2022 but excludes the outside directors.
(2) Represents the aggregate amount of retirement allowances paid in cash during the fiscal year ended March 31, 2022, pursuant to a one-time shareholders' approval in June 2007 for the retirement allowances to be paid to the directors and corporate auditors who were elected prior to that date at the time of their retirement. A reserve in the total amount of such retirement allowances was set aside as of September 30, 2007. For more information, see "—Retirement Allowances" below.

The following table sets forth the details of individual compensation paid, including benefits in kind granted by MUFG and its subsidiaries, in an amount equal to or exceeding ¥100 million during the fiscal year ended March 31, 2022:

			Non-Adjustable Compensation		Adjustable Compensation		
Directors	Aggregate Compensation	Paid by	Annual Base Salary	Performance-based Stock Compensation	Cash Bonuses	Performance-based Stock Compensation	Retirement Allowances[2]
	(in millions)						
Kanetsugu Mike	¥ 241	MUFG	¥ 75	¥ 19	¥ 59	¥ 32	—
		BK	—	—	—	10	46
Saburo Araki	¥ 185	MUFG	¥ 25	¥ 5	¥ 40	¥ 26	—
		SCHD	13	2	22	13	—
		MUMSS	13	2	11	13	—
Iwao Nagashima	¥ 197	MUFG	¥ 35	¥ 7	¥ 37	¥ 21	—
		TB	35	13	29	20	—
Junichi Hanzawa	¥ 276	MUFG	¥ 41	¥ 9	¥ 42	¥ 20	—
		BK	45	59	41	19	—
Hironori Kamezawa	¥ 252	MUFG	¥ 71	¥ 21	¥ 89	¥ 46	—
		BK	18	6	—	1	—
Masato Miyachi	¥ 137	MUFG	¥ 46	¥ 8	¥ 20	¥ 8	—
		BK	27	10	12	6	—
Takayoshi Futae	¥ 139	MUFG	¥ 41	¥ 8	¥ 17	¥ 7	—
		BK	22	18	10	4	—
		SCHD	8	2	0	2	—
Masahiro Kuwahara	¥ 107	MUFG	¥ 33	¥ 7	¥ 12	¥ 7	—
		BK	19	8	7	4	—
		SCHD	10	—	—	—	—
Yoshitaka Shiba	¥ 103	MUFG	¥ 61	¥ 12	¥ 18	¥ 10	—
		BK	—	—	—	2	—
Tetsuya Yonehana	¥ 104	MUFG	¥ 39	¥ 9	¥ 11	¥ 7	—
		BK	22	5	6	4	—
		TB	—	—	—	1	—
Naomi Hayashi	¥ 124	MUFG	¥ 39	¥ 8	¥ 11	¥ 7	—
		BK	22	25	7	5	—
Atsushi Miyata	¥ 122	MUFG	¥ 39	¥ 8	¥ 10	¥ 7	—
		BK	22	25	6	5	—
Shigeru Yoshifuji	¥ 107	MUFG	¥ 39	¥ 9	¥ 12	¥ 7	—
		BK	22	6	7	5	—

Notes: (1) The following abbreviations are used in the table above:

"BK" refers to MUFG Bank, Ltd. (or its former name The Bank of Tokyo-Mitsubishi UFJ, Ltd.)

"TB" refers to Mitsubishi UFJ Trust and Banking Corporation.

"SCHD" refers to Mitsubishi UFJ Securities Holdings Co., Ltd.

"MUMSS" refers to Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.

(2) Represents the amount of retirement allowances paid in cash during the fiscal year ended March 31, 2022, pursuant to a one-time shareholders' approval in June 2007 for the retirement allowances to be paid to the directors and corporate auditors who were elected prior to that date at the time of their retirement. A reserve in the total amount of such retirement allowances was set aside as of September 30, 2007. For more information, see "— Retirement Allowances" below.

Annual Base Salary

Annual base salaries were paid to our directors (including outside directors) and corporate executives in the form of monthly cash installment payments. The aggregate annual base salary paid to our directors (excluding outside directors) and corporate

executives for the fiscal year ended March 31, 2022 was ¥1,376 million. The aggregate annual base salary paid to our outside directors for the same period was ¥236 million.

Performance-based Stock Compensation Plans

Under our performance-based stock compensation plans, qualified directors (excluding outside directors and directors serving as audit committee members), corporate executives and others of MUFG and its major domestic subsidiaries are assigned, on a monthly basis, (1) points based on their job responsibilities, or non-adjustable points, and (2) additional points based on their job responsibilities which are adjusted at the end of each fiscal year and at the end of each plan period to reflect the extent to which a financial or ESG performance target determined by the compensation committee is attained, or adjustable points. Each plan period corresponds to the period covered by the three-year medium-term business plan of MUFG. Each accumulated point represents a right to receive one share of MUFG common stock from a trust established in Japan to administer the plan grants as determined by the compensation committee.

The right to receive shares of MUFG common stock in exchange for non-adjustable points becomes vested and non-forfeitable, and the shares are delivered, upon the grantee's departure from his or her job responsibilities based on which the right was granted. The right to receive shares of MUFG common stock in exchange for adjustable points becomes vested and non-forfeitable, and the shares are delivered, at the end of each plan period. The vesting in either case is subject to conditions imposed by the compensation committee, including non-engagement in misconduct. A portion of the shares subject to a grantee's vested right may be delivered in cash.

The grantees are entitled to "dividend equivalent credits" on their granted but unvested rights under the plan when MUFG pays dividends to its shareholders. The credit is equal to the dividends that the grantees would have received on the shares had the shares been issued to the grantees in exchange for their granted but unvested rights under the plan, less expenses relating to the administration of the plan. Accumulated dividend equivalents are paid to grantees at the time of the delivery of the shares.

The shares to be delivered to grantees are purchased on the open market by the trustee of a trust pursuant to a trust agreement among MUFG, the trustee and the independent caretaker of the trust. Each plan is funded in cash up to a maximum aggregate amount determined by our compensation committee.

The initial performance-based stock compensation plan commenced on July 1, 2016. The grants under the plan were tied to MUFG's previous medium-term business plan for the three-year period ended March 31, 2018. The trust for the plan was funded with ¥9.8 billion in cash, and 18,785,400 shares of MUFG common stock were purchased by the trustee of the plan trust in May 2016. The plan was adopted after our compensation committee decided in May 2016 to cease to provide any additional stock acquisition rights under our previous stock-based compensation structure and to introduce the performance-based stock compensation plan.

The second performance-based stock compensation plan commenced on December 1, 2016. The trust for the plan was funded with 8.8 billion in cash, and an aggregate of 13,004,300 shares of MUFG common stock were purchased by the trustee of the plan trust in November 2016 and May 2017. The plan was adopted to replace the outstanding stock acquisition rights under our previous stock-based compensation structure. Upon the adoption of the plan, the stock acquisition rights that had been allotted to grantees but remained unexercised under the then-outstanding stock-based compensation plans were exchanged for points under the performance-based stock compensation plan, and the rights to receive shares of MUFG common stock represented by these points were vested. The outstanding stock acquisition rights of grantees who were on overseas assignments at the time of the adoption of the plan were exchanged for points under the performance-based stock compensation plan upon their return to Japan.

On May 15, 2018, the compensation committee approved additional grants under the initial performance-based stock compensation plan, which was amended in connection with the launch of MUFG's previous medium-term business plan for the three-year period ending March 31, 2021. The trust period of the plan trust was extended until August 31, 2021, and the maximum amount of funds to be contributed to the plan trust was reset at ¥26.3 billion. The formula for determining adjustable points under the plan was also revised. In May 2018, the plan trust was funded with ¥9.6 billion in cash, and 13,049,600 shares of MUFG common stock were purchased by the trustee of the plan trust.

On May 17, 2021, the compensation committee approved new grants under the initial performance-based stock compensation plan, which was amended in connection with the launch of MUFG's current medium-term business plan for the three-year period ending March 31, 2024. The trust period of the plan trust was extended until August 31, 2024, and the maximum amount of funds to be contributed to the plan trust was reset at ¥26.6 billion. The formula for determining adjustable points under the plan was also revised. In May 2021, the plan trust was funded with ¥8.3 billion in cash, and 13,381,500 shares of MUFG common stock were purchased by the trustee of the plan trust.

For more information on the Performance-based Stock Compensation Plans, see "Item 16E. Purchases of Equity Securities by the Issuer and Affiliated Purchasers."

Cash Bonuses

We from time to time pay cash bonuses to our directors and corporate executives to further motivate them to contribute to the improvement of our stock prices and profits if such bonuses are deemed appropriate based on a balanced scorecard approach taking

into account the results of operations of the MUFG Group and each director's or corporate executive's individual performance of his or her duties as a director or corporate executive in light of both quantitative and qualitative criteria, including our medium-term strategy for improving our corporate value. None of the outside directors is eligible to receive a cash bonus. The compensation committee determines the cash bonus for each director and corporate executive based on our financial results and his or her job performance for the preceding fiscal year as well as his or her seniority and experience. The aggregate cash bonus paid to our directors and corporate executives for the fiscal year ended March 31, 2022 was ¥627 million.

Retirement Allowances

Prior to June 28, 2007, in accordance with customary Japanese practice, when a director or corporate auditor retired, a proposal to pay a retirement allowance was submitted at the annual ordinary general meeting of shareholders for approval. The retirement allowance consisted of a one-time payment of a portion of the allowance paid at the time of retirement and periodic payments of the remaining amount for a prescribed number of years. After the shareholders' approval was obtained, the retirement allowance for a director or corporate auditor was fixed by the board of directors or by consultation among the corporate auditors in accordance with our internal regulations and practice and generally reflected the position of the director or corporate auditor at the time of retirement, the length of his service as a director or corporate auditor and his contribution to our performance. Historically, MUFG did not set aside reserves for any retirement payments for directors and corporate auditors made under this practice.

Pursuant to a one-time shareholders' approval in June 2007, retirement allowances are paid in cash to the directors and corporate auditors who were elected prior to that date at the time of their retirement. A reserve in the total amount of such retirement allowances was set aside as of September 30, 2007. The aggregate amount of retirement allowances paid in cash by MUFG and its subsidiaries pursuant to the one-time shareholder approval during the fiscal year ended March 31, 2022 to our directors (excluding outside directors), to corporate auditors (excluding outside corporate auditors) and to outside directors and corporate auditors, who have retired from their respective positions held at MUFG or, if such directors and corporate auditors concurrently held positions at MUFG's subsidiaries, who have retired from such positions, was ¥58 million, nil and nil, respectively.

MUFG Americas Holdings Corporation Stock Bonus Plan

Under the MUFG Americas Holdings Corporation Stock Bonus Plan, qualified key employees of MUFG Americas Holdings are granted Restricted Share Units, or RSUs, representing a right to receive American Depositary Receipts, or ADRs, evidencing ADSs, each exchangeable for one share of MUFG common stock, from an independent trust established to administer the plan grants, upon the satisfaction of vesting conditions, to be determined pursuant to the plan as well as a Restricted Share Unit Agreement between MUFG Americas Holdings and the grantees.

Unless otherwise provided in the relevant Restricted Share Unit Agreement, RSUs become vested and non-forfeitable as follows: one-third (33 1/3%) of a grantee's RSUs vests on May 20 of each of the three years following the date of the grant such that all of the RSUs become fully vested after three years from the grant date so long as the grantee satisfies the specified continuous service requirements and any other conditions under the applicable plan documents, subject to certain claw-back and notice period provisions.

Under the plan, the grantees are entitled to "dividend equivalent credits" on their granted but unvested RSUs when MUFG pays dividends to its shareholders. The credit is equal to the dividends that the grantees would have received on the shares had the shares been issued to the grantees in exchange for their granted but unvested RSUs. Accumulated dividend equivalents are paid to grantees in whole shares on an annual basis. Any fractional share will be paid to the participants in cash.

Grants made under the plan are not entitled to any dividend rights, voting rights, or other stockholder rights unless and until RSUs are vested and ADSs are delivered to grantees.

The ADSs to be delivered to grantees will be purchased on the open market by the trustee of the independent trust pursuant to a trust agreement between MUFG Americas Holdings and the trustee. As of June 30, 2022, 140,889,406 RSUs have been granted under the plan, of which 28,570,739 RSUs were outstanding as of June 30, 2022.

For more information on the plan, see "Item 16E. Purchases of Equity Securities by the Issuer and Affiliated Purchasers."

Share Ownership

As of July 1, 2022, our directors and corporate executives held the following numbers of shares of our common stock:

Directors	Number of Shares Registered
Mariko Fujii	—
Keiko Honda	—
Kaoru Kato	—
Satoko Kuwabara	—
Toby S. Myerson	368*
Hirofumi Nomoto	25,000
Yasushi Shingai	—
Koichi Tsuji	—
Tarisa Watanagase	—
Ritsuo Ogura	95,534
Kenichi Miyanaga	183,678
Iwao Nagashima	129,081
Junichi Hanzawa	58,900
Makoto Kobayashi	153,058

Corporate Executives	Number of Shares Registered
Kanetsugu Mike	292,062
Hironori Kamezawa	69,639
Yoshitaka Shiba	129,403
Tetsuya Yonehana	89,922
Naomi Hayashi	26,810
Atsushi Miyata	45,297
Takayuki Yasuda	30,500
Teruyuki Sasaki	51,521
Hiroshi Mori	8,285
Masakazu Osawa	15,200
Yutaka Miyashita	26,400
Keitaro Tsukiyama	26,769
Fumitaka Nakahama	11,269
Toshiki Ochi	18,800
Hiroyuki Seki	23,150
Hideaki Takase	16,300
Kenichi Yamato	35,326
Shuichi Yokoyama	39,800

* Held in the form of ADRs.

None of the shares of our common stock held by our directors and corporate executives have voting rights that are different from shares of our common stock held by any other shareholder.

For information on the performance-based stock compensation for our directors and corporate executives, see "—Performance-based Stock Compensation Plans."

C. Board Practices

Our articles of incorporation provide for a board of directors with statutorily mandated nominating and governance committee, audit committee and compensation committee, each consisting of members of the board of directors. We have also elected, though not statutorily mandated under the Companies Act of Japan, to establish a risk committee consisting of directors and external experts. In May 2016, we established a U.S. risk committee pursuant to the U.S. Enhanced Prudential Standards for foreign banking organizations. Our corporate executives are responsible for executing and managing our business operations based on a delegation of authority by the board of directors, and our directors set our key management policies and oversee the execution of duties by these corporate executives.

In June 2015, our shareholders approved an amendment to our articles of incorporation to adopt our current governance framework with a board of directors and board committees. We previously had a governance framework with a board of directors and a board of corporate auditors. The Companies Act permits three types of governance system for large companies such as MUFG: (1) a company with a nominating committee, an audit committee and a compensation committee, (2) a company with a board of corporate auditors, and (3) a company with an audit and supervisory committee. Our previous governance framework was based on the second system, and our current governance system is based on the first system.

With respect to companies adopting the first system, including MUFG, each of the nominating, audit and compensation committees must consist of members of the board of directors, and the majority of each committee must be outside directors as defined by the Companies Act.

An "outside director" is defined by the Companies Act as a person who meets all of the following conditions:

- the person is not currently, and has not been in the ten years prior to his or her assumption of office as outside director, an executive director, who is a director concurrently performing an executive role (*gyomu shikko torishimariyaku*), a corporate executive, a manager (*shihainin*), or any other type of employee of the company or any of its subsidiaries;
- if the person has been a non-executive director, a corporate auditor, or an accounting adviser (*kaikei sanyo*) of the company or any of its subsidiaries within the ten years prior to his or her assumption of office as outside director, the person was not an executive director, a corporate executive, a manager or any other type of employee of the company or any of its subsidiary in the ten years prior to his or her assumption of office as such;
- the person is not a director, a corporate executive, a manager or any other type of employee of the company's parent company, or a person who controls the company;
- the person is not an executive director, a corporate executive, a manager or any other type of employee of another subsidiary of the company's parent company; and
- the person is not the spouse or a family member within the second degree of kinship of a director, a corporate executive, a manager, or any other type of important employee of the company or a person who controls the company.

Further, companies listed on the Prime Market of the Tokyo Stock Exchange, including us, must have the majority of each of nominating and compensation committee members in principle qualify as outside directors who are considered independent based on such internal standards as each company establishes pursuant to the Tokyo Stock Exchange requirements, or independent outside directors, or publicly disclose the reason for not having such directors on each such committee.

The board of directors must appoint corporate executives (shikkoyaku) to execute and manage the business operations of the company under the authority delegated by the board of directors. Based on this system, our current governance framework is designed to facilitate more flexible and swifter decision-making and increase transparency in our management processes.

Board of Directors

Our board of directors consists of directors who are elected at a general meeting of shareholders. Under our articles of incorporation, the number of directors may not exceed 20. We currently have 16 directors, nine of whom are independent outside directors and two of whom are internal non-executive directors. Companies listed on the Prime Market of the Tokyo Stock Exchange, including us, must have one third (or, in cases where such companies deem appropriate, the majority) of directors qualify as independent outside directors, or publicly disclose the reason for not having such directors on the board of directors.

The regular term of office of a director is one year from the date of election, and directors may serve their terms until the close of the annual general meeting of shareholders held for the following year after their election. Directors may serve any number of consecutive terms.

Under the Companies Act, the board of directors has the authority to determine our basic management policy, make decisions on the execution and management of our business operations, and oversee the execution by the corporate executives of their duties. The

board of directors may delegate, to the extent permitted by the Companies Act, the authority to make decisions on the execution and management of our business operations. Our board of directors has delegated most of this authority to the corporate executives.

The board of directors elects the Chairman and the Deputy Chairman from among its members and appoints key management members based on recommendations submitted to it by the nominating committee.

Under the Companies Act, a resolution of the board of directors is required if any director wishes to engage in any business that is in competition with us or any transaction with us. Additionally, no director may vote on a proposal, arrangement or contract in which that director is deemed to be particularly interested.

Neither the Companies Act nor our articles of incorporation contain special provisions as to the borrowing power exercisable by a director, the retirement age of our directors, or a requirement of our directors to hold any shares of our capital stock.

Under the Companies Act and our articles of incorporation, we may exempt, by resolution of the board of directors, our directors from liabilities to MUFG arising in connection with their failure to execute their duties in good faith and without gross negligence within the limits stipulated by applicable laws and regulations. In addition, we have entered into a liability limitation agreement with each outside director and non-executive director which limits the maximum amount of their liability to MUFG arising in connection with a failure to execute their duties in good faith and without gross negligence to the greater of either ¥10 million or the aggregate sum of the amounts prescribed in Paragraph 1 of Article 425 of the Companies Act and Articles 113 and 114 of the Companies Act Enforcement Regulations.

None of our directors is party to a service contract with MUFG or any of its subsidiaries that provides for benefits upon end of their director term.

Nominating Committee

Our nominating committee, which we call the nominating and governance committee, determines the contents of proposals regarding the election and removal of director candidates to be submitted to general meetings of shareholders. The committee also considers and makes recommendations to the board of directors regarding the appointment and removal of the Chairman and the Deputy Chairman of the board of directors and the President & Group CEO of MUFG as well as the chairman and the deputy chairman of the board of directors, the president and others of each of our major subsidiaries. In addition, the committee discusses and makes recommendations to the board of directors on matters pertaining to our governance policy and framework.

Under the Companies Act, the nominating committee must consist of at least three directors, and the majority of its members must be outside directors. Further, companies listed on the Prime Market of the Tokyo Stock Exchange, including us, must have the majority of nominating committee members in principle qualify as independent outside directors or publicly disclose the reason for not having such directors on the nominating committee. Our nominating committee, which we call the nominating and governance committee, currently consists of five directors. The chairman of the committee is Hirofumi Nomoto, an independent outside director. The other members of this committee are Mariko Fujii, Kaoru Kato and Satoko Kuwabara, who are independent outside directors, and Hironori Kamezawa, Director, President & Group CEO. Between April 2021 and March 2022, the nominating and governance committee met 11 times.

Audit Committee

The audit committee determines the contents of proposals pertaining to the election, termination and non-appointment of our independent auditor to be submitted to general meetings of shareholders. The committee also monitors and audits the execution by the directors and the corporate executives of their duties and prepares audit reports to the board of directors. In order to effectively perform its duties, the committee reviews, inspects and investigates, as necessary, the management of the operations of MUFG and its subsidiaries, including financial reporting and internal controls. In addition, the committee has the power to consent to decisions on the compensation to be paid to our independent auditor.

Under the Companies Act, the audit committee must consist of at least three non-executive directors, and the majority of its members must be outside directors. Our committee currently has six members. The chairman of the committee is Koichi Tsuji, an independent outside director. The other members of the committee are Keiko Honda, Kaoru Kato and Yasushi Shingai, who are independent outside directors, and Ritsuo Ogura and Kenichi Miyanaga, who are non-executive directors. Between April 2021 and March 2022, the audit committee met 16 times.

Compensation Committee

The compensation committee establishes our policy regarding the determination of the compensation of MUFG's directors, corporate executives, executive officers (shikko yakuin) and others and also determines the details of individual compensation based on the policy. The committee discusses and makes recommendations to the board of directors regarding the establishment, revision and abolition of compensation systems for the chairman, the deputy chairman, the president and others of each of our major subsidiaries.

Under the Companies Act, the compensation committee must consist of at least three directors, and the majority of its members must be outside directors. Further, companies listed on the Prime Market of the Tokyo Stock Exchange, including us, must have the majority of compensation committee members in principle qualify as independent outside directors or publicly disclose the reason for not having such directors on the compensation committee. Our compensation committee currently consist of five directors. The chairman of the committee is Satoko Kuwabara, an independent outside director. The other members of this committee are Mariko Fujii, Kaoru Kato and Hirofumi Nomoto, who are independent outside directors, and Hironori Kamezawa, Director, President & Group CEO. Between April 2021 and March 2022, the compensation committee met 8 times.

Risk Committee

In addition to the foregoing three committees, which are mandated by the Companies Act, we have a risk committee, which was initially established under our previous governance framework and which we continue to have under our current governance framework on a voluntary basis. The risk committee deliberates and makes recommendations to the board of directors on matters regarding group-wide risk management as well as top risk matters.

MUFG Corporate Governance Policies provide that the committee shall consist of directors and external experts. External experts are professionals with no prior employment relationship with any of the MUFG group companies. The committee currently has eight members. The chairperson of the committee is Mariko Fujii, an independent outside director. The other members of this committee are Toby S. Myerson, Yasushi Shingai and Tarisa Watanagase, who are independent outside directors, Yutaka Miyashita, Managing Corporate Executive and Group CSO, and Shinichi Koide, Atsushi Miyanoya and Kazuhiko Ohashi, who are external experts. Between April 2021 and March 2022, the risk committee met six times.

U.S. Risk Committee

The U.S. risk committee oversees the risk management function for our combined U.S. operations. Its oversight role includes, but is not limited to, all roles and responsibilities required under the FRB's final rules for Enhanced Prudential Standards for foreign banking organizations. The committee monitors liquidity and all other types of risk exposures, reviews the risk management policies and procedures, and oversees compliance with such policies and procedures for our combined U.S. operations. The committee is a subcommittee of the board of directors of MUFG, and reports and makes recommendations to MUFG's board of directors and MUFG's risk committee.

The members of the U.S. risk committee are appointed by MUFG's board of directors after consideration of member candidates reviewed and recommended by MUFG's risk committee and nominating and governance committee. The committee shall consist of five or more members including members of the MUFG Americas Holdings Risk Committee, delegates from MUFG, the Chairman of the MUFG Americas Holdings Board and MUFG Americas Holdings' CEO, with the chairperson of the committee being an outside director of MUFG Americas Holdings.

Corporate Executives

Our corporate executives are responsible for executing and managing our business operations within the scope of the authority delegated to them by the board of directors.

Under the Companies Act, at least one corporate executive must be appointed by a resolution of the board of directors. We currently have 18 corporate executives. Under our articles of incorporation, the board of directors shall appoint a president and a deputy president, who, as representative corporate executives, may represent us severally. The term of office of each corporate executive expires at the conclusion of the first meeting of the board of directors convened after the ordinary general meeting of shareholders for the last fiscal year that ends within one year following the corporate executive's assumption of office.

Under the Companies Act, a resolution of the board of directors is required if any corporate executive wishes to engage in any business that is in competition with us or any transaction with us.

Under the Companies Act and our articles of incorporation, we may exempt, by resolution of the board of directors, our corporate executives from liabilities to MUFG arising in connection with their failure to execute their duties in good faith and without gross negligence within the limits stipulated by applicable laws and regulations. We, however, currently have no such arrangements with any of our corporate executives.

D. Employees

As of March 31, 2022, we had approximately 129,700 employees, a decrease of approximately 3,000 employees compared with the number of employees as of March 31,2021. In addition, as of March 31, 2022, we had approximately28,400 part-time and temporary employees. The following tables show the percentages of our employees across our different business units and in different locations as of March 31, 2022:

Business unit	
MUFG Bank:	
Retail & Commercial Banking Business Unit	14%
Japanese Corporate & Investment Banking Business Unit	3
Global Corporate & Investment Banking Business Unit	2
Global Commercial Banking Business Unit	41
Global Markets Business Unit	1
Digital Service Business Unit	2
Corporate Center/Corporate Staff	17
Mitsubishi UFJ Trust and Banking:	
Trust-Banking	3
Trust Assets	4
Real Estate	2
Global Markets	0
Administration and subsidiaries	1
Mitsubishi UFJ Securities Holdings:	
Retail & Commercial Banking Business Unit	2
Japanese Corporate & Investment Banking Business Unit	0
Global Corporate & Investment Banking Business Unit	0
Global Markets Business Unit	1
Corporate Center/Corporate Staff	1
Mitsubishi UFJ NICOS:	
Business Marketing Division	1
Credit Risk Management & Risk Assets Administration Division	1
Operations Division	1
Systems & Systems Integration Division	0
Corporate Division	0
Others	0
Others	3
	100%

Location	
MUFG Bank:	
Japan	24%
United States	10
Europe	2
Asia/Oceania excluding Japan	43
Other areas	0
Mitsubishi UFJ Trust and Banking:	
Japan	8
United States	1
Europe	1
Asia/Oceania excluding Japan	1
Mitsubishi UFJ Securities Holdings:	
Japan	5
United States	0
Europe	0
Asia/Oceania excluding Japan	0
Mitsubishi UFJ NICOS:	
Japan	3
United States	0
Europe	0
Asia/Oceania excluding Japan	0
Others	2
	100%

Most of our employees are members of an employees' union, which negotiates on behalf of employees in relation to remuneration and working conditions. We believe our labor relations to be good.

E. Share Ownership

The information required by this item is set forth in "—B. Compensation."

Item 7. Major Shareholders and Related Party Transactions.

A. Major Shareholders

Common Stock

As of March 31, 2022, we had 933,949 registered shareholders of our common stock. The ten largest holders of our common stock appearing on the register of shareholders as of March 31, 2022, and the number and the percentage of such shares held by each of them, were as follows:

Name	Number of shares held	Percentage of total shares in issue[3]
The Master Trust Bank of Japan, Ltd. (Trust account)[1]	2,010,952,800	15.14%
Custody Bank of Japan, Ltd. (Trust account)[1]	697,488,500	5.25%
BNYM AS AGT/CLTS NON TREATY JASDEC	534,632,894	4.02%
SSBTC CLIENT OMNIBUS ACCOUNT	284,445,619	2.14%
The Bank of New York Mellon as Depositary Bank for DR Holders[2]	233,704,588	1.75%
State Street Bank West Client-Treaty 505234	209,100,091	1.57%
The Master Trust Bank of Japan, Ltd. (Meiji Yasuda Life Insurance Company retirement benefit trust account)	175,000,000	1.31%
JP MORGAN CHASE BANK 385781	169,142,961	1.27%
Toyota Motor Corporation	149,263,153	1.12%
Nippon Life Insurance Company	142,562,953	1.07%
Total	4,606,293,559	34.68%

Notes:
(1) Includes the shares held in trust accounts, which do not disclose the names of beneficiaries.
(2) An owner of record for our ADSs.
(3) Numbers are truncated after two decimal points.
(4) According to a beneficial ownership report on Schedule 13G filed with the SEC by BlackRock Inc. on January 31, 2022, BlackRock and its consolidated subsidiaries beneficially owned an aggregate of 5.7% of the outstanding shares of our common stock as of December 31, 2021. Other than as described in the table above, we have not independently confirmed this beneficial ownership information. According to a beneficial ownership report on Schedule 13G filed with the SEC by Sumitomo Mitsui Trust Holdings, Inc. on February 4, 2022, Sumitomo Mitsui Trust Holdings and its consolidated subsidiaries beneficially owned an aggregate of 5.4% of the outstanding shares of our common stock as of December 31, 2021. Other than as described in the table above, we have not independently confirmed this beneficial ownership information.

As of March 31, 2022, 1,836,807 shares, representing approximately 0.01% of our outstanding common stock, were held by our directors and corporate executives.

As of March 31, 2022, 2,177,129,996 shares, representing 16.39% of our outstanding common stock, were owned by 387 U.S. shareholders of record who are resident in the United States, one of whom is the ADR depository's nominee holding 233,704,588 shares, or 1.75%, of our total issued shares of common stock.

Our major shareholders do not have different voting rights.

B. Related Party Transactions

As of March 31, 2022, we held approximately 21.5% of the voting rights in Morgan Stanley and Series C Preferred Stock with a face value of approximately $521.4 million and 10% dividend. We also have two representatives appointed to Morgan Stanley's board of directors. We adopted the equity method of accounting for our investment in Morgan Stanley beginning with the fiscal year ended March 31, 2012. In April 2018, we entered into a sales plan with Morgan Stanley and Morgan Stanley & Co. LLC, pursuant to which we will sell portions of the shares of Morgan Stanley common stock that we hold to Morgan Stanley through Morgan Stanley & Co. LLC acting as agent for Morgan Stanley to the extent necessary to ensure that our beneficial ownership will remain below 24. 9%. In December 2020, this sales plan was suspended upon notice by Morgan Stanley to us in accordance with the terms of the plan.

We and Morgan Stanley have two securities joint venture companies, namely, Mitsubishi UFJ Morgan Stanley Securities and Morgan Stanley MUFG Securities, in Japan. We hold a 60% economic interest in Mitsubishi UFJ Morgan Stanley Securities and Morgan Stanley MUFG Securities, and Morgan Stanley holds a 40% economic interest in Mitsubishi UFJ Morgan Stanley Securities and Morgan Stanley MUFG Securities. We hold a 60% voting interest and Morgan Stanley holds a 40% voting interest in Mitsubishi

UFJ Morgan Stanley Securities, and we hold a 49% voting interest and Morgan Stanley holds a 51% voting interest in Morgan Stanley MUFG Securities.

We and Morgan Stanley continue to pursue a variety of business opportunities in Japan and abroad in accordance with the global strategic alliance. For a detailed discussion of our global alliance with Morgan Stanley, see "Item 4.B. Information on the Company—Business Overview—Global Strategic Alliance with Morgan Stanley."

We and our banking subsidiaries had, and expect to have in the future, banking transactions and other transactions in the ordinary course of business with our related parties. Although for the fiscal year ended March 31, 2022, such transactions included, but were not limited to, call money, loans, electronic data processing, leases and management of properties, those transactions were immaterial and were made at prevailing market rates, terms and conditions and do not involve more than the normal risk of collectability or present other unfavorable features.

None of our directors or corporate executives, nor any of the close members of their respective families, has had any transactions or has any presently proposed transactions that are material or any transactions that are unusual in their nature or conditions, involving goods, services or tangible or intangible assets, to which we were, are or will be a party.

No loans have been made to our directors or corporate executives other than in the normal course of business, on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable transactions with other persons, involving no more than the normal risk of collectability and presenting no other unfavorable features. In addition, no loans have been made to our directors or corporate executives other than as permitted under Section 13(k) of the U.S. Securities Exchange Act and Rule 13k-1 promulgated thereunder.

No family relationship exists among any of our directors or corporate executives. No arrangement or understanding exists between any of our directors or corporate executives and any other person pursuant to which any director or corporate executive was elected to his or her position at MUFG.

As part of our compensation structure, we have granted performance-based stock compensation rights to our directors and corporate executives. For a detailed discussion of the stock acquisition rights, see "Item 6.B. Directors, Senior Management and Employees—Compensation."

C. Interests of Experts and Counsel

Not applicable.

Item 8. Financial Information.

A. Consolidated Statements and Other Financial Information

The information required by this item is set forth in our consolidated financial statements starting on page F-1 of this Annual Report and in "Selected Statistical Data" starting on page A-1 of this Annual Report.

Pursuant to Rule 3-09 of Regulation S-X, the financial statements and supplementary data of Morgan Stanley, our equity method investee, as of December 31, 2020 and 2021 and for the fiscal years ended December 31, 2019, 2020 and 2021, are incorporated in this Annual Report as Exhibit 99(c) by reference to Morgan Stanley's annual report on Form 10-K filed on February 24, 2022.

Legal Proceedings

From time to time, we are involved in various litigation matters and other legal proceedings, including regulatory actions. Although the final resolution of any such matters and proceedings could have a material effect on our consolidated operating results for a particular reporting period, based on our current knowledge and consultation with legal counsel, we believe the current litigation matters and other legal proceedings, when ultimately determined, will not materially affect our results of operations or financial position. For more information, see "Item 3.D. Key Information—Risk Factors—Operational Risk—We may become subject to regulatory actions or other legal proceedings relating to our transactions or other aspects of our operations, which could result in significant financial losses, restrictions on our operations and damage to our reputation." and Note 26 to our consolidated financial statements.

Distributions

Our board of directors submits a recommendation for a year-end dividend for our shareholders' approval at the ordinary general meeting of shareholders customarily held in June of each year. The year-end dividend is usually distributed immediately following shareholders' approval to holders of record at the end of the preceding fiscal year. In addition to year-end dividends, we may make cash distributions by way of interim dividends to shareholders of record as of September 30 of each year as distribution of surplus by resolution of our board of directors. Year-end dividends in the amount of ¥14.5 per share of our common stock (in addition to interim dividends of ¥13.5 per share of our common stock) for the fiscal year ended March 31, 2022 were approved by shareholders at the ordinary general meeting of shareholders held on June 29, 2022.

See Exhibit 2(c) to this Annual Report for additional information on our dividends policy.

Under the Japanese foreign exchange regulations currently in effect, dividends paid on shares held by non-residents of Japan may be converted into any foreign currency and repatriated abroad. Under the terms of the deposit agreement pursuant to which ADSs are issued, the depositary is required, to the extent that in its judgment it can convert Japanese yen on a reasonable basis into U.S. dollars and transfer the resulting U.S. dollars to the United States, to convert all cash dividends that it receives in respect of deposited shares into U.S. dollars and to distribute the amount received, after deduction of any applicable withholding taxes, to the holders of ADSs. See "Item 10.D. Additional Information—Exchange Controls" and Exhibit 2(c) to this Annual Report.

B. Significant Changes

Other than as described in this Annual Report, no significant changes have occurred since the date of our consolidated financial statements included in this Annual Report.

Item 9. The Offer and Listing.

A. Offer and Listing Details

The principal market for our common stock is the Tokyo Stock Exchange in Japan. Our common stock is also listed on the Nagoya Stock Exchange in Japan. The listing code assigned to our common stock in Japan is 8306.

In the United States, ADSs, each representing one share of common stock, are quoted on the New York Stock Exchange under the symbol, "MUFG."

B. Plan of Distribution

Not applicable.

C. Markets

The information required by this item is set forth in "—A. Offer and Listing Details."

D. Selling Shareholders

Not applicable.

E. Dilution

Not applicable.

F. Expenses of the Issue

Not applicable.

Item 10. Additional Information.

A. Share Capital

Not applicable.

B. Memorandum and Articles of Association

Our Corporate Purpose

Article 2 of our Articles of Incorporation provides that our corporate purpose is to carry on the following businesses:

- administration of management of banks, trust banks, specialized securities companies, insurance companies or other companies which we may own as our subsidiaries under the Banking Act;
- any businesses incidental to the foregoing businesses mentioned in the preceding item; and
- any other businesses in which bank holding companies are permitted to engage under the Banking Act in addition to the foregoing businesses mentioned in the preceding two items.

Board of Directors

For discussion of the provisions of our Articles of Incorporation as they apply to our directors, see "Item 6.C. Directors, Senior Management and Employees—Board Practices."

Common Stock

As of March 31, 2022, a total of 13,281,995,120 shares of common stock (including 668,286,238 shares of common stock held by us and our consolidated subsidiaries as treasury stock) had been issued. Each of the shares issued and outstanding was fully paid and non-assessable.

For a description of our common stock, see Exhibit 2(c) to this Annual Report.

Preferred Stock

We currently have no shares of preferred stock issued.

For a description of preferred stock we are authorized to issue under our Articles of Incorporation, see Exhibit 2(c) to this Annual Report.

C. Material Contracts

Except as described elsewhere in this Annual Report, all material contracts entered into by us in the past two years preceding the filing of this Annual Report were entered into in the ordinary course of business.

D. Exchange Controls

Foreign Exchange and Foreign Trade Law

The Foreign Exchange and Foreign Trade Law of Japan and the cabinet orders and ministerial ordinances incidental thereto, collectively known as the Foreign Exchange Law, set forth, among other matters, regulations relating to the receipt by non-residents of Japan of payment with respect to shares to be issued by us and the acquisition and holding of shares by non-residents of Japan and foreign investors, both as defined below. It also applies in some cases to the acquisition and holding of ADSs representing such shares acquired and held by non-residents of Japan and foreign investors.

"Non-residents of Japan" are defined as individuals who are not resident in Japan and corporations whose principal offices are located outside Japan. Generally, the branches and offices of non-resident corporations which are located in Japan are regarded as residents of Japan while the branches and offices of Japanese corporations located outside Japan are regarded as non-residents of Japan.

"Foreign investors" are defined as:

- natural persons who are non-residents of Japan;
- corporations which are organized under the laws of foreign countries or whose principal offices are located outside Japan;
- corporations of which 50% or more of the shares are directly or indirectly held by individuals not resident of Japan and corporations which are organized under the laws of foreign countries or whose principal offices are located outside Japan;
- (A) partnerships 50% or more of whose contributions are made by (1) natural persons who are non-residents of Japan, (2) corporations which are organized under the laws of foreign countries or whose principal offices are located outside Japan, (3) corporations of which 50% or more of the shares are directly or indirectly held by individuals not resident of Japan and corporations which are organized under the laws of foreign countries or whose principal offices are located outside Japan, (4) corporations, a majority of the officers (or a majority of the officers having the power to represent the corporation) of which are non-resident individuals, or (5) other partnerships a majority of whose operating partners fall under any of (1) through (4), or (B) partnerships a majority of whose operating partners are (i) any of (1) through (5) above, (ii) other partnerships 50% or more of whose contributions are made by non-residents of Japan or partnerships that are any of (1) through (5) above, or (iii) certain limited liability partnerships under the Limited Liability Partnership Act; and
- corporations, a majority of officers (or a majority of officers having the power of representation) of which are non-resident individuals.

Dividends and Proceeds of Sales

Under the Foreign Exchange Law, dividends paid on, and the proceeds of sales in Japan of, shares held by non-residents of Japan may in general be converted into any foreign currency and repatriated abroad. The acquisition of our shares by non-residents of Japan by way of a stock split is not subject to any notification or reporting requirements.

Acquisition of Shares

In general, a non-resident of Japan who acquires shares from a resident of Japan is not subject to any prior filing requirement, although the Foreign Exchange Law empowers the Minister of Finance of Japan to require a prior approval for any such acquisition in certain limited circumstances.

If a foreign investor acquires our shares, and, together with parties who have a special relationship with that foreign investor, holds ten percent or more of our issued shares as a result of such acquisition, the foreign investor must file a report of such acquisition with the Minister of Finance and any other competent Minister within 45 days from such acquisition. Further, if a foreign investor acquires the right to instruct voting on shares through acquisition of ADSs or otherwise and holds, together with parties who have a special relationship with that foreign investor, the right to instruct voting on shares representing ten percent or more of the voting rights in us, the foreign investor is subject to a reporting requirement. In certain limited circumstances, however, a prior notification of such acquisition must be filed with the Minister of Finance and any other competent Minister, who may modify or prohibit the proposed acquisition.

Deposit and Withdrawal under American Depositary Facility

The deposit of shares with us, in our capacity as custodian and agent for the depositary, in Tokyo, the issuance of ADSs by the depositary to a non-resident of Japan in respect of the deposit and the withdrawal of the underlying shares upon the surrender of the ADSs are not subject to any of the formalities or restrictions referred to above. However, where as a result of a deposit or withdrawal, the aggregate number of shares held by the depositary, including shares deposited with us as custodian for the depositary, or the holder surrendering ADSs, as the case may be, would be 10% or more of the total outstanding shares, a report will be required, and in specified circumstances, a prior notification may be required, as noted above.

Reporting of Substantial Shareholdings

The Financial Instruments and Exchange Act of Japan requires any person who has become, beneficially and solely or jointly, a holder of more than 5% of the total issued shares of capital stock of a company listed on any Japanese financial instruments exchange or whose shares are traded on the over-the-counter market in Japan to file with the director of a competent finance bureau within five business days a report concerning such shareholding.

A similar report must also be filed in respect of any subsequent change of 1% or more in any such holding ratio or any change in material matters set out in reports previously filed, with certain exceptions. For this purpose, shares issuable to such person upon exchange of exchangeable securities, conversion of convertible securities or exercise of share subscription warrants or stock

acquisition rights (including those incorporated in bonds with stock acquisition rights) are taken into account in determining both the number of shares held by such holder and the issuer's total issued shares of capital stock.

E. Taxation

Japanese Taxation

The following sets forth the material Japanese tax consequences to owners of shares of our common stock or ADSs who are non-resident individuals or non-Japanese corporations without a permanent establishment in Japan to which the relevant income is attributable, which we refer to as "non-resident holders" in this section. The statements regarding Japanese tax laws below are based on the laws in force and as interpreted by the Japanese taxation authorities as at the date of this Annual Report and are subject to changes in the applicable Japanese laws, double taxation treaties, conventions or agreements or interpretations thereof occurring after that date. This summary is not exhaustive of all possible tax considerations that may apply to a particular investor, and potential investors are advised to satisfy themselves as to the overall tax consequences of the acquisition, ownership and disposition of shares of our common stock or ADSs, including specifically the tax consequences under Japanese law, the laws of the jurisdiction of which they are resident and any tax treaty between Japan and their country of residence, by consulting their own tax advisers.

For the purpose of Japanese tax law and the Convention between the Government of the United States of America and Japan for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with Respect to Taxes on Income, or the Tax Convention, a U.S. holder of ADSs will be treated as the owner of the shares of our common stock underlying the ADSs evidenced by the ADRs.

Generally, a non-resident holder of shares of our common stock or ADSs is subject to Japanese withholding tax on dividends paid by us. In the absence of any applicable tax treaty, convention or agreement reducing the rate of withholding tax, the rate of Japanese withholding tax applicable to dividends paid by us to non-resident holders is (i) 15.315% for dividends to be paid on or before December 31, 2037 and (ii) 15% for dividends to be paid thereafter, except for dividends paid to any individual non-resident holder who holds 3% or more of our issued shares for which the applicable rate is (a) 20.42% for dividends to be paid on or before December 31, 2037 and (b) 20% for dividends to be paid thereafter, pursuant to Japanese tax law.

The Tax Convention establishes the maximum rate of Japanese withholding tax which may be imposed on dividends paid to a U.S. resident not having a permanent establishment in Japan. Under the Tax Convention, the maximum withholding rate for U.S. holders (as defined below) is generally set at 10% of the gross amount distributed. However, the maximum rate is 5% of the gross amount distributed if the recipient is a corporation and owns directly or indirectly, on the date on which entitlement to the dividends is determined, at least 10% of the voting shares of the paying corporation. Furthermore, the amount distributed shall not be taxed if the recipient is (i) a pension fund which is a U.S. resident, provided that such dividends are not derived from the carrying on of a business, directly or indirectly, by such pension fund or (ii) a company with a 50% or more interest in the paying company and satisfies certain other requirements. U.S. holders (as defined below) are urged to consult their own tax advisors with respect to their eligibility for benefits under the Tax Convention.

Japanese tax law provides in general that if the Japanese statutory rate is lower than the maximum rate applicable under tax treaties, conventions or agreements, the Japanese statutory rate as stated above shall be applicable.

Non-resident holders of shares who are entitled to a reduced rate of Japanese withholding tax on payments of dividends on the shares of our common stock or ADSs by us are required to submit an Application Form for the Income Tax Convention regarding Relief from Japanese Income Tax on Dividends, or an Application Form for the Income Tax Convention, in advance through a paying handling agent to the relevant tax authority before the payment of dividends. A standing proxy for non-resident holders may provide this application service for the non-resident holders. In this regard, a certain simplified special filing procedure is available for non-resident holders to claim treaty benefits of exemption from or reduction of Japanese withholding tax with respect to dividends to be paid on or after January 1, 2014, by submitting a Special Application Form for Income Tax Convention regarding Relief from Japanese Income Tax and Special Income Tax for Reconstruction on Dividends of Listed Stocks (together with any other required forms and documents). With respect to ADSs, this reduced rate or exemption will be applicable to non-resident holders of ADSs if the depositary or its agent submits two Application Forms (one before payment of dividends and the other within eight months after the record date concerning such payment of dividends), together with certain other documents. To claim this reduced rate or exemption, non-resident holders of ADSs will be required to file a proof of taxpayer status, residence and beneficial ownership, as applicable, and to provide other information or documents as may be required by the depositary. Non-resident holders who are entitled, under any applicable tax treaty, to a reduced rate of Japanese withholding tax below the rate otherwise applicable under Japanese tax law, or exemption therefrom, as the case may be, but fail to submit the required application in advance may nevertheless be entitled to claim a refund from the relevant Japanese tax authority of withholding taxes withheld in excess of the rate under an applicable tax treaty (if such non-resident holders are entitled to a reduced treaty rate under the applicable tax treaty) or the full amount of tax withheld (if such non-resident holders are entitled to an exemption under the applicable tax treaty), as the case may be, by complying with a certain subsequent filing procedure. We do not assume any responsibility to ensure withholding at the reduced rate, or an exemption therefrom, for non-resident holders who would be so eligible under an applicable tax treaty but where the required procedures as stated above are not followed.

Gains derived from the sale or other disposition of shares of our common stock or ADSs by a non-resident holder are not, in general, subject to Japanese income or corporation taxes or other Japanese taxes.

Any deposits or withdrawals of shares of our common stock by a non-resident holder in exchange for ADSs are not subject to Japanese income or corporation tax.

Japanese inheritance and gift taxes, at progressive rates, may be payable by an individual who has acquired shares of our common stock or ADSs as legatee, heir or donee, even if none of the individual, the decedent or the donor is a Japanese resident.

U.S. Taxation

The following sets forth the material U.S. federal income tax consequences of the ownership of shares and ADSs by a U.S. holder, as defined below. This summary is based on U.S. federal income tax laws, including the U.S. Internal Revenue Code of 1986, or the Code, its legislative history, existing and proposed Treasury regulations thereunder, published rulings and court decisions, and the Tax Convention (as defined above), all of which are subject to change, possibly with retroactive effect.

The following summary is not a complete analysis or description of all potential U.S. federal income tax consequences to a particular U.S. holder. It does not address all U.S. federal income tax considerations that may be relevant to all categories of potential purchasers, certain of which (such as banks or other financial institutions, insurance companies, dealers in securities, tax-exempt entities, non-U.S. persons, persons holding a share or an ADS as part of a "straddle," "hedge," conversion or integrated transaction, holders whose "functional currency" is not the U.S. dollar, holders liable for alternative minimum tax, holders required to report income no later than when such income is reported on an "applicable financial statement," and holders of 10% or more of our shares by vote or value) are subject to special tax treatment. This summary does not address any foreign, state, local or other tax consequences of investments in our shares or ADSs.

This summary addresses only shares or ADSs that are held as capital assets within the meaning of Section 1221 of the Code.

As used herein, a "U.S. holder" is a beneficial owner of shares or ADSs, as the case may be, that is:

- a citizen or resident of the United States as determined for U.S. federal income tax purposes;
- a corporation or other entity taxable as a corporation created or organized under the laws of the United States, any state thereof or the District of Columbia;
- an estate, the income of which is subject to U.S. federal income tax regardless of its source; or
- a trust
  - the administration of which is subject to (1) the supervision of a court within the United States and (2) the control of one or more U.S. persons as described in Section 7701(a)(30) of the Code; or
  - that has a valid election in effect under applicable U.S. Treasury regulations to be treated as a U.S. person.

If a partnership holds shares or ADSs, the tax treatment of a partner will generally depend on the status of the partner and the activities of the partnership. If you are a partner of a partnership holding shares or ADSs, you should consult your tax advisor.

We urge U.S. holders to consult their own tax advisors concerning the U.S. federal, state and local and other tax consequences to them of the purchase, ownership and disposition of shares or ADSs.

This summary is based in part on the assumption that each obligation under the deposit agreement and any related agreement will be performed in accordance with its respective terms. Subject to the discussion in the next paragraph, for U.S. federal income tax purposes, holders of ADSs will be treated as the owners of the shares represented by the ADSs. Accordingly, withdrawals or deposits of shares in exchange for ADSs generally will not be subject to U.S. federal income tax.

The U.S. Treasury has expressed concerns that intermediaries in the chain of ownership between the holder of an ADS and the issuer of the security underlying the ADS may be taking actions that are inconsistent with the beneficial ownership of the underlying shares (for example, pre-releasing ADSs to persons who do not have beneficial ownership of the securities underlying the ADSs). Accordingly, the discussion on the creditability of Japanese taxes and the availability of the reduced rate of tax for dividends received by certain non-corporate U.S. holders, each as described below, could be affected by actions taken by intermediaries in the chain of ownership between the holder of ADSs and us if, as a result of such actions, the holders of ADSs are not properly treated as beneficial owners of the underlying shares. We are not aware of any intention to take any such actions, and accordingly, the remainder of this discussion assumes that holders of ADSs will be properly treated as beneficial owners of the underlying shares.

Special adverse U.S. federal income tax rules apply if a U.S. holder holds shares or ADSs of a company that is treated as a "passive foreign investment company" (a "PFIC") for any taxable year during which the U.S. holder held shares or ADSs, as discussed in more detail below. U.S. holders should consult their own tax advisors as to the potential application of the PFIC rules to their ownership and disposition of shares or ADSs.

Taxation of Dividends

Subject to the application of the PFIC rules discussed below, U.S. holders will include the gross amount of any distribution received with respect to shares or ADSs (before reduction for Japanese withholding taxes), to the extent paid out of our current or accumulated earnings and profits (as determined for U.S. federal income tax purposes), as ordinary income in their gross income. As discussed below, for certain U.S. holders, dividends may be eligible for a reduced rate of taxation. The amount of distribution of property other than cash will be the fair market value of such property on the date of the distribution. Dividends received by a U.S. holder will not be eligible for the "dividends-received deduction" allowed to U.S. corporations in respect of dividends received from other U.S. corporations. To the extent that an amount received by a U.S. holder exceeds such holder's allocable share of our current earnings and profits, such excess will be applied first to reduce such holder's tax basis in its shares or ADSs, thereby increasing the amount of gain or decreasing the amount of loss recognized on a subsequent disposition of the shares or ADSs. Then, to the extent such distribution exceeds such U.S. holder's tax basis, such excess will be treated as capital gain. However, we do not maintain calculations of our earnings and profits in accordance with U.S. federal income tax principles, and U.S. holders should therefore assume that any distribution by us with respect to shares or ADSs will constitute ordinary dividend income. The amount of the dividend will be the U.S. dollar value of the Japanese yen payments received. This value will be determined at the spot Japanese yen/ U.S. dollar rate on the date the dividend is received by the depositary in the case of U.S. holders of ADSs, or by the shareholder in the case of U.S. holders of shares, regardless of whether the dividend payment is in fact converted into U.S. dollars at that time. If the Japanese yen received as a dividend are not converted into U.S. dollars on the date of receipt, a U.S. holder will have basis in such Japanese yen equal to their U.S. dollar value on the date of receipt, and any foreign currency gains or losses resulting from the conversion of the Japanese yen will generally be treated as U.S. source ordinary income or loss. If the Japanese yen received as a dividend are converted into U.S. dollars on the date of receipt, a U.S. holder will generally not be required to recognize foreign currency gain or loss in respect of the dividend income.

If a U.S. holder is eligible for benefits under the Tax Convention, the holder may be able to claim a reduced rate of Japanese withholding tax. All U.S. holders should consult their tax advisors about their eligibility for reduction of Japanese withholding tax. A U.S. holder may claim a deduction or a foreign tax credit, subject to other applicable limitations, only for tax withheld at the appropriate rate. A U.S. holder would be allowed a foreign tax credit for withholding tax for any portion of the tax that could have been avoided by claiming benefits under the Tax Convention. For foreign tax credit limitation purposes, the dividend will be income from sources outside the United States. The limitation on foreign taxes eligible for credit is calculated separately with respect to specific classes of income. For this purpose, dividends we pay will constitute "passive income" or, in the case of certain U.S. holders, "financial services income." The rules governing U.S. foreign tax credits are very complex and U.S. holders should consult their tax advisors regarding the availability of foreign tax credits under their particular circumstances.

Subject to applicable exceptions with respect to short-term and hedged positions, qualified dividends received by non-corporate U.S. holders from a qualified corporation may be eligible for reduced rates of taxation. Qualified corporations include those foreign corporations eligible for the benefits of a comprehensive income tax treaty with the United States that the U.S. Treasury Department determines to be satisfactory for these purposes and that includes an exchange of information provision. The Tax Convention meets these requirements. Subject to the PFIC discussion below, we believe that we are a qualified foreign corporation and that dividends received by U.S. investors with respect to our shares or ADSs will be qualified dividends. Dividends received by U.S. investors from a foreign corporation that was a PFIC in either the taxable year of the distribution or the preceding taxable year are not qualified dividends.

Passive Foreign Investment Company Considerations

Special adverse U.S. federal income tax rules apply if a U.S. holder holds shares or ADSs of a company that is treated as a PFIC, for any taxable year during which the U.S. holder held shares or ADSs. A foreign corporation will be considered a PFIC for any taxable year in which (i) 75% or more of its gross income is passive income (the "income test"), or (ii) 50% or more of the average fair market value of its assets (determined quarterly) is attributable to assets that produce or are held for the production of passive income (the "asset test"). For this purpose, passive income generally includes dividends, interest, royalties, rents and certain gains from the sale of stock and securities. If a foreign corporation owns at least 25% (by value) of the stock of another corporation, the corporation will be treated, for purposes of the PFIC tests, as owning a proportionate share of the other corporation's assets and receiving its proportionate share of the other corporation's income. The determination of whether a foreign corporation is a PFIC is made annually.

Multiple sets of proposed Treasury regulations and an earlier IRS notice would convert what would otherwise be passive income into non-passive income when such income is banking income earned by an active bank. The various proposed Treasury regulations and IRS notice have different (and in some respects inconsistent) requirements for qualifying as an active bank, and for determining

the banking income that may be excluded from passive income under this special rule for active banks. Moreover, the proposed Treasury regulations (some of which have been outstanding since 1994, and others of which were recently issued in 2021) will not be effective unless finalized. There can be no assurance that the proposed Treasury regulations will be finalized in their current form. Because final regulations have not been issued, the definition of banking income for purposes of the active bank exception is unclear under both the proposed Treasury regulations and the notice. Based upon certain management estimates and assumptions, we do not believe that we were a PFIC for the year ended March 31, 2022. The determination of whether we are a PFIC must be made annually and involves a fact-intensive analysis based upon, among other things, the composition of our income and assets and the value of our assets from time to time. It is possible that we may become a PFIC in the fiscal year ending March 31, 2023 or any future taxable year due to changes in our income or asset composition or changes to applicable Treasury and IRS guidance (including as a result of the final regulations). In addition, a decrease in the price of our shares may also result in our becoming a PFIC. If we were classified as a PFIC in any year during which a U.S. holder owns shares or ADSs and the U.S. holder does not make a "mark-to-market" election, as discussed below, we generally would continue to be treated as a PFIC as to such U.S. holder in all succeeding years, regardless of whether we continue to meet the income or asset test discussed above. U.S. Holders are urged to consult their own tax advisors with respect to the tax consequences to them if we were to become a PFIC for any taxable year in which they own our shares or ADSs.

If we were classified as a PFIC for any taxable year during which a U.S. holder holds our shares or ADSs, the U.S. holder would generally not receive capital gains treatment upon the sale of the shares or ADSs and would be subject to increased tax liability (generally including an interest charge) upon the sale or other disposition of the shares or ADSs or upon the receipt of certain distributions treated as "excess distributions," unless the U.S. holder makes the mark-to-market election described below. An excess distribution generally would be any distribution to a U.S. holder with respect to shares or ADSs during a single taxable year that is greater than 125% of the average annual distributions received by a U.S. holder with respect to shares or ADSs during the three preceding taxable years or, if shorter, during the U.S. holder's holding period for the shares or ADSs.

Mark-to-Market Election. If the shares or ADSs are regularly traded on a registered national securities exchange or certain other exchanges or markets, then such shares or ADSs would constitute "marketable stock" for purposes of the PFIC rules, and a U.S. holder would not be subject to the foregoing PFIC rules if such holder made a mark-to-market election. After making such an election, the U.S. holder generally would include as ordinary income each year during which the election is in effect and during which we are a PFIC the excess, if any, of the fair market value of our shares or ADSs at the end of the taxable year over such holder's adjusted basis in such shares or ADSs. These amounts of ordinary income would not be eligible for the favorable tax rates applicable to qualified dividend income or long-term capital gains. A U.S. holder also would be allowed to take an ordinary loss in respect of the excess, if any, of the holder's adjusted basis in our shares or ADSs over their fair market value at the end of the taxable year (but only to the extent of the net amount of income that was previously included as a result of the mark-to-market election). A U.S. holder's tax basis in our shares or ADSs would be adjusted to reflect any income or loss amounts resulting from a mark-to-market election. If made, a mark-to-market election would be effective for the taxable year for which the election was made and for all subsequent taxable years unless the shares or ADSs cease to qualify as "marketable stock" for purposes of the PFIC rules or the IRS consented to the revocation of the election. In the event that we are classified as a PFIC, U.S. holders are urged to consult their tax advisors regarding the availability of the mark-to-market election, and whether the election would be advisable in the holder's particular circumstances.

QEF Election. The PFIC rules outlined above also would not apply to a U.S. holder if such holder alternatively elected to treat us as a "qualified electing fund" or "QEF." An election to treat us as a QEF will not be available, however, if we do not provide the information necessary to make such an election. We will not provide U.S. holders with the information necessary to make a QEF election, and thus, the QEF election will not be available with respect to our shares.

Notwithstanding any election made with respect to our shares, dividends received with respect to our shares will not constitute "qualified dividend income" if we are a PFIC in either the year of the distribution or the preceding taxable year. Dividends that do not constitute qualified dividend income are not eligible for taxation at the reduced tax rate described above in "—Taxation of Dividends." Instead, such dividends would be subject to tax at ordinary income rates.

If a U.S. holder owns shares or ADSs during any year in which we are a PFIC, the U.S. holder must also file IRS Form 8621 regarding distributions received on the shares or ADSs, any gain realized on the shares or ADSs, and any "reportable election" in accordance with the instructions to such form. In addition, each U.S. holder is required to file a separate IRS Form 8621 if such U.S. holder owns shares or ADSs during any year in which we are a PFIC whether or not such U.S. holder received distributions on the shares or ADSs, realized a gain on the shares or ADSs or made a "reportable election" during such year. U.S. holders are urged to consult their own tax advisors concerning the U.S. federal income tax consequences of holding shares or ADSs if the Company were considered a PFIC in any taxable year.

Taxation of Capital Gains

Subject to the application of the PFIC rules discussed above, upon a sale or other disposition of shares or ADSs, a U.S. holder will recognize a gain or loss in an amount equal to the difference between the U.S. dollar value of the amount realized and the U.S. holder's tax basis, determined in U.S. dollars, in such shares or ADSs. Such gains or losses will be capital gains or losses and will be long-term capital gains or losses if the U.S. holder's holding period for such shares or ADSs exceeds one year. Long-term capital gains of non-corporate U.S. holders (including individuals) are generally eligible for reduced rates of taxation. A U.S. holder's adjusted tax basis in its shares or ADSs will generally be the cost to the holder of such shares or ADSs. Any such gains or losses

realized by a U.S. holder upon disposal of the shares or ADSs will generally be income or loss from sources within the United States for foreign tax credit limitation purposes. The deductibility of capital losses is subject to limitations under the Code.

Information Reporting and Backup Withholding

Dividends paid on shares or ADSs to a U.S. holder, or proceeds from a U.S. holder's sale or other disposition of shares or ADSs, may be subject to information reporting requirements. Those dividends or proceeds from sale or disposition may also be subject to backup withholding unless the U.S. holder:

- is a corporation or other exempt recipient, and, when required, demonstrates this fact; or
- provides a correct taxpayer identification number on a properly completed U.S. IRS Form W-9 or other appropriate form which certifies that the U.S. holder is not subject to backup withholding and otherwise complies with applicable requirements of the backup withholding rules.

Backup withholding is not an additional tax. Any amount withheld under these rules will be creditable against the U.S. holder's U.S. federal income tax liability or refundable to the extent that it exceeds such liability if the U.S. holder provides the required information to the IRS. If a U.S. holder is required to and does not provide a correct taxpayer identification number, the U.S. holder may be subject to penalties imposed by the IRS. All holders should consult their tax advisors as to their qualification for the exemption from backup withholding and the procedure for obtaining an exemption.

In addition, certain U.S. holders who are individuals that hold certain foreign financial assets (which may include our shares or ADSs) are required to report information relating to such assets, subject to certain exceptions. U.S. holders should consult their tax advisors regarding the effect, if any, of this requirement on their ownership and disposition of our shares and ADSs.

Additional Tax on Investment Income

U.S. holders that are individuals, estates or trusts and whose income exceeds certain thresholds will be subject to an additional 3.8% tax on unearned income, including, among other things, dividends on, and capital gains from the sale or other taxable disposition of, shares or ADSs, subject to certain limitations and exceptions.

F. Dividends and Paying Agents

Not applicable.

G. Statement by Experts

Not applicable.

H. Documents on Display

We file periodic reports and other information with the SEC pursuant to the rules and regulations of the SEC that apply to foreign private issuers. The SEC maintains a web site (http://www.sec.gov) that contains periodic reports and other information regarding registrants, including us, electronically filed with the SEC. Except otherwise specified in this Annual Report, no information is incorporated by reference in this Annual Report (including, without limitation, information on our website at https://www.mufg.jp/).

I. Subsidiary Information

Please refer to the discussion under "Item 4.C. Information on the Company—Organizational Structure."

Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk.

In the current market and regulatory environment, financial groups such as us are expected to ensure increasingly more sophisticated and comprehensive risk management. Risk management plays an increasingly important role in our operations as a financial group operating globally through various subsidiaries.

We identify various risks arising from businesses based on group-wide uniform criteria and implement integrated risk management to ensure a stronger financial condition and to maximize shareholder value. Based on this approach, we identify, measure, control and monitor a wide variety of risks so as to achieve a stable balance between earnings and risks. We undertake risk management to create an appropriate capital structure and to achieve optimal allocation of resources. However, our risk management measures may not be fully effective in identifying all risks or mitigating the impact of any materialized risk on us.

Risk Classification

At the holding company level, we broadly classify and define risk categories faced by the Group, including those that are summarized below. Group companies perform more detailed risk management based on their respective operations.

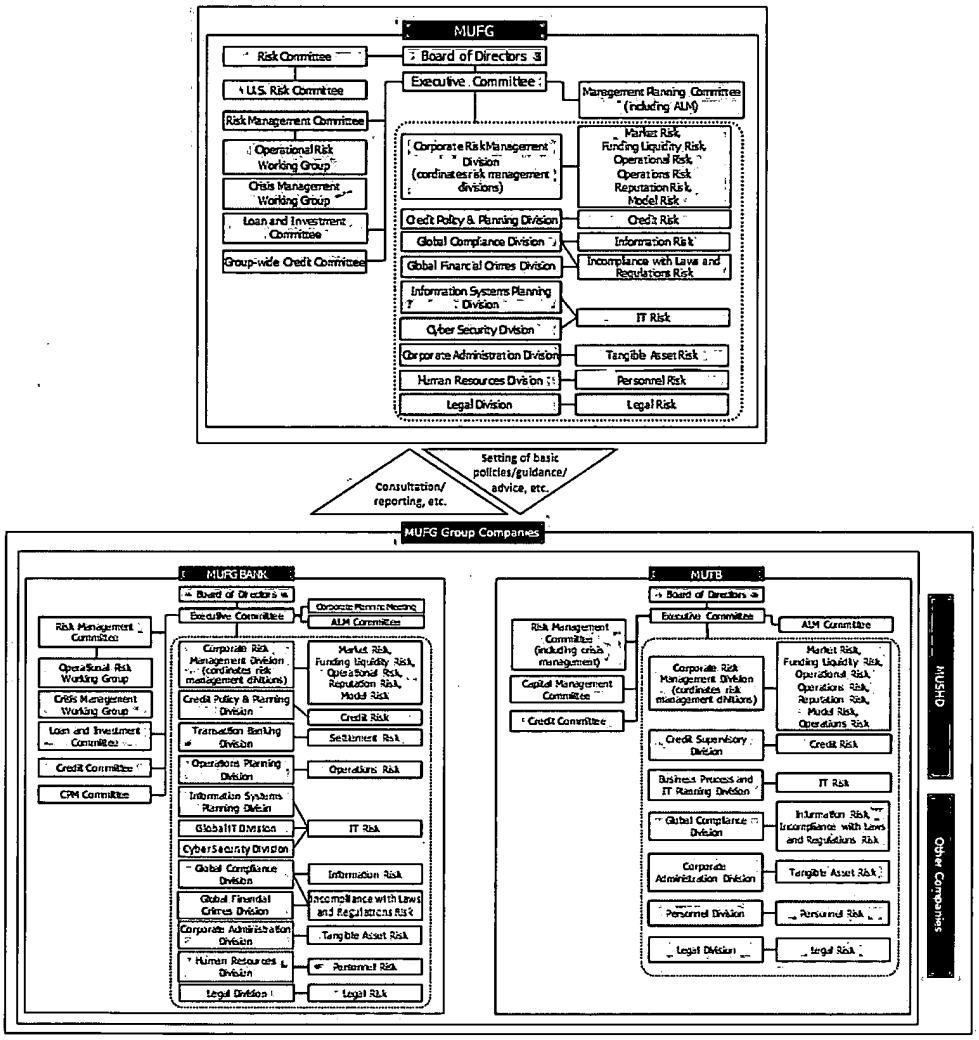
Type of Risk	Definition
Credit Risk	The risk of financial loss in credit assets (including off-balance sheet instruments) caused by deterioration in the credit condition of counterparties. This category includes country risk.
Market Risk	The risk of financial loss where the value of our assets and liabilities could be adversely affected by changes in market variables such as interest rates, securities prices and foreign exchange rates. Market liquidity risk is the risk of financial loss caused by the inability to secure market transactions at the required volume or price levels as a result of market turbulence or lack of trading liquidity.
Funding Liquidity Risk	The risk of incurring loss if a poor financial position at a group company hampers the ability to meet funding requirements or necessitates fund procurement at interest rates markedly higher than normal.
Operational Risk	The risk of loss resulting from inadequate or failed internal processes, people or systems, or from external events.
• Operations Risk	The risk of incurring losses arising from negligence of correct operational processing, incidents or misconduct involving officers or staff, as well as risks similar to this risk.
• Information Risk	The risk of loss caused by loss, alteration, falsification or leakage of personal or other confidential information, as well as risks similar to these risks.
• IT Risk	The risk of loss arising from destruction, suspension, malfunction or misuse of IT, or unauthorized alteration and leakage of electronic data caused by insufficient IT systems planning, development or operations or by vulnerabilities of or external threats to IT system security, including cybersecurity, as well as risks similar to these risks.
• Tangible Asset Risk	The risk of loss due to damage to tangible assets or deterioration in the operational environment caused by disasters or inadequate asset maintenance, as well as risks similar to this risk. Tangible assets include movable and immovable property, including owned or leased land and buildings, facilities incidental to buildings, and fixtures and fittings.
• Personnel Risk	The risk of loss due to an outflow or loss of human resources or deterioration in employee morale, as well as risks similar to this risk.
• Incompliance with Laws and Regulations Risk	The risk of loss due to failure to comply with laws and regulations, as well as risks similar to these risks.
• Legal Risk	The risk of loss due to failure to identify or address legal issues relating to contracts and other business operations or insufficient handling of lawsuits, as well as risks similar to these risks.
Reputation Risk	The risk of harm to our corporate value arising from perceptions of our customers, shareholders, investors or other stakeholders and in the market or society that we deviate from their expectations or confidence.
Model Risk	The risk of loss due to decision-making based on information provided by an inaccurate model or the misuse of a model.

Risk Management System

We have adopted an integrated risk management system to promote close cooperation among the holding company and group companies. The holding company and our banking and securities subsidiaries each have appointed a chief risk officer and established an independent risk management division. The board of directors of the holding company determines risk management policies for various types of risks based on the discussions at, and reports and recommendations from, committees established specially for risk management purposes. The holding company has established committees to oversee management in managing risks relevant to the Group. Following the fundamental risk management policies determined by the board of directors, each group company establishes its own systems and procedures for identifying, analyzing and managing various types of risks from both quantitative and qualitative perspectives. The holding company seeks to enhance group-wide risk identification, to integrate and improve the Group's risk management system and related methods, to maintain asset quality, and to eliminate concentrations of specific risks.

The following diagram summarizes our integrated risk management framework:

Risk Management System



Crisis Management Framework

In order to have a clear critical response rationale and associated decision-making criteria, we have developed systems designed to ensure that our operations are not interrupted or can be restored to normal quickly in the event of a crisis such as a natural disaster, a pandemic of an infectious disease or system failure so as to minimize any disruption to customers and markets. A crisis management team within the holding company is the central coordinating body in the event of any emergency. Based on information collected from crisis management personnel at the major subsidiaries, this central body would assess the overall impact of a crisis on the Group's

business and establish task forces that could implement all countermeasures to restore full operations. We have business continuity plans to maintain continuous operational viability in the event of natural disasters, system failures and other types of emergencies. Regular training drills are conducted to upgrade the practical effectiveness of these systems. In addition, in order to effectively deal with the COVID-19 pandemic, the Group Crisis Event Control Headquarter established by the holding company deliberates, formulates and implements basic policies and countermeasures designed to ensure that our business operations are properly maintained and we remain well positioned to respond to the needs of our customers.

We conduct a comprehensive review of our existing business continuity plan to more effectively respond to such extreme scenarios, and contemplate and implement measures to augment our current business continuity management framework, including enhancing our off-site back-up data storage and other information technology systems.

Implementation of Basel Standards

In determining capital ratios under the FSA guidelines implementing Basel III, we and our major banking subsidiaries used the Advanced Internal Ratings-Based approach, or the AIRB approach, to calculate capital requirements for credit risk as of March 31, 2022. The Standardized Approach is used for some subsidiaries that are considered to be immaterial to the overall MUFG capital requirements, and MUFG Americas Holdings has adopted a phased rollout of the Internal Ratings-Based Approach. We reflect market risk in our risk-weighted assets by applying the Internal Models Approach to calculate general market risk and the Standardized Measurement Method to calculate specific risk. Under the Internal Models Approach, we principally use a historical simulation model to calculate value-at-risk, or VaR, amounts by estimating the profit and loss on our portfolio by applying actual fluctuations in historical market rates and prices over a fixed period. Under the FSA guidelines implementing Basel III, we reflect operational risk in our risk-weighted assets by using the Advanced Measurement Approach and the Basic Indicator Approach.

Based on the Basel III framework, the Japanese capital ratio framework has been revised to implement the more stringent requirements, which are being implemented in phases beginning on March 31, 2013. Likewise, local banking regulators outside of Japan, such as those in the United States, have begun, or are expected, to revise the capital and liquidity requirements imposed on our subsidiaries and operations in those countries to implement the more stringent requirements of Basel III as adopted in those countries. We intend to carefully monitor further developments with an aim to enhance our corporate value and maximize shareholder value by integrating the various strengths within the Group. For more information on the Basel regulatory framework and requirements, see "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation."

Credit Risk Management

We have established risk management systems to maintain asset quality, manage credit risk exposure and achieve earnings commensurate with risk.

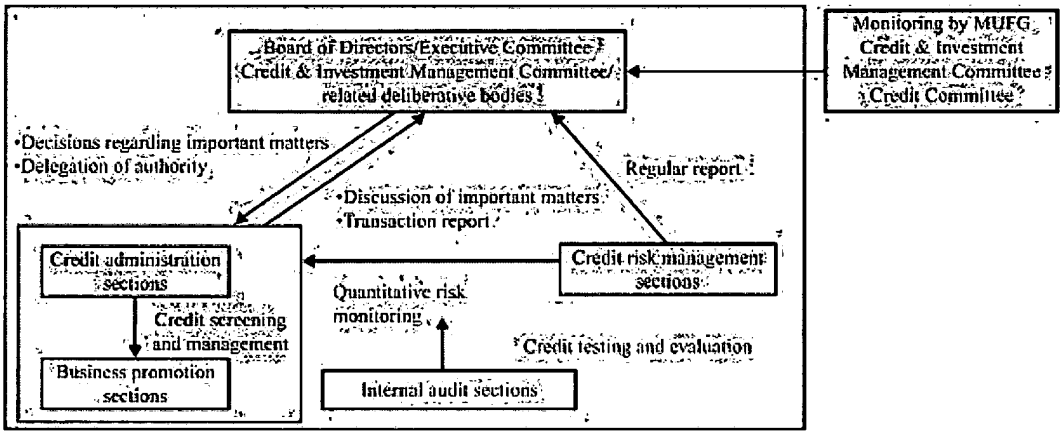
MUFG and its major banking subsidiaries apply a uniform credit rating system for asset evaluation and assessment, loan pricing, and quantitative measurement of credit risk. This system also underpins the calculation of capital requirements and the management of credit portfolios. We continually seek to upgrade our credit portfolio management, or CPM, expertise to achieve an improved risk-adjusted return based on the Group's credit portfolio status and flexible response capability to economic and other external changes.

Credit Risk Management System

The credit portfolios of our banking and securities subsidiaries are monitored and assessed on a regular basis by the holding company to maintain and improve asset quality. A uniform credit rating and asset evaluation and assessment system is used to ensure timely and proper evaluation of all credit risks. Under our credit risk management system, each of our subsidiaries in the banking, securities, consumer finance, and leasing businesses, manages its respective credit risk on a consolidated basis based on the attributes of the risk, while the holding company oversees and manages credit risk on an overall group-wide basis. The holding company also convenes regular committee meetings to monitor credit risk management at banking subsidiaries and to issue guidance where necessary.

Each major banking subsidiary has in place a system of checks and balances in which a credit administration section that is independent of the business promotion sections screens individual transactions and manages the extension of credit. At the management level, regular meetings of the Credit & Investment Management Committee and related deliberative bodies ensure full discussion of important matters related to credit risk management. Besides such checks and balances and internal oversight systems, credit examination sections also undertake credit testing and evaluation to ensure appropriate credit risk management.

The following diagram summarizes the credit risk management framework for our major banking subsidiaries:



Credit Rating System

MUFG and its major banking subsidiaries use an integrated credit rating system to evaluate credit risk. The credit rating system consists primarily of borrower rating, facility risk rating, structured finance rating and asset securitization rating.

Country risk is also rated on a uniform group-wide basis. Our country risk rating is reviewed periodically to take into account relevant political and economic factors, including foreign currency availability.

Risk exposure for small retail loans, such as residential mortgage loans, is managed by grouping loans into various pools and assigning ratings at the pool level.

Borrower rating

Our borrower rating classifies borrowers into 15 grades based on evaluations of their expected debt-service capability over the next three to five years.

The following table sets forth our borrower grades:

Definition of MUFG Borrower Rating

MUFG Borrower Rating	MUFG Borrower Rating Definition
1	The capacity to meet financial commitments is extremely certain, and the borrower has the highest level of creditworthiness.
2	The capacity to meet financial commitments is highly certain, but there are some elements that may result in lower creditworthiness in the future.
3	The capacity to meet financial commitments is sufficiently certain, but there is the possibility that creditworthiness may fall in the long run.
4	There are no problems concerning the capacity to meet financial commitments, but there is the possibility that creditworthiness may fall in the long run.
5	There are no problems concerning the capacity to meet financial commitments, and creditworthiness is in the middle range.
6	There are no problems concerning the capacity to meet financial commitments presently, but there are elements that require attention if the situation changes.
7	There are no problems concerning the capacity to meet financial commitments presently, but long-term stability is poor.
8	There are no problems concerning the capacity to meet financial commitments presently, but long-term stability is poor, and creditworthiness is relatively low.
9	The capacity to meet financial commitments is somewhat poor, and creditworthiness is the lowest among "Normal" customers.
10 through 12	Borrowers who must be closely monitored because of the following business performance and financial conditions: (1) Borrowers who have problematic business performance, such as virtually delinquent principal repayment or interest payment; (2) Borrowers whose business performance is unsteady, or who have unfavorable financial conditions; (3) Borrowers who have problems with loan conditions and for whom interest rates have been reduced or shelved.
10	Although business problems are not serious or their improvement is seen to be remarkable, there are elements of potential concern with respect to the borrower's management, and close monitoring is required.
11	Business problems are serious, or require long-term solutions. Serious elements concerning business administration of the borrower have emerged, and subsequent debt repayment needs to be monitored closely.
12	Borrowers who fall under the criteria of Rating 10 or 11 and have a loan concession granted. Borrowers who have "Loans contractually past due 90 days or more." (As a rule, delinquent borrowers are categorized as "Likely to Become Bankrupt," but the definition here applies to borrowers delinquent for 90 days or more because of inheritance and other special reasons.)
13	Borrowers who pose a serious risk with respect to debt repayment and with whom loss is likely to occur in the course of transactions. While still not bankrupt, these borrowers are in financial difficulty, with poor progress in achieving restructuring plans, and are likely to become bankrupt in the future.
14	While not legally bankrupt, borrowers who are considered to be virtually bankrupt because they are in serious financial difficulty and have no prospects for an improvement in their business operations.
15	Borrowers who are legally bankrupt (i.e., who have no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation, or filing for legal liquidation).

Japanese banks were historically required to use the following categories of borrowers under the then applicable FSA inspection manual, which was abolished in December 2019, and are currently expected to use them as a basis for their borrower categorization with appropriate adjustments under the FSA's discussion paper:

- Normal borrowers (generally corresponding to borrowers in categories 1 through 9 in our ratings), which are borrowers that are performing well, with no significant financial concerns,
- Borrowers requiring close watch (generally corresponding to borrowers in categories 10 through 12 in our ratings), which include loans that have been amended to allow for delays or forgiveness of interest payments, borrowers experiencing difficulty in complying with loan terms and conditions and borrowers that are recording losses or performing badly,
- Borrowers likely to become bankrupt (generally corresponding to borrowers in category 13 in our ratings), which relate to borrowers who pose a serious risk with respect to debt repayment and with whom loss is likely to occur in the course of transactions. While still not bankrupt, these borrowers are in financial difficulty, with poor progress in achieving restructuring plans, and are likely to become bankrupt in the future,
- Virtually bankrupt borrowers (generally corresponding to borrowers in category 14 in our ratings), which are not legally bankrupt, but borrowers who are considered to be virtually bankrupt because they are in serious financial difficulty and have no prospects for an improvement in their business operations, and

- Bankrupt borrowers or de facto bankrupt borrowers (generally corresponding to borrowers in category 15 in our ratings), which are borrowers who are legally bankrupt (i.e., who have no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation, or filing for legal liquidation proceedings).

The primary data utilized in our assessment of borrowers include the borrower's financial statements and notes thereto as well as other public disclosure made by the borrower. In addition, when appropriate and possible, we obtain non-public financial and operating information from borrowers, such as the borrower's business plan, borrower's self-evaluation of its operating assets and other borrower information about its business and products.

Based on the borrower and industry information, we assign borrower ratings mainly by applying financial scoring models—either developed internally or by third-party vendors, depending on the borrower's attributes, whether the borrower is domestic or foreign, whether the borrower is a large corporation or a small and medium-sized corporation, and whether the borrower is a corporate entity or another type of legal entity (such as a school, hospital or fund).

For example, for domestic small and medium-sized corporations, which constitute the largest borrower attribute in our current loan portfolio in terms of number of borrowers, we have adopted an internally developed financial scoring model, exclusively designed and developed for such attribute. We have selected various financial ratios that we believe to be useful and meaningful to quantitatively measure and assess the borrowers' financial standing and repayment capability. Such financial ratios represent, among other things, borrowers' growth, profitability, stability, cash flow, company size and capital efficiency. The model is periodically tested against historical results. The following is an illustration of some of the financial ratios we utilize as part of our financial scoring model:

- To measure growth: Sales growth, and growth in total assets,
- To measure profitability: Current profit to sales, and profit before tax to sales, and
- To measure stability: Equity ratio and current ratio.

The financial score obtained through the models is reviewed and, when necessary, adjusted downward to reflect our qualitative assessment of the borrower's financial strength and other factors that could affect the borrower's ability to service the debt. For example, we take into account: capability of turning around the business (in case of borrowers with losses) or recovering positive net worth (in case of borrowers with negative net worth), industry risk, management risk, legal risk, as well as our assessment of the probability of receiving support from parent companies (if the borrower is a subsidiary of a large listed company).

When adjusting the results of primary financial scoring assigned to borrowers with losses, we consider the severity of losses and the possibility of improving operating results. We analyze and assess whether the loss is temporary, the trend in operating results is improving, or the loss is expected to continue for an extended period. When adjusting the results of primary financial scoring assigned to borrowers with losses or borrowers with negative net worth, we also analyze whether the borrower can return to a positive net worth, and the time period needed to achieve such recovery (one to two years, three to five years, or five years or more).

In addition, adjustments based on industry risk are based on future prospects, applicable laws and regulations, and other factors surrounding the industry. Adjustments for management risk reflect our assessment of management's track record, the composition of the management team including the board of directors, any management succession plan as well as the risk management and compliance framework of the borrower. Adjustments for legal risk are made when the borrower is facing a lawsuit and when there is a possibility of a significant claim payment related to product liability, intellectual property, environmental problems, building standard law, and other legal issues.

When assessing the probability of receiving support from parent companies, various factors are examined, such as the parent company's credit standings, whether key management personnel are sent by the parent, whether the borrower is consolidated by the parent, and the proportion of the borrower in consolidated sales and profits of the parent.

In addition, we consider outside ratings, and our internal borrower ratings may be adjusted when deemed appropriate.

Facility risk rating

Facility risk rating is used to evaluate and classify the quality of individual credit facilities, including guarantees and collateral. Ratings are assigned by quantitatively measuring the estimated loss rate of a facility in the event of a default.

Structured finance rating and asset securitization rating

Structured finance rating and asset securitization rating are used to evaluate and classify the quality of individual credit facilities, including guarantees and collateral, and focus on the structure, including the applicable credit period, of each credit facility. In evaluating the debt service potential of a credit facility, we scrutinize its underlying structure to determine the likelihood of the planned future cash flows being achieved.

Pool assignment

Each major banking subsidiary has its own system for pooling and rating small retail loans designed to reflect the risk profile of its loan portfolios.

Asset evaluation and assessment system

The asset evaluation and assessment system is used to classify assets held by us according to the probability of collection and the risk of any impairment in value based on borrower classifications consistent with the borrower ratings and the status of collateral, guarantees, and other factors.

The system is used to conduct write-offs and allocate allowances against credit risk in a timely and adequate manner.

Quantitative Analysis of Credit Risk

MUFG and its major banking subsidiaries manage credit risk by monitoring credit amount and expected losses, and run simulations based on internal models to estimate the maximum amount of credit risk. These models are used for internal management purposes, including loan pricing and measuring economic capital.

When quantifying credit risk amounts using the internal models, MUFG and its major banking subsidiaries consider various parameters, including the probability of default, loss given default, and exposure at default used in their borrower ratings, facility risk ratings and pool assignments as well as any credit concentration risk in particular borrower groups or industry sectors. MUFG and its major banking subsidiaries also share credit portfolio data in appropriate cases.

Loan Portfolio Management

We aim to achieve and maintain levels of earnings commensurate with credit risk exposure. Products are priced to take into account expected losses, based on the internal credit ratings.

We assess and monitor loan amounts and credit exposure by credit rating, industry and region. Portfolios are managed to limit concentrations of risk in specific categories in accordance with our Large Credit Guidelines.

To manage country risk, we have established specific credit ceilings by country. These ceilings are reviewed when there is a material change in a country's credit standing, in addition to being subject to a regular periodic review.

Continuous CPM Improvement

With the prevalence of securitized products and credit derivatives in global markets, we seek to supplement conventional CPM techniques with advanced methods based on the use of such market-based instruments.

Through credit risk quantification and portfolio management, we aim to improve the risk return profile of the Group's credit portfolio, using financial markets to rebalance credit portfolios in a dynamic and active manner based on an accurate assessment of credit risk.

Risk Management of Strategic Equity Portfolio

We hold shares of various corporate clients for strategic purposes, in particular to maintain long-term relationships with these clients. These investments have the potential to increase business revenue and appreciate in value. At the same time, we are exposed to the risk of price fluctuation in the Japanese stock market. For that reason, in recent years, it has been a high priority for us to reduce our equity portfolio to limit the risks associated with holding a large equity portfolio, but also to respond to applicable regulatory requirements as well as increasing market expectations and demands for us to reduce our equity portfolio. We are required to comply with a regulatory framework that prohibits Japanese banks from holding an amount of shares in excess of their adjusted Tier 1 capital. See "Item 5.B. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Financial Condition—Investment Portfolio."

We use quantitative analysis to manage the risks associated with the portfolio of equities held for strategic purposes. According to internal calculations, the market value of our strategically held (Tokyo Stock Exchange-listed) stocks (excluding foreign stock exchange-listed stocks) as of March 31, 2022 was subject to a variation of approximately ¥2.0 billion when TOPIX index moves one point in either direction.

We seek to manage and reduce strategic equity portfolio risk based on quantitative analysis such as the sensitivity analysis described above. The aim is to keep this risk at appropriate levels compared with Tier 1 capital while generating returns commensurate with the degree of risk exposure.

Market Risk Management

Management of market risk at MUFG aims to control our risk exposure to fluctuations in market variables across the Group while ensuring that earnings are commensurate with levels of risk.

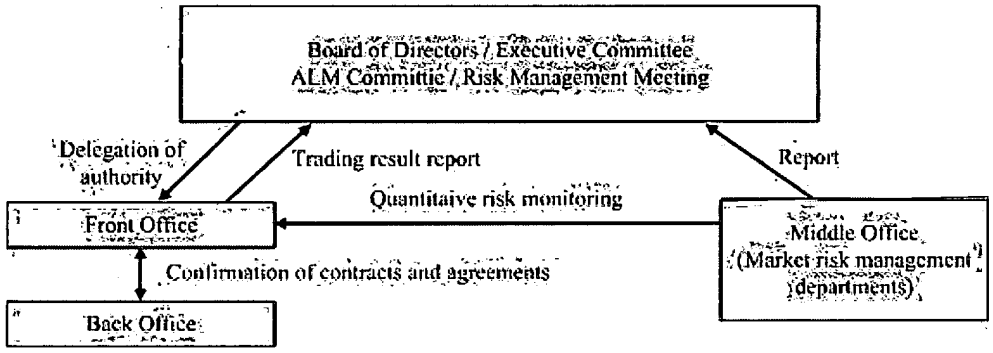
Market Risk Management System

We have adopted an integrated system to manage market risk from our trading and non-trading activities. The holding company monitors group-wide market risk, while each of the major subsidiaries manages its market risks on a consolidated and global basis.

At each of the major subsidiaries, checks and balances are maintained through a system in which back and middle offices operate independently from front offices. In addition, separate Asset-Liability Management, or ALM, Committee and Risk Management Meetings are held at each of the major subsidiaries every month to deliberate important matters related to market risk and control.

The holding company and the major subsidiaries allocate economic capital commensurate with levels of market risk and determined within the scope of their capital bases. The major subsidiaries have established quantitative limits relating to market risk based on their allocated economic capital. In addition, in order to keep losses within predetermined limits, the major subsidiaries have also set limits for the maximum amount of losses arising from market activities. The following diagram summarizes the market risk management system of each major subsidiary:

Market Risk Management System of Our Major Subsidiaries



Market Risk Management and Control

At the holding company and the major subsidiaries, market risk exposure is reported to the Chief Risk Officers on a daily basis. At the holding company, the Chief Risk Officer monitors market risk exposure across the Group as well as the major subsidiaries' control over their quantitative limits for market risk and losses. Meanwhile, the Chief Risk Officers at the major subsidiaries monitor their own market risk exposure and their control over their quantitative limits for market risk and losses. In addition, various analyses on risk profiles, including stress testing, are conducted and reported to the Executive Committees and the Corporate Risk Management Committees on a regular basis. At the business unit levels in the major subsidiaries, the market risks on their marketable assets and liabilities, such as interest rate risk and foreign exchange rate risk, are controlled by entering into various hedging transactions using marketable securities and derivatives.

As part of our market risk management activities, we use certain derivative financial instruments to manage our interest rate and currency exposures. We maintain an overall interest rate risk management strategy that incorporates the use of interest rate contracts to minimize significant unplanned fluctuations in earnings that are caused by interest rate volatility. We enter into interest rate swaps and other contracts as part of our interest rate risk management strategy primarily to alter the interest rate sensitivity of our loans, investment securities and deposit liabilities. Our principal objectives in risk management include asset and liability management. Asset and liability management is viewed as one of the methods for us to manage our interest rate exposures on interest-earning assets and interest-bearing liabilities. Interest rate contracts, which are generally non-leveraged generic interest rate and basis swaps, options and futures, allow us to effectively manage our interest rate risk position. Option contracts primarily consist of caps, floors, swaptions and options on index futures. Futures contracts used for asset and liability management activities are primarily index futures providing for cash payments based upon the movement of an underlying rate index. We enter into forward exchange contracts, currency swaps and other contracts in response to currency exposures resulting from on-balance sheet assets and liabilities denominated in foreign currencies in order to limit the net foreign exchange position by currency to an appropriate level.

These market risk management activities are performed in accordance with the predetermined rules and procedures. The internal auditors regularly verify the appropriateness of the management controls over these activities and the risk evaluation models adopted.

Market Risk Measurement Model

Market risks consist of general risks and specific risks. General market risks result from changes in entire markets, while specific risks relate to changes in the prices of individual financial instruments which are independent of the overall direction of the market.

To measure market risks, MUFG uses the VaR method which estimates changes in the market value of portfolios within a certain period by statistically analyzing past market data. Since the daily variation in market risk is significantly greater than that in other types of risk, MUFG measures and manages market risk using VaR on a daily basis.

Market risk for trading and non-trading activities is measured using a market risk measurement model. The principal model used for these activities is a historical simulation, or HS, model (Trading activities: holding period, one business day; confidence interval, 95%; and observation period, 250 business days. Non-trading activities: holding period, 10 business days; confidence interval, 99%; and observation period, 701 business days). The HS model calculates VaR amounts by estimating the profit and loss on the current portfolio by applying actual fluctuations in market rates and prices over a fixed period in the past. This method is designed to capture certain statistically infrequent movements, such as a fat tail, and accounts for the characteristics of financial instruments with non-linear behavior. The holding company and the major banking subsidiaries also use the HS model as part of the calculation of their Basel III regulatory capital adequacy ratios.

In calculating VaR using the HS method, we have implemented an integrated market risk measurement system throughout the Group. Our major subsidiaries calculate their VaR based on the risk and market data prepared by the information systems of their front offices and other departments. The major subsidiaries provide this risk data to the holding company, which calculates overall VaR, taking into account the diversification effect among all portfolios of the major subsidiaries.

For the purpose of internally evaluating capital adequacy on an economic capital basis in terms of market risk, we use this market risk measurement model to calculate risk amounts based on a holding period of one year and a confidence interval of 99.9%.

Monitoring and managing our sensitivity to interest rate fluctuations is the key to managing market risk in MUFG's non-trading activities. The major banking subsidiaries take the following approach to measuring risks concerning core deposits, loan prepayments and early deposit withdrawals.

To measure interest rate risk relating to deposits without contract-based fixed maturities, the amount of "core deposits" is calculated through a statistical analysis based on deposit balance trend data and the outlook for interest rates on deposits, business decisions, and other factors. The amount of "core deposits" is categorized into various groups of maturity terms of up to ten years to recognize interest rate risk. The calculation assumptions and methods to determine the amount of core deposits and maturity term categorization are regularly reviewed.

Meanwhile, deposits and loans with contract-based maturities are sometimes cancelled or repaid before their maturity dates. To measure interest rate risk for these deposits and loans, we reflect these early termination events mainly by applying early termination rates calculated based on a statistical analysis of historical repayment and cancellation data together with historical market interest rate data.

Summaries of Market Risks

Trading activities

The aggregate VaR for our total trading activities as of March 31, 2022 was ¥ 1.14billion, comprising interest rate risk exposure of ¥1.35 billion, foreign exchange risk exposure of ¥0.24 billion, and equity-related risk exposure of ¥0.16 billion. Our average daily VaR for the fiscal year ended March 31, 2022 was ¥1.37 billion.

Due to the nature of trading operations which involves frequent changes in trading positions, market risk may vary substantially during and between measurement periods, depending on our trading positions.

The following tables set forth the VaR related to our trading activities by risk category for the fiscal year ended March 31, 2022:

April 1, 2020—March 31, 2021	Average	Maximum[1]	Minimum[1]	March 31, 2021
		(in billions)		
MUFG	¥ 1.64	¥ 2.71	¥ 0.92	¥ 1.39
Interest rate	1.34	2.67	0.80	1.33
Yen	0.94	1.96	0.54	0.89
U.S. Dollars	0.77	2.05	0.47	2.05
Foreign exchange	0.71	1.02	0.32	0.60
Equities	0.63	2.14	0.12	0.44
Commodities	0.00	0.00	0.00	0.00
Less diversification effect	(1.04)	—	—	(0.98)

April 1, 2021—March 31, 2022	Average	Maximum[1]	Minimum[1]	March 31, 2022
		(in billions)		
MUFG	¥ 1.37	¥ 1.97	¥ 0.97	¥ 1.14
Interest rate	1.41	2.03	1.11	1.35
Yen	0.85	1.39	0.53	0.82
U.S. Dollars	1.11	3.77	0.56	1.01
Foreign exchange	0.38	0.81	0.23	0.24
Equities	0.24	0.82	0.11	0.16
Commodities	0.00	0.00	0.00	0.00
Less diversification effect	(0.66)	—	—	(0.61)

Assumptions for VaR calculations:
Historical simulation method
Holding period: 1 business day
Confidence interval: 95%
Observation period: 250 business days

Note:
(1) The maximum and minimum VaR overall and for various risk categories were taken from different days. A simple summation of VaR by risk category is not equal to total VaR due to the effect of diversification.

The average daily VaR by quarter in the fiscal year ended March 31, 2022 was as follows:

Quarter	Daily average VaR
	(in billions)
April—June 2021	¥ 1.38
July—September 2021	1.39
October—December 2021	1.37
January—March 2022	1.32

The quantitative market risk figures from trading activities tend to fluctuate widely due to the market sensitive nature of the trading business. During the fiscal year ended March 31, 2022, the revenue from our trading activities has been relatively stable, keeping positive numbers in 244 days out of 261 trading days in the period. During the same period, there were 102 days with positive revenue exceeding ¥1 billion and two days with negative revenue exceeding minus ¥1 billion.

Non-trading Activities

The aggregate VaR for our total non-trading activities as of March 31, 2022, excluding market risks related to our strategic equity portfolio, was ¥582.9 billion. Market risk related to interest rates equaled ¥506.9 billion and equities-related risk equaled ¥197.6 billion. Compared with the VaR as of March 31, 2021, we experienced a decrease in market risk during the fiscal year ended March 31, 2022, primarily due to a decrease in equity related risk.

Based on a simple sum of figures across market risk categories, interest rate risks accounted for approximately 72% of our total non-trading activity market risks as of March 31, 2022. Looking at a breakdown of interest rate related risk by currency, as of March 31, 2022, the Japanese yen accounted for approximately 41% while the U.S. dollar accounted for approximately 55%, and the euro approximately 4%, with a 6 percentage point increase in the Japanese yen, a 5 percentage point decrease in the U.S. dollar and a 1 percentage point decrease in the euro compared to March 31, 2021.

For a description of our strategic equity investment risk management, see "—Risk Management of Strategic Equity Portfolio."

The following tables set forth the VaR related to our non-trading activities by risk category for the periods indicated:

April 1, 2020—March 31, 2021	Average	Maximum[1]	Minimum[1]	March 31, 2021
		(in billions)		
Interest rate	¥ 442.3	¥ 577.0	¥ 364.6	¥ 468.1
Yen	183.4	212.4	158.8	201.4
U.S. Dollars	300.2	392.5	233.9	346.2
Foreign exchange	3.1	4.2	2.6	3.0
Equities[2]	250.9	365.2	138.2	311.3
Commodities	0.0	0.0	0.0	0.0
Less diversification effect	(148.6)	—	—	(168.4)
Total	547.7	646.1	474.0	614.0

April 1, 2021—March 31, 2022	Average	Maximum[1]	Minimum[1]	March 31, 2022
		(in billions)		
Interest rate	¥ 460.0	¥ 517.0	¥ 397.6	¥ 506.9
Yen	201.5	257.7	174.8	252.7
U.S. Dollars	313.0	370.8	276.6	336.0
Foreign exchange	2.1	3.9	1.3	2.1
Equities[2]	234.4	329.3	169.9	197.6
Commodities	0.4	4.5	0.0	0.0
Less diversification effect	(143.2)	—	—	(123.7)
Total	553.7	623.5	479.0	582.9

Assumptions for VaR calculations:

Historical simulation method

Holding period: 10 business days

Confidence interval: 99%

Observation period: 701 business days

Notes:

(1) The maximum and minimum VaR overall for each category and in total were taken from different days. A simple summation of VaR by risk category is not equal to total VaR due to the effect of diversification.

(2) The equities-related risk figures do not include market risk exposure from our strategic equity portfolio.

The average daily interest rate VaR by quarter in the fiscal year ended March 31, 2021 was as follows.

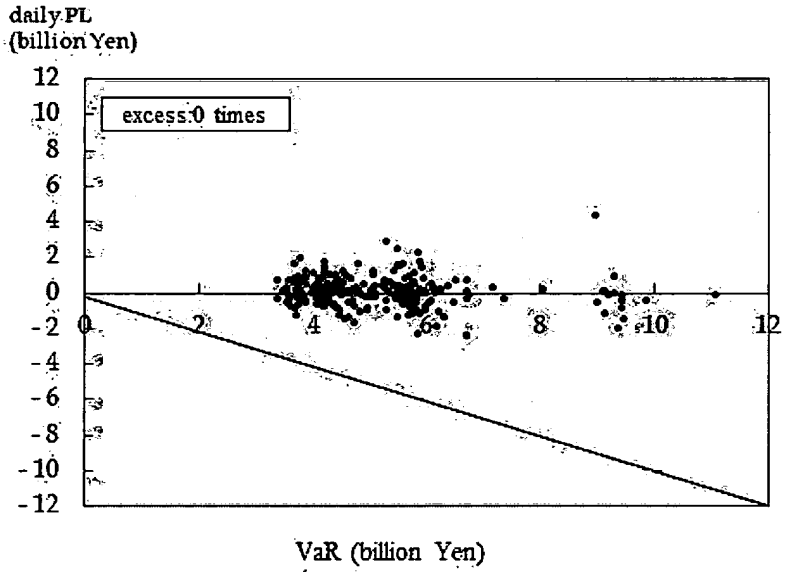
Quarter	Daily average VaR
	(in billions)
April—June 2021	¥ 466.95
July—September 2021	420.05
October—December 2021	473.40
January—March 2022	480.61

Backtesting

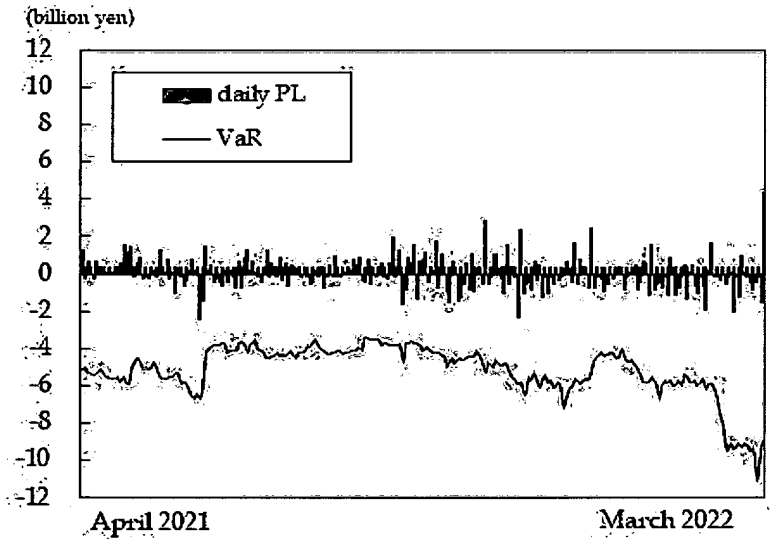
We conduct backtesting in which a VaR is compared with hypothetical profits and losses on a daily basis to verify the accuracy of our VaR measurement model. We also conduct additional backtesting using other methods, including testing VaR against actual realized and unrealized losses and testing VaR by various changing parameters such as confidence intervals and observation periods used in the model.

Hypothetical losses never exceeded the VaR amount in the fiscal year ended March 31, 2022. This means that our VaR model provided reasonably accurate measurements of market risk during the fiscal year.

The following graph shows daily VaR of trading activities and the distribution of corresponding hypothetical profits and losses for the fiscal year ended March 31, 2022:



The following graph shows VaR of trading activities and hypothetical profits and losses on a daily basis for the fiscal year ended March 31, 2022:



Stress Testing

Actual losses may exceed the value at risk obtained by the application of an HS VaR model in the event, for example, that the market fluctuates to a degree not accounted for in the observation period, or that the correlations among various risk factors, including interest rates and foreign currency exchange rates, deviate from those assumed in the model. In order to complement these weaknesses of the HS-VaR model and measure potential losses that the model is not designed to capture, we conduct stress testing as appropriate, on our HS-VaR model for our non-trading activities by applying various stress scenarios, including those which take into account estimates regarding future market volatility, in order to better identify risks and manage our portfolio in a more stable and appropriate manner. In addition, MUFG and its major subsidiaries measure stressed VaR for their trading activities and non-trading activities relating to foreign exchange and commodities on an aggregate basis based on a one-year observation period with the highest VaR at least in the immediately preceding ten years.

Funding Liquidity Risk Management

Our major subsidiaries seek to maintain appropriate liquidity in both Japanese yen and foreign currencies by managing their funding sources and mechanisms, such as deposits, short-term borrowings and long-term debt, liquidity gap, liquidity-supplying products such as commitment lines, and buffer assets, primarily government bonds.

We have established a group-wide system for managing liquidity risk by categorizing the risk in the following three stages: normal, concern and crisis. The front offices and risk management offices of the major subsidiaries and the holding company exchange information and data on liquidity risk even at the normal stage. At higher alert stages, we centralize information about liquidity risk and discuss issues relating to group-wide liquidity control actions, including formulating contingency plans, among Group companies, if necessary. We have also established a system for liaison and consultation on funding in preparation for contingency, such as natural disasters, wars and terrorist attacks. The holding company and the major subsidiaries conduct group-wide contingency preparedness drills on a regular basis to ensure smooth implementation in the event of an emergency.

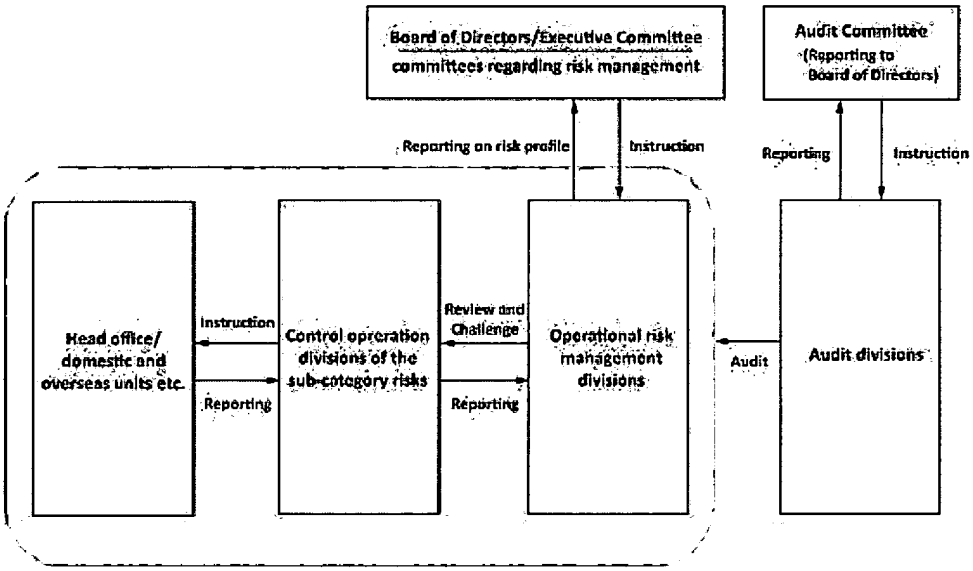
In addition, we have established a group-wide system for ensuring compliance with the minimum regulatory LCR and NSFR requirements by categorizing the risk in the following three stages: sufficient, concern and insufficient. The holding company and the major subsidiaries exchange information and data on LCR and NSFR even at the sufficient stage. At higher alert stages, we hold group-wide LCR and NSFR liaison meetings to discuss issues relating to LCR and NSFR and, based on the discussion as well as the information and data that have been shared, take countermeasures to improve LCR and NSFR as necessary.

For more information, see "Item 5.B. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Financial Condition—Sources of Funding and Liquidity."

Operational Risk Management

The holding company has established, based on its Executive Committee's determination, the MUFG Operational Risk Management Policy as a group-wide policy for managing operational risk. This policy sets forth the core principles regarding operational risk management, including the definition of operational risk, and the risk management system and processes. Under the policy, the board of directors and the Executive Committee formulate fundamental principles of operational risk management and establish and maintain an appropriate risk management system. The Chief Risk Officer is responsible for recognizing, evaluating, and appropriately managing operational risk in accordance with the fundamental principles formulated by the board of directors and the Executive Committee. A division in charge of operational risk management has been established that is independent of business promotion sections to manage overall operational risk in a comprehensive manner. These fundamental principles have also been approved by the boards of directors of the major subsidiaries, providing a consistent framework for operational risk management of the Group. The diagram below sets forth the operational risk management system of each major banking subsidiary:

Operational Risk Management System of Our Major Banking Subsidiaries

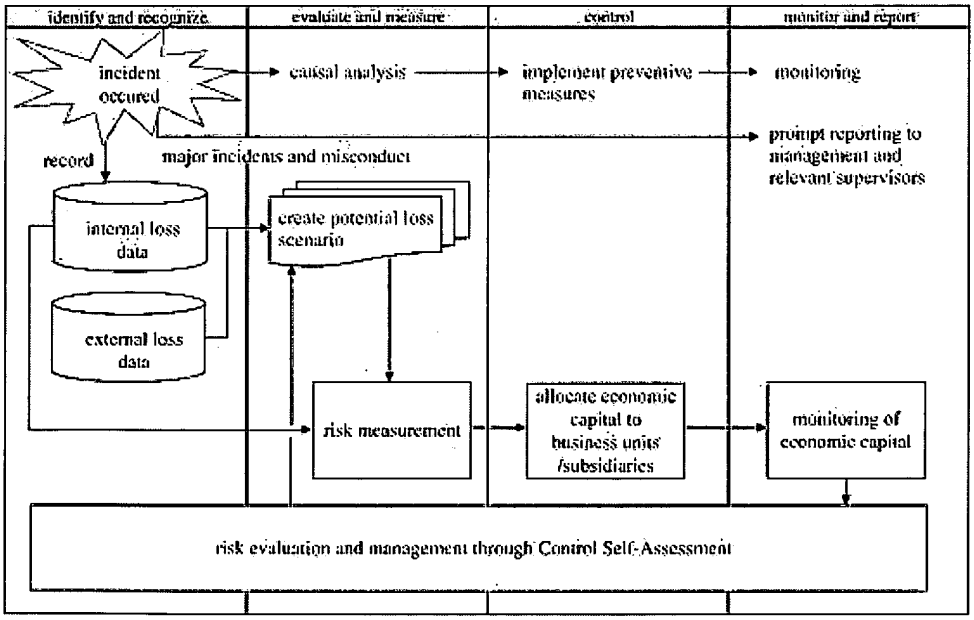


As set forth in the following diagram, we have established a risk management framework for loss data collection, control self-assessment, and measurement of operational risk in order to appropriately identify, recognize, evaluate, measure, control, monitor and report operational risk.

We have also established group-wide reporting guidelines with respect to loss data collection and its monitoring. We focus our efforts on ensuring accurate assessment of the status of operational risk losses and the implementation of appropriate countermeasures, while maintaining databases of internal and external loss events.

The following diagram summarizes our operational risk management framework:

Operational Risk Management Framework



Operations Risk Management

The Group companies offer a wide range of financial services, ranging from commercial banking products such as deposits, exchange services and loans to trust and related services covering pensions, securities, real estate and securitization, as well as transfer agent services. Cognizant of the potentially significant impact that operations risk-related events could have in terms of both economic losses and damage to our reputation, our major subsidiaries continue to work on improving their management systems to create and apply appropriate operations risk-related controls.

Specific ongoing measures to reduce operations risk include the development of databases to manage, analyze and prevent the recurrence of related loss events; efforts to tighten controls over administrative procedures and related operating authority, while striving to improve human resources management, investments in systems to improve the efficiency of administrative operations, and programs to expand and upgrade internal auditing and operational guidance systems.

Senior management receives regular reports on the status of our businesses from an operations risk management perspective. We work to promote the sharing within the Group of information and expertise concerning any operational incidents and the measures implemented to prevent any recurrence.

Efforts to upgrade the management of operations risk continue with the aim of providing our customers with a variety of high-quality services.

Information Risk Management

Complying with laws and regulations requiring proper handling of customer information, we implement information security management measures, including the establishment of an information risk management framework, enhancement of our internal operational procedures, and training courses mandatory for all officers and staff.

We have also formulated our Personal Information Protection Policy as the basis for our ongoing programs designed to protect the confidentiality of personal information.

With the aim of preventing any recurrence and minimizing risk or loss, we also work to promote sharing on a group-wide basis of experience, knowledge and expertise related to information risk incidents.

IT Risk Management

IT risk refers to the risk of loss arising from destruction, suspension, malfunction or misuse of IT, or unauthorized alteration and leakage of electronic data caused by insufficient IT systems planning, development or operations or by vulnerabilities of or external threats to IT system security, including cybersecurity, as well as risks similar to these risks.

Systems planning, development and operations include appropriate design and extensive testing phases to ensure that systems are designed to help prevent failures while providing sufficient safeguards for the security of electronic data including personal information.

System development projects are managed and overseen by a team dedicated to performing such management and oversight functions, and the development status of any mission-critical IT systems is reported regularly to senior management.

We have developed disaster countermeasure systems and have also been investing in duplication of the Group's IT infrastructure to minimize damage in the event of any system failure. Emergency drills are conducted to help increase staff preparedness.

With the aim of preventing any recurrence and minimizing risk or loss, we also work to promote sharing on a group-wide basis of experience, knowledge and expertise related to system failures.

In addition, the risk of increasingly sophisticated cyber-attacks is a significant focus of the Board of Directors, and the Board regularly receives reports on our cybersecurity program. We continue to work to strengthen measures designed to address and mitigate the risk, including the establishment of MUFG-CERT, our Computer Security Incident Response Team, implementation of multi-layered defense and detection measures, enhancement of monitoring systems through our Security Operation Centers, and cooperation with global organizations with relevant expertise. MUFG-CERT is charged with the responsibility of taking, coordinating and managing prompt action in response to cyber security incidents to mitigate their impact.

We aim to flexibly adapt our IT risk management measures to changes in the business environment, including the rapidly growing need for remote work solutions. We also continue to develop our risk management capabilities for emerging technologies, such as artificial intelligence (AI), robotic process automation (RPA) and blockchain, considering, among other things, the maturity and usage of such technologies.

Tangible Asset Risk Management

Tangible assets include movable physical properties and immovable properties, owned or leased, such as land, buildings, equipment attached to buildings, fixtures and furniture. We recognize the potentially significant impact tangible asset risk-related

events can have on the management and execution of the Group's businesses, which in turn can result in economic losses to, or diminished market confidence in, the Group. Accordingly, we continue to improve our risk control framework designed to appropriately manage such risk.

Personnel Risk Management

We recognize the potentially significant impact personnel risk-related events can have on the management and execution of the Group's businesses, which in turn can result in economic losses to, or diminished market confidence in, the Group. Accordingly, we continue to work on improving our risk control framework designed to appropriately manage such risk.

Incompliance with Laws and Regulations Risk Management

We recognize the potentially significant impact compliance risk-related events can have on the management and execution of the Group's businesses, which in turn can result in economic, reputation and other losses to, or diminished market confidence in, the Group. Accordingly, we continue to work on improving our compliance risk control framework designed to appropriately manage such risk.

Specifically, we have established our MUFG Group Code of Conduct as the basic guideline for the Group's directors and employees. In addition, a compliance management division has been established at each of the holding company and the major subsidiaries. See "—Compliance" below.

Legal Risk Management

The legal division at each of the holding company and the major subsidiaries centrally and uniformly evaluates legal issues prior to entering into contracts or commencing new business operations, deals with legal disputes and manages other legal matters. With the aim of effectively managing our legal risk arising from our globally expanding business operations, we have established a global and group-wide legal risk management framework and promote sharing of experience, knowledge and practices relating to legal risk issues on a global and group-wide basis.

Regulatory Capital Requirements for Operational Risk

(1) Adoption of the Advanced Measurement Approach (AMA)

We have employed the AMA since March 31, 2012, in place of the Standardized Approach that we had been using previously, for calculation of the operational risk equivalent amount in connection with measuring capital adequacy ratios based on the Basel Standards. On the other hand, we use the Basic Indicator Approach, or BIA, for entities that are deemed to be less important in the calculation of the operational risk equivalent amount and for entities that are still preparing to implement the AMA.

(2) Outline of AMA

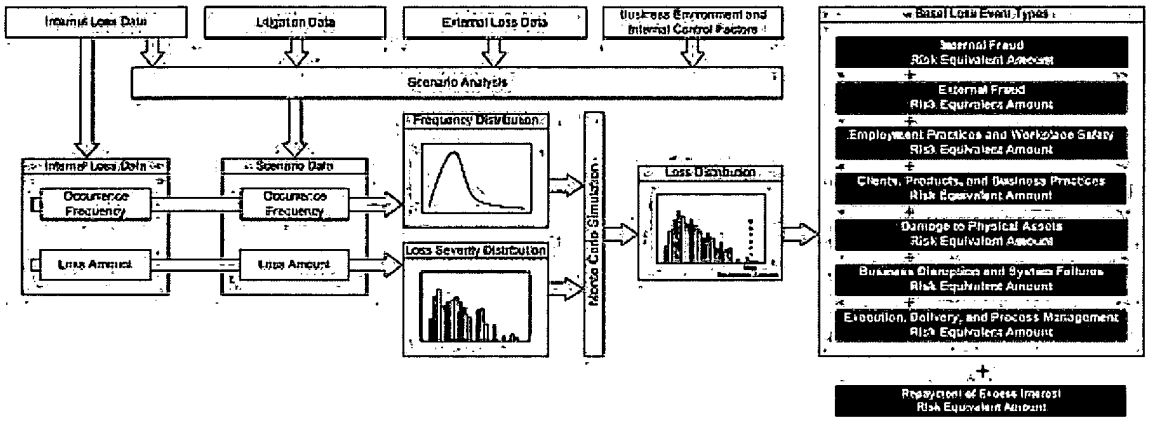
We have established a measurement model designed to account for four data elements—internal loss data, external loss data, scenario analysis, and business environment and internal control factors, or BEICFs—and calculate the operational risk equivalent amount by estimating the maximum loss using a 99.9th percentile one-tailed confidence interval and a one-year holding period.

In calculating the operational risk equivalent amount, we exclude expected losses relating to the amount of allowance for repayment of excess interest associated with the consumer finance business of a subsidiary. We do not exclude any other expected losses and do not reflect the risk mitigating impact of insurance. In addition, we take into account credit risk-related events that are not reflected in the measurement of the credit risk equivalent amount.

(3) Outline of Measurement Model

Our operational risk equivalent amount measured under the AMA is a simple sum of the amounts calculated separately for (1) MUFG Bank on a consolidated basis, (2) Mitsubishi UFJ Trust and Banking on a consolidated basis, and (3) the holding company and other principal consolidated subsidiaries, in accordance with applicable FSA rules. For each of MUFG Bank and Mitsubishi UFJ Trust and Banking on a consolidated basis, the operational risk equivalent amount is a simple sum of the amounts calculated based on the seven loss event types defined by the Basel Standards. For other Group companies, the operational risk equivalent amount is a simple sum of the amounts calculated based on eight loss event types consisting of the seven loss event types defined by the Basel Standards and an additional loss event type representing losses relating to repayment of excess interest associated with the consumer finance business of a subsidiary. We do not reflect the correlation effects among the loss event types in the calculation of our operational risk equivalent amount.

Outline of Measurement Model



The risk equivalent amount for each loss event type represents the amount of maximum loss estimated with a 99.9th percentile one-tailed confidence interval and a one-year holding period based on the distribution of losses arising from all relevant risk events for a one-year period (Loss Distribution). A Loss Distribution combines a Frequency Distribution (through which the frequency of occurrence of risk events is expressed) and a Loss Severity Distribution (through which the amounts of losses resulting from risk events are expressed) through Monte Carlo simulations. The data used for this purpose include internal loss data and scenario data. Scenario data are generated through a scenario analysis. External data and BEICFs are taken into account in the scenario analysis and reflected in scenario data. The Frequency Distribution is derived from the occurrence frequency information in internal loss data and scenario data expressed through a Poisson Distribution. The Loss Severity Distribution is derived from the amount information in internal loss data and scenario data expressed in a non-parametric manner (where no underlying distribution is assumed).

With respect to the risk of losses relating to repayment of excess interest associated with the consumer finance business of a subsidiary, the risk equivalent amount represents the amount of maximum loss estimated with a 99.9th percentile one-tailed confidence interval and a one-year holding period based on a normal distribution assumed by applying data on losses that arose in a given period, excluding any related expected losses.

We confirm the appropriateness of the measurement models by periodic verification and back testing.

(4) Outline of Scenario Analysis

As an initial step of our scenario analysis, we identify potential severe loss events that we have not experienced but may potentially experience in the future. In this identification process, we seek to ensure exhaustive coverage of potential severe loss events by comprehensively examining our experience relating to loss events and legal proceedings, external loss data, the control self-assessment results and other relevant information.

In the next step, we prepare scenario data for each identified severe loss event by quantifying the values depending on its occurrence frequency and loss severity, taking into account relevant transaction amounts and restructuring costs as well as BEICFs. In preparing scenario data, we apply an analysis method we deem appropriate for the type and nature of the operational risk involved.

In order to obtain an operational risk equivalent amount that is commensurate with, and appropriate for, our risk profile, we assess the need for an additional scenario or modification to our existing scenarios semi-annually.

We then reflect, as necessary, new risks arising as a result of changes in the business environment and the results of the implementation of measures to enhance our internal controls in response to newly identified risks in our scenario data.

Reputation Risk Management

Reputation risk refers to the risk of harm to our corporate value arising from perceptions of our customers, shareholders, investors or other stakeholders and in the market or society that we deviate from their expectations or confidence. We recognize that such risk, if materialized, can have a material negative impact on our business and continue to work on enhancing our framework designed to appropriately manage the risk based on MUFG Way, MUFG Group Code of Conduct, and other rules and codes of the Group.

Specifically, in order to manage our reputation risk effectively on a group-wide basis, we have established a risk management system designed to ensure mutual consultation and reporting if a reputation risk-related event occurs or is anticipated and, through this system, share relevant information within the Group.

Through the risk control framework and risk management system, we seek to prevent reputation risk-related events and minimize damage to the corporate value of the Group by promptly obtaining an accurate understanding of relevant facts relating to risk events and disclosing information concerning such events and the measures we take in response to such events in an appropriate and timely manner.

Model Risk Management

We recognize the potentially significant impact model risk-related events can have on the management and execution of the Group's businesses, which in turn can result in economic losses to, or diminished market confidence in, the Group. Models are used for increasingly wider and more important purposes, including valuing exposures, instruments and positions, measuring risks, and determining capital adequacy. Accordingly, we continue to work on improving our risk control framework.

Compliance

Basic Policy

In April 2021, MUFG renamed its Corporate Vision as "MUFG Way" and newly defined its social purpose—the purpose of its existence, along with its shared values and medium- to long-term goal. MUFG Way serves as the group's basic policy in conducting its business activities and provides guidelines for all group activities. Furthermore, we have established MUFG Group Code of Conduct as the guidelines for how the Group's directors and employees act to realize the Corporate Vision, in which we have expressed our commitment to complying with laws and regulations, to acting with honesty and integrity, and to behaving in a manner that supports and strengthens the trust and confidence of society.

In addition, as we expand the geographic scope of our business globally, we are committed to keeping abreast of developments in laws and regulations of the jurisdictions in which we operate including anti-money laundering and anti-bribery, as well as paying attention to trends in financial crimes.

See "Item 3.D. Key Information—Risk Factors—Operational Risk—Legal and regulatory changes could have a negative impact on our business, financial condition and results of operations." and "Item 3.D. Key Information—Risk Factors—Operational Risk—We may become subject to regulatory actions or other legal proceedings relating to our transactions or other aspects of our operations, which could result in significant financial losses, restrictions on our operations and damage to our reputation." See also "Item 4.B. Information on the Company—Business Overview—Supervision and Regulation."

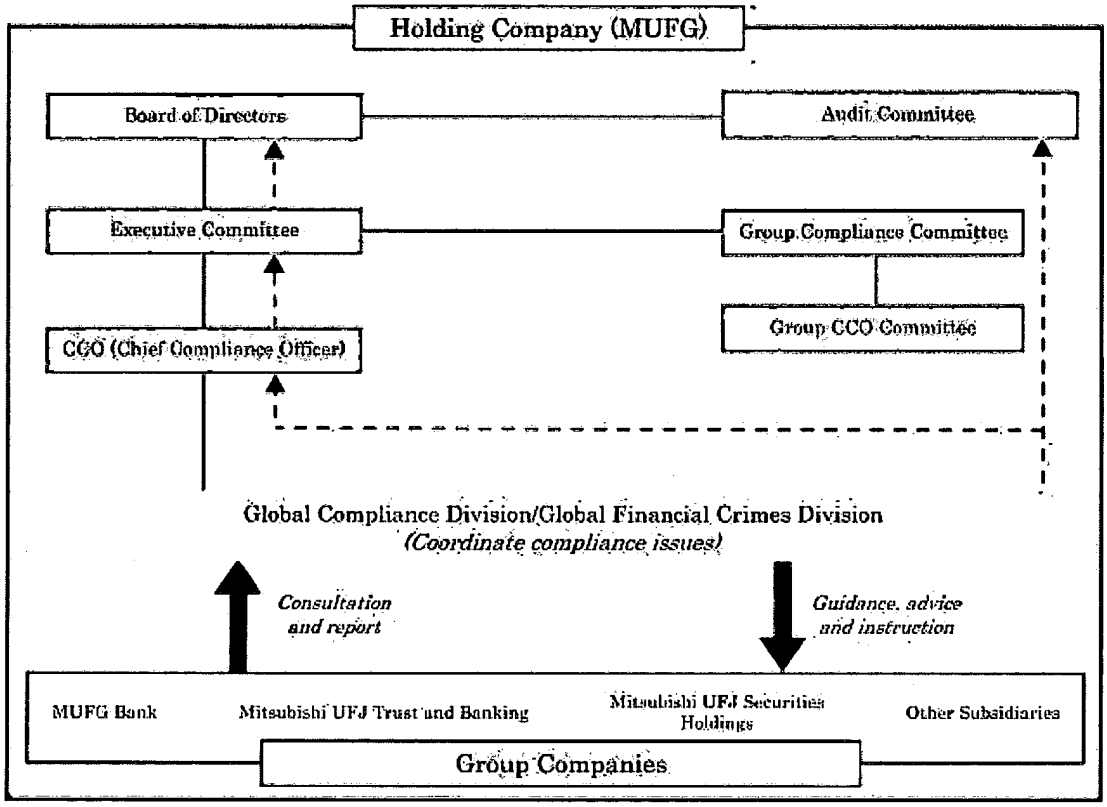
Compliance Framework

Management and coordination of compliance-related matters are the responsibility of separate compliance management divisions established at the holding company and the major subsidiaries. Each compliance management division formulates compliance programs and organizes training courses to promote compliance, and regularly reports to each company's board of directors and Executive Committee on the status of compliance activities.

The holding company has established a Group Compliance Committee and each major subsidiary has established a Compliance Committee for deliberating key issues related to compliance. Additionally, the holding company has a Group Chief Compliance Officer, or CCO, Committee, which consists of the CCO of the holding company acting as committee chair and the CCOs of the major subsidiaries. The Group CCO Committee deliberates important matters related to compliance and compliance-related issues for which the Group should share a common understanding.

The following diagram summarizes our compliance framework:

Compliance Framework



Internal Reporting System and Accounting Auditing Hotline

The major subsidiaries have established internal reporting systems that aim to identify compliance issues early so that any problems can be quickly rectified. This system includes an independent external compliance hotline. Furthermore, the holding company has set up an MUFG Group Compliance Helpline that acts in parallel with group-company internal reporting systems and provides a reporting channel for directors and employees of Group companies. In the holding company, the contents of the reported cases as well as the results of surveys are reported to the audit committee on a regular basis or whenever necessary.

In addition to these internal reporting systems, the holding company has also established an accounting auditing hotline that provides a means to report any problems related to MUFG's accounting practices.

MUFG Accounting Auditing Hotline

MUFG has set up an accounting auditing hotline to be used to make reports related to instances of improper practices (violations of laws and regulations) and inappropriate practices, or of practices raising questions about such impropriety or inappropriateness, regarding accounting and internal control or audits related to accounting in Group companies. The audit committee oversees the reporting process to ensure the appropriateness and effectiveness of the reporting process and monitors the reports received through the hotline. The reporting process works as follows, and may be carried out via letter or e-mail:

Hokusei Law Office, P.C.
Address: Sanshikaikan Bldg. 8th Floor 1-9-4 Yurakucho, Chiyoda-ku, Tokyo
e-mail:MUFG-accounting-audit-hotline@hokusei-law.com

When reporting information please pay attention to the following:

- Matters subject to reporting are limited to instances regarding the Group companies.
- Please provide detailed information with respect to the matter. Without detailed factual information there is a limit to how much our investigations can achieve.
- Anonymous information will be accepted.

- No information regarding the identity of the informant will be passed on to third parties without the approval of the informant him- or herself. However, this excludes instances where disclosure is legally mandated, or to the extent that the information is necessary for surveys or reports, when data may be passed on following the removal of the informant's name.
- Please submit reports in either Japanese or English.
- If the informant wishes, we will endeavor to report back to the informant on the response taken within a reasonable period of time following the receipt of specific information, but cannot promise to do so in all instances.

Internal Audit

Role of Internal Audit

Internal Audit aims to evaluate and assist in the improvement of the effectiveness of governance, risk management and control processes with high proficiency and independence, thereby contributing to the enhancement of the corporate value of the MUFG Group and to the achievement of MUFG Way. Internal Audit covers all aspects of the Group's business activities and discusses and evaluates the management and operational frameworks and the implementation of business operations from legal compliance, rationality and efficiency perspectives, beyond checking compliance with defined procedures.

In addition, Internal Audit provides instructions and recommendations for operational improvement to audited divisions and reports to senior management on such instructions and recommendations, thereby contributing to safeguarding and development of the Group's assets.

Three Lines of Defense Framework

Risk management is conducted at multiple levels within a business organization, including front-office divisions in charge of managing specific categories of risk, a compliance division, and an internal audit division.

As for financial institutions, including the MUFG Group, based on the experience of past financial crises, the traditional risk management structure that was heavily dependent on front-office divisions has been under close scrutiny. As a result, there is an increasing expectation for financial institutions to achieve more effective risk management through, for example, appropriate allocation of risk management roles and responsibilities among various divisions.

Cognizant of the importance of these developments, we have adopted the concept of "Three Lines of Defense" where the roles and responsibilities of each division in risk management are defined, classifying divisions within a financial institution into "the 1st Line of Defense", "the 2nd Line of Defense" and "the 3rd Line of Defense".

Line	Divisions	Roles
The 1st Line of Defense	Business divisions and client-facing divisions	• Undertake risks within the extent of risk exposure assigned • Responsible and accountable for identifying, evaluating and controlling business risks
The 2nd Line of Defense	Risk management division, compliance division, etc.	• Ensure that risks are appropriately identified and managed by the 1st Line of Defense
The 3rd Line of Defense	Internal audit division	• Independently evaluate the effectiveness of the governance, risk management, and control processes implemented by the 1st and 2nd Lines of Defense

Internal Audit plays an essential role in the Group's risk management through ongoing communications with the 1st and 2nd Lines of Defense, while maintaining independence.

Group Internal Audit Framework

The MUFG Group has internal audit functions at the holding company level as well as at the subsidiary level, which are designed to ensure proficiency and independence through effective collaboration.

The internal audit division of the holding company receives reports from the internal audit divisions of subsidiaries on the status and results of their internal audits and provides them with instructions and evaluations as needed.

Reports to the Audit Committee

The holding company has an audit committee within its board of directors as required by the Companies Act of Japan, and each of the major subsidiaries has established an audit and supervisory committee. Within each of the holding company and the major subsidiaries, the internal audit division reports to the committee on important matters, including governing principles for internal audit plans and the status and results of internal audits.

MUFG Internal Audit Activity Charter

In April 2019, we adopted "MUFG Internal Audit Activity Charter", which defines our basic policies for Internal Audit, including its mission, purposes, responsibilities, and roles.

This charter is designed to encourage Internal Audit staff to conduct internal audits in accordance with the global standards set by the Institute of Internal Auditors, an international organization established for, among other purposes, formulating practical internal audit standards.

Item 12. Description of Securities Other than Equity Securities.

A. Debt Securities

Not applicable.

B. Warrants and Rights

Not applicable.

C. Other Securities

Not applicable.

D. American Depositary Shares

For a description of ADSs, each representing one share of our common stock, see Exhibit 2(c) to this Annual Report.

Fees, charges and other payments relating to ADSs

As a holder of our ADSs, you will be required to pay to The Bank of New York Mellon, as depositary for the ADRs, or the Depositary, either directly or indirectly, the following fees or charges. The Depositary collects its fees for delivery and surrender of ADRs directly from investors depositing shares or surrendering ADRs for the purpose of withdrawal or from intermediaries acting for them. The Depositary collects fees for making distributions to investors by deducting those fees from the amounts distributed or by selling a portion of distributable property to pay the fees.

ADS holders must pay:	For:
$5.00 (or less) per 100 ADSs (or portion thereof)	Each issuance of an ADR, including as a result of a distribution of shares or rights or other property
	Each cancellation of an ADR, including if the agreement terminates
$0.02 (or less) per ADS	Any cash distribution, to the extent permitted by any securities exchange on which the ADSs may be listed for trading
A fee equivalent to the fee that would be payable if securities distributed to the ADS holder had been shares and the shares had been deposited for issuance of ADRs	Distribution of securities distributed to holders of deposited securities which are distributed by the Depositary to registered ADS holders
Registration or transfer fees	Transfer and registration of shares on the share register from your name to the name of The Bank of New York Mellon or its agent and vice versa when you deposit or withdraw shares
Expenses of The Bank of New York Mellon	Conversion of foreign currency to U.S. dollars, as well as cable, telex and facsimile transmission expenses
Taxes and other governmental charges The Bank of New York Mellon or MUFG Bank, as custodian, have to pay on any ADS or share underlying an ADS, for example, stock transfer taxes, stamp duty or withholding taxes	As necessary

Fees Waived or Paid by the Depositary

The Depositary has agreed to waive the standard out-of-pocket administrative, maintenance and other expenses for providing services to the registered holders of our ADSs, which include the expenses relating to the delivery of annual reports, dividend fund remittances, stationery, postage and photocopying. For the fiscal year ended March 31, 2022, the Depositary waived $131,037.11 of standard out-of-pocket expenses.

The Depositary has also agreed to reimburse us for expenses related to the administration and maintenance of the ADS program, including investor relations expenses, the annual New York Stock Exchange listing fees and other program-related expenses. There is a limit on the amount of expenses for which the Depositary will reimburse us based and conditioned on the number of outstanding ADSs and the amount of dividend fees collected by the Depositary. For the fiscal year ended March 31, 2022, the Depositary reimbursed us $1.0 million for such expenses.

PART II

Item 13. Defaults, Dividend Arrearages and Delinquencies.

None.

Item 14. Material Modifications to the Rights of Security Holders and Use of Proceeds.

None.

Item 15. Controls and Procedures.

Disclosure Controls and Procedures

An evaluation was carried out under the supervision and with the participation of our management, including the Chief Executive Officer, or CEO, and the Chief Financial Officer, or CFO, of the effectiveness of our disclosure controls and procedures, as defined in Rule 13a-15(e) under the U.S. Securities Exchange Act of 1934, as of the end of the period covered by this Annual Report.

Based on that evaluation, our CEO and CFO concluded that our disclosure controls and procedures were effective as of March 31, 2022.

Management's Annual Report on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting, as defined in Rule 13a-15(f) under the U.S. Securities Exchange Act of 1934. Our internal control over financial reporting is a process designed by, or under the supervision of, MUFG's principal executive and principal financial officers, and effected by MUFG's board of directors, management, and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with U.S. GAAP and includes those policies and procedures that:

(i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of MUFG,

(ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of MUFG are being made only in accordance with authorizations of management and directors of MUFG, and

(iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of MUFG's assets that could have a material effect on the financial statements.

Because of inherent limitations, internal control over financial reporting, no matter how well designed, may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Our management evaluated the effectiveness of our internal control over financial reporting as of March 31, 2022 based on the criteria established in "Internal Control—Integrated Framework (2013)" issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on the evaluation, management has concluded that MUFG maintained effective internal control over financial reporting as of March 31, 2022.

The effectiveness of our internal control over financial reporting as of March 31, 2022 has been audited by Deloitte Touche Tohmatsu LLC, an independent registered public accounting firm, as stated in its report, presented on page 145.

Changes in Internal Control Over Financial Reporting

During the period covered by this Annual Report, there has been no change in our internal control over financial reporting that has materially affected or is reasonably likely to materially affect our internal control over financial reporting.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and the Shareholders of
Mitsubishi UFJ Financial Group, Inc.
(Kabushiki Kaisha Mitsubishi UFJ Financial Group):

Opinion on Internal Control over Financial Reporting

We have audited the internal control over financial reporting of Mitsubishi UFJ Financial Group, Inc. (Kabushiki Kaisha Mitsubishi UFJ Financial Group) ("MUFG") and subsidiaries (together, the "MUFG Group") as of March 31, 2022, based on criteria established in *Internal Control—Integrated Framework(2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"). In our opinion, the MUFG Group maintained, in all material respects, effective internal control over financial reporting as of March 31, 2022, based on criteria established in *Internal Control—Integrated Framework(2013)* issued by COSO.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) ("PCAOB"), the consolidated financial statements as of and for the year ended March 31, 2022, of the MUFG Group and our report dated July 8, 2022, expressed an unqualified opinion on those financial statements.

Basis for Opinion

The MUFG Group's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Annual Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the MUFG Group's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the MUFG Group in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/Deloitte Touche Tohmatsu LLC

Tokyo, Japan
July 8, 2022

Item 16A. Audit Committee Financial Expert.

Our board of directors has determined that Mr. Koichi Tsuji, an outside director, is an "audit committee financial expert" as defined in Item 16A of Form 20-F and is, and has remained since his assumption of office as a member of our audit committee, "independent" as defined in the listing standards of the NYSE. Mr. Tsuji has spent most of his professional carrier as a certified public accountant in Japan, auditing Japanese corporations, including those registered with the U.S. Securities and Exchange Commission. Mr. Tsuji is also the chair of our audit committee.

Item 16B. Code of Ethics.

We have adopted a code of ethics, which consists of internal rules named MUFG Group Code of Conduct, compliance rules, compliance manual and rules of employment. Each of these rules applies to our principal executive officer, principal financial officer, principal accounting officer and persons performing similar functions. The MUFG Group Code of Conduct was most recently amended on April 1, 2022 primarily to update and streamline explanatory commentaries. A copy of the MUFG Group Code of Conduct and the sections of our compliance rules, compliance manual and rules of employment relating to the "code of ethics" (as defined in paragraph (b) of Item 16B of Form 20-F) is attached as Exhibit 11 to this Annual Report.

No waivers of the MUFG Group Code of Conduct or the relevant sections of our compliance rules, compliance manual and rules of employment were granted to our principal executive officer, principal financial officer, principal accounting officer, directors or corporate auditors during the fiscal year ended March 31, 2022.

Item 16C. Principal Accountant Fees and Services.

Fees and Services of Deloitte Touche Tohmatsu LLC

The aggregate fees billed by Deloitte Touche Tohmatsu LLC, our independent registered public accounting firm and its affiliates, for the fiscal years ended March 31, 2021 and 2022 are presented in the following table:

	2021	2022
	(in millions)	
Audit fees	¥ 8,873	¥ 9,716
Audit-related fees	255	262
Tax fees	85	131
All other fees	54	—
Total	¥ 9,267	¥ 10,109

The description of our fees billed for each category described above is as follows:

Audit fees—Audit fees are primarily for an annual audit of our financial statements, review of our semi-annual condensed financial statements, statutory audit of our financial statements and audits of our subsidiary financial statements and attestation services relating to the internal controls over financial reporting under Section 404 of the U.S. Sarbanes-Oxley Act of 2002.

Audit-related fees—Audit-related fees primarily include accounting consultations, agreed upon procedures on internal controls, employee benefit plan audit, and advisory services relating to internal control reviews.

Tax fees—Tax fees relate primarily to tax compliance, including assistance with preparation of tax return filings, tax advisory and tax planning services.

All other fees—All other fees primarily include fees for system advisory services.

Pre-Approval Policies and Procedures for Services by Deloitte Touche Tohmatsu LLC

Our audit committee performs the pre-approval function required by applicable SEC rules and regulations. Our audit committee has established pre-approval policies and procedures that MUFG and its subsidiaries must follow before engaging Deloitte Touche Tohmatsu LLC to perform audit and permitted non-audit services.

When MUFG or a subsidiary intends to engage Deloitte Touche Tohmatsu LLC to perform audit and permitted non-audit services, it must make an application for pre-approval on either a periodic or case-by-case basis.

- *Periodic application* is an application for pre-approval made each fiscal year for services that are expected to be provided by Deloitte Touche Tohmatsu LLC during the next fiscal year.

- *Case-by-case application* is an application for pre-approval made on a case-by-case basis for services to be provided by Deloitte Touche Tohmatsu LLC that are not covered by the periodic application.

Pre-approval is resolved in principle by our audit committee prior to engagement, although if necessary a full-time member of our audit committee may consider any case-by-case application for pre-approval on behalf of the audit committee prior to the next scheduled audit committee meeting. Such decisions made individually by a full-time member of our audit committee are reported to the audit committee as appropriate at the next scheduled audit committee meeting.

Fees approved pursuant to the procedures described in paragraph 2-01(c)(7)(i)(C) of Regulation S-X, which provides for an exception to the general requirement for pre-approval in certain circumstances, were less than 0.1% of the total fees paid to Deloitte Touche Tohmatsu LLC for each of the fiscal years ended March 31, 2021 and 2022.

Item 16D. Exemptions from the Listing Standards for Audit Committees.

Not applicable.

Item 16E. Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

Issuer Purchases of Common Stock

	Total Number of Shares Purchased(1)	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares that May Yet Be Purchased Under the Plans or Programs(2)
April 1 to April 30, 2021	2,373	¥ 589.42	—	—
May 1 to May 31, 2021	1,173	607.08	—	—
June 1 to June 30, 2021	1,884	618.76	—	—
July 1 to July 31, 2021	1,778	592.79	—	—
August 1 to August 31, 2021	2,729	591.59	—	—
September 1 to September 30, 2021	2,186	626.51	—	—
October 1 to October 31, 2021	2,639	648.27	—	—
November 1 to November 30, 2021	35,602,702	634.95	35,600,900	264,399,100
December 1 to December 31, 2021	82,255,310	623.35	82,252,400	182,146,700
January 1 to January 31, 2022	50,608,086	685.49	50,606,100	131,540,600
February 1 to February 28, 2022	53,554,878	728.73	53,552,600	77,988,000
March 1 to March 31, 2022	3,399,317	708.60	3,396,800	74,591,200
Total	225,435,055	¥ 665.45	225,408,800	—

Notes:

(1) The shares purchased were shares constituting less than one unit (100 shares) purchased from registered holders of the shares and shares purchased pursuant to applicable Japanese law from shareholders who have not responded to communications sent to their registered addresses for five consecutive years or more and by whom dividend payments have not been received for five consecutive years, each at the current market price, in addition to those purchased as part of the publicly announced program described in Note (2) below.

(2) During November 2021 to March 2022, we repurchased 225,408,800 shares of our common stock for ¥149,999,964,992 under a share repurchase program that was adopted on November 15, 2021 and completed in March 2022. Under the program, we were authorized by the Board of Directors to repurchase up to the lesser of 300,000,000 shares of our common stock and ¥150.0 billion between November 15, 2021 and March 31, 2022. The repurchased shares are held in treasury.

(3) On May 16, 2022, the Board of Directors approved a share repurchase program under which we are authorized to repurchase up to the lesser of 600,000,000 shares of our common stock and ¥300.0 billion between May 17, 2022 and November 11, 2022. We plan to cancel all of the shares repurchased under this program. Under the program, we have repurchased an aggregate of 105,461,600 shares as of June 30, 2022.

(4) On November 30, 2021, we cancelled 300,000,000 shares held in treasury.

We did not make any purchases of shares of our common stock other than as shown in the above table for the fiscal year ended March 31, 2022.

In May 2021, 13,381,500 shares were purchased by the trustee of the trust for the initial performance-based stock compensation plan. In connection with the MUFG Americas Holdings Corporation Stock Bonus Plan, 13,000,195 ADSs were purchased by the

trustee of the independent trust between April 1, 2021 and March 31, 2022. For descriptions of our stock compensation and bonus plans, see "Item 6.B. Directors, Senior Management and Employees—Compensation."

Item 16F. Change in Registrant's Certifying Accountant.

None.

Item 16G. Corporate Governance.

The NYSE allows NYSE-listed companies that are foreign private issuers, such as MUFG, with certain exceptions, to follow home-country practices in lieu of the corporate governance practices followed by U.S. companies pursuant to the NYSE's Listed Company Manual. The following is a summary of the significant differences between MUFG's corporate governance practices and those followed by U.S. listed companies under the NYSE's Listed Company Manual.

1. A NYSE-listed U.S. company must have a majority of directors that meet the independence requirements under Section 303A of the NYSE's Listed Company Manual.

As of the date of this Annual Report, we have nine outside directors as members of our board of directors, which consists of a total of sixteen members. Under our governance system, we are required to have independent outside directors on each of our nominating, audit and compensation committees, constituting a majority of its members. For a description of an outside director, see "Item 6.C. Directors and Senior Management—Board Practices."

The Tokyo Stock Exchange rules require listed companies, including us, to identify at least one individual who the company believes is unlikely to have a conflict of interest with general shareholders and have such individual serve as an independent director or outside corporate auditor.

Further, companies listed on the Prime Market of the Tokyo Stock Exchange, including us, must have one third (or, in cases where such companies deem appropriate, the majority) of directors qualify as outside directors who are considered independent based on such internal standards as each company establishes pursuant to the Tokyo Stock Exchange requirements, or independent outside directors, or publicly disclose the reason for not having such directors on the board of directors. We have adopted and made public our corporate governance policy providing, among other things, that, in general, the majority of the members of our board of directors will be independent outside directors.

2. A NYSE-listed U.S. company must have an audit committee composed entirely of independent directors.

Under the Companies Act, we are required to have an audit committee consisting of at least three non-executive directors, and the majority of its members must be outside directors. Currently, our audit committee consists of four outside directors and two non-executive directors. Our audit committee satisfies the requirements of Rule 10A-3 under the U.S. Securities Exchange Act of 1934, including the independence requirements thereunder.

3. A NYSE-listed U.S. company must have a compensation committee composed entirely of independent directors.

Under the Companies Act, we are required to have a compensation committee consisting of at least three directors, and the majority of its members must be outside directors. Further, companies listed on the Prime Market of the Tokyo Stock Exchange, including us, must have the majority of compensation committee members in principle qualify as independent outside directors or publicly disclose the reason for not having such directors on the compensation committee. Currently, our compensation committee consists of five directors, four of whom are independent outside directors.

4. A NYSE-listed U.S. company must have a nominating or corporate governance committee composed entirely of independent directors.

Under the Companies Act, we are required to have a nominating committee consisting of at least three directors, and the majority of its members must be outside directors. Further, companies listed on the Prime Market of the Tokyo Stock Exchange must have the majority of nominating committee members in principle qualify as independent outside directors or publicly disclose the reason for not having such directors on the nominating committee. Currently, our nominating committee, which we call the nominating and governance committee, consists of five directors, four of whom are independent outside directors.

5. A NYSE-listed U.S. company must obtain shareholder approval with respect to any equity compensation plan.

Under the Companies Act, an equity compensation plan for directors and corporate executives is deemed to be compensation for the services performed by the company's directors and corporate executives. Our compensation committee establishes the policy with respect to the determination of the individual compensation of our directors and corporate executives, including equity compensation

in the form of performance-based stock compensation plan, and determines individual compensation in accordance with the policy. Under the Companies Act, a public company with board audit, compensation and nominating committees seeking to introduce a performance-based stock compensation plan must obtain the approval of its compensation committee, not its shareholders.

6. A NYSE-listed U.S. company must adopt and disclose Corporate Governance Guidelines and a Code of Business Conduct and Ethics, and it must also disclose any exemptions granted to directors or executives.

Our corporate governance policies, which are called the "MUFG Corporate Governance Policies," are based on applicable home-country rules, particularly the Tokyo Stock Exchange rules, which require listed companies, such as us, to adopt a corporate governance code setting forth fundamental principles designed to establish an effective corporate governance system or explain in their corporate governance reports the reasons for not adopting such a code. We disclose these policies on our website. The Tokyo Stock Exchange rules regarding corporate governance became stricter for companies listed on the Prime Market starting in April 2022, including without limitation those discussed in 1, 3 and 4 above.

We have adopted a code of conduct, compliance rules, compliance manual and rules of employment, which meet the definition of "code of ethics" in "Item 16B. Code of Ethics."

7. A NYSE-listed U.S. company must hold regularly scheduled executive sessions where participants are limited to non-management directors.

Under the Companies Act, Japanese corporations are not obliged to hold executive sessions where participants are limited to non-management directors. Such executive sessions are also not required under our internal corporate governance rules.

Item 16H. Mine Safety Disclosure.

Not Applicable.

Item 16I. Disclosure Regarding Foreign Jurisdictions That Prevent Inspections.

Not Applicable.

PART III

Item 17. Financial Statements.

In lieu of responding to this item, we have responded to Item 18 of this Annual Report.

Item 18. Financial Statements.

Our consolidated financial statements are included in this Annual Report, as required by this item, starting on page F-1.

Pursuant to Rule 3-09 of Regulation S-X, the financial statements and supplementary data of Morgan Stanley, our equity method investee, as of December 31, 2020 and 2021 and for the fiscal years ended December 31, 2019, 2020 and 2021, are incorporated in this Annual Report as Exhibit 99(c) by reference to Morgan Stanley's annual report on Form 10-K filed on February 24, 2022.

Item 19. Exhibits.

Exhibit	Description
1(a)	Articles of Incorporation of Mitsubishi UFJ Financial Group, Inc., as amended on June 29, 2022 (English translation)
1(b)	Board of Directors Regulations of Mitsubishi UFJ Financial Group, Inc., as amended on June 25, 2015 (English translation)*
1(c)	Corporation Meetings Regulations of Mitsubishi UFJ Financial Group, Inc., as amended on April 1, 2022 (English translation)
1(d)	Share Handling Regulations of Mitsubishi UFJ Financial Group, Inc., as amended on June 25, 2015 (English Translation)**
1(e)	Charter of the Audit Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1. 2022 (English translation)
1(f)	Charter of the Compensation Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2018 (English translation)*
1(g)	Charter of the Nominating and Governance Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2018 (English translation)*
1(h)	Charter of the Risk Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2018 (English translation)*
2(a)	Form of American Depositary Receipt*
2(b)	Form of Deposit Agreement, amended and restated as of December 22, 2004, among Mitsubishi Tokyo Financial Group, Inc. (subsequently renamed Mitsubishi UFJ Financial Group, Inc.), The Bank of New York Mellon and the holders from time to time of American Depositary Receipts issued thereunder*
2(c)	Description of Securities***
4(a)	Share Purchase Agreement, dated September 21, 2021, among Mitsubishi UFJ Financial Group, Inc., MUFG Americas Holdings Corporation and U.S. Bancorp
8	Subsidiaries of the Company—see "Item 4.C. Information on the Company—Organizational Structure."
11	MUFG Group Code of Conduct, Compliance Rules, Compliance Manual, and Rules of Employment of Mitsubishi UFJ Financial Group, Inc. applicable to its principal executive officer, principal financial officer, principal accounting officer and persons performing similar functions (English translation of relevant sections)
12	Certifications required by Rule 13a-14(a) (17 CFR 240.13a-14(a)) or Rule 15d-14(a)(17 CFR 240.15d-14(a))
13	Certifications required by Rule 13a-14(b) (17 CFR 240.13a-14(b)) or Rule 15d-14(b)(17 CFR 240.15d-14(b)) and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350)
15(a)	Consent of independent registered public accounting firm (Deloitte Touche Tohmatsu LLC)
15(b)	Consent of independent registered public accounting firm (Deloitte & Touche LLP)
99(a)	Capitalization and Indebtedness of Mitsubishi UFJ Financial Group, Inc. as of March 31, 2022****
99(b)	Unaudited Reverse Reconciliation of Selected Financial Information of Mitsubishi UFJ Financial Group, Inc. as of and for the fiscal year ended March 31, 2022*****
99(c)	Financial Statements and Supplementary Data of Morgan Stanley******

Exhibit	Description
101.INS	Inline XBRL Instance Document—the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH	Inline XBRL Taxonomy Extension Schema Document
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104	The cover page for the Company's Annual Report on From 20-F for the year ended March 31, 2022, has been formatted in Inline XBRL

Notes:

* Incorporated by reference to our annual report on Form 20-F (File No. 000-54189) filed on July 12, 2018.

** Incorporated by reference to our registration statement on Form S-8 (File No. 333-230590) filed on March 29, 2019.

*** Incorporated by reference to our annual report on Form 20-F (File No. 000-54189) filed on July 9, 2021.

**** Deemed to be incorporated by reference into the registration statement on Form F-3 (No. 333-242048) of Mitsubishi UFJ Financial Group, Inc. and to be a part thereof.

***** Deemed to be incorporated as Annex A to the registration statement on Form F-3 (No. 333-242048) of Mitsubishi UFJ Financial Group, Inc. and to be a part thereof.

****** Incorporated by reference to Morgan Stanley's annual report on Form 10-K (File No. 001-11758) filed on February 24, 2022.

SELECTED STATISTICAL DATA

Due to close integration of our foreign and domestic activities, it is difficult to make a precise determination of the assets, liabilities, income and expenses of our foreign operations. The foreign operations as presented include the business conducted by overseas subsidiaries and branches, and the international business principally conducted by the international banking-related divisions headquartered in Japan. Our management believes that the results appropriately represent our domestic and foreign activities.

I. Distribution of Assets, Liabilities and Equity; Interest Rates and Interest Differential

Average Balance Sheets, Interest and Average Rates

The following table shows our average balances, interest and average interest rates for the fiscal years ended March 31, 2020, 2021 and 2022. Average balances are generally based on a daily average while a month-end average is used for certain average balances when it is not practicable to obtain applicable daily averages. Average balances in the tables include those relating to the assets and liabilities held for sale of MUFG Union Bank. For more information, see Note 2 to our consolidated financial statements included elsewhere in this Annual Report.

	Fiscal years ended March 31,								
	2020			2021			2022		
	Average balance	Interest income	Average rate	Average balance	Interest income	Average rate	Average balance	Interest income	Average rate
	(in millions, except percentages)								
Assets:									
Interest-earning assets:									
Interest-earning deposits in other banks:									
Domestic	¥30,349,122	¥ 31,578	0.10 %	¥38,009,750	¥ 33,413	0.09 %	¥41,455,342	¥ 35,325	0.09 %
Foreign	8,268,196	135,689	1.64	9,905,602	23,142	0.23	12,303,262	22,067	0.18
Total	38,617,318	167,267	0.43	47,915,352	56,555	0.12	53,758,604	57,392	0.11
Call loans and funds sold:									
Domestic	608,539	433	0.07	514,946	107	0.02	1,083,472	62	0.01
Foreign	464,040	10,853	2.34	505,869	4,614	0.91	396,886	4,356	1.10
Total	1,072,579	11,286	1.05	1,020,815	4,721	0.46	1,480,358	4,418	0.30
Receivables under resale agreements:									
Domestic	6,065,286	40	—	6,318,701	(5,121)	(0.08)	5,112,747	(4,910)	(0.10)
Foreign	8,810,657	219,846	2.50	8,234,923	74,175	0.90	7,263,156	24,401	0.34
Total	14,875,943	219,886	1.48	14,553,624	69,054	0.47	12,375,903	19,491	0.16
Receivables under securities borrowing transactions:									
Domestic	1,496,487	4,151	0.28	1,938,906	1,782	0.09	1,789,988	2,487	0.14
Foreign	1,064,935	22,274	2.09	1,153,667	7,670	0.66	1,232,193	507	0.04
Total	2,561,422	26,425	1.03	3,092,573	9,452	0.31	3,022,181	2,994	0.10
Trading account assets:									
Domestic	7,305,805	29,108	0.40	9,641,674	38,554	0.40	9,980,365	48,607	0.49
Foreign	22,242,975	460,734	2.07	22,805,949	334,646	1.47	23,319,951	351,578	1.51
Total	29,548,780	489,842	1.66	32,447,623	373,200	1.15	33,300,316	400,185	1.20
Investment securities[1]:									
Domestic	34,535,660	200,330	0.58	43,679,522	141,557	0.32	49,365,484	145,586	0.29
Foreign	8,623,509	214,175	2.48	8,568,989	156,703	1.83	9,417,502	168,910	1.79
Total	43,159,169	414,505	0.96	52,248,511	298,260	0.57	58,782,986	314,496	0.54
Loans[2]:									
Domestic	64,897,973	732,783	1.13	68,785,326	618,678	0.90	66,686,589	598,484	0.90
Foreign	51,550,492	1,865,149	3.62	48,852,657	1,322,076	2.71	46,772,112	1,133,478	2.42
Total	116,448,465	2,597,932	2.23	117,637,983	1,940,754	1.65	113,458,701	1,731,962	1.53
Total interest-earning assets:									
Domestic	145,258,872	998,423	0.69	168,888,825	828,970	0.49	175,473,987	825,641	0.47
Foreign	101,024,804	2,928,720	2.90	100,027,656	1,923,026	1.92	100,705,062	1,705,297	1.69
Total	246,283,676	3,927,143	1.59	268,916,481	2,751,996	1.02	276,179,049	2,530,938	0.92

	Fiscal years ended March 31,								
	2020			2021			2022		
	Average balance	Interest income	Average rate	Average balance	Interest income	Average rate	Average balance	Interest income	Average rate
	(in millions, except percentages)								
Non-interest-earning assets:									
Cash and due from banks	32,929,678			42,417,354			51,911,727		
Other non-interest-earning assets	46,962,448			45,669,470			43,795,286		
Allowance for credit losses	(675,353)			(1,010,734)			(1,297,725)		
Total non-interest-earning assets	79,216,773			87,076,090			94,409,288		
Total assets	¥325,500,449			¥355,992,571			¥370,588,337		

Notes:

(1) Tax-exempt income of tax-exempt investment securities has not been calculated on a tax equivalent basis because the effect of such calculation would not be material.

(2) Average balances on loans outstanding include all nonaccrual loans and loans modified into troubled debt restructurings. The amortized portion of net loan origination fees (costs) is included in interest income on loans, which accounts for an insignificant amount of an adjustment to the yields.

	Fiscal years ended March 31,								
	2020			2021			2022		
	Average balance	Interest expense	Average rate	Average balance	Interest expense	Average rate	Average balance	Interest expense	Average rate
	(in millions, except percentages)								
Liabilities and equity:									
Interest-bearing liabilities:									
Deposits:									
Domestic	¥124,294,925	¥ 77,143	0.06 %	¥135,662,556	¥ 35,308	0.03 %	¥142,382,405	¥ 34,432	0.02 %
Foreign	45,216,271	758,938	1.68	47,092,772	294,084	0.62	48,644,527	182,159	0.37
Total	169,511,196	836,081	0.49	182,755,328	329,392	0.18	191,026,932	216,591	0.11
Call money and funds purchased:									
Domestic	2,300,542	261	0.01	2,054,431	(536)	(0.03)	1,756,392	(259)	(0.01)
Foreign	19,615	3,009	15.34	218,895	1,641	0.75	357,691	944	0.26
Total	2,320,157	3,270	0.14	2,273,326	1,105	0.05	2,114,083	685	0.03
Payables under repurchase agreements:									
Domestic	14,285,652	137,615	0.96	15,408,367	40,346	0.26	15,565,212	20,883	0.13
Foreign	10,407,754	217,280	2.09	10,715,710	47,998	0.45	10,153,952	6,226	0.06
Total	24,693,406	354,895	1.44	26,124,077	88,344	0.34	25,719,164	27,109	0.11
Payables under securities lending transactions:									
Domestic	659,048	(117)	(0.02)	622,100	(85)	(0.01)	362,987	402	0.11
Foreign	75,022	2,604	3.47	66,076	3,249	4.92	80,008	4,066	5.08
Total	734,070	2,487	0.34	688,176	3,164	0.46	442,995	4,468	1.01
Commercial paper:									
Domestic	967,935	(489)	(0.05)	1,027,741	(85)	(0.01)	1,232,999	(76)	(0.01)
Foreign	4,380,026	93,359	2.13	3,376,101	18,869	0.56	3,181,684	4,980	0.16
Total	5,347,961	92,870	1.74	4,403,842	18,784	0.43	4,414,683	4,904	0.11
Due to trust account, other short-term borrowings and trading account liabilities:									
Domestic	5,057,751	21,046	0.42	14,997,400	26,549	0.18	18,302,064	27,177	0.15
Foreign	3,162,971	50,991	1.61	2,833,046	27,070	0.96	3,016,333	19,897	0.66
Total	8,220,722	72,037	0.88	17,830,446	53,619	0.30	21,318,397	47,074	0.22
Long-term debt:									
Domestic	25,313,006	237,995	0.94	29,205,636	181,679	0.62	32,236,949	194,458	0.60
Foreign	2,721,002	84,709	3.11	2,632,097	71,815	2.73	2,486,297	65,068	2.62
Total	28,034,008	322,704	1.15	31,837,733	253,494	0.80	34,723,246	259,526	0.75
Total interest-bearing liabilities:									
Domestic	172,878,859	473,454	0.27	198,978,231	283,176	0.14	211,839,008	277,017	0.13
Foreign	65,982,661	1,210,890	1.84	66,934,697	464,726	0.69	67,920,492	283,340	0.42
Total	238,861,520	1,684,344	0.71	265,912,928	747,902	0.28	279,759,500	560,357	0.20
Non-interest-bearing liabilities	71,221,044			74,398,116			74,559,613		
Total equity	15,417,885			15,681,527			16,269,224		
Total liabilities and equity	¥325,500,449			¥355,992,571			¥370,588,337		
Net interest income and interest rate spread		¥2,242,799	0.88 %		¥2,004,094	0.74 %		¥1,970,581	0.72 %
Net interest income as a percentage of total interest-earning assets			0.91 %			0.75 %			0.71 %

The percentage of total average assets attributable to foreign activities was 38.1%, 33.6% and 32.5% respectively, for the fiscal years ended March 31, 2020, 2021 and 2022.

The percentage of total average liabilities attributable to foreign activities was 38.2%, 33.8% and 32.8%, respectively, for the fiscal years ended March 31, 2020, 2021 and 2022.

Analysis of Net Interest Income

The following table shows changes in our net interest income by changes in volume and by changes in interest rate for the fiscal year ended March 31, 2021compared to the fiscal year ended March 31, 2020, and the fiscal year ended March 31, 2022 compared to the fiscal year ended March 31, 2021.

	Fiscal year ended March 31, 2020 versus fiscal year ended March 31, 2021			Fiscal year ended March 31, 2021 versus fiscal year ended March 31, 2022		
	Increase (decrease) due to changes in			Increase (decrease) due to changes in		
	Volume[1]	Rate[1]	Net change	Volume[1]	Rate[1]	Net change
	(in millions)					
Interest income:						
Interest-earning deposits in other banks:						
Domestic	¥ 7,205	¥ (5,370)	¥ 1,835	¥ 2,959	¥ (1,047)	¥ 1,912
Foreign	22,548	(135,095)	(112,547)	4,938	(6,013)	(1,075)
Total	29,753	(140,465)	(110,712)	7,897	(7,060)	837
Call loans and funds sold:						
Domestic	(59)	(267)	(326)	66	(111)	(45)
Foreign	901	(7,140)	(6,239)	(1,098)	840	(258)
Total	842	(7,407)	(6,565)	(1,032)	729	(303)
Receivables under resale agreements:						
Domestic	2	(5,163)	(5,161)	1,069	(858)	211
Foreign	(13,514)	(132,157)	(145,671)	(7,884)	(41,890)	(49,774)
Total	(13,512)	(137,320)	(150,832)	(6,815)	(42,748)	(49,563)
Receivables under securities borrowing transactions:						
Domestic	975	(3,344)	(2,369)	(146)	851	705
Foreign	1,718	(16,322)	(14,604)	489	(7,652)	(7,163)
Total	2,693	(19,666)	(16,973)	343	(6,801)	(6,458)
Trading account assets:						
Domestic	9,340	106	9,446	1,395	8,658	10,053
Foreign	11,389	(137,477)	(126,088)	7,635	9,297	16,932
Total	20,729	(137,371)	(116,642)	9,030	17,955	26,985
Investment securities[2] :						
Domestic	44,264	(103,037)	(58,773)	17,447	(13,418)	4,029
Foreign	(1,346)	(56,126)	(57,472)	15,267	(3,060)	12,207
Total	42,918	(159,163)	(116,245)	32,714	(16,478)	16,236
Loans:						
Domestic	41,862	(155,967)	(114,105)	(18,839)	(1,355)	(20,194)
Foreign	(93,380)	(449,693)	(543,073)	(54,601)	(133,997)	(188,598)
Total	(51,518)	(605,660)	(657,178)	(73,440)	(135,352)	(208,792)
Total interest income:						
Domestic	103,589	(273,042)	(169,453)	3,951	(7,280)	(3,329)
Foreign	(71,684)	(934,010)	(1,005,694)	(35,254)	(182,475)	(217,729)
Total	¥ 31,905	¥(1,207,052)	¥(1,175,147)	¥ (31,303)	¥ (189,755)	¥ (221,058)

Notes:

(1) Volume/rate variance is allocated based on the percentage relationship of changes in volume and changes in rate to the total "net change."

(2) Tax-exempt income of tax-exempt investment securities has not been calculated on a tax equivalent basis because the effect of such calculation would not be material.

	Fiscal year ended March 31, 2020 versus fiscal year ended March 31, 2021			Fiscal year ended March 31, 2021 versus fiscal year ended March 31, 2022		
	Increase (decrease) due to changes in			Increase (decrease) due to changes in		
	Volume[1]	Rate[1]	Net change	Volume[1]	Rate[1]	Net change
	(in millions)					
Interest expense:						
Deposits:						
Domestic	¥ 6,498	¥ (48,333)	¥ (41,835)	¥ 1,698	¥ (2,574)	¥ (876)
Foreign	30,270	(495,124)	(464,854)	9,395	(121,320)	(111,925)
Total	36,768	(543,457)	(506,689)	11,093	(123,894)	(112,801)
Call money and funds purchased:						
Domestic	(25)	(772)	(797)	69	208	277
Foreign	3,983	(5,351)	(1,368)	708	(1,405)	(697)
Total	3,958	(6,123)	(2,165)	777	(1,197)	(420)
Payables under repurchase agreements:						
Domestic	10,048	(107,317)	(97,269)	407	(19,870)	(19,463)
Foreign	6,246	(175,528)	(169,282)	(2,392)	(39,380)	(41,772)
Total	16,294	(282,845)	(266,551)	(1,985)	(59,250)	(61,235)
Payables under securities lending transactions:						
Domestic	7	25	32	21	466	487
Foreign	(340)	985	645	705	112	817
Total	(333)	1,010	677	726	578	1,304
Commercial paper:						
Domestic	(28)	432	404	(15)	24	9
Foreign	(17,656)	(56,834)	(74,490)	(1,029)	(12,860)	(13,889)
Total	(17,684)	(56,402)	(74,086)	(1,044)	(12,836)	(13,880)
Due to trust account, other short-term borrowings and trading account liabilities:						
Domestic	22,972	(17,469)	5,503	5,305	(4,677)	628
Foreign	(4,877)	(19,044)	(23,921)	1,657	(8,830)	(7,173)
Total	18,095	(36,513)	(18,418)	6,962	(13,507)	(6,545)
Long-term debt:						
Domestic	32,729	(89,045)	(56,316)	18,414	(5,635)	12,779
Foreign	(2,696)	(10,198)	(12,894)	(3,885)	(2,862)	(6,747)
Total	30,033	(99,243)	(69,210)	14,529	(8,497)	6,032
Total interest expense:						
Domestic	72,201	(262,479)	(190,278)	25,899	(32,058)	(6,159)
Foreign	14,930	(761,094)	(746,164)	5,159	(186,545)	(181,386)
Total	¥ 87,131	¥(1,023,573)	¥ (936,442)	¥ 31,058	¥ (218,603)	¥ (187,545)
Net interest income:						
Domestic	¥ 31,388	¥ (10,563)	¥ 20,825	¥ (21,948)	¥ 24,778	¥ 2,830
Foreign	(86,614)	(172,916)	(259,530)	(40,413)	4,070	(36,343)
Total	¥ (55,226)	¥ (183,479)	¥ (238,705)	¥ (62,361)	¥ 28,848	¥ (33,513)

Note:
(1) Volume/rate variance is allocated based on the percentage relationship of changes in volume and changes in rate to the total "net change."

II. Investments in Debt Securities

The following table presents the book values, maturities and weighted average yields of Available-for-sale debt securities and Held-to-maturity debt securities at March 31, 2022. Weighted average yields are calculated based on amortized cost. Yields on tax-exempt obligations have not been calculated on a tax equivalent basis because the effect of such calculation would not be material:

	Maturities within one year		Maturities after one year but within five years		Maturities after five years but within ten years		Maturities after ten years		Total	
	Amount	Yield	Amount	Yield	Amount	Yield	Amount	Yield	Amount	Yield
	(in millions, except percentages)									
Available-for-sale debt securities:										
Japanese national government and Japanese government agency bonds	¥21,146,849	0.01 %	¥ 5,848,670	0.05 %	¥ 3,372,588	0.14 %	¥ 3,959,657	0.64 %	¥34,327,764	0.10 %
Japanese prefectural and municipal bonds	154,955	0.22	1,951,056	0.18	2,040,133	0.15	—	—	4,146,144	0.17
Foreign government and official institution bonds	456,064	1.89	1,639,841	2.16	535,438	2.69	—	—	2,631,343	2.22
Corporate bonds	309,614	1.06	652,622	0.41	95,331	0.49	32,581	0.52	1,090,148	0.60
Residential mortgage-backed securities	—	—	10,753	0.44	51,213	0.44	838,441	0.21	900,407	0.22
Asset-backed securities	415,550	1.86	1,115,252	2.51	57,618	0.24	—	—	1,588,420	2.25
Other debt securities	16,375	2.28	33,909	3.84	39,131	4.29	14,164	0.17	103,579	3.33
Commercial paper	1,010,637	(0.01)	—	—	—	—	—	—	1,010,637	(0.01)
Total	¥23,510,044	0.09 %	¥11,252,103	0.65 %	¥ 6,191,452	0.41 %	¥ 4,844,843	0.56 %	¥45,798,442	0.32 %
Held-to-maturity debt securities:										
Japanese national government and Japanese government agency bonds	¥ —	— %	¥ 1,158,174	0.48 %	¥ 650,138	0.10 %	¥ —	— %	¥ 1,808,312	0.35 %
Japanese prefectural and municipal bonds	—	—	82,895	0.01	92,177	0.16	—	—	175,072	0.09
Residential mortgage -backed securities	—	—	—		—	—	234,652	2.62	234,652	2.62
Asset-backed securities	7,645	0.46	2,870	1.11	1,509,680	1.05	856,878	1.55	2,377,073	1.23
Total	¥ 7,645	0.46 %	¥ 1,243,939	0.45 %	¥ 2,251,995	0.74 %	¥ 1,091,530	1.78 %	¥ 4,595,109	0.91 %

III. Loan Portfolio

The following table shows the maturities of our loan portfolio at March 31, 2022:

	Maturity				
	One year or less	One to five years	Five to 15 years	Over 15 years	Total
	(in millions)				
Commercial					
Domestic	¥ 26,286,289	¥ 17,167,109	¥ 8,903,621	¥ 1,687,699	¥ 54,044,718
Foreign	19,436,970	12,308,365	2,757,389	477,555	34,980,279
Residential	695,497	2,512,918	5,344,308	4,748,782	13,301,505
Card	287,567	170,577	6,122	—	464,266
MUAH	767,771	1,861,592	183,249	357	2,812,969
Krungsri	2,055,400	2,356,589	1,564,041	846,735	6,822,765
Other	543,961	422,774	1,535	76,851	1,045,121
Total	¥ 50,073,455	¥ 36,799,924	¥ 18,760,265	¥ 7,837,979	¥ 113,471,623
Unearned income, unamortized premiums—net and deferred loan fees—net					(322,230)
Total					¥ 113,149,393

The above loans due after one year which had predetermined interest rates and floating or adjustable interest rates at March 31, 2022 are shown below:

	Predetermined rate	Floating or adjustable rate	Total
		(in millions)	
Commercial			
Domestic	¥ 17,222,323	¥ 10,536,106	¥ 27,758,429
Foreign	792,280	14,751,029	15,543,309
Residential	2,579,997	10,026,011	12,606,008
Card	176,699	—	176,699
MUAH	165,153	1,880,045	2,045,198
Krungsri	2,455,576	2,311,789	4,767,365
Other	339,925	161,235	501,160
Total	¥ 23,731,953	¥ 39,666,215	¥ 63,398,168

IV. Allowance for Credit Losses

The following table shows an allocation of our allowance for credit losses, credit ratios, and components for ratio calculations at March 31, 2021 and 2022:

	2021		2022	
	Amount	% of loans in each category to total loans	Amount	% of loans in each category to total loans
	(in millions, except percentages)			
Commercial				
Domestic	¥ 545,684	47.13%	¥ 659,601	47.63%
Foreign	188,893	27.14	274,485	30.83
Residential	82,893	11.36	69,887	11.72
Card	44,217	0.43	40,768	0.41
MUAH	131,755	7.40	30,365	2.48
Krungsri	293,396	5.69	322,386	6.01
Other	61,553	0.85	73,209	0.92
Allowance for credit losses Total	¥ 1,348,391	100.00%	¥ 1,470,701	100.00%
Loans, net of unearned income, unamortized premiums and deferred loan fees	¥ 115,718,863		¥ 113,149,393	
Nonaccrual loans	¥ 1,222,403		¥ 1,192,775	
Allowance for credit losses as a percentage of loans	1.17%		1.30%	
Nonaccrual loans as a percentage of loans	1.06%		1.05%	
Allowance for credit losses as a percentage of Nonaccrual loans	110.31%		123.30%	

The following table shows ratio of net charge-offs to average loans outstanding for the fiscal years ended March 31, 2020, 2021 and 2022:

	Fiscal years ended March 31,								
	2020			2021			2022		
	Net charge-offs	Average loans outstanding	Ratio	Net charge-offs	Average loans outstanding	Ratio	Net charge-offs	Average loans outstanding	Ratio
	(in millions, except percentages)								
Commercial									
Domestic	¥ 11,036	¥ 50,856,254	0.02%	¥ 12,059	¥ 54,596,412	0.02%	¥ 24,299	¥ 53,231,613	0.05%
Foreign	47,863	34,921,818	0.14	56,583	32,307,809	0.18	21,651	30,604,489	0.07
Residential	2,852	13,470,487	0.02	2,732	13,662,900	0.02	2,107	12,967,432	0.02
Card	23,912	570,432	4.19	23,101	525,334	4.40	18,922	487,509	3.88
MUAH	23,761	9,634,028	0.25	36,014	9,232,029	0.39	9,676	8,774,764	0.11
Krungsri	54,737	6,187,247	0.88	69,777	6,290,791	1.11	60,584	6,388,121	0.95
Other	15,116	808,199	1.87	45,158	1,022,708	4.42	42,058	1,004,773	4.19
Total	¥ 179,277	¥ 116,448,465	0.15%	¥ 245,424	¥ 117,637,983	0.21%	¥ 179,297	¥ 113,458,701	0.16%

V. Deposits

The following table shows the average amount of, and the average rate paid on, the following deposit categories for the fiscal years ended March 31, 2020, 2021 and 2022:

	Fiscal years ended March 31,					
	2020		2021		2022	
	Average amount	Average rate	Average amount	Average rate	Average amount	Average rate
	(in millions, except percentages)					
Domestic offices:						
Non-interest-bearing demand deposits	¥ 25,243,586	—%	¥ 29,531,551	—%	¥ 32,195,640	—%
Interest-bearing demand deposits	81,846,344	0.07	93,175,326	0.01	100,484,992	0.01
Deposits at notice	1,413,584	0.00	1,575,097	0.00	1,666,104	0.00
Time deposits	39,291,672	0.04	39,404,132	0.07	38,602,335	0.07
Certificates of deposit	1,743,325	0.01	1,508,001	0.01	1,628,974	0.01
Foreign offices:						
Non-interest-bearing demand deposits	5,037,045	—	5,654,123	—	4,627,968	—
Interest-bearing deposits, principally time deposits and certificates of deposit	45,216,271	1.68	47,092,772	0.62	48,644,527	0.37
Total	¥199,791,827		¥217,941,002		¥227,850,540	

Deposits at notice represent interest-bearing demand deposits which require the depositor to give two or more days notice in advance of withdrawal.

The average amounts of total deposits by foreign depositors included in domestic offices for the fiscal years ended March 31, 2020, 2021 and 2022 were ¥775,125 million, ¥720,283 million and ¥757,724 million, respectively.

At March 31, 2021 and 2022, our uninsured deposits were ¥140,322 billion and ¥138,119 billion, respectively. Our uninsured deposits consist of (1) the portion of deposits in domestic offices that are in excess of the limit stipulated by the Deposit Insurance Act in Japan and (2) deposits that are otherwise uninsured (including for example, uninsured account deposits in domestic offices, uninsured account deposits in foreign offices, or the portion of deposits in foreign offices that are in excess of any country-specific insurance fund limit). Under the Deposit Insurance Act in Japan, the maximum amount of protection is ¥10 million per customer within one bank. The ¥10 million maximum applies to all deposits in domestic offices, except for non-interest bearing deposits, which are non-interest bearing deposits redeemable on demand and maintained by depositors primarily in settlement accounts for payment and settlement purposes. Domestic office's deposits in settlement accounts are fully protected without a maximum amount limitation. Certain types of deposits in domestic offices are not covered by the deposit insurance system, such as foreign currency deposits and negotiable certificates of deposit.

At March 31, 2022, (1) the portion of time deposits in domestic offices that are in excess of the limit stipulated by the Deposit Insurance Act in Japan and (2) time deposits that are otherwise uninsured (including for example, uninsured account time deposits in domestic offices, uninsured account time deposits in foreign offices, or the portion of time deposits in foreign offices that are in excess of any country-specific insurance fund limit), by remaining maturity, are shown in the following table:

	Portion of time deposits in domestic offices that are in excess of the limit stipulated by the Deposit Insurance Act in Japan	Time deposits that are otherwise uninsured	Total
	(in millions)		
Three months or less	¥ 5,404,386	¥ 20,913,849	¥ 26,318,235
Over three months through six months	3,926,117	3,951,298	7,877,415
Over six months through twelve months	10,417,421	3,401,672	13,819,093
Over twelve months	3,910,874	829,073	4,739,947
Total	¥ 23,658,798	¥ 29,095,892	¥ 52,754,690

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and the Shareholders of
Mitsubishi UFJ Financial Group, Inc.
(Kabushiki Kaisha Mitsubishi UFJ Financial Group)

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Mitsubishi UFJ Financial Group, Inc. (Kabushiki Kaisha Mitsubishi UFJ Financial Group) ("MUFG") and subsidiaries (together, the "MUFG Group") as of March 31, 2021 and 2022, the related consolidated statements of operations, comprehensive income, equity and cash flows for each of the three years in the period ended March 31, 2022, and the related notes (collectively referred to as the "financial statements") (all expressed in Japanese yen). In our opinion, the financial statements present fairly, in all material respects, the financial position of the MUFG Group as of March 31, 2021 and 2022, and the results of its operations and its cash flows for each of the three years in the period ended March 31, 2022, in conformity with accounting principles generally accepted in the United States of America.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) ("PCAOB"), the MUFG Group's internal control over financial reporting as of March 31, 2022, based on criteria established in *Internal Control—Integrated Framework(2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated July 8, 2022, expressed an unqualified opinion on the MUFG Group's internal control over financial reporting.

Change in Accounting Principle

As discussed in Note 1 to the financial statements, the MUFG Group changed its method of accounting for credit losses as of April 1, 2020 due to the adoption of Financial Accounting Standards Board Accounting Standards Update 2016-13, Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments.

Basis for Opinion

These financial statements are the responsibility of the MUFG Group's management. Our responsibility is to express an opinion on the MUFG Group's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the MUFG Group in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matters

The critical audit matters communicated below are matters arising from the current-period audit of the financial statements that were communicated or required to be communicated to the audit committee and that (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

Allowance for Credit Losses—Commercial and Krungsri Segments — Macroeconomic Variables in Multiple Economic Forecast Scenarios and Weightings Given to Each Scenario—Refer to Notes 1 and 4 to the Financial Statements

Critical Audit Matter Description

The MUFG Group has banking subsidiaries that engage in lending as one of their core businesses. It maintains an allowance for credit losses, which is an estimate of the credit losses that are expected over the life, or exposure, of the financial instrument. The estimation of the allowance for credit losses involves significant judgments on a number of assumptions, including the assessment of risk characteristics, assignment of a borrower's internal credit rating, valuation of collateral, expectations of future economic conditions and the development of qualitative adjustments. The MUFG Group divides its loan portfolio into the following segments—Commercial, Residential, Card, MUFG Americas Holdings, Krungsri, and Other—and determines the allowance for credit losses for each segment. At March 31, 2022, the MUFG Group recorded ¥89,024.9 billion and ¥6,822.8 billion of loans in the Commercial segment and the Krungsri segment, respectively, and recorded an allowance for credit losses against these loans of ¥934.0 billion and ¥322.4 billion respectively.

The allowance for credit losses is estimated using quantitative models that incorporate economic forecast scenarios. These economic forecast scenarios include macroeconomic variables that have historically been correlated with historical credit losses. These variables include, but are not limited to, unemployment rates and gross domestic product. As any one economic forecast scenario is inherently uncertain, multiple economic forecast scenarios were leveraged. The macroeconomic variables in multiple economic forecast scenarios and weightings given to each scenario depend on a variety of factors including recent economic conditions and views of internal as well as third-party economists.

The determination of the allowance for credit losses for the Commercial and the Krungsri segments required management to make significant judgements due to the subjectivity and uncertainty associated with expectations of future economic conditions. Due to the heightened volatility and uncertainty in future economic conditions, including the degree of the impact and duration of the prolonged COVID-19 pandemic for the Commercial and Krungsri segments, and the sudden changes relating to the Russia-Ukraine situation for the Commercial segment, there was a particularly high degree of uncertainty necessitating subjective judgments to be made by management to determine certain macroeconomic variables in the multiple economic forecast scenarios and the weightings given to each scenario.

Thus, we identified certain macroeconomic variables in the multiple economic forecast scenarios and the weightings given to each scenario, which are used to determine the allowance for credit losses for the Commercial and the Krungsri segments as critical audit matters. Auditing these significant assumptions required a high degree of auditor judgment and an increased extent of effort, including the need to involve our credit specialists, when performing audit procedures to evaluate the reasonableness of these significant assumptions.

How the Critical Audit Matter Was Addressed in the Audit

Our audit procedures related to certain macroeconomic variables in the multiple economic forecast scenarios and the weightings given to each scenario used to determine the allowance for credit losses for the Commercial and the Krungsri segments included the following, among others:

- We tested the effectiveness of controls, including the review and approval of certain macroeconomic variables in the multiple economic forecast scenarios, and the review and approval of the weightings given to each scenario.
- We tested the effectiveness of controls over the completeness and accuracy of the key information used in performing the aforementioned controls.
- With the assistance of our credit specialists, we evaluated the reasonableness of certain macroeconomic variables in the multiple economic forecast scenarios, such as unemployment rate and gross domestic product, and the reasonableness of the weightings given to each scenario by comparing to macroeconomic forecasts from available external sources.

Allowance for Credit Losses—Commercial and Krungsri Segments — Qualitative Adjustments—Refer to Notes 1 and 4 to the Financial Statements

Critical Audit Matter Description

The allowance for credit losses includes qualitative adjustments to cover losses that are expected but were not reflected in the modeled allowance.

The determination of the allowance for credit losses for the Commercial and Krungsri segments required management to make significant judgements due to the subjectivity and uncertainty associated with the development of qualitative adjustments. There was a particularly high degree of uncertainty necessitating subjective judgments to be made by management to develop certain qualitative adjustments to capture the heightened volatility and uncertainty in the economy and events due to the prolonged COVID-19 pandemic for the Commercial and Krungsri segments, and the sudden changes relating to the Russia-Ukraine situation for the Commercial segment.

Thus, we identified certain qualitative adjustments included in the allowance for credit losses for the Commercial and Krungsri segments as a critical audit matter. Auditing these significant assumptions required a high degree of auditor judgment and an increased extent of effort, including the need to involve our credit specialists, when performing audit procedures to evaluate the reasonableness of these significant assumptions.

How the Critical Audit Matter Was Addressed in the Audit

Our audit procedures related to certain qualitative adjustments included in the allowance for credit losses for the Commercial and Krungsri segments included the following, among others:

- We tested the effectiveness of controls, including the review and approval of the quantitative models and methodologies, and the review and approval of certain qualitative adjustments to modeled results.
- We tested the effectiveness of controls over the completeness and accuracy of the key information used in performing the aforementioned controls.
- With the assistance of our credit specialists, we evaluated the appropriateness of the quantitative models and methodologies by assessing the conceptual soundness and model performance by inspecting model documentation as well as reperforming model performance testing to determine whether the models operated as intended.
- With the assistance of credit specialists, we evaluated the reasonableness of the use of qualitative adjustments to modeled results and tested significant judgments applied by management by comparing management's results to available relevant external information.

Allowance for Credit Losses—Commercial Segment—Internal Credit Rating—Refer to Notes 1 and 4 to the Financial Statements

Critical Audit Matter Description

The determination of the allowance for credit losses for the Commercial segment required management to make significant judgments due to the subjectivity and uncertainty associated with the determination of a borrower's internal credit rating, which were highly dependent on the estimation of a borrower's performance and business sustainability, particularly in cases in which borrowers were experiencing weaknesses in their business performance. When these borrowers' performance and business sustainability were affected by changes in the external and internal business environment, including the prolonged COVID-19 pandemic and the sudden changes relating to the Russia-Ukraine situation, there was a particularly high degree of uncertainty necessitating subjective judgments to be made by management to determine the borrowers' internal credit rating.

Thus, for particular borrowers heavily impacted by the prolonged COVID-19 pandemic and the sudden changes relating to the Russia-Ukraine situation, we identified the internal credit rating used to determine the allowance for credit losses for the Commercial segment as a critical audit matter. Auditing the borrowers' internal credit rating required a high degree of auditor judgment and an increased extent of effort, including the need to involve our credit specialists, when performing audit procedures to evaluate the reasonableness of these significant assumptions.

How the Critical Audit Matter Was Addressed in the Audit

Our audit procedures related to the internal credit rating for particular borrowers used to determine the allowance for credit losses for the Commercial segment included the following, among others:

- We tested the effectiveness of controls, including the review and approval of the borrowers' internal credit rating.
- We tested the effectiveness of controls over the completeness and accuracy of the key information used in performing the aforementioned controls, including the borrowers' underlying information.
- With the assistance of our credit specialists, we tested significant judgments applied by management to determine the internal credit rating and the appropriateness of the borrowers' underlying information by comparing them with available relevant external information.

/s/Deloitte Touche Tohmatsu LLC

Tokyo, Japan
July 8, 2022

We have served as the MUFG Group's auditor since 1976.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
AS OF MARCH 31, 2021 AND 2022

(in millions)	2021	2022
ASSETS		
Cash and due from banks (Note 9)	¥ 49,977,480	¥ 50,972,491
Interest-earning deposits in other banks (Note 9)	53,346,721	58,848,056
Cash, due from banks and interest-earning deposits in other banks	103,324,201	109,820,547
Call loans and funds sold	1,256,075	1,315,761
Receivables under resale agreements (Note 15)	13,779,763	12,503,396
Receivables under securities borrowing transactions (Note 15)	3,369,903	4,496,376
Trading account assets (including assets pledged that secured parties are permitted to sell or repledge of ¥5,032,178 and ¥8,857,073 in 2021 and 2022) (including ¥18,231,238 and ¥17,135,481 measured at fair value under the fair value option in 2021 and 2022) (Notes 9, 15, 23 and 31)	44,444,379	42,668,336
Investment securities (Notes 3, 9 and 31):		
Available-for-sale debt securities (including assets pledged that secured parties are permitted to sell or repledge of ¥2,877,061 and ¥3,151,799 in 2021 and 2022)	47,117,813	45,798,442
Held-to-maturity debt securities (including assets pledged that secured parties are permitted to sell or repledge of ¥105,029 and ¥148,763 in 2021 and 2022) (fair value of ¥3,939,143 and ¥4,606,305 in 2021 and 2022)	3,903,763	4,595,109
Equity securities (including assets pledged that secured parties are permitted to sell or repledge of ¥1,532 and ¥741 in 2021 and 2022) (including ¥5,866,846 and ¥5,111,630 in 2021 and 2022 measured at fair value)	6,222,920	5,422,200
Total investment securities	57,244,496	55,815,751
Loans, net of unearned income, unamortized premiums and deferred loan fees (including assets pledged that secured parties are permitted to sell or repledge of ¥204,488 and ¥167,152 in 2021 and 2022) (Notes 4 and 9)	115,718,863	113,149,393
Allowance for credit losses (Note 4)[a]	(1,348,391)	(1,470,701)
Net loans	114,370,472	111,678,692
Premises and equipment—net (Notes 5 and 7)	874,992	815,829
Customers' acceptance liability	283,194	371,034
Intangible assets—net (Notes 2 and 6)	1,184,994	1,148,601
Goodwill (Notes 2 and 6)	370,852	303,611
Other assets (including assets held for sale relating to transferred business of MUFG Union Bank of ¥11,621,567 at March 31, 2022) (including net of allowance for credit losses of ¥14,741 and ¥13,998 at March 31, 2021 and 2022) (Notes 2, 7, 8, 9, 13, 14 and 31)	13,321,304	26,712,084
Total assets	¥ 353,824,625	¥ 367,650,018
Assets of consolidated VIEs included in total assets above that can be used only to settle obligations of consolidated VIEs (Note 25)		
Cash and due from banks	¥ 2,698	¥ 6,728
Interest-earning deposits in other banks	30,422	27,382
Trading account assets	959,001	1,252,308
Investment securities	1,727,292	1,824,892
Loans	15,247,928	15,651,462
All other assets	161,075	195,795
Total assets of consolidated VIEs	¥ 18,128,416	¥ 18,958,567

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS—(Continued)
AS OF MARCH 31, 2021 AND 2022

(in millions, except shares)	2021	2022
LIABILITIES AND EQUITY		
Deposits (Notes 9 and 10):		
Domestic offices:		
Non-interest-bearing	¥ 32,287,997	¥ 33,584,539
Interest-bearing	141,908,498	144,412,415
Overseas offices:		
Non-interest-bearing	6,233,108	2,911,513
Interest-bearing	48,777,333	43,681,476
Total deposits	229,206,936	224,589,943
Call money and funds purchased (Notes 9 and 11)	2,353,830	2,416,313
Payables under repurchase agreements (Notes 9, 15 and 16)	24,567,943	27,725,612
Payables under securities lending transactions (Notes 9, 15 and 16)	842,590	1,021,887
Due to trust account and other short-term borrowings (including ¥196,113 and ¥123,028 measured at fair value under the fair value option in 2021 and 2022) (Notes 9, 12 and 31)	18,079,554	22,850,600
Trading account liabilities (Notes 15, 23 and 31)	12,017,553	11,019,046
Bank acceptances outstanding	283,194	371,034
Long-term debt (including ¥402,823 and ¥483,051 measured at fair value under the fair value option in 2021 and 2022) (Notes 7, 9, 12 and 31)	35,157,651	34,696,599
Other liabilities (including liabilities held for sale relating to transferred business of MUFG Union Bank of ¥11,157,660 at March 31, 2022)(Notes 1, 2, 7, 8, 9, 13, 14, 15, 16, 26 and 31)	15,070,820	26,662,462
Total liabilities	337,580,071	351,353,496
Commitments and contingent liabilities (Notes 24 and 26)		
Mitsubishi UFJ Financial Group shareholders' equity:		
Capital stock (Notes 17 and 18)—common stock authorized, 33,000,000,000 shares; common stock issued, 13,581,995,120 shares and 13,281,995,120 shares at March 31, 2021 and 2022, with no stated value	2,090,270	2,090,270
Capital surplus (Note 18)	5,533,761	5,327,772
Retained earnings (Notes 19 and 33):		
Appropriated for legal reserve	239,571	239,571
Unappropriated retained earnings	8,589,900	8,172,646
Accumulated other comprehensive income (loss), net of taxes (Note 20)	(289,481)	227,033
Treasury stock, at cost—737,282,154 common shares and 668,286,238 common shares at March 31, 2021 and 2022	(503,072)	(452,224)
Total Mitsubishi UFJ Financial Group shareholders' equity	15,660,949	15,605,068
Noncontrolling interests	583,605	691,454
Total equity	16,244,554	16,296,522
Total liabilities and equity	¥ 353,824,625	¥ 367,650,018
Liabilities of consolidated VIEs for which creditors or beneficial interest holders do not have recourse to the general credit of Mitsubishi UFJ Financial Group (Note 25)		
Other short-term borrowings	¥ 33,599	¥ 39,582
Long-term debt	457,763	449,231
All other liabilities	103,457	95,219
Total liabilities of consolidated VIEs	¥ 594,819	¥ 584,032

See the accompanying notes to Consolidated Financial Statements.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021 AND 2022

(in millions)	2020	2021	2022
Interest income:			
Loans, including fees (Note 4)	¥ 2,597,932	¥ 1,940,754	¥ 1,731,962
Deposits in other banks	167,267	56,555	57,392
Investment securities:			
Interest	242,123	178,873	180,959
Dividends	172,382	119,387	133,537
Trading account assets	489,842	373,200	400,185
Call loans and funds sold	11,286	4,721	4,418
Receivables under resale agreements and securities borrowing transactions	246,311	78,506	22,485
Total	3,927,143	2,751,996	2,530,938
Interest expense:			
Deposits	836,081	329,392	216,591
Call money and funds purchased	3,270	1,105	685
Payables under repurchase agreements and securities lending transactions	357,382	91,508	31,577
Due to trust account, other short-term borrowings and trading account liabilities	164,907	72,403	51,978
Long-term debt	322,704	253,494	259,526
Total	1,684,344	747,902	560,357
Net interest income	2,242,799	2,004,094	1,970,581
Provision for credit losses (Note 4)	321,713	484,210	277,995
Net interest income after provision for credit losses	1,921,086	1,519,884	1,692,586
Non-interest income:			
Fees and commissions income (Note 27)	1,502,052	1,527,283	1,658,863
Foreign exchange gains (losses)—net (Note 28)	(281,790)	99,337	106,868
Trading account profits (losses)—net (Notes 28 and 31)	765,373	(410,368)	(824,420)
Investment securities gains (losses)—net (Note 3)	(532,248)	1,458,264	(119,026)
Equity in earnings of equity method investees—net (Note 14)	282,712	355,730	436,583
Gains on sales of loans (Note 4)	9,956	17,926	16,600
Gain on remeasurement of previously held equity method investment (Note 2)	41,218	—	—
Other non-interest income	88,422	109,615	119,321
Total	1,875,695	3,157,787	1,394,789
Non-interest expense:			
Salaries and employee benefits (Note 13)	1,242,563	1,253,461	1,277,408
Occupancy expenses—net (Notes 5 and 26)	182,917	178,107	165,323
Fees and commissions expenses	332,033	318,797	310,861
Outsourcing expenses, including data processing	303,632	298,777	317,995
Depreciation of premises and equipment (Note 5)	113,489	87,305	82,652
Amortization of intangible assets (Note 6)	237,328	250,106	261,026
Impairment of intangible assets (Note 6)	3,732	21,680	33,301
Insurance premiums, including deposit insurance	98,441	90,529	95,551
Communications	59,976	59,798	57,369
Taxes and public charges	100,198	97,783	99,659
Impairment of goodwill (Note 6)	383,810	147,564	—
Provision for (reversal of) off-balance sheet credit instruments	(62,279)	(56,749)	46,339
Impairment of assets held for sale (Note 2)	—	—	134,141
Other non-interest expenses (Notes 5 and 26)	367,721	322,171	264,477
Total	3,363,561	3,069,329	3,146,102

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS—(Continued)
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021AND 2022

(in millions, except per share amount)	2020	2021	2022
Income (loss) before income tax expense (benefit)	433,220	1,608,342	(58,727)
Income tax expense (benefit) (Note 8)	114,505	444,948	(14,511)
Net income (loss) before attribution of noncontrolling interests	318,715	1,163,394	(44,216)
Net income attributable to noncontrolling interests	12,760	46,096	39,104
Net income (loss) attributable to Mitsubishi UFJ Financial Group	¥ 305,955	¥ 1,117,298	¥ (83,320)
Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 305,955	¥ 1,117,298	¥ (83,320)
Earnings (loss) per common share applicable to common shareholders of Mitsubishi UFJ Financial Group (Notes 19 and 22):			
Basic earnings (loss) per common share—Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 23.69	¥ 86.88	¥ (6.51)
Diluted earnings (loss) per common share—Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	23.47	86.56	(6.93)
Cash dividend per common share	23.50	25.00	26.00
Weighted average common shares outstanding	12,913	12,860	12,798
Weighted average diluted common shares outstanding	12,913	12,860	12,798

Note:
(1) New guidance on measurement of credit losses on financial instruments requires the allowance for credit losses to be measured using the current expected credit losses model from April 1, 2020. For additional information, refer to Note 1.

See the accompanying notes to Consolidated Financial Statements.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021 AND 2022

(in millions)	2020	2021	2022
Net income (loss) before attribution of noncontrolling interests	¥ 318,715	¥ 1,163,394	¥ (44,216)
Other comprehensive income (loss), net of tax (Note 20):			
Net unrealized gains (losses) on investment securities	23,619	(70,776)	(261,493)
Net debt valuation adjustments	54,172	(83,364)	23,324
Net unrealized gains (losses) on derivatives qualifying for cash flow hedges	10,642	32,175	(12,774)
Defined benefit plans (Note 13)	(131,523)	319,056	50,949
Foreign currency translation adjustments	(81,065)	(115,251)	752,479
Total	(124,155)	81,840	552,485
Comprehensive income	194,560	1,245,234	508,269
Net income attributable to noncontrolling interests	12,760	46,096	39,104
Other comprehensive income (loss) attributable to noncontrolling interests	11,993	(49,062)	35,971
Comprehensive income attributable to Mitsubishi UFJ Financial Group	¥ 169,807	¥ 1,248,200	¥ 433,194

See the accompanying notes to Consolidated Financial Statements.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF EQUITY
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021 AND 2022

(in millions, except per share amount)	2020	2021	2022
Capital stock (Notes 17 and 18):			
Balance at beginning of fiscal year	¥ 2,090,270	¥ 2,090,270	¥ 2,090,270
Balance at end of fiscal year	¥ 2,090,270	¥ 2,090,270	¥ 2,090,270
Capital surplus (Note 18):			
Balance at beginning of fiscal year	¥ 5,577,186	¥ 5,533,520	¥ 5,533,761
Stock-based compensation	2,596	2,762	1,555
Retirement of common stock	(58,626)	—	(204,456)
Other—net	12,364	(2,521)	(3,088)
Balance at end of fiscal year	¥ 5,533,520	¥ 5,533,761	¥ 5,327,772
Retained earnings appropriated for legal reserve (Note 19):			
Balance at beginning of fiscal year	¥ 239,571	¥ 239,571	¥ 239,571
Balance at end of fiscal year	¥ 239,571	¥ 239,571	¥ 239,571
Unappropriated retained earnings (Note 19):			
Balance at beginning of fiscal year	¥ 8,094,026	¥ 8,079,530	¥ 8,589,900
Net income (loss) attributable to Mitsubishi UFJ Financial Group	305,955	1,117,298	(83,320)
Cash dividends:			
Common stock—¥23.50 per share in 2020, ¥25.00 per share in 2021, and ¥26.00 per share in 2022	(303,742)	(321,089)	(333,934)
Losses on sales of shares of treasury stock	(1)	(1)	—
Effect of adopting new guidance by a foreign affiliated company	(1,825) [1]	—	—
Effect of adopting new guidance on leases	(14,883)	—	—
Effect of adopting new guidance on measurement of credit losses on financial instruments (Note 1)	—	(285,838)	—
Balance at end of fiscal year	¥ 8,079,530	¥ 8,589,900	¥ 8,172,646

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF EQUITY—(Continued)
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021 AND 2022

(in millions)	2020	2021	2022
Accumulated other comprehensive income (loss), net of taxes:			
Balance at beginning of fiscal year	¥ (284,269)	¥ (420,417)	¥ (289,481)
Net change during the fiscal year	(136,148)	130,902	516,514
Effect of adopting new guidance on measurement of credit losses on financial instruments (Note 1)	—	34	—
Balance at end of fiscal year	¥ (420,417)	¥ (289,481)	¥ 227,033
Treasury stock, at cost:			
Balance at beginning of fiscal year	¥ (517,236)	¥ (505,987)	¥ (503,072)
Purchases of shares of treasury stock (Note 18)	(50,028)	(20)	(158,529)
Sales of shares of treasury stock	2,635	2,598	5,581
Retirement of common stock	58,626	—	204,456
Net decrease (increase) resulting from changes in interests in consolidated subsidiaries, consolidated VIEs, and affiliated companies	16	337	(660)
Balance at end of fiscal year	¥ (505,987)	¥ (503,072)	¥ (452,224)
Total Mitsubishi UFJ Financial Group shareholders' equity	¥ 15,016,487	¥ 15,660,949	¥ 15,605,068
Noncontrolling interests:			
Balance at beginning of fiscal year	¥ 785,200	¥ 728,029	¥ 583,605
Initial subscriptions of noncontrolling interests	58,228	9,246	5,647
Transactions between the consolidated subsidiaries and the related noncontrolling interest shareholders	(8,627)	(96,335)	67,300
Decrease in noncontrolling interests related to deconsolidation of subsidiaries	(119,797)	(22,430)	(14,468)
Decrease in noncontrolling interests related to disposition of subsidiaries	(3,488)	(23)	(80)
Net income attributable to noncontrolling interests	12,760	46,096	39,104
Dividends paid to noncontrolling interests	(8,487)	(6,523)	(25,626)
Other comprehensive income (loss), net of taxes	11,993	(49,062)	35,971
Effect of adopting new guidance on measurement of credit losses on financial instruments (Note 1)	—	(25,330)	—
Other—net	247	(63)	1
Balance at end of fiscal year	¥ 728,029	¥ 583,605	¥ 691,454
Total equity	¥ 15,744,516	¥ 16,244,554	¥ 16,296,522

Note:
(1) The effect resulted from the adoption of new accounting guidance on "Measurement of Credit Losses on Financial Instruments."

See the accompanying notes to Consolidated Financial Statements.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021 AND 2022

(in millions)	2020	2021	2022
Cash flows from operating activities:			
Net income (loss) before attribution of noncontrolling interests	¥ 318,715	¥ 1,163,394	¥ (44,216)
Adjustments to reconcile net income before attribution of noncontrolling interests to net cash provided by operating activities:			
Depreciation and amortization (Notes 5 and 6)	350,817	337,411	343,678
Impairment of goodwill (Note 6)	383,810	147,564	—
Impairment of intangible assets (Note 6)	3,732	21,680	33,301
Impairment of assets held for sale (Note 2)	—	—	134,141
Provision for credit losses (Note 4)	321,713	484,210	277,995
Employee benefit cost (income) for severance indemnities and pension plans (Note 13)	(6,917)	2,804	(25,675)
Investment securities (gains) losses—net	532,248	(1,458,264)	119,026
Amortization of premiums on investment securities	65,078	59,614	72,672
Changes in financial instruments measured at fair value under fair value option, excluding trading account securities—net (Note 31)	2,894	5,002	(55,634)
Foreign exchange (gains) losses—net	544,763	(103,917)	(345,968)
Equity in earnings of equity method investees—net	(282,712)	(355,730)	(436,583)
Provision (benefit) for deferred income tax expense	(60,967)	266,273	(370,668)
Decrease (increase) in trading account assets, excluding foreign exchange contracts	(4,902,492)	1,351,570	4,143,581
Increase (decrease) in trading account liabilities, excluding foreign exchange contracts	2,217,808	(1,463,152)	(2,195,400)
Net increase in collateral for derivative transactions	(217,864)	(421,781)	(824,720)
Net decrease (increase) in margin for listed derivative transactions	(279,844)	20,984	(103,568)
Decrease (increase) in cash collateral for the use of the Bank of Japan's settlement infrastructure	(54,018)	(33,292)	65,838
Other—net	(292,664)	(269,437)	121,555
Net cash provided by (used in) operating activities	(1,355,900)	(245,067)	909,355
Cash flows from investing activities:			
Proceeds from sales of Available-for-sale debt securities (including proceeds from debt securities under the fair value option) (Note 3)	60,731,107	62,660,266	58,611,669
Proceeds from maturities of Available-for-sale debt securities (including proceeds from debt securities under the fair value option) (Note 3)	24,335,639	43,245,884	36,056,569
Purchases of Available-for-sale debt securities (including purchases of debt securities under the fair value option) (Note 3)	(87,618,074)	(115,383,753)	(94,237,804)
Proceeds from maturities of Held-to-maturity debt securities	708,068	605,781	565,012
Purchases of Held-to-maturity debt securities	(495,346)	(382,159)	(1,712,488)
Proceeds from sales and redemption of Equity securities (including proceeds from equity securities under the fair value option)	3,871,908	1,903,784	2,212,801
Purchases of Equity securities (including purchases of equity securities under the fair value option)	(3,129,666)	(1,561,344)	(1,503,946)
Acquisition of Bank Danamon, a subsidiary of BK, net of cash acquired (Note 2)	(243,597)	—	—
Acquisition of FSI (formerly, Colonial First State Global Asset Management), subsidiaries of TB, net of cash acquired (Note 2)	(249,615)	—	—
Acquisition of DVB Bank's Aviation Finance Division, net of cash acquired (Note 2)	(555,250)	—	—
Net cash paid for dispositions of certain business of MUAH	—	—	(724,428)
Net decrease (increase) in loans	(1,631,085)	2,939,996	164,122
Net decrease (increase) in call loans, funds sold, and receivables under resale agreements and securities borrowing transactions	(13,714,288)	9,833,348	1,005,422
Proceeds from sales of premises and equipment	64,400	41,472	76,068
Capital expenditures for premises and equipment	(123,804)	(116,707)	(102,964)
Purchases of intangible assets	(308,081)	(250,061)	(264,038)
Proceeds from sales and dispositions of investments in equity method investees	171,882	64,011	65,398
Proceeds from sales of consolidated VIEs and subsidiaries—net	168,970	71,643	42,050
Other—net	(68,611)	(14,802)	(16,608)
Net cash provided by (used in) investing activities	(18,085,443)	3,657,359	236,835

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS—(Continued)
FOR THE FISCAL YEARS ENDED MARCH 31, 2020, 2021 AND 2022

(in millions)	2020	2021	2022
Cash flows from financing activities:			
Net increase in deposits	5,746,624	23,428,386	1,559,807
Net increase (decrease) in call money, funds purchased, and payables under repurchase agreements and securities lending transactions	8,077,351	(8,523,347)	1,128,806
Net increase (decrease) in due to trust account and other short-term borrowings	9,944,171	(939,069)	4,404,313
Proceeds from issuance of long-term debt	4,999,531	18,707,004	4,659,212
Repayments of long-term debt	(4,983,073)	(11,360,120)	(5,466,007)
Proceeds from sales of treasury stock	1,235	899	2,688
Payments for acquisition of treasury stock (Note 18)	(50,028)	(20)	(158,529)
Dividends paid	(303,728)	(321,024)	(333,844)
Dividends paid by subsidiaries to noncontrolling interests	(8,487)	(6,523)	(25,626)
Other—net	358,922	(22,566)	(385,778)
Net cash provided by financing activities	23,782,518	20,963,620	5,385,042
Effect of exchange rate changes on cash and cash equivalents	(362,652)	397,287	1,251,522
Net increase in cash and cash equivalents	3,978,523	24,773,199	7,782,754
Cash and cash equivalents at beginning of fiscal year	74,577,068	78,555,591	103,328,790
Cash and cash equivalents:			
Cash, due from banks and interest-earning deposits in other banks	78,549,712	103,324,201	109,820,547
Restricted cash included in other assets	5,879	4,589	5,778
Cash and cash equivalents classified as assets held for sale included in other assets (Note 2)	—	—	1,285,219
Cash and cash equivalents at end of fiscal year	¥ 78,555,591	¥ 103,328,790	¥ 111,111,544
Supplemental disclosure of cash flow information:			
Cash paid during the fiscal year for:			
Interest	¥ 1,759,239	¥ 879,917	¥ 596,453
Income taxes, net of refunds	128,124	124,705	220,139
Non-cash investing and financing activities:			
Assets acquired under finance lease arrangements (Note 7)	12,754	3,487	4,055
Assets acquired under operating lease arrangements (Note 7)	46,482	50,564	48,095
Acquisition of Bank Danamon, a subsidiary of BK (Note 2):			
Fair value of assets acquired, excluding cash and cash equivalents	1,811,160	—	—
Fair value of liabilities assumed	1,242,115	—	—
Fair value of noncontrolling interests	51,314	—	—
Acquisition of FSI (formerly, Colonial First State Global Asset Management), subsidiaries of TB (Note 2):			
Fair value of assets acquired, excluding cash and cash equivalents	332,914	—	—
Fair value of liabilities assumed	68,519	—	—
Acquisition of DVB Bank's Aviation Finance Division (Note 2):			
Fair value of assets acquired	572,487	—	—
Fair value of liabilities assumed	2,599	—	—
Reclassification of assets and liabilities in transferred business of MUFG Union Bank to assets and liabilities held for sale (Note 2):			
Assets reclassified, excluding cash and cash equivalents	—	—	10,336,348
Liabilities reclassified	—	—	11,157,660
Dispositions of certain business of MUAH:			
Assets transferred, excluding cash and cash equivalents	—	—	4,477
Liabilities transferred	—	—	758,654

See the accompanying notes to Consolidated Financial Statements.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. BASIS OF FINANCIAL STATEMENTS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of Business

Mitsubishi UFJ Financial Group, Inc. ("MUFG") is a holding company for MUFG Bank, Ltd. ("MUFG Bank" or "BK"), Mitsubishi UFJ Trust and Banking Corporation ("Mitsubishi UFJ Trust and Banking" or "TB"), Mitsubishi UFJ Securities Holdings Co., Ltd. ("Mitsubishi UFJ Securities Holdings" or "SCHD"), Mitsubishi UFJ NICOS Co., Ltd. ("Mitsubishi UFJ NICOS"), and other subsidiaries. Mitsubishi UFJ Securities Holdings is an intermediate holding company for Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. ("Mitsubishi UFJ Morgan Stanley Securities"). Through its subsidiaries and affiliated companies, MUFG engages in a broad range of financial operations, including commercial banking, investment banking, trust banking and asset management services, securities businesses, and credit card businesses, and it provides related services to individual and corporate customers. See Note 29 for more information by business segment.

Basis of Financial Statements

The accompanying consolidated financial statements are presented in Japanese yen, the currency of the country in which MUFG is incorporated and principally operates. The accompanying consolidated financial statements have been prepared on the basis of accounting principles generally accepted in the United States of America ("U.S. GAAP"). In certain respects, the accompanying consolidated financial statements reflect adjustments which are not included in the consolidated financial statements issued by MUFG and certain of its subsidiaries in accordance with applicable statutory requirements and accounting practices in their respective countries of incorporation. The major adjustments include those relating to (1) investment securities, (2) derivative financial instruments, (3) allowance for credit losses, (4) income taxes, (5) consolidation, (6) premises and equipment, (7) transfer of financial assets, (8) accrued severance indemnities and pension liabilities, (9) goodwill and other intangible assets and (10) lease transactions.

Fiscal years of certain subsidiaries, which end on December 31, and MUFG's fiscal year, which ends on March 31, have been treated as coterminous. For the fiscal years ended March 31, 2020, 2021 and 2022, the effect of recording intervening events for the three-month periods ended March 31 on MUFG's proportionate equity in net income of subsidiaries with fiscal years ended on December 31, would have resulted in a decrease of ¥164.48 billion, an increase of ¥157.32 billion, and a decrease of ¥60.64 billion to net income attributable to Mitsubishi UFJ Financial Group, respectively. No intervening events occurred during each of the three-month periods ended March 31, 2020, 2021 and 2022 which, if recorded, would have had material effects on consolidated total assets, loans, total liabilities, deposits or total equity as of March 31, 2020, 2021 and 2022.

Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Material estimates that are particularly susceptible to management judgment primarily relate to the allowance for credit losses, the valuation of deferred tax assets, the valuation of financial instruments, the accounting for goodwill and intangible assets, impairment of investment securities, the allowances for repayment of excess interest and accrued severance indemnities and pension liabilities.

Summary of Significant Accounting Policies

Significant accounting policies applied in the accompanying consolidated financial statements are summarized below:

Consolidation—The accompanying consolidated financial statements include the accounts of MUFG, its subsidiaries and certain variable interest entities ("VIE"s) (together, the "MUFG Group"). In situations in which the MUFG Group has a controlling financial interest in other entities, including certain VIEs, such entities are consolidated and noncontrolling interests, if any, are recorded in Total equity. Intercompany transactions and balances have been eliminated. Investments in affiliated companies (companies over which the MUFG Group has the ability to exercise significant influence) are accounted for by the equity method of accounting and are reported in Other assets. The MUFG Group's equity interest in the earnings of these equity investees and other-than-temporary impairment ("OTTI") are reported in Equity in earnings of equity method investees-net. The MUFG Group recognizes an impairment loss on investments in equity method investees that is other-than-temporary. The MUFG Group determines whether loss on investments is other-than-temporary, through consideration of various factors, such as inability to recover the carrying amount of the investment, the inability of the investee to sustain an earnings capacity that would justify the carrying amount of the investment, the length of time and the extent to which the fair value has been less than cost, the financial condition and near-term prospects of the

investees, and the intent and ability to retain its investment in the investees for a period of time sufficient to allow for any anticipated recovery in the fair value. The MUFG Group also evaluates additional factors, such as the condition and trend of the economic cycle, and trends in the general market.

The MUFG Group consolidates VIEs if it has the power to direct the activities of a VIE which most significantly impact the VIE's economic performance and has the obligation to absorb losses or the right to receive benefits that could potentially be significant to the VIE. To assess whether a VIE should be consolidated or not, the MUFG Group considers all factors, such as the purpose and design of the VIE, contractual arrangements, and the MUFG Group's involvement in both the establishment of the VIE and day-to-day activities of the VIE. The MUFG Group considers a right to make the most significant decisions affecting a VIE to determine whether it is deemed to have the power to direct the activities of the VIE. Furthermore, the MUFG Group considers its economic interests in the VIE, including investments in debt or equity instruments issued by the VIE, liquidity and credit enhancement, and guarantees to determine whether such interests are potentially significant to the VIE or not.

Assets that the MUFG Group holds in an agency, fiduciary or trust capacity are not assets of the MUFG Group and, accordingly, are not included in the accompanying consolidated balance sheets.

Cash Flows—For the purposes of reporting cash flows, cash and cash equivalents consist of Cash and due from banks, Interest-earning deposits in other banks, and certain restricted cash included in Other assets. Restricted cash included in cash and cash equivalents represents cash or deposits subject to withdrawal or usage restrictions, and mainly consist of reserves on deposits with the Bank of Japan and similar reserves required for foreign offices and subsidiaries engaged in banking businesses in foreign countries. Cash flows from qualified hedging activities are classified in the same category as the items being hedged.

Translation of Foreign Currency Financial Statements and Foreign Currency Transactions—Financial statements of overseas entities are translated into Japanese yen using the respective fiscal year-end exchange rates for assets and liabilities. Income and expense items are translated at average rates of exchange for the respective fiscal years.

Foreign currency translation gains and losses related to the financial statements of overseas entities of the MUFG Group, net of related income tax effects, are credited or charged directly to Foreign currency translation adjustments, a component of Accumulated other comprehensive income ("Accumulated OCI"). Tax effects of gains and losses on foreign currency translation of the financial statements of overseas entities are not recognized unless it is apparent that the temporary differences will reverse in the foreseeable future.

Foreign currency-denominated assets and liabilities are translated into the functional currencies of the individual entities included in consolidation at the respective fiscal year-end foreign exchange rates. Foreign currency-denominated income and expenses are translated using average rates of exchange for the respective fiscal years. Gains and losses from such translation are included in Foreign exchange gains (losses)—net, as appropriate.

Repurchase Agreements, Securities Lending and Other Secured Financing Transactions—Securities sold with agreements to repurchase ("repurchase agreements"), securities purchased with agreements to resell ("resale agreements") and securities lending and borrowing transactions are accounted for as secured financing or lending transactions, if the transferor has not surrendered control over the securities. Repurchase agreements and resale agreements are generally carried at the amounts at which the securities will be subsequently sold or repurchased, and securities lending and borrowing transactions are generally carried at the amount of cash collateral advanced or received. If they meet the relevant conditions for the surrender of control, they are accounted for as sales of securities with related off-balance sheet forward repurchase commitments or purchases of securities with related off-balance sheet forward resale commitments. For the fiscal years ended March 31, 2020, 2021 and 2022, there were no such transactions accounted for as sales or purchases.

Collateral—For secured lending transactions, including resale agreements, securities borrowing transactions, commercial lending and derivative transactions, the MUFG Group, as a secured party, generally has the right to require the counterparties to provide collateral, including letters of credit, cash, securities and other financial assets. For most secured lending transactions, the MUFG Group maintains strict levels of collateralization governed by a daily mark-to-market analysis. Financial assets pledged as collateral are generally negotiable financial instruments and are permitted to be sold or repledged by secured parties. If the MUFG Group sells these financial assets received as collateral, it recognizes the proceeds from the sale and its obligation to return the collateral. For secured borrowing transactions, principally repurchase agreements and securities lending transactions and derivative transactions, where the secured party has the right to sell or repledge financial assets pledged as collateral, the MUFG Group separately discloses those financial assets pledged as collateral in the accompanying consolidated balance sheets.

Trading Account Securities—Securities and money market instruments held in anticipation of short-term market movements and for resale to customers are included in Trading account assets, and short trading positions of these instruments are included in Trading

account liabilities. Trading positions are carried at fair value in the accompanying consolidated balance sheets and recorded on a trade date basis. Changes in the fair value of trading positions are recognized in Trading account profits (losses). The MUFG Group has elected the fair value option for certain foreign securities. See Note 31 for a further discussion of fair value option.

Investment Securities—Debt securities for which the MUFG Group has both the ability and positive intent to hold to maturity are classified as Held-to-maturity debt securities and are carried at amortized cost. Debt securities that the MUFG Group may not hold to maturity other than those classified as Trading account securities, are classified as Available-for-sale debt securities, and are carried at their fair values, with unrealized gains and losses reported on a net-of-tax basis within Accumulated OCI, which is a component of equity. Available-for-sale debt securities are considered to be impaired if the fair value is less than the amortized cost basis. An impairment loss is recognized in earnings for a security if the MUFG Group has intent to sell such a debt security or if it is more likely than not the MUFG Group will be required to sell such a debt security before recovery of its amortized cost basis. If not, the credit component of an impairment loss is recognized in earnings by recording an allowance for credit losses, limited by the amount of impairment loss. However, the noncredit component of an impairment loss is recognized in Accumulated OCI. In determining whether a credit loss exists, the MUFG Group generally considers factors such as the financial condition of the issuer and the extent of decline in fair value. For Held-to-maturity debt securities, an allowance for expected credit losses over the remaining expected life is required to be provided.

Equity securities include marketable equity investment securities and nonmarketable equity investment securities. Marketable equity investment securities are measured at fair value with unrealized gains or losses reflected in net income. Nonmarketable equity investment securities are primarily measured at cost minus impairment, if any, plus or minus changes resulting from observable price changes. Nonmarketable equity investment securities held by subsidiaries that are investment companies or brokers and dealers, are subject to the specialized industry accounting principles for investment companies and brokers and dealers. Securities of those subsidiaries are carried at their fair values.

Interest and dividends on investment securities are reported in Interest income. Dividends are recognized when the shareholder right to receive the dividend is established. Gains and losses on disposition of investment securities are computed using the average cost method and are recognized on the trade date.

Derivative Financial Instruments—The MUFG Group engages in derivative activities involving swaps, forwards, futures, options, and other types of derivative contracts. Derivatives are used in trading activities to generate trading revenues and fee income for its own account and to respond to customers' financial needs. Derivatives are also used to manage counterparty credit risk and market risk exposures to fluctuations in interest and foreign exchange rates, equity and commodity prices.

Derivatives entered into for trading purposes are carried at fair value and are reported as Trading account assets or Trading account liabilities, as appropriate. The fair values of derivative contracts executed with the same counterparty under legally enforceable master netting agreements are presented on a gross basis. Changes in the fair value of such contracts are recognized currently in Foreign exchange gains (losses)—net with respect to foreign exchange contracts and in Trading account profits (losses)—net with respect to interest rate contracts and other types of contracts.

Embedded features that are not clearly and closely related to the host contracts and meet the definition of derivatives are separated from the host contracts and measured at fair value unless the contracts embedding the derivatives are measured at fair value in their entirety.

Derivatives are also used to manage exposures to fluctuations in interest and foreign exchange rates arising from mismatches of asset and liability positions. Certain of those derivatives are designated as hedging instruments and qualify for hedge accounting. The MUFG Group designates a derivative as a hedging instrument at the inception of each such hedge relationship, and it documents, for such individual hedging relationships, the risk management objective and strategy, including the item being hedged, the specific risk being hedged and the method used to assess the hedge effectiveness. In order for a hedging relationship to qualify for hedge accounting, the changes in the fair value of the derivative instruments must be highly effective in achieving offsetting changes in fair values or variable cash flows of the hedged items attributable to the risk being hedged. All qualifying hedging derivatives are valued at fair value and included in Other assets or Other liabilities, as appropriate. For fair value hedges, the changes in the fair value of a hedging instrument are recognized in the same income statement line as the hedged item. For cash flow hedges, the changes in the fair value of a hedging instrument are recognized in Accumulated OCI. Amounts realized on cash flow hedges related to variable rate loans are recognized in Net interest income in the period when the cash flow from the hedged item is realized. Any difference that arises from gains or losses on hedging derivatives offsetting corresponding gains or losses on the hedged items, and gains and losses on derivatives attributable to the risks excluded from the assessment of hedge effectiveness are recognized in earnings.

Loans—Loans originated by the MUFG Group ("originated loans") are carried at the principal amount outstanding, adjusted for unearned income and deferred net nonrefundable loan fees and costs. Originated loans held and intended for dispositions or sale in

secondary markets are transferred to the held-for-sale classification and carried at the lower of cost or estimated fair value generally on an individual loan basis. Loan origination fees, net of certain direct origination costs, are deferred and recognized over the contractual life of the loan as an adjustment to yield using a method that approximates the interest method.

The MUFG Group classifies its loan portfolio into the following portfolio segments—Commercial, Residential, Card, MUFG Americas Holdings Corporation ("MUFG Americas Holdings" or "MUAH"), Bank of Ayudhya Public Company Limited ("Krungsri"), and Other based on the grouping used by the MUFG Group to determine the allowance for credit losses. The MUFG Group further classifies the Commercial segment into classes based on initial measurement attributes, risk characteristics, and its method of monitoring and assessing credit risk.

Past due status is determined based on the contractual terms of the loan and the actual number of days since the date the last payment was made.

Originated loans are generally placed on nonaccrual status when substantial doubt exists as to the full and timely collection of either principal or interest, specifically when principal or interest is contractually past due one month or more with respect to loans within all classes of the Commercial segment, three months or more with respect to loans within the Card, MUFG Americas Holdings, and Krungsri segments, and six months or more with respect to loans within the Residential segment. A nonaccrual loan may be restored to an accrual status when interest and principal payments become current and management expects that the borrower will make future contractual payments as scheduled. When a loan is placed on nonaccrual status, interest accrued but not received is generally reversed against interest income. Cash receipts on nonaccrual loans, for which the ultimate collectibility of principal is uncertain, are applied as principal reductions; otherwise, such collections are credited to income.

The MUFG Group modifies certain loans in conjunction with its loss-mitigation activities. Through these modifications, concessions are granted to a borrower who is experiencing financial difficulty, generally in order to minimize economic loss, to avoid foreclosure or repossession of collateral, and to ultimately maximize payments received from the borrower. The concessions granted vary by portfolio segment, by program, and by borrower-specific characteristics, and may include interest rate reductions, term extensions, payment deferrals, and partial principal forgiveness. Loan modifications that represent concessions made to borrowers who are experiencing financial difficulties are identified as troubled debt restructurings ("TDRs").

Generally, accruing loans that are modified in a TDR remain as accruing loans subsequent to the modification, and nonaccrual loans remain as nonaccrual. However, if a nonaccrual loan has been modified as a TDR, the borrower is not delinquent under the modified terms, and demonstrates that its financial condition has improved, the MUFG Group may reclassify the loan to accrual status. This determination is generally performed at least once a year through a detailed internal credit rating review process. Once a nonaccrual loan is deemed to be a TDR, the MUFG Group will continue to designate the loan as a TDR even if the loan is reclassified to accrual status.

Loan Securitization—The MUFG Group securitizes and services commercial, industrial, and residential loans in the normal course of business. The MUFG Group accounts for a transfer of loans in a securitization transaction as a sale if it meets relevant conditions for the surrender of control. Otherwise, the transfer is accounted for as a collateralized borrowing transaction. When a securitization is accounted for as a sale, the proceeds from a sale of financial assets consist of the cash and any other assets obtained, including beneficial interests and separately recognized servicing assets, in the transfer less any liabilities incurred, including separately recognized servicing liabilities. All proceeds and reductions of proceeds from a sale shall be initially measured at fair value.

Allowance for Credit Losses (Loans)—The MUFG Group maintains an allowance for credit losses, which is a valuation account that is deducted from the amortized cost basis of the loans to present the net amount expected to be collected on the loans. The amount necessary to adjust the allowance for credit losses for management's current estimate of expected credit losses on loans is reported in net income as a credit loss expense.

Actual credit losses (amounts deemed uncollectible, in whole or in part), net of recoveries, are generally determined based on detailed loan reviews and a credit assessment by management at each balance sheet date and are deducted from the allowance for credit losses as net charge-offs. The MUFG Group generally applies its charge-off policy to all loans in its portfolio regardless of the type of borrower. Management believes that the provision for credit losses is adequate.

Key elements relating to the policies and discipline used in determining the allowance for credit losses are credit classification and the related borrower categorization process. The categorization is based on conditions that may affect the ability of borrowers to service their debt, taking into consideration current financial information, historical payment experience, credit documentation, public information, analyses of relevant industry segments and existing economic conditions. In determining the appropriate level of the allowance, the MUFG Group evaluates the probable loss by collateral value, historical loss experience, probability of insolvency and category of loan based on its type and characteristics.

For the allowance methodology, the MUFG Group uses quantitative models that incorporate economic forecast scenarios. These economic forecast scenarios include macroeconomic variables that have historically been correlated with historical credit losses. These variables include, but are not limited to, unemployment rates and gross domestic product. As any one economic forecast scenario is inherently uncertain, multiple economic forecast scenarios were leveraged. The macroeconomic variables in multiple economic forecast scenarios and weightings given to each scenario depend on a variety of factors including recent economic conditions and views of internal, as well as third-party, economists. The allowance for credit losses for TDR is measured using the discounted cash flow method, or based on the fair value of the collateral if the loan is collateral dependent.

The allowance for credit losses includes qualitative adjustments to cover losses that are expected but were not reflected in the modeled allowance. For example, factors that the MUFG considers include remaining time to maturity and extent of prepayments, credit concentration, the volume and severity of past due, changes in lending policy and procedures, among others.

In all segments, when estimating the allowance for credit losses, significant management assumptions are incorporated in economic variables, qualitative adjustments, or both to capture the heightened volatility and uncertainty in the economy due to the COVID-19 pandemic.

There are de minimis or zero expected credit losses, for example, for lending and financing transactions, such as Interest-earning deposits in other banks, Call loans and funds sold, Receivables under resale agreements and Receivables under securities borrowing transactions because the term is short and the credit quality of the borrowers is normal.

The methodologies used to estimate the allowance and the charge-off policy for the major portfolio segments are as follows:

Commercial segment

In the Commercial segment, expected credit losses of loans are measured on a collective basis when similar risk characteristics exist. Risk characteristics that are considered for aggregation of loans include internal credit ratings, geographical location, and industry of the borrower. The collectively-assessed allowance is measured over the contractual term of the loans that is adjusted for expected prepayments, using probability of default ("PD"), loss given default ("LGD") and exposure at default ("EAD") loss forecasting model, which is based on historical information and adjusted to incorporate expectations of future economic conditions considering economic variables such as gross domestic product and unemployment rates. The PD is determined as the marginal PD that denotes the likelihood that a borrower is observed to experience the default during a defined period of time, based on internal credit rating, geographical location, or industry of the borrower. The LGD is determined as the estimated loss on the loan that would be realized upon the default of the borrower, mainly based on the historical experience of collections against loans in default. The PD and LGD are continually reviewed to determine the appropriate level of the allowance for credit loss.

Qualitative adjustments are made to cover losses that are expected but not adequately captured in the quantitative forecasting model or economic assumptions, considering factors such as remaining time to maturity and extent of prepayments, the volume and severity of past due loans, changes in lending policy and procedures, the industry in which a borrower operates, and changes in other external factors. The collectively-assessed allowance methodology incorporates an economic forecast over a three-year period. Beyond the three-year economic forecast, the allowance methodology reverts to an average historical loss information on a straight-line basis over a two-year period. When a loan does not share risk characteristics with other loans, expected credit losses for that loan are measured on an individual basis. Individually-assessed allowance is measured based on the present value of expected future cash flows discounted at the loan's original effective interest rate, or the fair value of the collateral if the loan is collateral dependent.

The allowance for loans that have been modified into a TDR or reasonably expected to be modified into TDR are measured on an individual basis. For nonaccrual TDRs, the allowance for credit losses is provided for these loans using the discounted cash flow method, or based on the fair value of the collateral. For TDRs accounted for as accruing loans, the allowance for credit losses is determined by discounting the estimated future cash flows using the original effective interest rate of the loans prior to modification.

In relation to loans categorized as Legally/Virtually Bankrupt, the carrying amount of loans less estimated value of the collateral and guaranteed amount is generally considered uncollectible, and is charged off.

Residential segment

In the Residential segment, the loans are comprised of smaller-balance homogeneous loans and expected credit losses of loans are measured on a collective basis. The allowance for credit losses is measured over the contractual term of the loans that is adjusted for expected prepayments, using the state transition probability matrix, which captures delinquency status changes and prepayments by loans' remaining term, and is based on historical information and adjusted to incorporate expectations of future economic conditions considering economic variables, such as unemployment rates. The LGD is also used to capture the estimated loss on the loan that

would be realized upon the default of the borrower. The collectively-assessed allowance methodology incorporates an economic forecast over a three-year period. Beyond the three-year economic forecast, the allowance methodology reverts to average historical loss information on a straight-line basis over a two-year period.

The allowance for loans that have been modified into a TDR or reasonably expected to be modified TDR are measured on an individual basis. For nonaccrual TDRs, the allowance for credit losses is provided for these loans using the discounted cash flow method, or based on the fair value of the collateral. For TDRs accounted for as accruing loans, the allowance for credit losses is determined by discounting the estimated future cash flows using the original effective interest rate of the loans prior to modification.

In relation to loans that are in past due status over a certain period of time and deemed uncollectible, the carrying amount of loans less estimated value of the collateral and guaranteed amount is generally considered uncollectible and charged off.

Card segment

In the Card segment, the loans are smaller-balance homogeneous loans and expected credit losses of loans are measured on a collective basis. The allowance for credit losses is measured over the contractual term of the loans that is adjusted for expected prepayments, using the state transition probability matrix, which captures delinquency status changes and prepayments by loans' remaining term, and is based on historical information and adjusted to incorporate expectations of future economic conditions considering economic variables, such as unemployment rate. The collectively-assessed allowance methodology incorporates an economic forecast over a three-year period. Beyond the three-year economic forecast, the allowance methodology reverts to average historical loss information.

The allowance for loans that have been modified into a TDR or reasonably expected to be modified TDR are measured on an individual basis, and the allowance for credit losses is determined using the discounted cash flow method whereby the estimated future cash flows are discounted using the original effective interest rate of the loans prior to modification.

In relation to loans that are in past due status over a certain period of time and deemed uncollectible, the amount of loans is generally fully charged off.

MUFG Americas Holdings segment

In the MUFG Americas Holdings segment, expected credit losses are measured on a collective basis when similar risk characteristics exist. The allowance for credit loss is calculated as the product of PD, LGD, and EAD modeled parameters that are projected over the assets' remaining contractual lives.Expected loss models use historical loss information and a variety of economic assumptions that consider economic variables such as gross domestic product and unemployment rates, to estimate PD, LGD, and EAD. These models are tailored to different loan segments, classes and products by changing the economic variables or their weighting in the calculation used to estimate expected losses. The collectively-assessed allowance methodology incorporates an economic forecast over a three-year period. Beyond the two-year economic forecast, the allowance methodology reverts to average historical loss information on a straight-line basis over two-year period. Loans that do not share risk characteristics are evaluated individually to determine the allowance balance. Individually-assessed allowance is measured based on the present value of expected future cash flows discounted at the loan's effective interest rate, or the fair value of the collateral if the loan is collateral dependent.

Management implements qualitative adjustments to the collectively-assessed allowance to account for the risks not incorporated in the model between current conditions and those reflected in the historical loss information used to estimate the models. These qualitative factors include changes in credit policies, problem loan trends, identification of new risks not incorporated into the modeling framework, credit concentrations, changes in lending management and other external factors. Qualitative adjustments are also used to adjust the collectively-assessed allowance to account for risks attributed to imprecision in the economic forecast and when risks emerge that impact specific portfolio components (i.e., natural disasters).

The allocated allowance for large groups of smaller-balance homogeneous loans is established for consumer loans as well as for smaller balance commercial loans. These loans are managed on a pool basis, and loss factors are based on expected net charge-off ranges.

The allowance for loans that have been modified into a TDR or reasonably expected to be modified TDR are measured either individually or in pools with similar risk characteristics. The allowance for individually assessed TDR loans can be measured using a discounted cash flow methodology, or by evaluating the fair value of the collateral, if collateral dependent. When the value of a concession cannot be measured using a method other than the discounted cash flow method, the value of a concession is measured by discounting the expected future cash flows at the original interest rate of the loan.

Commercial loans are generally considered uncollectible based on an evaluation of the financial condition of a borrower as well as the value of any collateral and, when considered to be uncollectible, loans are charged off in whole or in part. Consumer loans are generally considered uncollectible based on past due status and the value of any collateral and, when considered to be uncollectible, loans are charged off in whole or in part.

Krungsri segment

In the Krungsri segment, expected credit losses are measured on a collective basis for portfolios of loans that share similar economic risk characteristics. Expected credit losses are a probability-weighted estimate of the present value of credit losses. These are measured as the present value of the difference between the cash flows under the contract and the cash flows expected to be received arising from the weighting of multiple future economic scenarios that consider economic variables such as gross domestic product and unemployment rates, discounted at the loan's effective interest rate. Qualitative adjustments are made to cover losses that are expected but not adequately captured in the quantitative forecasting model. Loans that do not share risk characteristics are evaluated individually to determine the allowance balance. Individually-assessed allowance is measured based on the present value of expected future cash flows discounted at the loan's original effective interest rate, or the fair value of the collateral if the loan is collateral dependent.

The allocated allowance for large groups of smaller-balance homogeneous loans is established for smaller balance loans such as housing loans, credit card loans, and personal loans. These loans are managed on a pool basis, and loss factors are based on expected net charge-off ranges.

The allowance for loans that have been modified into a TDR or reasonably expected to be modified TDR are measured on an individual basis. For nonaccrual TDRs, the allowance for credit losses is provided for these loans using the discounted cash flow method, or based on the fair value of the collateral. For TDRs accounted for as accruing loans, the allowance for credit losses is determined by using the discounted cash flow method whereby the estimated future cash flows are discounted using the original effective interest rate of the loans prior to modification.

Loans to customers are charged off when they are determined to be uncollectible considering the financial condition of a borrower.

Allowance for Off-Balance Sheet Credit Instruments—The MUFG Group maintains an allowance for credit losses on off-balance sheet credit instruments that are not unconditionally cancellable, including commitments to extend credit, guarantees, standby letters of credit and other financial instruments. The allowance is recorded as a liability in Other liabilities. The MUFG Group adopts the same methodology used in determining the allowance for credit losses on loans. Potential credit losses related to derivatives are considered in the fair value of the derivatives.

Premises and Equipment—Premises and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is charged to operations over the estimated useful lives of the related assets. Leasehold improvements are depreciated over the terms of the respective leases or the estimated useful lives of the improvements, whichever is shorter. MUFG, MUFG Bank and Mitsubishi UFJ Trust and Banking apply the declining-balance method in depreciating their premises and equipment, while other subsidiaries mainly apply the straight-line method, at rates principally based on the following estimated useful lives:

	Years
Buildings	15 to 50
Equipment and furniture	2 to 20
Leasehold improvements	2 to 39

Maintenance, repairs and minor improvements are charged to operations as incurred. Major improvements are capitalized. Net gains or losses on dispositions of premises and equipment are included in Other non-interest income or expense, as appropriate.

Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of an asset to be held and used is measured by a comparison of the carrying amount to future undiscounted net cash flows expected to be generated by the asset. If an asset is considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset exceeds the fair value. For purposes of recognition and measurement of an impairment loss, a long-lived asset or assets are grouped with other assets and liabilities at the lowest level with independent and identifiable cash flows. Assets to be disposed of by sale are reported at the lower of the carrying amount or fair value less estimated cost to sell.

Asset retirement obligations related to restoration of certain leased properties upon lease termination are recorded in Other liabilities with a corresponding increase in leasehold improvements. The amounts represent the present value of expected future cash flows associated with returning such leased properties to their original condition. The difference between the gross and present value of expected future cash flows is accreted over the life of the related leases as a non-interest expense.

Goodwill—The MUFG Group recognizes goodwill, as of the acquisition date, measured as the excess of the purchase price over the fair value of the net assets acquired. Goodwill related to investments in equity method investees is included in Other assets as a part of the carrying amount of investments in equity method investees.

Goodwill arising from a business combination is not amortized but is tested at least annually for impairment. Goodwill is recorded at a designated reporting unit level for the purpose of assessing impairment.

A reporting unit is an operating segment, or an identified business unit one level below an operating segment. An impairment loss is recognized to the extent that the carrying amount of a reporting unit exceeds its fair value, but not exceeding the total amount of goodwill allocated to that reporting unit.

Intangible assets—Intangible assets consist of software, core deposit intangibles, customer relationships, trade names and other intangible assets. These are amortized over their estimated useful lives unless they have indefinite useful lives. Amortization of intangible assets is computed in a manner that best reflects the economic benefits of the intangible assets as follows:

	Useful lives (years)	Amortization method
Software	3 to 10	Straight-line
Core deposit intangibles	9 to 16	Straight-line
Customer relationships	3 to 27	Straight-line, Declining-balance
Trade names	10 to 40	Straight-line

Intangible assets having indefinite useful lives are not amortized but are subject to annual impairment tests. An impairment exists if the carrying value of an indefinite-lived intangible asset exceeds its fair value. For other intangible assets subject to amortization, an impairment is recognized if the carrying amount is not recoverable and the carrying amount exceeds the fair value of the intangible asset.

The MUFG Group capitalizes certain costs associated with the acquisition or development of internal-use software. Costs subject to capitalization are salaries and employee benefits for employees who are directly associated with and who devote time to the internal-use computer software project, to the extent of time spent directly on the project. Once the software is ready for its intended use, the MUFG Group begins to amortize capitalized costs on a straight-line basis.

Assets and Liabilities Held for Sale—The MUFG Group classifies assets and liabilities as held for sale ("disposal group") when management, having the authority to approve the action, commits to a plan to sell the disposal group and the sale is probable within one year, actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn, and the disposal group is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such disposal groups. The disposal group is measured at the lower of carrying value or fair value less costs to sell. Any loss resulting from the measurement is recognized in the period the held-for-sale criteria are met. Conversely, gains are not recognized until the date of the sale. After being classified as held for sale, loans held for investment are transferred to loans held for sale, carried at the lower of cost or fair value measured on a portfolio basis, and no allowance for loan losses is estimated. After being classified as held for sale, held-to-maturity debt securities are transferred to securities available for sale and assets are not depreciated or amortized.

In September 2021, the MUFG Group agreed to the sale of all shares in MUFG Union Bank, N.A., the wholly-owned primary operating subsidiary in the United States, to U.S. Bancorp. As a result, the assets and liabilities of MUFG Union Bank, which will be transferred to U.S. Bancorp, were reclassified as held for sale, and included in Other assets and Other liabilities in the accompanying consolidated balance sheets at March 31, 2022. See Note 2 for further discussion. Unless otherwise indicated, all other notes to the consolidated financial statements do not include amounts of assets and liabilities held for sale.

Accrued Severance and Pension Liabilities—The MUFG Group has defined benefit pension plans and other postretirement benefit plans, including severance indemnities plans ("SIPs"). The liabilities related to these plans are computed and recognized based on actuarial computations. Net actuarial gains and losses that arise from differences between actual experience and assumptions are

generally amortized over the average remaining service period of participating employees if it exceeds the corridor, which is defined as the greater of 10% of plan assets or the projected benefit obligation. Under the guidance related to employers' accounting for defined benefit pension and other postretirement plans, the MUFG Group recognizes a net liability or asset to report the funded status of its defined benefit pension and other postretirement plans in the accompanying consolidated balance sheets and mainly recognizes changes in the funded status of defined benefit pension and other postretirement plans in the year in which the changes occur in Accumulated OCI. Based on actuarial computations of current and future employee benefits, the service cost component is charged to Salaries and employee benefits while other components of net pension benefit/cost are charged to Other non-interest expenses. The MUFG Group measures plan assets and benefit obligations as of the date of the consolidated balance sheets.

Long-Term Debt—Premiums, discounts and issuance costs of long-term debt are amortized based on the method that approximates the interest method over the term of the long-term debt.

Obligations under Guarantees—The MUFG Group provides customers with a variety of guarantees and similar arrangements, including standby letters of credit, financial and performance guarantees, credit protection, and liquidity facilities. The MUFG Group recognizes guarantee fee income over the guarantee period based on the contractual terms of the guarantee contracts. It is the MUFG Group's business practice to receive a guarantee fee at the inception of the guarantee, which approximates market value of the guarantee and is initially recorded as a liability, which is then recognized as guarantee fee income over the guarantee period.

Allowance for Repayment of Excess Interest—The MUFG Group maintains an allowance for repayment of excess interest based on an analysis of past experience of reimbursement of excess interest, borrowers' profile, recent trend of borrowers' claims for reimbursement, and management's future forecasts. The allowance is recorded as a liability in Other liabilities.

Fees and Commissions—The MUFG Group recognizes revenue from contracts with customers in the amount of consideration it expects to receive upon the transfer of control of a good or service. The timing of recognition is dependent on whether the MUFG Group satisfies a performance obligation by transferring control of the product or service to a customer over time or at a point in time.

The following is an explanation of the MUFG Group's key revenue from contracts with customers and the timing of its recognition.

Fees and commissions on deposits consist of fees and commissions charged for transaction-based services such as usage of automated teller machines and withdrawal services, and for periodic account maintenance services. The MUFG Group's performance obligation for transaction-based services is satisfied and the fees and commissions are recognized at the point in time when the MUFG Group's performance under the terms of a contractual arrangement is completed, which is at the settlement of a transaction, while the MUFG Group's performance obligation for maintenance services is satisfied and the fees and commissions are recognized over the course of each month.

Fees and commissions on remittances and transfers consist of fees and commissions charged for settlement transactions such as domestic fund remittances, including electronic banking transactions, and are recognized at the point in time when the MUFG Group's performance under the terms of a contractual arrangement is completed, which is at the settlement of a transaction.

Fees and commissions on foreign trading business consist of fees and commissions charged for fund collection and trade-related financing services related to foreign trading business, and are recognized in the period in which the related service is provided. If they arise from foreign trading business activities under which the customer consumes the related services at a point in time (e.g. foreign exchange fees), such fees are recognized at the same point in time. If they arise from foreign trading business activities under which the customer consumes the related services equally over the period of service (e.g. commercial letters of credit), such fees are recognized over the same period.

Fees and commissions on credit card business consist of fees and commissions such as interchange income, royalty and other service charges from franchisees. Interchange income from the credit card business is recognized as processed transactions are settled through the associated payment networks, while royalty and other service charges related to the credit card business are recognized on a straight-line basis over the period of service.

Fees and commissions on security-related services primarily consist of fees and commissions for sales and transfers of securities including investment funds, underwriting, brokerage and advisory services, arrangement fees on securitizations, and agency services for the calculation and payment of dividends. Fees and commissions on security-related services are recognized in the period in which the related service is provided. If they arise from security-related services under which the customer consumes the related services at a point in time (e.g. sales and transfers of securities are executed at the customer's direction; underwritings of debt and equity securities or securitizations are completed at the trade date; advice is provided to the clients; and dividends are calculated and then paid to investors), such fees are recognized at the same point in time. If they arise from security-related services under which the customer

consumes the related services equally over the period of service (e.g. retainer fees on M&A advisory fees), such fees are recognized over the same period. The advisory fees which are paid upon meeting certain performance goals (e.g. success fees on M&A advisory fees) are recognized at the point in time when the performance goals are met.

Fees and commissions on administration and management services for investment funds primarily consist of fees and commissions earned from administrating and managing investment funds, including assets under management on behalf of clients. Such fees and commissions are recognized equally over the period of service at the amount calculated primarily based on the outstanding amount of each entrusted asset, the percentage of fees, and the extent of the service provided to administer the investment funds.

Trust fees consist primarily of fees earned by fiduciary asset management and administration services for corporate pension plans and investment funds, and are recognized on an accrual basis, generally based on the volume of trust assets under management and/or the operating performance for the accounting period of each trust account. With respect to the trust accounts with a guarantee of trust principal, trust fees are determined based on the profits earned by individual trust accounts during the trust accounting period, less deductions, including provision for reserves, impairment for individual investments and dividends paid to beneficiary certificate holders. The trust fees for these trust accounts are accrued based on the amounts expected to be earned during the accounting period of each trust account.

Guarantee fees consist of fees related to the guarantee business such as providing guarantees on residential mortgage loans and other loans, and are recognized over the contractual periods of the respective guarantees.

Insurance commissions consist of commissions earned from third-party insurance companies for marketing and selling insurance products and for the maintenance of insurance contracts. The former is recognized at the point in time which the associated service is fulfilled as the insurance contract is established by the insurance company, while the latter is recognized over the insurance period.

Fees and commissions on real estate business primarily consist of fees from real estate agent services, and are recognized in the period in which the related service is provided when assisting customers in the sales or purchase of real estate property.

Other fees and commissions include various fees and commissions earned on services to customers which have performance obligations that the MUFG Group completes in order to recognize revenue. The primary portion includes non-refundable financing related fees such as arrangement fees that are recognized when the service is provided.

Income Taxes—The MUFG Group accounts for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and deferred tax liabilities for the expected future tax consequences of events that have been included in the accompanying consolidated financial statements. Under this method, deferred tax assets and deferred tax liabilities are determined based on the differences between the financial statements and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and deferred tax liabilities is recognized in income in the period that includes the enactment date.

The MUFG Group records net deferred tax assets to the extent these assets will more likely than not be realized. In making such determination, all available positive and negative evidence is considered, including future reversals of existing taxable temporary differences, projected future taxable income, tax planning strategies and recent financial operations. In the event the MUFG Group were to determine that it would be able to realize deferred tax assets in the future in excess of their net recorded amount, the MUFG Group would make an adjustment to the valuation allowance, which would reduce the provision for income taxes.

Uncertain tax positions are recorded on the basis of a two-step process whereby (1) it is determined whether it is more likely than not that the tax position will be sustained on the basis of its technical merits, and (2) for those tax positions that meet the more-likely-than-not recognition threshold, the MUFG Group recognizes the largest amount of tax benefit that is more than 50% likely to be realized upon ultimate settlement with the related tax authority. The MUFG Group recognizes interest and penalties related to unrecognized tax benefits within income tax expense. Accrued interest and penalties are included within Other liabilities.

Free Distributions of Common Shares—As permitted by the Companies Act of Japan (the "Companies Act"), Japanese companies, upon approval by the Board of Directors, may make a free distribution of shares, in the form of a "stock split" as defined, to shareholders. In accordance with generally accepted accounting practice in Japan, such distribution does not give rise to any change in capital stock or capital surplus accounts. Common shares distributed are recorded as shares issued on the distribution date. See Note 18 for further information.

Earnings (loss) per Common Share—Basic earnings per share ("EPS") excludes dilutive effects of potential common shares and is computed by dividing earnings applicable to common stock shareholders by the weighted average number of common shares outstanding for the period, while diluted EPS gives effect to all dilutive potential common shares that were outstanding during the period. See Note 22 for the computation of basic and diluted EPS.

Treasury Stock—The MUFG Group presents its treasury stock, including shares of MUFG owned by its subsidiaries and affiliated companies, as a reduction of equity on the accompanying consolidated balance sheets at cost and accounts for treasury stock transactions under an average cost method. Gains (losses) on sales of treasury stock are charged to capital surplus and unappropriated retained earnings.

Comprehensive Income—Comprehensive income includes net income (loss) before attribution to noncontrolling interests and other comprehensive income ("OCI"). All changes in unrealized gains and losses on investment securities, unrealized gains and losses on derivatives qualifying for cash flow hedges, defined benefit plans and foreign currency translation adjustments constitute OCI and are presented, with related income tax effects, in the accompanying consolidated statements of comprehensive income. OCI also includes changes in the instrument-specific credit risk on financial liabilities ("debt valuation adjustments" or "DVA") accounted for under the fair value option.

Stock-Based Compensation—MUFG and certain of its subsidiaries have a stock compensation-type stock option plan ("Stock Option Plan") for directors (excluding outside directors and directors serving as audit committee members), corporate executives, executive officers and senior fellows (collectively, "officers"). Compensation costs under the Stock Option Plan are recognized based on the grant date fair value of the stock option ("Stock Acquisition Rights") over the period during officers are required to provide service in accordance with the terms of the plan. MUFG and certain of its subsidiaries also have performance-based stock compensation plan ("the Board Incentive Plan"). The awards granted under the Board Incentive Plan are classified as either liability for the part of award which are provided to officers in cash or equity for the part of award which are provided to officers in the common shares of MUFG. Compensation costs are recognized over the requisite service period for the entire awards. For awards classified as liability, compensation costs are measured based on the fair value calculated by the quoted price of common shares of MUFG at the date of fiscal year-end and remeasured at the end of each reporting period. Changes in quoted prices of common shares of MUFG between the date of grant and the settlement of awards are recognized in the period which the changes occur. For awards classified as equity, compensation costs are measured based on the grant date fair value by the quoted price of the common shares of MUFG.

Accounting Changes

Measurement of Credit Losses on Financial Instruments—In June 2016, the Financial Accounting Standards Board ("FASB") issued new guidance which replaces the incurred loss impairment methodology in current U.S. GAAP with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to estimate credit losses. Under this guidance, the measurement of expected credit losses is based on relevant information about past events, including historical experience, current conditions, and reasonable and supportable forecasts that affect the collectibility of the reported amount of the financial asset (or a group of financial assets) measured at amortized cost basis. For available-for-sale debt securities, a credit loss is recorded through an allowance for credit losses and the amount of the allowance is limited to the amount by which fair value is below amortized cost. For purchased financial assets with a more-than-insignificant amount of credit deterioration since origination that are measured at amortized cost basis, the initial allowance for credit losses is added to the purchase price rather than being reported as a credit loss expense, only subsequent changes in the allowance are recorded as a credit loss expense, and interest income is recognized based on the effective interest rate, excluding the discount embedded in the purchase price that is attributable to the acquirer's assessment of credit losses at acquisition. This guidance also expands the disclosure requirements regarding an entity's assumptions, models, and methods for estimating the allowance, and requires the entity to disclose the amortized cost balance for each class of financial asset by credit quality indicator, disaggregated by the year of origination.

In April 2019 and November 2019, the FASB issued additional guidance to improve certain aspects of this guidance. This guidance is effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. The MUFG Group adopted the guidance on April 1, 2020. Upon adoption, the MUFG Group resulted in an increase in the beginning balance of the allowance for credit losses and the allowance for off-balance sheet credit instruments of ¥408.1 billion and a decrease in retained earnings of ¥285.8 billion.

Recently Issued Accounting Pronouncements

Troubled Debt Restructurings and Vintage Disclosures – In March 2022, the FASB issued new guidance which eliminates the accounting and disclosure requirements for troubled debt restructurings by creditors and introduces new required disclosures for loan modifications made to borrowers experiencing financial difficulty. The guidance also amends the requirement for vintage disclosures

to disclose current period gross charge-offs by year of origination. This guidance is effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. Early adoption is permitted, including adoption in an interim period. The MUFG Group is currently evaluating what effect this guidance will have on its consolidated financial statements and related disclosures.

2. BUSINESS DEVELOPMENTS

Acquisition of shares in Bank Danamon in Indonesia

On December 26, 2017, MUFG Bank entered into conditional share purchase agreements with Asia Financial (Indonesia) Pte. Ltd. ("AFI") and other affiliated entities (the "Sellers") to acquire their 73.8% equity interests in an Indonesian bank, PT Bank Danamon Indonesia, Tbk. ("Danamon"), subject to applicable regulatory approvals.

Danamon, which was established in 1956, is the fifth most profitable Indonesian commercial bank in terms of net income. Danamon provides banking and financial products and services to consumer, small and medium enterprise ("SME") and corporate customers, with a network of around 900 offices in Indonesia.

MUFG Bank intends to establish an integrated and comprehensive services platform that serves as a gateway for clients wishing to make inroads into Indonesia's growing economy as well as local companies seeking to expand into the region. This investment is also expected to strategically allow MUFG Bank to benefit from Danamon's foothold in the developing local retail and SME segments to deepen its banking franchise in Indonesia.

This strategic investment by MUFG Bank was executed through three steps (the "Proposed Transaction"), and the completion of the Proposed Transaction resulted in MUFG Bank becoming the largest shareholder in Danamon and Danamon becoming a consolidated subsidiary of MUFG Bank.

In Step 1, MUFG Bank acquired an initial 19.9% equity interest in Danamon from the Sellers on December 29, 2017, based on a price of IDR 8,323 (approximately ¥70[1]) per share, for an investment amount of IDR 15,875 billion (approximately ¥133 billion [1]). The price was based on a price book-value ratio of 2.0 calculated on the basis of Danamon's net assets as of September 30, 2017 with certain adjustments applied. AFI continues to be the majority shareholder in Danamon after closing of Step 1. MUFG Bank classified Danamon's equity securities as Available-for-sale securities on the acquisition date.

In Step 2, MUFG Bank acquired an additional 20.1% equity interest in Danamon from the Sellers on August 3, 2018, based on a price of IDR 8,921 (approximately ¥69[2]) per share, for an investment amount of IDR 17,187 billion (approximately ¥132.3 billion[2]). The price was based on a price book-value ratio of 2.0 calculated on the basis of Danamon's net assets as of June 30, 2018 with certain adjustments applied. As a result, equity interest in Danamon increased to 40%, and MUFG Bank started to apply the equity method of accounting for its investment in Danamon during the six months ended September 30, 2018.

In Step 3, MUFG Bank acquired an additional 54.0% equity interest in Danamon from AFI and other shareholders on April 29, 2019, based on a price of IDR 9,590 (approximately ¥77[3]) per share, for an investment amount of IDR 50 trillion (approximately ¥397 billion) in cash. As a result, equity interest in Danamon increased to 94.0%, and Danamon became a consolidated subsidiary of MUFG Bank. The MUFG Group recorded goodwill of ¥254,271 million, none of which is deductible for income tax purposes and intangible assets of ¥146,899 million. The MUFG Group also recorded noncontrolling interests of ¥51,314 million at fair value determined by a quoted market price as of the acquisition date. The equity interest in Danamon held by MUFG Bank immediately before the acquisition date was remeasured to the fair value of ¥271,830 million based on the quoted market price, resulting in recognition of profits of ¥41,218 million which is included in Gain on remeasurement of previously held equity method investment in the accompanying consolidated statements of operations for the fiscal year ended March 31, 2020. During the fiscal year ended March 31, 2020, the MUFG Group incurred ¥869 million of acquisition-related costs. These expenses are included in Other non-interest expenses in the accompanying consolidated statements of operations for the fiscal year ended March 31, 2020. The revenue and net loss of Danamon and its subsidiaries since the acquisition date were ¥119,331 million and ¥4,553 million for the fiscal year ended March 31, 2020. In addition, MUFG Bank acquired an additional 92.1% equity interest in PT Bank Nusantara Parahyangan, Tbk. ("BNP") from ACOM CO., LTD., an equity method investee of MUFG, and other shareholders, based on a price of IDR 4,088 (approximately ¥33[3]) per share, for an investment amount of IDR 3 trillion (approximately ¥24.1 billion). As a result, equity interest in BNP increased to 99.9%, and BNP became a consolidated subsidiary of MUFG Bank.

On May 1, 2019, MUFG Bank merged BNP into Danamon, acquiring an additional equity interest in Danamon in exchange for its equity interest in BNP, which resulted in MUFG Bank holding 94.1% equity interest in Danamon.

Notes:

(1) Calculated based on the exchange rate of IDR1 = ¥0.0084

(2) Calculated based on the exchange rate of IDR1 = ¥0.0077

(3) Calculated based on the exchange rate of IDR1 = ¥0.0080

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed of Danamon and its subsidiaries as of the acquisition date:

	(in millions)
Loans	¥ 1,086,638
Intangible assets[1]	146,899
Total assets	1,728,480
Deposits—Total deposits	915,075
Total liabilities	1,242,115

Note:

(1) Intangible assets with a weighted average amortization period of 13.2 years primarily include ¥79,552 million of relationships with agents with a weighted average amortization period of 13.1 years and ¥44,140 million of core deposit intangibles with a weighted average amortization period of 10.1 years.

Included in the table above are loans with fair values totaling ¥1,068,906 million, which were not subject to the guidance on loans and debt securities acquired with deteriorated credit quality. As of the acquisition date, the gross contractual amounts receivable for these loans totaled ¥1,082,422 million, of which ¥34,363 million is not expected to be collected.

Acquisition of Colonial First State Global Asset Management

On August 2, 2019, Mitsubishi UFJ Trust and Banking acquired 100.0% of the shares in each of the nine subsidiaries of Colonial First State Group Limited, for ¥312,225 million in cash, from Australian financial group Commonwealth Bank of Australia and its wholly-owned subsidiary, Colonial First State Group Limited, and thereby recorded goodwill of ¥177,065 million, none of which is deductible for income tax purposes and intangible assets of ¥105,973 million with a weighted average amortization period of 18.7 years primarily include ¥100,862 million of customer relationships with a weighted average amortization period of 18.0 years. These nine subsidiaries collectively, including their subsidiaries, had represented the global asset management business of Colonial First State Global Asset Management, and were renamed First Sentier Investors ("FSI") on September 16, 2019.

The MUFG Group is seeking the opportunities to enhance its competitive edge as well as expanding its client base globally in asset management business. The acquisition of FSI is a milestone to strengthen its capability and that is the reason such goodwill was paid which is allocated to the segment of Asset Management & Investor Services Business Group. The MUFG Group will continue to respond to customer expectations by leveraging the advantages and brands of FSI as well as the MUFG Group's original asset management arms, aiming to become an asset management service provider with a global presence.

The assets acquired and liabilities assumed were recorded at their estimated fair values on the acquisition date. During the fiscal year ended March 31, 2020, the MUFG Group incurred ¥3,775 million of acquisition-related costs. These expenses are included in Other non-interest expenses in the accompanying consolidated statements of operations for the fiscal year ended March 31, 2020. Total assets acquired amounted to ¥197,867 million, including cash and bank deposits of ¥42,019 million and intangible assets of ¥105,973 million, and total liabilities assumed amounted to ¥68,519 million, including accrued bonuses of ¥18,769 million. The revenue and net loss of FSI and its subsidiaries since the acquisition date were ¥38,508 million and ¥734 million for the fiscal year ended March 31, 2020.

Acquisition of DVB Bank SE's Aviation Finance Division

On March 1, 2019, MUFG Bank and BOT Lease Co., Ltd. ("BOT Lease"), entered into an agreement with DVB Bank SE ("DVB") to transfer DVB's aviation finance division, including aviation finance-related business, to MUFG Bank and BOT Lease.

The purpose of the transaction is to improve the MUFG Group's ability to offer bespoke solutions to its clients by enhancing its global corporate investment banking business platform in terms of higher returns, diversifying its portfolio, broadening its customer base, and securing experienced professionals.

On November 18, 2019, MUFG Bank acquired DVB's most of aviation finance client lending portfolio, employees, and other part of the operation infrastructure for ¥555 billion in cash. MUFG Bank recorded goodwill of ¥32,591 million. During the fiscal year ended March 31, 2021, the purchase price adjustments were made, which increased goodwill by ¥1,105 million. In November 2020, MUFG Bank decided to discontinue the acquisition of DVB's aviation investment management and asset management businesses, that

was initially planned to be transferred to a newly established subsidiary of BOT Lease, since it was difficult to fully obtain the approval of the relevant national authorities.

The following table summarizes the estimated fair values of the assets acquired and liabilities as of the acquisition date:

	(in millions)
Loans	¥ 515,933
Total assets	522,797
Total liabilities	138

Agreement to Sell MUFG Union Bank and Invest in Shares of U.S. Bancorp

In September 2021, the MUFG Group agreed to the sale of all shares in MUFG Union Bank, N.A., the wholly-owned primary operating subsidiary in the United States, to U.S. Bancorp. The businesses of MUFG Union Bank that the MUFG Group will transfer to U.S. Bancorp exclude the Global Corporate & Investment Banking (GCIB) business (with certain exceptions as agreed to by the parties, including certain deposits of the GCIB business that will be retained by MUFG Union Bank), the Global Markets business to the extent related to the GCIB business and certain assets and liabilities etc. that are part of shared middle and back office functions etc. Under a legal agreement, the assets and liabilities of these operations will be transferred to other entities within MUFG before it sells the shares of MUFG Union Bank. The transfer of the MUFG Union Bank shares to U.S. Bancorp was originally expected to become effective in the first half of calendar year 2022. However, required U.S. regulatory approval process remains ongoing. Therefore, the expected closing date has shifted to the second half of calendar year 2022, subject to the receipt of required regulatory approvals and the satisfaction of other closing conditions. Through this transaction, the MUFG Group aims to maximize shareholder value by improving our capital efficiency.

The assets and liabilities of MUFG Union Bank, which will be transferred to U.S. Bancorp, were reclassified as held for sale, and included in Other assets and Other liabilities in the accompanying consolidated balance sheets at March 31, 2022.

Assets and liabilities reclassified as held for sale at March 31, 2022 are shown below:

	At March 31, 2022 (in millions)
Assets held for sale:	
Interest-earning deposits in other banks	¥ 1,110,633
Investment securities	3,188,257
Loans, net of allowance for credit losses	6,561,316
Other	761,361
Total	¥ 11,621,567
Liabilities held for sale:	
Deposits	¥ 10,448,481
Other	709,179
Total	¥ 11,157,660

The loss amount which was recognized through lower of cost or market method from the assets and liabilities held for sale was ¥134,141 million, which is included in Impairment of assets held for sale in the consolidated statements of operations through the fiscal year ended March 31 2022 and it includes the fluctuation of the fair value related to the transferred business from the date of contract to March 31, 2022.

The business of MUFG Union Bank that will be transferred to U.S. Bancorp recorded pretax loss of ¥80,479 million, ¥52,021 million and ¥11,385 million for the fiscal year ended March 31, 2020, 2021 and 2022, respectively.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

3. INVESTMENT SECURITIES

The following tables present the amortized cost, gross unrealized gains and losses, and fair value of Available-for-sale debt securities and Held-to-maturity debt securities at March 31, 2021 and 2022:

At March 31, 2021:	Amortized cost	Gross unrealized gains	Gross unrealized losses	Fair value
		(in millions)		
Available-for-sale debt securities:				
Japanese national government and Japanese government agency bonds	¥ 35,166,245	¥ 147,844	¥ 40,878	¥ 35,273,211
Japanese prefectural and municipal bonds	3,719,205	15,123	2,815	3,731,513
Foreign government and official institution bonds	2,854,037	84,707	11,781	2,926,963
Corporate bonds	1,123,271	11,400	401	1,134,270
Residential mortgage-backed securities	1,459,062	9,119	1,051	1,467,130
Commercial mortgage-backed securities	435,975	29,502	912	464,565
Asset-backed securities	1,373,450	11,685	650	1,384,485
Other debt securities	168,528	3,780	730	171,578
Commercial paper	564,072	31	5	564,098
Total	¥ 46,863,845	¥ 313,191	¥ 59,223	¥ 47,117,813
Held-to-maturity debt securities:				
Japanese national government and Japanese government agency bonds	¥ 1,100,447	¥ 23,033	¥ —	¥ 1,123,480
Foreign government and official institution bonds	233,883	2,262	2,795	233,350
Residential mortgage-backed securities	411,024	18,590	— (1)	429,614
Commercial mortgage-backed securities	111,750	4,846	— (1)	116,596
Asset-backed securities	2,046,659	1,721	12,277	2,036,103
Total	¥ 3,903,763	¥ 50,452	¥ 15,072	¥ 3,939,143

Note:

(1) MUFG Americas Holdings reclassified residential mortgage-backed securities and commercial mortgage-backed securities from Available-for-sale debt securities to Held-to-maturity debt securities. As a result of the reclassification of residential mortgage-backed securities and commercial mortgage-backed securities, the unrealized losses before taxes at the date of reclassification remaining in Accumulated OCI in the accompanying consolidated balance sheets were ¥4,849 million and ¥1,920 million, respectively, at March 31, 2021 and are not included in the table above.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022:	Amortized cost	Gross unrealized gains	Gross unrealized losses	Fair value
		(in millions)		
Available-for-sale debt securities:				
Japanese national government and Japanese government agency bonds	¥ 34,383,131	¥ 77,144	¥ 132,511	¥ 34,327,764
Japanese prefectural and municipal bonds	4,154,459	6,672	14,987	4,146,144
Foreign government and official institution bonds	2,671,797	8,586	49,040	2,631,343
Corporate bonds	1,081,620	9,601	1,073	1,090,148
Residential mortgage-backed securities	900,799	256	648	900,407
Asset-backed securities	1,547,098	41,544	222	1,588,420
Other debt securities	104,869	2,243	3,533	103,579
Commercial paper	1,010,607	49	19	1,010,637
Total	¥ 45,854,380	¥ 146,095	¥ 202,033	¥ 45,798,442
Held-to-maturity debt securities:				
Japanese national government and Japanese government agency bonds	¥ 1,808,312	¥ 13,691	¥ 3,633	¥ 1,818,370
Japanese prefectural and municipal bonds	175,072	4	1,116	173,960
Residential mortgage-backed securities	234,652	49	8,778	225,923
Asset-backed securities	2,377,073	12,352	1,373	2,388,052
Total	¥ 4,595,109	¥ 26,096	¥ 14,900	¥ 4,606,305

Contractual Maturities

The amortized cost and fair values of Held-to-maturity debt securities and the fair values of Available-for-sale debt securities at March 31, 2022 by contractual maturity are shown below. Expected maturities may be shorter than contractual maturities because issuers of debt securities may have the right to call or prepay obligations with or without penalties. Debt securities not due at a single maturity date and securities embedded with call or prepayment options, such as mortgage-backed securities, are included in the table below based on their contractual maturities.

	Held-to-maturity debt securities		Available-for-sale debt securities
	Amortized cost	Fair value	Fair value
		(in millions)	
Due in one year or less	¥ 7,645	¥ 7,647	¥ 23,510,044
Due from one year to five years	1,243,939	1,257,188	11,252,103
Due from five years to ten years	2,251,995	2,250,937	6,191,452
Due after ten years	1,091,530	1,090,533	4,844,843
Total	¥ 4,595,109	¥ 4,606,305	¥ 45,798,442

Realized Gains and Losses

For the fiscal years ended March 31, 2020, 2021 and 2022, gross realized gains on sales of Available-for-sale debt securities were ¥151,015 million, ¥42,123 million and ¥85,525 million, respectively, and gross realized losses on sales of Available-for-sale debt securities were ¥44,662 million, ¥48,606 million and ¥36,698 million, respectively.

Impairment Losses on Investment Securities

For the fiscal year ended March 31, 2020, losses resulting from the impairment of investment securities to reflect the decline in value considered to be other-than-temporary were ¥1,590 million, which were included in Investment securities gains (losses)—net in the accompanying consolidated statements of operations. These losses were recorded from Available-for-sale debt securities which mainly comprised of corporate bonds for the fiscal year ended March 31, 2020.

From the fiscal year ended March 31, 2021, as a result of the adoption of new guidance on a measurement of credit losses on financial instruments, an allowance for credit losses on Available-for-sale debt securities is required for impaired securities if a credit loss exists, and an allowance for credit losses on Held-to-maturity debt securities is required for expected credit losses over the remaining expected life.

For the fiscal year ended March 31, 2021, impairment losses on Available-for-sale debt securities, which mainly comprised of corporate bonds, were included in Investment securities gains (losses)—net in the accompanying consolidated statements of operations and were not material.

For the fiscal year ended March 31, 2022, impairment losses on Available-for-sale debt securities were included in Investment securities gains (losses)—net in the accompanying consolidated statements of operations and were ¥47,281 million. These were mainly the impairment losses on the Available-for-sale debt securities held by MUFG Union Bank, which were reclassified as held for sale, and included in Other assets in the accompanying consolidated balance sheets at March 31, 2022.

For the fiscal years ended March 31, 2021 and 2022, the MUFG Group's Held-to-maturity debt securities were explicitly or implicitly guaranteed by Japanese or U.S. government entities or agencies and had a long history of no credit losses or were rated investment grade. Therefore, no credit losses were expected on these securities.

Gross Unrealized Losses and Fair Value

The following tables show the gross unrealized losses and fair value of Available-for-sale debt securities at March 31, 2021 and 2022 by length of time that individual securities in each category have been in a continuous loss position:

	Less than 12 months		12 months or more		Total		
At March 31, 2021:	Fair value	Gross unrealized losses	Fair value	Gross unrealized losses	Fair value	Gross unrealized losses	Number of securities
	(in millions, except number of securities)						
Available-for-sale debt securities:							
Japanese national government and Japanese government agency bonds	¥12,098,437	¥ 31,055	¥ 429,235	¥ 9,823	¥12,527,672	¥ 40,878	286
Japanese prefectural and municipal bonds	870,007	1,584	276,172	1,231	1,146,179	2,815	405
Foreign government and official institution bonds	429,204	11,768	50,478	13	479,682	11,781	71
Corporate bonds	96,582	166	229,518	235	326,100	401	120
Residential mortgage-backed securities	378,351	577	139,214	474	517,565	1,051	218
Commercial mortgage-backed securities	36,633	905	2,616	7	39,249	912	21
Asset-backed securities	190,795	394	49,428	256	240,223	650	89
Other debt securities	22,812	91	22,388	639	45,200	730	17
Commercial paper	116,016	5	—	—	116,016	5	8
Total	¥14,238,837	¥ 46,545	¥ 1,199,049	¥ 12,678	¥15,437,886	¥ 59,223	1,235

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022:	Less than 12 months		12 months or more		Total		
	Fair value	Gross unrealized losses	Fair value	Gross unrealized losses	Fair value	Gross unrealized losses	Number of securities
	(in millions, except number of securities)						
Available-for-sale debt securities:							
Japanese national government and Japanese government agency bonds	¥22,998,960	¥ 126,516	¥ 353,932	¥ 5,995	¥23,352,892	¥ 132,511	486
Japanese prefectural and municipal bonds	2,430,603	14,864	31,139	123	2,461,742	14,987	926
Foreign government and official institution bonds	1,376,267	31,470	167,446	17,570	1,543,713	49,040	87
Corporate bonds	427,739	925	94,364	148	522,103	1,073	173
Residential mortgage-backed securities	178,857	58	391,265	590	570,122	648	12
Asset-backed securities	115,695	222	—	—	115,695	222	12
Other debt securities	44,128	3,526	1,089	7	45,217	3,533	4
Commercial paper	367,043	19	—	—	367,043	19	30
Total	¥27,939,292	¥ 177,600	¥ 1,039,235	¥ 24,433	¥28,978,527	¥ 202,033	1,730

Evaluating Available-for-sale debt securities for Impairment losses

The following describes the nature of the MUFG Group's Available-for-sale debt securities and the conclusions reached in determining whether impairment losses exist.

Japanese national government and Japanese government agency bonds, Japanese prefectural and municipal bonds, Foreign government and official institution bonds

As of March 31, 2022, unrealized losses associated with these securities were deemed to be attributable to changes in market interest rates rather than a deterioration in the creditworthiness of the underlying obligor. Based on a consideration of factors, including cash flow analysis, the MUFG Group expects to recover the entire amortized cost basis of these securities. Accordingly, no credit loss was identified as of March 31, 2022 and no impairment loss has been recorded.

Corporate bonds

As of March 31, 2022, unrealized losses associated with corporate bonds were primarily related to private placement bonds issued by Japanese non-public companies. The credit loss component recognized in earnings is identified as the amount of principal cash flows not expected to be received over the remaining terms of the bonds as estimated using the MUFG Group's cash flow projections. The key assumptions include probability of default based on credit ratings of the bond issuers and loss given default.

Residential mortgage-backed securities

As of March 31, 2022, unrealized losses on these securities were primarily driven by securities guaranteed by a U.S. government agency or a government-sponsored agency which are collateralized by residential mortgage loans. Unrealized losses mainly resulted from changes in interest rates and not from changes in credit quality. The MUFG Group determined through analysis that no credit loss was identified on such securities as of March 31, 2022 because the strength of the issuers' guarantees through direct obligations or support from the U.S. government is expected to be sufficient to recover the entire amortized cost basis of these securities.

Asset-backed securities

As of March 31, 2022, unrealized losses on these securities were primarily driven by certain CLOs, highly illiquid securities for which fair values are difficult to determine. Unrealized losses arise from widening credit spreads, deterioration of the credit quality of the underlying collateral, uncertainty regarding the valuation of such securities and the market's view of the performance of the fund managers. When the fair value of a security is lower than its amortized cost or when any security is subject to a deterioration in credit rating, the MUFG Group undertakes a cash flow analysis of the underlying collateral to estimate the credit loss and confirms the intent and ability to hold these securities until recovery. Based on the analysis performed, no credit loss was identified as of March 31, 2022 and no impairment loss has been recorded.

Equity Securities

The following table presents net realized gains (losses) on sales of equity securities, and net unrealized gains (losses) on equity securities still held at March 31, 2020, 2021 and 2022:

	Fiscal years ended March 31,		
	2020	2021	2022
	(in millions)		
Net gains (losses) recognized during the period[1]	¥ (639,813)	¥ 1,467,763	¥ (125,271)
Less:			
Net gains (losses) recognized during the period on equity securities sold during the period	(37,541)	47,775	(38,042)
Net unrealized gains (losses) recognized during the reporting period still held at the reporting date	¥ (602,272)	¥ 1,419,988	¥ (87,229)

Note:
(1) Included in Investment securities gains (losses)—net.

Measurement Alternative of Equity Securities

The following table presents the carrying value of nonmarketable equity securities that are measured at cost minus impairment, if any, plus or minus changes resulting from observable price changes ("measurement alternative"), held at March 31, 2021 and 2022:

	2021	2022
	(in millions)	
Measurement alternative balance	¥ 356,074	¥ 310,570

The related adjustments for these securities for the fiscal years ended March 31, 2020, 2021 and 2022 were as follows:

	Fiscal years ended March 31,		
	2020	2021	2022
	(in millions)		
Measurement alternative impairment losses[1][4]	¥ (3,099)	¥ (5,188)	¥ (4,299)
Measurement alternative downward changes for observable prices[1][2][3][5]	¥ (953)	¥ —	¥ —
Measurement alternative upward changes for observable prices[1][2][3][6]	¥ 6,223	¥ 21,710	¥ 3,067

Notes:
(1) Included in Investment securities gains (losses)—net.
(2) Under the measurement alternative, nonmarketable equity securities are carried at cost plus or minus changes resulting from observable prices in orderly transactions for the identical or a similar investment of the same issuer.
(3) The MUFG Group applied measurement alternative downward or upward changes to certain nonmarketable equity securities, resulting from observable prices in orderly transactions, such as partial repurchase and transactions by other entities.
(4) The cumulative impairment losses at March 31, 2021 and 2022 were ¥10,102 million and ¥12,354 million respectively.
(5) The cumulative downward changes for observable prices at March 31, 2021 and 2022 were ¥953 million and ¥954 million, respectively.
(6) The cumulative upward changes for observable prices at March 31, 2021 and 2022 were ¥54,806 million and ¥54,223 million, respectively.

4. LOANS AND ALLOWANCE FOR CREDIT LOSSES

The MUFG Group classifies its loan portfolio into the following portfolio segments—Commercial, Residential, Card, MUFG Americas Holdings, Krungsri, and Other based on the grouping used by the MUFG Group to determine the allowance for credit losses.

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The MUFG Group further classifies the Commercial segment into classes based on initial measurement attributes, risk characteristics, and its method of monitoring and assessing credit risk. See Note 1 for further information.

Total Outstanding Loans and Past Due Analysis

The table below presents total outstanding loans and past due analysis by class at March 31, 2021 and 2022.

At March 31, 2021:	Past Due 1-3 months	Past Due Greater Than 3 months	Total Past Due	Current	Loans Held for Sale	Total Loans	Past Due 90 Days and Accruing
				(in millions)			
Commercial							
Domestic	¥ 4,763	¥ 22,996	¥ 27,759	¥ 54,605,452	¥ 47,632	¥ 54,680,843	¥ 4,673
Foreign	7,302	22,473	29,775	31,262,476	194,696	31,486,947	91
Residential	39,577	28,375	67,952	13,114,863	—	13,182,815	11,150
Card	2,127	26,786	28,913	450,383	22,945	502,241	—
MUAH	42,082	29,337	71,419	8,424,325	87,822	8,583,566	4,626
Krungsri	131,573	127,533	259,106	6,345,539	—	6,604,645	—
Other	21,776	24,201	45,977	940,711	—	986,688	—
Total	¥ 249,200	¥ 281,701	¥ 530,901	¥ 115,143,749	¥ 353,095	¥ 116,027,745	¥ 20,540
Unearned income, unamortized premiums —net and deferred loan fees—net						(308,882)	
Total						¥ 115,718,863	

At March 31, 2022:	Past Due 1-3 months	Past Due Greater Than 3 months	Total Past Due	Current	Loans Held for Sale	Total Loans	Past Due 90 Days and Accruing
				(in millions)			
Commercial							
Domestic	¥ 12,556	¥ 9,138	¥ 21,694	¥ 53,953,767	¥ 69,257	¥ 54,044,718	¥ 3,260
Foreign	17,405	10,598	28,003	34,578,265	374,011	34,980,279	—
Residential	32,078	13,598	45,676	13,255,829	—	13,301,505	3,360
Card	10,250	26,818	37,068	427,198	—	464,266	—
MUAH	625	—	625	2,741,503	70,841	2,812,969	—
Krungsri	115,636	126,494	242,130	6,580,635	—	6,822,765	—
Other	21,729	21,152	42,881	1,002,240	—	1,045,121	—
Total	¥ 210,279	¥ 207,798	¥ 418,077	¥ 112,539,437	¥ 514,109	¥ 113,471,623	¥ 6,620
Unearned income, unamortized premiums —net and deferred loan fees—net						(322,230)	
Total						¥ 113,149,393	

Nonaccrual Loans

Originated loans are generally placed on nonaccrual status when substantial doubt exists as to the full and timely collection of either principal or interest, when principal or interest is contractually past due one month or more with respect to loans within all classes of the Commercial segment, three months or more with respect to loans within the Card, MUFG Americas Holdings, and Krungsri segments, and six months or more with respect to loans within the Residential segment. See Note 1 for further information.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The information on nonaccrual loans by class at March 31, 2021 and 2022, and recognized interest income on nonaccrual loans by class for the fiscal years ended March 31, 2021 and 2022 are shown below:

March 31, 2021:	Recorded Loan Balance: Nonaccrual Loans[1]	Recorded Loan Balance: Nonaccrual Loans Not Requiring an Allowance for Credit Losses[2]	Recognized Interest Income
		(in millions)	
Commercial			
Domestic	¥ 565,671	¥ 111,141	¥ 4,355
Foreign	258,391	96,833	5,110
Residential	67,968	4,720	923
Card	60,200	—	37
MUAH	73,706	30,242	1,057
Krungsri	161,338	3,042	5,562
Other	26,567	29	4,203
Total	¥ 1,213,841	¥ 246,007	¥ 21,247

March 31, 2022:	Recorded Loan Balance: Nonaccrual Loans[1]	Recorded Loan Balance: Nonaccrual Loans Not Requiring an Allowance for Credit Losses[2]	Recognized Interest Income
		(in millions)	
Commercial			
Domestic	¥ 633,768	¥ 109,919	¥ 6,532
Foreign	224,566	84,837	4,734
Residential	56,175	3,579	811
Card	62,578	—	25
MUAH	15,349	—	77
Krungsri	165,775	2,824	4,076
Other	26,618	7	3,688
Total	¥ 1,184,829	¥ 201,166	¥ 19,943

Notes:

(1) Nonaccrual loans in the above table do not include loans held for sale of ¥8,562 million and ¥7,946 million at March 31, 2021 and 2022, respectively.

(2) These loans do not require an allowance for credit losses because the recorded loan balance equals, or does not exceed, the present value of expected future cash flows discounted at the loans' original effective interest rate, or the fair value of the collateral if the loan is a collateral-dependent loan.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Troubled Debt Restructurings

The following table summarizes the MUFG Group's TDRs by class for the fiscal years ended March 31, 2020, 2021 and 2022:

	2020		2021		2022	
	Troubled Debt Restructurings					
	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment
	(in millions)					
Commercial[1][3]						
Domestic	¥ 61,735	¥ 61,735	¥ 39,282	¥ 39,282	¥ 168,348	¥ 167,342
Foreign	39,827	39,827	33,839	33,839	16,144	16,144
Loans acquired with deteriorated credit quality	10,786	10,786	—	—	—	—
Residential[1][3]	5,137	5,137	18,121	18,121	22,484	22,484
Card[2][3]	22,625	21,561	20,857	19,737	20,937	19,824
MUAH[2][3]	33,782	33,564	22,801	22,763	11,384	11,384
Krungsri[2][3]	31,238	31,209	18,548	18,548	14,869	14,869
Other[2][3]	12,781	12,780	24,968	24,956	11,403	11,403
Total	¥ 217,911	¥ 216,599	¥ 178,416	¥ 177,246	¥ 265,569	¥ 263,450

	2020	2021	2022
	Troubled Debt Restructurings That Subsequently defaulted		
	Recorded Investment		
	(in millions)		
Commercial[1][3]			
Domestic	¥ 8,857	¥ 16,179	¥ 12,020
Foreign	2,337	9,861	13,180
Residential[1][3]	31	157	203
Card[2][3]	3,320	2,733	2,746
MUAH[2][3]	4,656	3,437	—
Krungsri[2][3]	7,305	6,226	5,657
Other[2][3]	15	857	4,715
Total	¥ 26,521	¥ 39,450	¥ 38,521

Notes:

(1) TDRs for the Commercial and Residential segments include accruing loans, and do not include nonaccrual loans.

(2) TDRs for the Card, MUFG Americas Holdings, Krungsri and Other segments include accrual and nonaccrual loans.

(3) For the fiscal year ended March 31, 2020, extension of the stated maturity date of loans was the primary concession type in the Commercial, Residential, MUFG Americas Holdings and Krungsri segments and reduction in the stated rate was the primary concession type in the Card and Other segments. For the fiscal year ended March 31, 2021, extension of the stated maturity date of loans was the primary concession type in the Commercial, Residential and Krungsri segments, reduction in the stated rate was the primary concession type in the Card segment and forbearance was the primary concession type in the MUFG Americas Holdings segment. For the fiscal year ended March 31, 2022, extension of the stated maturity date of loans was the primary concession type in the Commercial, Residential and Krungsri segments, reduction in the stated rate was the primary concession type in the Card segment and forbearance was the primary concession type in the MUFG Americas Holdings segment.

A modification of terms of a loan under a TDR mainly involves: (i) a reduction in the stated interest rate applicable to the loan, (ii) an extension of the stated maturity date of the loan, (iii) a partial forgiveness of the principal of the loan, or (iv) a combination of all of these. The amount of pre-modification outstanding recorded investment and post-modification outstanding recorded investment may differ due to write-offs made as part of the concession. The impact of write-offs associated with TDRs on the MUFG Group's results of operations for the fiscal years ended March 31, 2020, 2021 and 2022 was not material.

TDRs for the Commercial and Residential segments in the above tables include accruing loans, and do not include nonaccrual loans. Once a loan is classified as a nonaccrual loan, a modification would have little likelihood of resulting in the recovery of the loan in view of the severity of the financial difficulty of the borrower. Therefore, even if a nonaccrual loan is modified, the loan continues to be classified as a nonaccrual loan. The vast majority of modifications to nonaccrual loans are temporary extensions of the maturity dates, typically for periods up to 90 days, and continually made as the borrower is unable to repay or refinance the loan at the extended maturity. Accordingly, the impact of such TDRs on the outstanding recorded investment is immaterial, and the vast majority of nonaccrual TDRs have subsequently defaulted.

TDRs that subsequently defaulted in the Commercial and Residential segments in the above tables include those accruing loans that became past due one month or more within the Commercial segment and six months or more within the Residential segment, and those accruing loans reclassified to nonaccrual loans due to financial difficulties even without delinquencies. This is because classification as a nonaccrual loan is regarded as default under the MUFG Group's credit policy. Also, the MUFG Group defines default as payment default for the purpose of the disclosure.

In regards to the Card, MUFG Americas Holdings, Krungsri and Other segments, the TDRs in the above tables represent nonaccrual and accruing loans, and the defaulted loans in the above table represent non-accruing and accruing loans that became past due one month or more within the Card segment, 60 days or more within the MUFG Americas Holdings segment, and six months or more within the Krungsri segment.

Historical payment defaults are one of the factors considered when projecting future cash flows in determining the allowance for credit losses for each segment.

The MUFG Group provided commitments to extend credit to customers with TDRs. The amounts of such commitments were ¥130,788 million and ¥132,456 million at March 31, 2021 and 2022, respectively. See Note 24 for further discussion of commitments to extend credit.

In the MUFG Americas Holdings segment, TDR accounting was suspended for loan modifications , where COVID-19 related modifications were granted to loans that were current as of December 31, 2019, based on the Coronavirus Aid, Relief, and Economic Security Act, or where COVID-19 related short-term modifications (i.e., six months or less) were granted to loans that were current as of the loan modification date, based on interagency statements issued by the U.S. federal bank regulatory agencies. These loan modifications were primarily payment deferrals, and the related borrowers' past due and nonaccrual status will not be impacted during the deferral period. Interest income will continue to be recognized over the contractual life of the loan.

In the Krungsri segment, TDR accounting was suspended for loan modifications , where COVID-19 related short-term modifications (i.e., six months or less) were granted to loans that were current as of the loan modification date, based on interagency statements issued by the U.S. federal bank regulatory agencies. These loan modifications included payment deferrals and reductions in stated rate, and the related borrowers' past due and nonaccrual status will not be impacted during the deferral period. Interest income will continue to be recognized over the contractual life of the loan.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Credit Quality Indicator

Credit quality indicators of loans and fiscal year of origination by class at March 31, 2021 and 2022 are shown below:

At March 31, 2021	Term Loans Amortized Cost Basis by Origination Year						Revolving Loans Amortized Cost Basis	Revolving Loans Converted to Term Loans Amortized Cost Basis	Total(1)
	2020	2019	2018	2017	2016	Prior			
					(in millions)				
Commercial:	¥29,805,641	¥10,256,709	¥9,410,172	¥5,360,221	¥4,736,515	¥6,945,092	¥19,401,336	¥ 9,776	¥85,925,462
Domestic	22,402,694	6,392,946	6,126,746	3,840,964	3,649,145	5,286,408	6,934,308	—	54,633,211
Normal	21,936,776	6,058,126	5,915,318	3,666,734	3,551,332	4,847,597	6,604,586	—	52,580,469
Close Watch	431,223	319,073	195,630	162,176	74,698	317,622	306,236	—	1,806,658
Likely to become Bankrupt or Legally/Virtually Bankrupt	34,695	15,747	15,798	12,054	23,115	121,189	23,486	—	246,084
Foreign	7,402,947	3,863,763	3,283,426	1,519,257	1,087,370	1,658,684	12,467,028	9,776	31,292,251
Normal	7,158,793	3,704,240	3,155,261	1,423,064	1,032,052	1,534,943	12,231,018	9,776	30,249,147
Close Watch	200,305	118,027	91,867	60,422	51,433	69,436	197,405	—	788,895
Likely to become Bankrupt or Legally/Virtually Bankrupt	43,849	41,496	36,298	35,771	3,885	54,305	38,605	—	254,209
Residential	¥ 623,328	¥ 847,314	¥ 822,883	¥ 892,166	¥1,304,110	¥8,660,022	¥ 32,984	¥ 8	¥13,182,815
Accrual	623,035	846,787	822,411	891,407	1,302,427	8,599,621	30,897	—	13,116,585
Nonaccrual	293	527	472	759	1,683	60,401	2,087	8	66,230
Card	¥ 14	¥ 96	¥ 171	¥ 304	¥ 110	¥ 513	¥ 417,804	¥ 60,284	¥ 479,296
Accrual	1	10	13	19	7	79	404,301	14,666	419,096
Nonaccrual	13	86	158	285	103	434	13,503	45,618	60,200
MUAH	¥1,406,996	¥1,366,930	¥ 915,570	¥ 861,742	¥ 770,568	¥1,291,561	¥1,882,377	¥ —	¥8,495,744
Credit Quality Based on the Number of Delinquencies									
Accrual	472,892	608,580	324,369	552,380	516,051	656,087	130,514	—	3,260,873
Nonaccrual	—	725	518	1,139	1,035	14,801	828	—	19,046
Credit Quality Based on Internal Credit Ratings									
Pass	920,959	707,841	486,354	287,316	236,715	542,634	1,625,799	—	4,807,618
Special Mention	4,865	31,361	49,784	14,904	9,522	30,015	76,487	—	216,938
Classified	8,280	18,423	54,545	6,003	7,245	48,024	48,749	—	191,269
Krungsri	¥1,316,031	¥1,197,815	¥ 958,241	¥ 506,919	¥ 285,427	¥ 402,752	¥1,922,946	¥ 14,514	¥6,604,645
Performing	1,251,246	1,086,710	855,915	434,818	241,811	314,114	1,754,840	—	5,939,454
Under-Performing	52,821	85,408	74,848	57,314	31,886	57,129	144,447	—	503,853
Non-Performing	11,964	25,697	27,478	14,787	11,730	31,509	23,659	14,514	161,338
Other	¥ 338,342	¥ 164,650	¥ 84,115	¥ 37,394	¥ 11,030	¥ 8,538	¥ 342,619	¥ —	¥ 986,688
Accrual	335,830	159,363	79,608	35,366	10,556	8,201	331,197	—	960,121
Nonaccrual	2,512	5,287	4,507	2,028	474	337	11,422	—	26,567

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022:	Term Loans Amortized Cost Basis by Origination Year						Revolving Loans Amortized Cost Basis	Revolving Loans Converted to Term Loans Amortized Cost Basis	Total(1)
	2021	2020	2019	2018	2017	Prior			
					(in millions)				
Commercial:	¥27,445,726	¥10,850,943	¥ 7,634,337	¥ 6,509,048	¥ 3,924,194	¥ 8,827,987	¥23,380,258	¥ 9,236	¥88,581,729
Domestic	19,038,698	7,937,529	5,003,439	4,499,174	2,817,819	6,639,931	8,038,871	—	53,975,461
Normal	18,756,933	7,646,272	4,669,784	4,335,640	2,698,956	6,205,070	7,686,772	—	51,999,427
Close Watch	257,276	266,311	167,387	150,834	104,047	307,367	306,193	—	1,559,415
Likely to become Bankrupt or Legally/Virtually Bankrupt	24,489	24,946	166,268	12,700	14,816	127,494	45,906	—	416,619
Foreign	8,407,028	2,913,414	2,630,898	2,009,874	1,106,375	2,188,056	15,341,387	9,236	34,606,268
Normal	8,250,729	2,814,362	2,501,594	1,881,532	1,031,105	2,031,243	15,089,995	1,912	33,602,472
Close Watch	149,502	90,355	73,253	110,170	36,274	93,622	223,203	7,324	783,703
Likely to become Bankrupt or Legally/Virtually Bankrupt	6,797	8,697	56,051	18,172	38,996	63,191	28,189	—	220,093
Residential	¥ 782,446	¥ 641,706	¥ 976,736	¥ 866,282	¥ 900,959	¥ 9,104,691	¥ 28,685	¥ —	¥13,301,505
Accrual	782,314	641,499	976,162	865,761	900,120	9,054,326	26,460	—	13,246,642
Nonaccrual	132	207	574	521	839	50,365	2,225	—	54,863
Card	¥ 19	¥ 106	¥ 182	¥ 175	¥ 276	¥ 437	¥ 400,552	¥ 62,519	¥ 464,266
Accrual	1	8	8	9	13	41	387,648	13,960	401,688
Nonaccrual	18	98	174	166	263	396	12,904	48,559	62,578
MUAH	¥ 364,236	¥ 306,134	¥ 147,821	¥ 62,455	¥ 50,264	¥ 122,149	¥ 1,689,069	¥ —	¥ 2,742,128
Credit Quality Based on Internal Credit Ratings									
Pass	357,334	298,658	126,083	48,653	43,938	117,778	1,642,946	—	2,635,390
Special Mention	3,106	—	20,013	2,415	5,981	805	33,471	—	65,791
Classified	3,796	7,476	1,725	11,387	345	3,566	12,652	—	40,947
Krungsri	¥ 1,350,265	¥ 964,094	¥ 901,955	¥ 680,090	¥ 329,847	¥ 481,981	¥ 2,099,727	¥ 14,806	¥ 6,822,765
Performing	1,297,054	891,374	788,828	573,840	270,783	363,905	1,961,481	—	6,147,265
Under-Performing	42,326	58,084	90,519	80,841	45,982	78,690	113,283	—	509,725
Non-Performing	10,885	14,636	22,608	25,409	13,082	39,386	24,963	14,806	165,775
Other	¥ 400,482	¥ 143,336	¥ 85,496	¥ 40,445	¥ 35,346	¥ —	¥ 340,016	¥ —	¥ 1,045,121
Accrual	398,744	136,317	83,278	38,609	32,934	—	328,621	—	1,018,503
Nonaccrual	1,738	7,019	2,218	1,836	2,412	—	11,395	—	26,618

Note:
(1) Total loans in the above table do not include loans held for sale, and represent balances without adjustments in relation to unearned income, unamortized premiums and deferred loan fees.

The MUFG Group classifies loans into risk categories based on relevant information about the ability of borrowers to service their debt, including, but not limited to, historical and current financial information, historical and current payment experience, credit documentation, public and non-public information about borrowers and current economic trends as deemed appropriate to each segment.

The primary credit quality indicator for loans within all classes of the Commercial segment is the internal credit rating assigned to each borrower based on the MUFG Group's internal borrower ratings of 1 through 15, with the rating of 1 assigned to a borrower with the highest quality of credit. When assigning a credit rating to a borrower, the MUFG Group evaluates the borrower's expected debt-service capability based on various information, including financial and operating information of the borrower as well as information on the industry in which the borrower operates, and the borrower's business profile, management and compliance system. In evaluating a borrower's debt-service capability, the MUFG Group also conducts an assessment of the level of earnings and an analysis of the borrower's net worth. Based on the internal borrower rating, loans within the Commercial segment are categorized as Normal (internal borrower ratings of 1 through 9), Close Watch (internal borrower ratings of 10 through 12), and Likely to become Bankrupt or Legally/Virtually Bankrupt (internal borrower ratings of 13 through 15).

Loans to borrowers categorized as Normal represent those that are not deemed to have collectibility issues.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Loans to borrowers categorized as Close Watch represent those that require close monitoring as the borrower has begun to exhibit elements of potential concern with respect to its business performance and financial condition, the borrower has begun to exhibit elements of serious concern with respect to its business performance and financial condition, including business problems requiring long-term solutions, or the borrower's loans are TDRs or loans contractually past due 90 days or more for special reasons.

Loans to borrowers categorized as Likely to become Bankrupt or Legally/Virtually Bankrupt represent those that have a higher probability of default than those categorized as Close Watch due to serious debt repayment problems with poor progress in achieving restructuring plans, the borrower being considered virtually bankrupt with no prospects for an improvement in business operations, or the borrower being legally bankrupt with no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation or filing for legal liquidation.

The accrual status is a primary credit quality indicator for loans within the Residential segment, the Card segment, the Other segment and consumer loans within the MUFG Americas Holdings segment. The accrual status of these loans is determined based on the number of delinquent payments. See Note 1 for further details of categorization of Accrual and Nonaccrual.

Commercial loans within the MUFG Americas Holdings segment are categorized as either pass or criticized based on the internal credit rating assigned to each borrower. Criticized credits are those that are internally risk graded as Special Mention, Substandard or Doubtful. Special Mention credits are potentially weak, as the borrower has begun to exhibit deteriorating trends, which, if not corrected, may jeopardize repayment of the loan and result in further downgrade. Classified credits are those that are internally risk graded as Substandard or Doubtful. Substandard credits have well-defined weaknesses, which, if not corrected, could jeopardize the full satisfaction of the debt. A credit classified as Doubtful has critical weaknesses that make full collection improbable on the basis of currently existing facts and conditions.

Loans within the Krungsri segment are categorized as Performing, Under-Performing or Non-Performing based on their delinquency status. Loans categorized as Under-Performing generally represent those that have significant increases in credit risk since origination, including, among other things, loans that are 30 days or more past due, and loans categorized as Non-Performing generally represent those that are 90 days or more past due.

For the Commercial, Residential and Card segments, credit quality indicators are based on information as of March 31. For the MUFG Americas Holdings, Krungsri and Other segments, credit quality indicators are generally based on information as of December 31.

Allowance for Credit Losses

Effective as of April 1, 2020, the MUFG Group adopted new guidance on measurement of credit losses on financial instruments. See Note 1 for more information.

Changes in the allowance for credit losses by portfolio segment for the fiscal years ended March 31, 2020, 2021 and 2022 are shown below:

Fiscal year ended March 31, 2020:	Commercial	Residential	Card	MUAH	Krungsri	Other	Total
				(in millions)			
Allowance for credit losses:							
Balance at beginning of fiscal year	¥ 389,615	¥ 38,626	¥ 32,550	¥ 52,581	¥ 144,812	¥ —	¥ 658,184
Provision for (reversal of) credit losses	153,782	(1,028)	26,542	30,825	70,023	41,569	321,713
Charge-offs	85,326	3,227	25,149	27,934	77,907	23,592	243,135
Recoveries collected	26,427	375	1,237	4,173	23,170	8,476	63,858
Net charge-offs	58,899	2,852	23,912	23,761	54,737	15,116	179,277
Other[1]	(2,223)	—	—	(650)	9,528	2,265	8,920
Balance at end of fiscal year	¥ 482,275	¥ 34,746	¥ 35,180	¥ 58,995	¥ 169,626	¥ 28,718	¥ 809,540

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Fiscal year ended March 31, 2021:	Commercial	Residential	Card	MUAH	Krungsri	Other	Total
				(in millions)			
Allowance for credit losses:							
Balance at beginning of fiscal year	¥ 482,275	¥ 34,746	¥ 35,180	¥ 58,995	¥ 169,626	¥ 28,718	¥ 809,540
Effect of adopting new guidance on measurement of credit losses on financial instruments[2]	83,828	49,494	14,262	25,037	118,333	32,750	323,704
Provision for credit losses	235,584	1,385	17,876	90,064	90,167	49,134	484,210
Charge-offs	77,904	2,745	24,564	40,376	93,192	51,725	290,506
Recoveries collected	9,262	13	1,463	4,362	23,415	6,567	45,082
Net charge-offs	68,642	2,732	23,101	36,014	69,777	45,158	245,424
Other[1]	1,532	—	—	(6,327)	(14,953)	(3,891)	(23,639)
Balance at end of fiscal year	¥ 734,577	¥ 82,893	¥ 44,217	¥ 131,755	¥ 293,396	¥ 61,553	¥1,348,391

Fiscal year ended March 31, 2022:	Commercial	Residential	Card	MUAH	Krungsri	Other	Total
				(in millions)			
Allowance for credit losses:							
Balance at beginning of fiscal year	¥ 734,577	¥ 82,893	¥ 44,217	¥ 131,755	¥ 293,396	¥ 61,553	¥1,348,391
Provision for (reversal of) credit losses	236,659	(10,899)	15,473	(101,112)	90,514	47,360	277,995
Charge-offs	57,848	2,121	20,153	19,208	83,474	55,208	238,012
Recoveries collected	11,898	14	1,231	9,532	22,890	13,150	58,715
Net charge-offs	45,950	2,107	18,922	9,676	60,584	42,058	179,297
Other[1]	8,800	—	—	9,398	(940)	6,354	23,612
Balance at end of fiscal year	¥ 934,086	¥ 69,887	¥ 40,768	¥ 30,365	¥ 322,386	¥ 73,209	¥1,470,701

Notes:
(1) Other is principally comprised of gains or losses from foreign exchange translation.
(2) See Note 1 for more information.

Nonperforming loans were actively disposed of by sales during recent years. The allocated allowance for credit losses for such loans was removed from the allowance for credit losses and transferred to the valuation allowance for loans held for sale upon a decision to sell. Net charge-offs in the above table include a decrease from charge-offs in the allowance for credit losses amounting to ¥19.4 billion, ¥16.8 billion and ¥0.4 billion for the fiscal years ended March 31, 2020 , 2021 and 2022, respectively, due to loan disposal activity.

The MUFG Group sold ¥2,136 billion, ¥1,684 billion and ¥2,011 billion of loans within the Commercial segment during the fiscal years ended March 31, 2020, 2021 and 2022, respectively.

The MUFG Group sold ¥586 billion and ¥518 billion of loans within the MUFG Americas Holdings segment during the fiscal years ended March 31, 2021 and 2022, respectively.

Collateral Dependent Loans

The MUFG Group uses, as a practical expedient, the fair value of the collateral when recording the net carrying amounts of loans and determining the allowance for credit losses of such loans, for which the repayment is expected to be provided substantially through the operation or sale of the collateral, when the borrower is experiencing financial difficulty based on the assessment as of the reporting date.

As of March 31, 2021 and 2022, for the Commercial, MUFG Americas Holdings, Krungsri and Other segments, collateral relating to these loans is comprised primarily of real estate, and to a lesser extent, exchange traded equity securities and deposits etc. For the Residential segment, collateral on these loans was mainly real estate.

5. PREMISES AND EQUIPMENT

Premises and equipment at March 31, 2021 and 2022 consisted of the following:

	2021	2022
	(in millions)	
Land	¥ 379,560	¥ 372,710
Buildings	765,341	766,945
Equipment and furniture	564,273	497,478
Leasehold improvements	303,164	255,679
Construction in progress	46,513	30,894
Total	2,058,851	1,923,706
Less accumulated depreciation	1,183,859	1,107,877
Premises and equipment-net	¥ 874,992	¥ 815,829

For the fiscal years ended March 31, 2020, 2021 and 2022, the MUFG Group recognized ¥16,575 million, ¥11,424 million and ¥6,574 million, respectively, of impairment losses for long-lived assets, primarily real estate which was either formerly used for its banking operations and is no longer used or real estate that is being used where recovery of the carrying amount is doubtful. In addition, ¥194 million, ¥773 million and ¥58 million of impairment losses were recognized for real estate held for sale for the fiscal years ended March 31, 2020, 2021 and 2022, respectively. These losses are included in Other non-interest expenses. In computing the amount of impairment losses, fair value was determined primarily based on market prices, if available, or the estimated price based on an appraisal.

6. GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill

The table below presents the movement in the carrying amount of goodwill by business segment during the fiscal years ended March 31, 2021 and 2022:

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	Global Corporate & Investment Banking Business Group	Global Commercial Banking Business Group	Asset Management & Investor Services Business Group	Global Markets Business Group	Total
			(in millions)		
Balance at March 31, 2020:					
Goodwill	¥ 138,538	¥ 738,645	¥ 214,071	¥ 2,300	¥ 1,093,554
Accumulated impairment losses[2]	(32,868)	(528,692)	(14,368)	—	(575,928)
	105,670	209,953	199,703	2,300	517,626
Goodwill acquired during the fiscal year[1]	1,105	—	4,164	—	5,269
Impairment loss	(30,525)	(117,039)	—	—	(147,564)
Foreign currency translation adjustments and other	456	(10,001)	5,066	—	(4,479)
Balance at March 31, 2021:					
Goodwill	140,099	728,644	223,301	2,300	1,094,344
Accumulated impairment losses	(63,393)	(645,731)	(14,368)	—	(723,492)
	¥ 76,706	¥ 82,913	¥ 208,933	¥ 2,300	¥ 370,852
Foreign currency translation adjustments and other	4,694	7,358	12,493	—	24,545
Balance at March 31, 2022:					
Goodwill	144,793	736,002	235,794	2,300	1,118,889
Accumulated impairment losses	(63,393)	(645,731)	(14,368)	—	(723,492)
Less: Goodwill, net of accumulated impairment losses in transferred business of MUFG Union Bank[3]	(2,415)	(89,371)	—	—	(91,786)
	¥ 78,985	¥ 900	¥ 221,426	¥ 2,300	¥ 303,611

Notes:

(1) See Note 2 for the goodwill acquired in connection with acquisitions.

(2) Effective April 1, 2018, the MUFG Group reorganized its business groups. Goodwill originally recognized for Retail Banking Business Group, Corporate Banking Business Group, Trust Assets Business Group and Global Business Group other than MUAH and Krungsri was ¥1,900,019 million, which has been fully impaired before April 1, 2017. As these impairment losses recorded in past before the reorganization of the segment and are irrelevant to the annual impairment test under the new segment, the accumulated impaired loss is not allocated to new business segments after the reorganization of business group.

(3) Represents goodwill, net of accumulated impairment losses in transferred business of MUFG Union Bank, which is included in Other assets in the accompanying consolidated balance sheet at March 31, 2022. See Notes 2 for more information.

U.S. GAAP requires to test goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that goodwill may be impaired, using a process that compares the carrying amount of a reporting unit with its fair value. An impairment loss is recognized to the extent that the carrying amount of a reporting unit exceeds its fair value, but not exceeding the total amount of goodwill allocated to that reporting unit.

For the fiscal year ended March 31, 2020, the MUFG Group recognized ¥241,356 million of an impairment of goodwill relating to Danamon reporting unit within the Global Commercial Banking Business Group Segment, which is included in impairment of goodwill in the accompanying consolidated statements of operations. In determining the acquisition price of Bank Danamon, the results of multiple valuation techniques were considered with an expectation to benefit from Danamon's foothold in the developing local retail and SME segments to deepen its banking franchise in Indonesia. After the acquisition of Danamon by MUFG Bank, Danamon's market capitalization decreased. As a result, the fair value of the reporting unit as an exit price was measured on June 30, 2019 for the quantitative goodwill impairment test, and led to impairment of goodwill as the fair value had fallen below the carrying amount of the reporting unit, including goodwill, reflecting a reduction in stock price as well as changes in the inputs to the valuation techniques in comparison to those considered in determining the acquisition price such as discount rate. The measurement of the fair value of the reporting unit was primarily based on a market approach, and was also corroborated by multiple valuation techniques.

For the fiscal year ended March 31, 2020, the MUFG Group recognized ¥62,157 million of impairment of goodwill relating to Krungsri reporting unit within the Global Commercial Banking Business Group segment. The global economic slowdown led to

slowing economic growth in Thailand and the decline of Krungsri's stock price. As a result, the fair value of the reporting unit was measured on December 31, 2019 for the quantitative goodwill impairment test, and led to impairment of goodwill as the fair value had fallen below the carrying amount of the reporting unit. The measurement of the fair value of the reporting unit was primarily based on a market approach, and was also corroborated by multiple valuation techniques.

For the fiscal year ended March 31, 2020, the MUFG Group recognized ¥80,297 million in impairment of goodwill relating to MUAH reporting unit within the Global Commercial Banking Business Group segment and Global Corporate & Investment Banking Business Group segment. Due to the decline in interest rates and slower growth than previously forecasted, cash flow projections for reporting units were lowered. The combination of these events led management to believe that the fair values of certain reporting units were below carrying value. As a result, the fair value of the reporting unit was measured on December 31, 2019 for the quantitative goodwill impairment test, and led to impairment of goodwill with the fair value fallen below the carrying amount of the reporting unit. The MUFG Group estimated the fair value of its reporting units using a combination of the income and the market approaches. The income approach estimates the fair value of the reporting units by discounting management's projections of each reporting unit's cash flows, including a terminal value to estimate the fair value of cash flows beyond the final year of projected results, using a discount rate derived from the Capital Asset Pricing Model. The market approach incorporates comparable public company price to tangible book value and price to earnings multiples.

For the fiscal year ended March 31, 2021, the MUFG Group recognized ¥147,564 million in impairment of goodwill relating to MUAH reporting unit within the Global Commercial Banking Business Group segment and Global Corporate & Investment Banking Business Group segment. Due largely to increases in observed market discount rates, the fair values of the reporting units were lowered. This led management to believe that the fair values of certain reporting unit was below carrying value. As a result, the fair value of the reporting unit was measured for the quantitative goodwill impairment test, and led to impairment of goodwill with the fair value fallen below the carrying amount of the reporting unit. The MUFG Group estimated the fair value of its reporting units using a combination of the income and the market approaches. This goodwill impairment includes the impact of an intervening event due to the economic environment triggered by COVID-19 for the three-month period ended March 31, 2020.

The MUFG Group consolidates certain subsidiaries, including MUAH, based on financial information for the year ended December 31 as this date and MUFG's fiscal year which ends on March 31 have been treated as coterminous.

Other Intangible Assets

The table below presents the gross carrying amount, accumulated amortization and net carrying amount, in total and by major class of other intangible assets at March 31, 2021 and 2022:

	2021			2022		
	Gross carrying amount	Accumulated amortization	Net carrying amount	Gross carrying amount	Accumulated amortization	Net carrying amount
	(in millions)					
Intangible assets subject to amortization:						
Software	¥ 3,025,769	¥ 2,249,340	¥ 776,429	¥ 3,169,332	¥ 2,380,861	¥ 788,471
Customer relationships	555,796	290,641	265,155	528,969	282,324	246,645
Core deposit intangibles	164,979	102,958	62,021	114,059	58,972	55,087
Trade names	92,422	41,629	50,793	76,858	36,846	40,012
Other	16,136	5,640	10,496	15,194	4,859	10,335
Total	¥ 3,855,102	¥ 2,690,208	1,164,894	¥ 3,904,412	¥ 2,763,862	1,140,550
Intangible assets not subject to amortization:						
Other[1]			20,100			8,051
Total			¥ 1,184,994			¥ 1,148,601

Note:
(1) Intangible assets not subject to amortization includes ¥11,355 million and nil of mortgage servicing rights accounted for at fair value at March 31, 2021 and 2022, respectively.

Intangible assets subject to amortization acquired during the fiscal year ended March 31, 2021 amounted to ¥255,336 million, which primarily consisted of ¥251,452 million of software and ¥3,765 million of customer relationships. The weighted average amortization periods for these assets are 5 years and 21 years, respectively. There is no significant residual value estimated for these assets. Intangible assets not subject to amortization acquired during the fiscal year ended March 31, 2021 amounted to ¥1,960 million.

Intangible assets subject to amortization acquired during the fiscal year ended March 31, 2022 amounted to ¥262,826 million, which primarily consisted of ¥262,645 million of software. The weighted average amortization periods for these assets are 6 years. There is no significant residual value estimated for these assets. Intangible assets not subject to amortization acquired during the fiscal year ended March 31, 2022 amounted to ¥3,498 million.

For the fiscal years ended March 31, 2020, 2021 and 2022, the MUFG Group recognized ¥3,732 million, ¥21,680 million and ¥33,301 million, respectively, of impairment losses for intangible assets whose carrying amounts exceeded their fair value. In computing the amount of impairment losses, fair value was determined primarily based on the present value of expected future cash flows, the estimated value based on appraisals, or market prices.

The estimated aggregate amortization expense for intangible assets for the next five fiscal years is as follows:

	(in millions)
Fiscal year ending March 31:	
2023	¥ 270,745
2024	232,942
2025	190,321
2026	142,645
2027	99,395

7. LEASE TRANSACTIONS

Lease transactions as a lessee

Right-of-use assets of finance leases, which are principally related to data processing equipment and included in Premises and equipment in the accompanying consolidated balance sheets, amounted to ¥15,218 million and ¥12,980 million at March 31, 2021 and 2022, respectively. Lease liabilities of these finance leases, which are included in Long-term debt in the accompanying consolidated balance sheets, amounted to ¥20,137 million and ¥16,104 million at March 31, 2021 and 2022, respectively.

Right-of-use assets of operating leases, which are principally related to office space and equipment are included in Other assets in the accompanying consolidated balance sheets, amounted to ¥338,547 million and ¥261,803 million at March 31, 2021 and 2022, respectively. Lease liabilities of these operating leases, which are included in Other liabilities in the accompanying consolidated balance sheets, amounted to ¥476,104 million and ¥384,183 million at March 31, 2021 and 2022, respectively.

For the fiscal years ended March 31, 2021 and 2022, the MUFG Group recognized ¥56,424 and ¥20,830, respectively, of impairment losses for Right-of-use assets of operating leases, where recovery of the carrying amount is doubtful. The losses are included in Other non-interest expenses.

The discount rates used in determining the present value of leases are the MUFG Group's incremental borrowing rate, developed based upon each lease's term and currency of payment. The lease term includes options to extend or terminate the lease when it is reasonably certain that the MUFG Group will exercise that option. The MUFG Group has elected to exclude leases with original terms of less than one year from the operating lease right-of-use assets and lease liabilities. The MUFG Group's lease arrangements that have not yet commenced as of March 31, 2022 are not material. Variable lease costs did not have a material impact on the MUFG Group's results of operations.

The following table presents profit or loss of lease transactions as a lessee for the fiscal years ended March 31, 2020, 2021 and 2022:

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	2020	2021	2022
		(in millions)	
Finance lease cost:			
Amortization of right-of-use assets	¥ 5,455	¥ 4,971	¥ 4,816
Interest on lease liabilities	460	240	198
Operating lease cost	99,939	91,276	81,206

The following table presents information of lease transactions as a lessee for the fiscal years ended March 31, 2021 and 2022:

	2021	2022
	(in millions, except years and percentages)	
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from finance leases	¥ 331	¥ 262
Operating cash flows from operating leases	102,982	107,047
Financing cash flows from finance leases	7,709	7,426
Right-of-use assets obtained in exchange for new finance lease liabilities	3,487	4,055
Right-of-use assets obtained in exchange for new operating lease liabilities	50,564	48,095
Weighted-average remaining lease term:		
Finance leases	4.1 years	3.6 years
Operating leases	8.3 years	8.0 years
Weighted-average discount rate:		
Finance leases	0.87%	0.77%
Operating leases	0.97%	0.76%

Maturities of lease liabilities as of March 31, 2022 are as follows:

	Finance leases	Operating leases
	(in millions)	
2023	¥ 6,250	¥ 89,016
2024	4,583	70,274
2025	2,395	51,582
2026	1,532	40,012
2027	839	28,138
2028 and thereafter	916	124,388
Total undiscounted cash flows	16,515	403,410
Difference between undiscounted and discounted cash flows	(411)	(19,227)
Amount on balance sheet	¥ 16,104	¥ 384,183

Lease transactions as a lessor

As part of its financing activities, the MUFG Group enters into leasing arrangements with customers. The MUFG Group's leasing operations are conducted through leasing subsidiaries and consist principally of various types of data processing equipment, office equipment and transportation equipment. Sales type and direct financing lease are presented in loans. In certain case, the MUFG Group requests lessees to deposit in advance an amount nearly equal or equal to the residual value of leased assets.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents profit or loss of lease transactions as a lessor for the fiscal years ended March 31, 2020, 2021 and 2022:

	2020	2021	2022
		(in millions)	
Sales type and direct financing leases:			
Finance income on net investment	¥ 119,010	¥ 122,810	¥ 116,430
Operating leases:			
Lease income	7,856	3,663	4,202
Total	¥ 126,866	¥ 126,473	¥ 120,632

Finance income on net investment is included in Interest income—Loans, including fees in the consolidated statements of operations. Lease income from operating lease transactions is included in Other non-interest income in the consolidated statements of operations.

The following table presents the components of sales type and direct financing leases transactions as of March 31, 2021 and 2022.

	2021	2022
	(in millions)	
Lease receivables (undiscounted)	¥ 1,913,852	¥ 1,855,125
Adjustments:		
Discounted unguaranteed residual value	15,435	12,439
Initial direct cost on sales type and direct financing leases	27,869	27,695
Deferred selling profit	(313,784)	(306,316)
Net investment in sales type and direct financing leases	¥ 1,643,372	¥ 1,588,943

The following table presents maturity of the lease payment receivables of sales type and direct financing lease transactions as of March 31, 2022:

	Lease receivables
	(in millions)
2023	¥ 452,739
2024	428,280
2025	348,436
2026	264,847
2027	170,471
2028 and thereafter	190,352
Total undiscounted cash flows	1,855,125
Difference between undiscounted cash flows and the lease receivables recognized on balance sheet	(266,182)
Amount on balance sheet	¥ 1,588,943

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

8. INCOME TAXES

Income (Loss) before Income Tax Expense (Benefit)

Income (loss) before income tax expense (benefit) by jurisdiction for the fiscal years ended March 31, 2020, 2021 and 2022 was as follows:

	2020	2021	2022
		(in millions)	
Domestic income (loss)	¥ 89,440	¥ 575,101	¥ (886,921)
Foreign income	343,780	1,033,241	828,194
Total	¥ 433,220	¥ 1,608,342	¥ (58,727)

Income Tax Expense (Benefit)

The detail of current and deferred income tax expense (benefit) for the fiscal years ended March 31, 2020, 2021 and 2022 was as follows:

	2020	2021	2022
		(in millions)	
Current:			
Domestic	¥ 28,128	¥ 95,183	¥ 243,993
Foreign	147,344	83,492	112,164
Total	175,472	178,675	356,157
Deferred:			
Domestic	(18,949)	310,490	(308,214)
Foreign	(42,018)	(44,217)	(62,454)
Total	(60,967)	266,273	(370,668)
Income tax expense (benefit)	114,505	444,948	(14,511)
Income tax expense (benefit) reported in Accumulated OCI relating to:			
Investment securities	(29,747)	1,146	(87,628)
Debt valuation adjustments	23,908	(36,792)	10,296
Derivatives qualifying for cash flow hedges	4,012	12,244	(4,968)
Defined benefit plans	(57,685)	139,883	19,039
Foreign currency translation adjustments	(20,693)	(3,368)	96,742
Total	(80,205)	113,113	33,481
Total	¥ 34,300	¥ 558,061	¥ 18,970

The MUFG Group files tax returns on a consolidated basis for corporate income taxes within Japan. A consolidated basis for corporate income taxes results in the reporting of taxable income or loss based upon the combined profits or losses of the parent company and its wholly-owned domestic subsidiaries.

Reconciliation of Effective Income Tax Rate

Income taxes in Japan applicable to the MUFG Group are imposed by the national, prefectural and municipal governments, and in the aggregate resulted in a normal effective statutory rate of approximately 30.6%, 30.6%, and 30.6% for the fiscal years ended March 31, 2020, 2021 and 2022, respectively. Foreign subsidiaries are subject to income taxes of the countries in which they operate.

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A reconciliation of the effective income tax rates reflected in the accompanying consolidated statements of operations to the combined normal effective statutory tax rates for the fiscal years ended March 31, 2020, 2021 and 2022 is as follows:

	2020	2021	2022
Combined normal effective statutory tax rate	30.6%	30.6%	30.6%
Nondeductible expenses	1.2	0.3	(12.0)
Impairment of goodwill	26.1	2.4	—
Foreign tax credit and payments	(9.2)	(0.9)	28.7
Lower tax rates applicable to income of subsidiaries	(3.2)	(1.0)	30.8
Change in valuation allowance	7.9	(0.9)	(90.1)
Realization of previously unrecognized tax effects of subsidiaries	(19.8) (1)	—	—
Nontaxable dividends received	(15.6)	(1.9)	85.1
Undistributed earnings of subsidiaries	3.6	—	(25.6)
Tax and interest expense for uncertainty in income taxes	—	(0.1)	(10.8)
Noncontrolling interest income (loss)	(0.1)	0.1	(0.7)
Effect of changes in tax laws	—	(0.1)	(2.4)
Expiration of loss carryforward	1.9	0.1	(7.0)
Other—net	3.0	(0.9)	(1.9)
Effective income tax rate	26.4%	27.7%	24.7%

Note:

(1) In October 2019, a wholly owned subsidiary of the MUFG Group was sold. The sale resulted in the realization of tax benefits that were not previously recognized as deferred tax assets, resulting in a ¥85,588 million reduction of income tax expense and a 19.8% reduction in the effective tax rate for the fiscal year ended March 31, 2020

Deferred Tax Assets and Liabilities

Deferred tax assets and liabilities are computed for each tax jurisdiction using currently enacted tax rates applicable to periods when the temporary differences are expected to reverse. The tax effects of the items comprising the MUFG Group's net deferred tax assets at March 31, 2021 and 2022 were as follows:

	2021	2022
	(in millions)	
Deferred tax assets:		
Allowance for credit losses	¥ 462,369	¥ 462,303
Operating loss carryforwards	97,844	99,566
Loans	790	37
Accrued liabilities and other	300,942	309,017
Premises and equipment	117,322	124,419
Derivative financial instruments	69,039	154,237
Obligations under operating leases	132,443	106,864
Valuation allowance	(137,503)	(184,932)
Total deferred tax assets	1,043,246	1,071,511

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	2021	2022
	(in millions)	
Deferred tax liabilities:		
Investment securities (including trading account assets at fair value under the fair value option)	1,017,131	605,443
Intangible assets	70,575	69,276
Lease transactions	48,519	47,432
Defined benefit plans	81,282	102,998
Investments in subsidiaries and affiliates	338,713	506,829
Right-of-use assets of operating leases	100,260	77,274
Other	92,306	113,335
Total deferred tax liabilities	1,748,786	1,522,587
Net deferred tax assets (liabilities)	¥ (705,540)	¥ (451,076)

The valuation allowance was provided primarily against deferred tax assets recorded at MUFG and its subsidiaries with operating loss carryforwards. The valuation allowance is determined to reduce the measurement of deferred tax assets not expected to be realized. Management considers all available evidence, both positive and negative, to determine whether the valuation allowance is necessary based on the weight of that evidence. Management determines the amount of the valuation allowance based on future reversals of existing taxable temporary differences and future taxable income exclusive of reversing temporary differences. Future taxable income is developed from forecasted operating results, based on recent historical trends and approved business plans, the eligible carryforward periods and other relevant factors.

For certain subsidiaries where strong negative evidence exists, such as the existence of significant amounts of operating loss carryforwards, cumulative losses and the expiration of unused operating loss carryforwards in recent years, a valuation allowance was recognized against the deferred tax assets as of March 31, 2021 and 2022 to the extent that it is more likely than not that they will not be realized.

Income taxes are not provided on undistributed earnings of certain foreign subsidiaries that are considered to be indefinitely reinvested in the operations of such subsidiaries. At March 31, 2021 and 2022, the undistributed earnings of such foreign subsidiaries amounted to approximately ¥105,934 million and ¥108,311 million, respectively. Determination of the amount of unrecognized deferred tax liabilities with respect to these undistributed earnings is not practicable because of the complexity associated with its hypothetical calculation including foreign withholding taxes and foreign tax credits. MUFG has neither the plan nor the intention to dispose of investments in such foreign subsidiaries and, accordingly, does not expect to record capital gains or losses, or otherwise monetize the undistributed earnings of such foreign subsidiaries.

Furthermore, under the Japanese tax law, 95% of a dividend received from a foreign company in which a domestic company has held generally at least 25% of the outstanding shares for a continuous period of six months or more ending on the date on which the dividend is declared can be excluded from the domestic company's taxable income. Therefore, if undistributed earnings of certain foreign subsidiaries are repatriated through dividends, only 5% of the amount of dividends will be included in taxable income.

Operating Loss and Tax Credit Carryforwards

At March 31, 2022, the MUFG Group had operating loss carryforwards for corporate tax of ¥212,597 million and tax credit carryforwards of ¥54,062 million for tax purposes. Such carryforwards, if not utilized, are scheduled to expire as follows:

	Operating loss carryforwards	Tax credit carryforwards
	(in millions)	
Fiscal year ending March 31:		
2023	¥ 4,881	¥ 458
2024	5,145	328
2025	84,109	188
2026	53,634	94
2027	543	151
2028	—	55
2029 and thereafter	24,022	45,367
No definite expiration date	40,263	7,421
Total	¥ 212,597	¥ 54,062

Uncertainty in Income Tax

The following is a roll-forward of the MUFG Group's unrecognized tax benefits for the fiscal years ended March 31, 2020, 2021 and 2022:

	2020	2021	2022
		(in millions)	
Balance at beginning of fiscal year	¥ 19,160	¥ 19,249	¥ 13,829
Gross amount of increases for current year's tax positions	399	202	28
Gross amount of decreases for current year's tax positions	—	(1,919)	—
Gross amount of increases for prior years' tax positions	212	489	6,320
Gross amount of decreases for prior years' tax positions	—	(2,329)	(183)
Net amount of changes relating to settlements with tax authorities	(81)	—	—
Decreases due to lapse of applicable statutes of limitations	(297)	(116)	(8)
Foreign exchange translation and other	(144)	(1,747)	1,808
Balance at end of fiscal year	¥ 19,249	¥ 13,829	¥ 21,794

The MUFG Group classifies interest and penalties, if applicable, related to income taxes as Income tax expense. Accrued interest and penalties (not included in the "unrecognized tax benefits" above) are a component of Other liabilities. The following is a roll-forward of the interest and penalties recognized in the accompanying consolidated financial statements for the fiscal years ended March 31, 2020, 2021 and 2022:

	2020	2021	2022
		(in millions)	
Balance at beginning of fiscal year	¥ 3,056	¥ 2,612	¥ 2,417
Total interest and penalties in the consolidated statements of operations	(398)	(398)	156
Total cash settlements, foreign exchange translation and other	(46)	203	275
Balance at end of fiscal year	¥ 2,612	¥ 2,417	¥ 2,848

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The MUFG Group is subject to ongoing tax examinations by the tax authorities of the various jurisdictions in which it operates. The following are the major tax jurisdictions in which the MUFG Group operates and the status of years under audit or open to examination:

Jurisdiction	Tax years
Japan	2021 and forward
United States—Federal	2019 and forward
United States—California	2015 and forward
Indonesia	2018 and forward

The MUFG Group is currently under continuous examinations by the tax authorities in various domestic and foreign jurisdictions and many of these examinations are resolved every year. The unrecognized tax benefits will decrease since resolved items will be removed from the balance regardless of whether their resolution results in payment or recognition. It is reasonably possible that the unrecognized tax benefits will not increase or decrease during the next twelve months.

9. PLEDGED ASSETS AND COLLATERAL

Pledged Assets

At March 31, 2022, assets mortgaged, pledged, or otherwise subject to lien were as follows:

	2022 (in millions)
Trading account securities	¥ 11,951,845
Investment securities	21,594,409
Loans	11,718,468
Other	317,444
Total	¥ 45,582,166

The above pledged assets were classified by type of liabilities to which they related as follows:

	2022 (in millions)
Deposits	¥ 310,450
Payables under repurchase agreements and securities lending transactions	15,383,440
Other short-term borrowings and long-term debt	29,857,428
Other	30,848
Total	¥ 45,582,166

At March 31, 2022, certain investment securities, principally Japanese national government and Japanese government agency bonds, loans, and other assets with a combined carrying value of ¥21,227,472 million were pledged for acting as a collection agent of public funds, for settlement of exchange at the Bank of Japan and Japanese Banks' Payment Clearing Network, for derivative transactions and for certain other purposes.

The MUFG Group engages in on-balance sheet securitizations. These securitizations of mortgage and apartment loans, which do not qualify for sales treatment, are accounted for as secured borrowings. The amount of loans in the table above represents the carrying amount of these transactions with the carrying amount of the associated liabilities included in Other short-term borrowings and Long-term debt.

Under Japanese law, Japanese banks are required to maintain certain reserves on deposit with the Bank of Japan based on the amount of deposit balances and certain other factors. There are similar reserve deposit requirements for foreign offices and subsidiaries engaged in banking businesses in foreign countries. At March 31, 2021 and 2022 the reserve funds required to be maintained by the MUFG Group, which are included in Cash and due from banks and Interest-earning deposits in other banks, were ¥2,881,778 million and ¥2,991,833 million, respectively.

Collateral

The MUFG Group accepts and provides financial assets as collateral for transactions, principally commercial loans, repurchase agreements and securities lending transactions, call money, and derivatives. Financial assets eligible for such collateral include, among others, marketable equity securities, trade and notes receivable and certificates of deposit ("CDs").

Secured parties, including creditors and counterparties to certain transactions with the MUFG Group, may sell or repledge financial assets provided as collateral. Certain contracts, however, may not be specific about the secured party's right to sell or repledge collateral under the applicable statutes and, therefore, whether or not the secured party is permitted to sell or repledge collateral would differ depending on the interpretations of specific provisions of the existing statutes, contract or certain market practices.

If the MUFG Group determines, based on available information, that a financial asset provided as collateral might not be sold or repledged by the secured parties, such collateral is not separately reported in the accompanying consolidated balance sheets. If a secured party is permitted to sell or repledge financial assets provided as collateral by contract or custom under the existing statutes, the MUFG Group reports such pledged financial assets separately on the face of the accompanying consolidated balance sheets. At March 31, 2022, the MUFG Group pledged ¥46,858 billion of assets that may not be sold or repledged by the secured parties.

Certain banking subsidiaries accept collateral for commercial loans and certain banking transactions under a standardized agreement with customers, which provides that these banking subsidiaries may require the customers to provide collateral or guarantees with respect to the loans and other banking transactions. Financial assets pledged as collateral are generally negotiable and transferable instruments, and such negotiability and transferability are authorized by applicable legislation. In principle, Japanese legislation permits these banking subsidiaries to repledge financial assets accepted as collateral unless otherwise prohibited by contract or relevant statutes. Nevertheless, the MUFG Group did not sell or repledge nor does it plan to sell or repledge such collateral accepted in connection with commercial loans before a debtor's default or other credit events specified in the agreements as it is not customary within the banking industry in Japan to dispose of collateral before a debtor's default and other specified credit events. Derivative agreements commonly used in the marketplace do not prohibit a secured party's disposition of financial assets received as collateral, and in resale agreements and securities borrowing transactions, securities accepted as collateral may be sold or repledged by the secured parties. At March 31, 2021 and 2022, the fair value of the collateral accepted by the MUFG Group that is permitted to be sold or repledged was ¥30,983 billion and ¥31,167 billion, respectively, of which ¥23,478 billion and ¥23,699 billion, respectively, was sold or repledged.

At March 31, 2021 and 2022, the cash collateral pledged for derivative transactions, which is included in Other assets, was ¥2,005,136 million and ¥2,893,178 million, respectively, and the cash collateral received for derivative transactions, which is included in Other liabilities, was ¥909,641 million and ¥1,017,580 million, respectively.

10. DEPOSITS

At March 31, 2021 and 2022, the aggregate amount of time deposit accounts (including CDs) in denominations that meet or exceed the insured limit were ¥54,110,025 million and ¥54,819,050 million, respectively. These time deposits included domestic time deposits in denominations that meet or exceed the limit stipulated by the Deposit Insurance Act in Japan, which is ¥10 million, and foreign time deposits in denominations that meet or exceed any country-specific insurance fund limit. Previously, time deposits, including CDs, issued in amounts of ¥10 million or more with respect to domestic deposits and U.S.$100,000 or more with respect to foreign deposits were disclosed and, therefore, the amount at March 31, 2021 was changed to align with the current year disclosure.

The maturity information at March 31, 2022 for domestic and foreign time deposits, including CDs, is summarized as follows:

	Domestic	Foreign
	(in millions)	
Due in one year or less	¥ 31,917,457	¥ 24,814,801
Due after one year through two years	4,230,918	210,799
Due after two years through three years	2,456,467	125,802
Due after three years through four years	604,082	89,178
Due after four years through five years	503,677	41,565
Due after five years	750,898	60,812
Total	¥ 40,463,499	¥ 25,342,957

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

11. CALL MONEY AND FUNDS PURCHASED

A summary of funds transactions for the fiscal years ended March 31, 2021 and 2022 is as follows:

	2021	2022
	(in millions, except percentages and days)	
Outstanding at end of fiscal year:		
Amount	¥ 2,353,830	¥ 2,416,313
Principal range of maturities	1 day to 30 days	1 day to 30 days
Weighted average interest rate	0.04%	0.06%

12. DUE TO TRUST ACCOUNT, SHORT-TERM BORROWINGS AND LONG-TERM DEBT

Mitsubishi UFJ Trust and Banking holds assets on behalf of its customers in an agent, fiduciary or trust capacity. Such trust account assets are not the MUFG Group's proprietary assets and are managed and accounted for separately.

However, excess cash funds of individual trust accounts are often placed with Mitsubishi UFJ Trust and Banking which manages the funds together with its own funds in its proprietary account. Due to trust account reflects a temporary placement of the excess funds from individual trust accounts and, in view of the MUFG Group's funding, due to trust account is similar to short-term funding, including demand deposits and other overnight funds purchased. The balance changes in response to the day-to-day changes in the excess funds placed by the trust accounts. A summary of due to trust account transactions at March 31, 2021 and 2022 is as follows:

	2021	2022
	(in millions, except percentages)	
Amount outstanding at end of fiscal year	¥ 3,891,831	¥ 6,307,463
Weighted average interest rate on outstanding balance at end of fiscal year	0.00%	0.00%

At March 31, 2021 and 2022, the MUFG Group had unused lines of credit for financing amounting to ¥4,408,245 million and ¥4,741,464 million, respectively. The amounts principally consist of pooled collateral which are used to cover shortages in the Bank of Japan account and to meet liquidity needs. The MUFG Group may borrow from the Bank of Japan on demand up to the total amount of collateral eligible for credit extension.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Other short-term borrowings at March 31, 2021 and 2022 were comprised of the following:

	2021	2022	
	(in millions, except percentages)		
Domestic offices:			
Commercial paper	¥ 1,207,610	¥ 1,491,509	
Borrowings from the Bank of Japan	9,238,209	10,231,483	
Borrowings from other financial institutions	141,060	68,384	
Other	126,060	810,849	(1)
Total domestic offices	10,712,939	12,602,225	
Foreign offices:			
Commercial paper	3,281,866	3,776,737	
Borrowings from other financial institutions	113,874	82,914	
Short-term debentures	7,775	22,059	
Other	71,306	59,287	
Total foreign offices	3,474,821	3,940,997	
Total	14,187,760	16,543,222	
Less unamortized discount	37	85	
Other short-term borrowings—net	¥ 14,187,723	¥ 16,543,137	
Weighted average interest rate on outstanding balance at end of fiscal year	0.06%	0.09%	

Note:
(1) Other include borrowings from the jointly operated designated money in trusts.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Long-term debt (with original maturities of more than one year) at March 31, 2021 and 2022 was comprised of the following:

	2021	2022
	(in millions)	
MUFG:		
Obligations under finance leases	¥ 4,989	¥ 3,326
Unsubordinated debt [1]:		
Fixed rate bonds, payable in US dollars, due 2022-2039, principally 0.85%-4.29%	4,224,401	5,501,311
Fixed rate bonds, payable in Euro, due 2023-2033, principally 0.34%-1.75%	482,856	508,524
Fixed rate bonds, payable in other currencies, due 2024-2029, principally 2.08%-4.05%[2]	34,262	37,424
Adjustable rate bonds, payable in Japanese yen, due 2025-2032, principally 0.14%-0.42%	—	95,900
Adjustable rate bonds, payable in Euro, due 2027, principally 0.34%	—	68,350
Floating rate bonds, payable in US dollars, due 2022-2023, principally 1.05%-1.24%	669,464	416,171
Floating rate bonds, payable in Euro, due 2023, principally 0.02%	45,430	47,845
Floating rate bonds, payable in other currencies, due 2024, principally 1.31% [2]	33,744	36,800
Total	5,490,157	6,712,325
Subordinated debt [1]:		
Fixed rate bonds, payable in Japanese yen, due 2024-2031, principally 0.37%-1.39%	776,886	771,014
Adjustable rate bonds, payable in Japanese yen, due 2027-2031, principally 0.29%-0.58%	1,072,209	905,925
Adjustable rate bonds, payable in Japanese yen, no stated maturity, principally 0.82%-2.50%	1,704,816	1,486,734
Adjustable rate borrowings, payable in Japanese yen, due 2028-2029, principally 0.30%-0.46%	31,500	31,500
Adjustable rate borrowings, payable in Japanese yen, no stated maturity, principally 0.85%-1.17%	87,085	86,725
Floating rate borrowings, payable in Japanese yen, due 2025-2028, principally 0.57%-0.79%	86,000	86,000
Total	3,758,496	3,367,898
Total	9,253,642	10,083,549
MUFG Bank:		
Obligations under finance leases	¥ 4,628	¥ 4,419
Unsubordinated debt [1]:		
Fixed rate bonds, payable in Japanese yen, due 2022-2027, principally 0.63%-2.34%	123,300	72,400
Fixed rate bonds, payable in US dollars, due 2023-2052, principally 0.00%-4.70%	1,041,115	1,052,443
Fixed rate bonds, payable in Euro, due 2033, principally 1.81%	109,619	6,152
Fixed rate bonds, payable in other currencies, due 2047, principally 0.00% [2]	3,100	—
Fixed rate borrowings, payable in Japanese yen, due 2022-2028, principally 0.00%-0.25%	18,689,074	18,582,830
Fixed rate borrowings, payable in US dollars, due 2026-2030, principally 0.72%-2.93%	7,833	8,371
Floating rate borrowings, payable in US dollars, due 2022-2031, principally 0.16%-4.45%	721,941	714,718
Floating rate borrowings, payable in Euro, due 2025-2036, principally 0.00%-0.40%	111,611	103,231
Total	20,807,593	20,540,145
Subordinated debt [1]:		
Fixed rate bonds, payable in Japanese yen, due 2022-2031, principally 1.39%-2.91%	350,900	236,000
Fixed rate borrowings, payable in Japanese yen, due 2022-2035, principally 0.43%-2.24%	73,400	71,000
Adjustable rate borrowings, payable in Japanese yen, due 2028, principally 1.06%	10,000	10,000
Floating rate borrowings, payable in Japanese yen, due 2027, principally 0.25%	15,000	15,000
Total	449,300	332,000
Obligations under loan securitization transaction accounted for as secured borrowings due 2022-2080, principally 0.13%-10.00%	618,072	519,718
Total	21,879,593	21,396,282

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	2021	2022
	(in millions)	
Other subsidiaries:		
Obligations under finance leases	¥ 10,520	¥ 8,359
Unsubordinated debt [1]:		
Fixed rate borrowings, bonds and notes, payable in Japanese yen, due 2022-2051, principally 0.00%-17.30%	878,276	1,088,884
Fixed rate borrowings, bonds and notes, payable in US dollars, due 2022-2036, principally 0.00%-21.50%	885,950	124,841
Fixed rate borrowings, bonds and notes, payable in Euro, due 2024-2030, principally 0.00%	2,719	10,796
Fixed rate borrowings, bonds and notes, payable in Thai baht, due 2022-2028, principally 0.00%-7.15%	349,666	230,630
Fixed rate borrowings, bonds and notes, payable in other currencies, due 2022-2037, principally 0.00%-9.50%[2]	320,663	306,778
Floating/Adjustable rate borrowings, bonds and notes, payable in Japanese yen, due 2022-2052, principally 0.00%-65.00%	1,007,882	1,000,691
Floating/Adjustable rate borrowings, bonds and notes, payable in US dollars, due 2022-2032, principally 0.00%-53.50%	174,997	130,597
Floating/Adjustable rate bonds and notes, payable in Euro, due 2022-2024, principally 0.00%-3.00%	1,092	230
Total	3,621,245	2,893,447
Subordinated debt [1]:		
Fixed rate borrowings, bonds and notes, payable in Japanese yen, due 2022-2030, principally 1.36%-2.61%	184,894	114,946
Fixed rate bonds and notes, payable in US dollars, due 2022-2030, principally 7.50%-9.90%	1,212	2,262
Fixed rate bonds and notes, payable in Thai baht, due 2027-2031, principally 3.00%-3.90%	209,189	208,581
Fixed rate bonds and notes, payable in other currencies, due 2021, principally 0.00% [2]	6,915	—
Floating rate bonds and notes, payable in US dollars, due 2028, principally 6.90%	3,820	2,866
Total	406,030	328,655
Obligations under loan securitization transaction accounted for as secured borrowings due 2022, principally 2.25%	11	1
Total	4,037,806	3,230,462
Total	35,171,041	34,710,293
Debt issuance cost	¥ (13,390)	¥ (13,694)
Total	¥ 35,157,651	¥ 34,696,599

Notes:

(1) Adjustable rate debts are debts where interest rates are reset in accordance with the terms of the debt agreements, and floating rate debts are debts where interest rates are repriced in accordance with movements of markets indices.

(2) Minor currencies, such as Australian dollar, British pound, Indonesian rupiah, Brazilian real, Russian ruble etc., excluding Japanese yen, US dollars, Euro and Thai baht have been summarized into the "Other currencies" classification.

The MUFG Group uses derivative financial instruments to manage its interest rate and currency exposures for certain debts. The derivative financial instruments include swaps, forwards, options and other types of derivatives. As a result of these derivative instruments, the effective rates reflected in the table above may differ from the coupon rates. The interest rates for the adjustable and floating rate debt shown in the above table are those in effect at March 31, 2021 and 2022.

. Certain debt agreements permit the MUFG Group to redeem the related debt, in whole or in part, prior to maturity at the option of the issuer on terms specified in the respective agreements.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following is a summary of maturities of long-term debt subsequent to March 31, 2022 :

	MUFG	BK	Other subsidiaries	Total
		(in millions)		
Fiscal year ending March 31:				
2023	¥ 987,009	¥ 981,284	¥ 1,026,760	¥ 2,995,053
2024	827,301	1,107,551	427,939	2,362,791
2025	1,060,164	16,551,665	398,353	18,010,182
2026	966,692	1,218,584	223,445	2,408,721
2027	414,824	156,907	186,208	757,939
2028 and thereafter	5,827,559	1,380,291	967,757	8,175,607
Total	¥ 10,083,549	¥ 21,396,282	¥ 3,230,462	¥ 34,710,293

New Issuances of Bonds for Basel III

For the fiscal year ended March 31, 2022, the MUFG Group issued to institutional investors in Japan ¥40,000 million aggregate principal amount of unsecured perpetual subordinated Additional Tier 1 notes. These notes are subject to the MUFG Group's discretion to cease interest payments and a write-down of the principal upon the occurrence of certain events, including when the MUFG Group's Common Equity Tier 1 ratio declines below 5.125%, when the MUFG Group is deemed to be at risk of becoming non-viable or when the MUFG Group becomes subject to bankruptcy proceedings.

For the fiscal year ended March 31, 2022, the MUFG Group issued ¥100,000 million, $11,300 million (approximately ¥1,383,007 million) and €500 million (approximately ¥68,350 million) of bonds with an intent to count towards Total Loss-Absorbing Capacity ("TLAC") to global institutional investors to meet the TLAC requirement under the standards issued by the Financial Stability Board. The MUFG Group is required to maintain external TLAC ratios of 18% on a risk-weighted assets basis and 6.75% on a leverage exposure basis.

13. SEVERANCE INDEMNITIES AND PENSION PLANS

Defined Benefit Pension Plans

The MUFG Group has funded non-contributory defined benefit pension plans, which cover substantially all of its employees and mainly provide for lifetime annuity payments commencing at age 65 ("pension benefits") based on eligible compensation at the time of severance, rank, years of service and other factors.

MUFG Bank and certain domestic subsidiaries, Mitsubishi UFJ Trust and Banking, Mitsubishi UFJ Securities Holdings, Mitsubishi UFJ NICOS and some subsidiaries of MUFG have non-contributory Corporate Defined Benefit Pension plans which provide benefits to all their domestic employees.

The MUFG Group also offers qualified and nonqualified defined benefit pension plans in foreign offices and subsidiaries for their employees. The qualified plans are non-contributory defined pension plans, which provide benefits upon retirement based on years of service and average compensation and cover substantially all of the employees of such foreign offices and subsidiaries. With respect to the offices and subsidiaries in the United States of America, the qualified plans are funded on a current basis in compliance with the requirement of the Employee Retirement Income Security Act of the United States of America. The nonqualified plans are non-contributory defined benefit pension plans, under which certain employees earn pay and interest credits on compensation amounts above the maximum stipulated by applicable laws under the qualified plans.

Severance Indemnities Plans

The MUFG Group has SIPs under which their employees in Japan, other than those who are directors, are entitled, under most circumstances, upon mandatory retirement at normal retirement age or earlier termination of employment, to lump-sum severance indemnities based on eligible compensation at the time of severance, rank, years of service and other factors. Under SIPs, benefit payments in the form of a lump-sum cash payment with no option to receive annuity payments, upon mandatory retirement at normal retirement age or earlier termination of employment, are provided. When a benefit is paid in a single payment to a benefit payee under the plans, the payment represents final relief of the obligation.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Other Postretirement Plans

The MUFG Group's foreign offices and subsidiaries, primarily in the United States of America, provide their employees with certain postretirement medical and life insurance benefits ("other benefits").

As part of the anticipated transaction discussed in Note 2, assets and obligations of defined benefit pension plan and other postretirement plan, which MUFG Union Bank maintains, will be assigned to MUFG Bank and U.S. Bancorp in proportion to each entity's share of the underlying participant obligations of the plans. The disclosures in the remainder of this note involving future years disregard the impact of this transaction.

Net periodic cost of pension benefits and other benefits for the fiscal years ended March 31, 2020, 2021 and 2022 include the following components:

	Domestic subsidiaries			Foreign offices and subsidiaries					
	2020	2021	2022	2020		2021		2022	
	Pension benefits and SIP	Pension benefits and SIP	Pension benefits and SIP	Pension benefits	Other benefits	Pension benefits	Other benefits	Pension benefits	Other benefits
				(in millions)					
Service cost—benefits earned during the fiscal year	¥ 49,194	¥ 46,861	¥ 44,160	¥ 14,406	¥ 366	¥ 13,947	¥ 229	¥ 16,853	¥ 140
Interest cost on projected benefit obligation	10,969	11,091	11,995	17,370	1,159	14,295	793	11,233	494
Expected return on plan assets	(74,744)	(71,078)	(81,902)	(31,382)	(1,882)	(31,161)	(2,118)	(33,269)	(2,415)
Amortization of net actuarial loss	5,641	17,019	770	8,685	1,162	11,560	208	16,573	(64)
Amortization of prior service cost	(1,204)	(1,205)	(1,280)	(2,633)	(1,881)	(2,614)	(448)	(2,802)	(385)
Loss (gain) on settlements and curtailment	(2,366)	(4,605)	(5,820)	223	—	30	—	44	—
Net periodic benefit cost (income)	¥(12,510)	¥ (1,917)	¥(32,077)	¥ 6,669	¥ (1,076)	¥ 6,057	¥ (1,336)	¥ 8,632	¥ (2,230)

The following table summarizes the assumptions used in computing the present value of the projected benefit obligations and the net periodic benefit cost:

	Domestic subsidiaries			Foreign offices and subsidiaries					
	2020	2021	2022	2020		2021		2022	
	Pension benefits and SIP	Pension benefits and SIP	Pension benefits and SIP	Pension benefits	Other benefits	Pension benefits	Other benefits	Pension benefits	Other benefits
				(in millions)					
Weighted-average assumptions used:									
Discount rates in determining expense	0.61%	0.63%	0.71%	3.80%	3.87%	2.94%	2.72%	2.19%	1.82%
Discount rates in determining benefit obligation	0.63	0.71	0.86	3.05	2.96	2.34	2.23	2.78	2.63
Rates of increase in future compensation level for determining expense	3.21	3.46	3.46	5.01	—	5.12	—	5.09	—
Rates of increase in future compensation level for determining benefit obligation	3.46	3.46	3.46	5.12	—	5.09	—	5.04	—
Expected rates of return on plan assets	2.89	2.93	2.89	6.25	7.00	6.19	7.00	5.91	7.00
Cash balance crediting rate for determining expense	2.46	2.46	2.46	3.03	—	2.39	—	1.62	—
Cash balance crediting rate for determining benefit obligation	2.46	2.46	2.46	2.39	—	1.62	—	1.94	—

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following tables present the assumed health care cost trend rates for foreign offices and subsidiaries, which are used to measure the expected cost of benefits for the next year:

	MUAH		Other than MUAH	
	2021[1]	2022[1]	2021[1]	2022[1]
Initial trend rate	4.17%	4.13%	6.50%	6.50%
Ultimate trend rate	3.78%	3.77%	4.50%	4.50%
Year the rate reaches the ultimate trend rate	2028	2029	2028	2029

Note:
(1) Fiscal years of MUFG Americas Holdings and foreign subsidiaries end on December 31. Therefore, the above tables present the rates and amounts at December 31, 2020 and 2021, respectively.

The following table sets forth the combined funded status and amounts recognized in the accompanying consolidated balance sheets at March 31, 2021 and 2022:

	Domestic subsidiaries		Foreign offices and subsidiaries			
	2021	2022	2021		2022	
	Non-contributory pension benefits and SIP	Non-contributory pension benefits and SIP	Pension benefits	Other benefits	Pension benefits	Other benefits
			(in millions)			
Change in benefit obligation:						
Benefit obligation at beginning of fiscal year	¥ 1,807,905	¥ 1,753,483	¥ 547,013	¥ 32,383	¥ 580,953	¥ 31,354
Service cost	46,861	44,160	13,947	229	16,853	140
Interest cost	11,091	11,995	14,295	793	11,233	494
Plan participants' contributions	—	—	30	440	—	433
Acquisitions/ Divestitures	(2,845)	(242)	(260)	—	(130)	—
Amendments	(22)	(1,054)	(1,187)	—	402	—
Actuarial loss (gain)	(21,558)	(28,814)	51,724 [1]	1,506	(24,611) [1]	(2,269)
Benefits paid	(65,730)	(65,853)	(20,816)	(2,488)	(24,501)	(2,580)
Lump-sum payment	(22,219)	(21,570)	(2,825)	—	(3,591)	—
Translation adjustments and other	—	—	(20,968)	(1,509)	63,131	3,219
Benefit obligation at end of fiscal year	1,753,483	1,692,105	580,953	31,354	619,739	30,791
Change in plan assets:						
Fair value of plan assets at beginning of fiscal year	2,432,847	2,858,013	559,508	31,919	604,404	33,349
Actual return on plan assets	472,185	77,848	82,615	5,165	49,277	4,619
Employer contributions	21,151	20,487	3,896	181	4,627	(116)
Acquisitions/ Divestitures	(2,440)	8	—	—	—	—
Plan participants' contributions	—	—	30	440	—	433
Benefits paid	(65,730)	(65,853)	(20,816)	(2,488)	(24,501)	(2,580)
Translation adjustments and other	—	—	(20,829)	(1,868)	72,057	3,823
Fair value of plan assets at end of fiscal year	2,858,013	2,890,503	604,404	33,349	705,864	39,528
Amounts recognized in the consolidated balance sheets:						
Prepaid benefit cost	¥ 1,122,507	¥ 1,216,703	¥ 94,445	¥ 6,754	¥ 153,861	¥ 12,104
Accrued benefit cost	(17,977)	(18,305)	(70,994)	(4,759)	(67,736)	(3,367)
Net amount recognized	¥ 1,104,530	¥ 1,198,398	¥ 23,451	¥ 1,995	¥ 86,125	¥ 8,737

Note:
(1) Significant gains and losses related to changes in the benefit obligation for the fiscal years ended March 31, 2021 and 2022 primarily result from changes in the discount rate.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The aggregated accumulated benefit obligations of these plans at March 31, 2021 and 2022 were as follows:

	Domestic subsidiaries		Foreign offices and subsidiaries	
	2021	2022	2021	2022
	(in millions)			
Aggregated accumulated benefit obligations	¥ 1,719,798	¥ 1,663,543	¥ 554,375	¥ 596,153

The projected benefit obligations, accumulated benefit obligations and fair value of plan assets for the plans with accumulated benefit obligations in excess of plan assets at March 31, 2021 and 2022 were as follows:

	Domestic subsidiaries		Foreign offices and subsidiaries	
	2021	2022	2021	2022
	(in millions)			
Projected benefit obligations	¥ 24,527	¥ 25,327	¥ 92,527	¥ 87,876
Accumulated benefit obligations	24,527	25,327	68,720	67,612
Fair value of plan assets	6,738	7,223	21,532	20,139

MUFG Bank, Mitsubishi UFJ Trust and Banking, Mitsubishi UFJ Securities Holdings, Mitsubishi UFJ NICOS and other subsidiaries paid special lump-sum termination benefits which are not a part of pension plans to certain early-terminated employees. The amounts charged to operations for such early termination benefits for the fiscal years ended March 31, 2020, 2021 and 2022 were ¥13,883 million, ¥16,716 million and ¥16,235 million, respectively.

The following table presents the amounts recognized in Accumulated OCI of the MUFG Group at March 31, 2021 and 2022:

	Domestic subsidiaries		Foreign offices and subsidiaries			
	2021	2022	2021		2022	
	Pension benefits and SIP	Pension benefits and SIP	Pension benefits	Other benefits	Pension benefits	Other benefits
	(in millions)					
Net actuarial loss (gain)	¥ 1,557	¥ (18,183)	¥ 96,807	¥ 3,255	¥ 47,093	¥ (1,070)
Prior service cost	(3,072)	(2,845)	(6,167)	(1,869)	(3,742)	(1,650)
Gross amount recognized in Accumulated OCI	(1,515)	(21,028)	90,640	1,386	43,351	(2,720)
Taxes	(41,639)	(36,389)	(23,900)	(489)	(12,092)	616
Net amount recognized in Accumulated OCI	¥ (43,154)	¥ (57,417)	¥ 66,740	¥ 897	¥ 31,259	¥ (2,104)

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents OCI for the fiscal years ended March 31, 2021 and 2022:

	Domestic subsidiaries		Foreign offices and subsidiaries			
	2021	2022	2021		2022	
	Pension benefits and SIP	Pension benefits and SIP	Pension benefits	Other benefits	Pension benefits	Other benefits
	(in millions)					
Net actuarial loss (gain) arising during the year	¥ (423,283)	¥ (24,790)	¥ 319	¥ (1,541)	¥ (40,559)	¥ (4,471)
Prior service cost arising during the year	(22)	(1,053)	(1,187)	—	402	55
Losses (gains) due to amortization:						
Net actuarial loss (gain)	(17,019)	(770)	(11,560)	(208)	(16,573)	64
Prior service cost	1,205	1,280	2,614	448	2,802	385
Curtailment and settlement	4,605	5,820	(30)	—	(44)	—
Foreign currency translation adjustments	—	—	(5,808)	(173)	6,683	(139)
Total changes in Accumulated OCI	¥ (434,514)	¥ (19,513)	¥ (15,652)	¥ (1,474)	¥ (47,289)	¥ (4,106)

Investment policies

MUFG's investment policy for plan assets is based on an asset liability matching strategy which is intended to maintain adequate liquidity for benefit payments and to achieve a stable increase in the plan assets in the medium and long-term through proper risk control and return maximization. As a general rule, investment policies for plan assets are reviewed periodically for some plans and in the following situations for all plans: (1) large fluctuations in pension plan liabilities caused by modifications to pension plans, or (2) changes in the market environment. The plan assets allocation strategies are the principal determinant in achieving expected investment returns on the plan assets. Actual asset allocations may fluctuate within acceptable ranges due to market value variability. Plan assets are managed by a combination of internal and external asset management companies and are rebalanced when market fluctuations cause an asset category to fall outside of its strategic asset allocation range. Performance of each plan asset category is compared against established indices and similar plan asset groups to evaluate whether the risk associated with the portfolio is appropriate for the level of return.

The weighted-average target asset allocation of plan assets for the pension benefits and other benefits at March 31, 2022 was as follows:

	Domestic subsidiaries	Foreign offices and subsidiaries	
Asset category	Pension benefits and SIP	Pension benefits	Other benefits
Japanese equity securities	35.5%	—%	—%
Japanese debt securities	28.4	—	—
Non-Japanese equity securities	14.8	41.3	63.0
Non-Japanese debt securities	14.5	42.0	27.0
Real estate	1.5	10.2	10.0
Short-term assets and other	5.3	6.5	—
Total	100.0%	100.0%	100.0%

Basis and procedure for estimating long-term return of each asset category

MUFG's expected long-term rate of return on plan assets for domestic defined benefit pension plans and SIPs is based on a building-block methodology, which calculates the total long-term rate of return of the plan assets by aggregating the weighted rate of return derived from both long-term historical performance and forward-looking return expectations from each asset category.

MUFG has determined the expected long-term rate of return for each asset category as follows:

- Japanese equity securities: the rate for Japanese debt securities plus a premium for the risk associated with Japanese equity securities
- Japanese debt securities: economic growth rate of Japan
- Non-Japanese equity securities: the rate for non-Japanese debt securities plus a premium for the risk associated with non-Japanese equity securities
- Non-Japanese debt securities: global economic growth rate

Foreign offices and subsidiaries periodically reconsider the expected long-term rate of return for their plan assets. They evaluate the investment return volatility of different asset categories and compare the liability structure of their pension and other benefits to those of other companies, while considering their funding policy to maintain a funded status sufficient to meet participants' benefit obligations, and reduce long-term funding requirements and pension costs. Based on this information, foreign offices and subsidiaries update the expected long-term rate of return.

Estimated future benefit payments

The following table presents benefit payments expected to be paid, which include the effect of expected future service for the fiscal years indicated:

	Domestic subsidiaries	Foreign offices and subsidiaries	
	Pension benefits and SIP	Pension benefits	Other benefits
		(in millions)	
Fiscal year ending March 31:			
2023	¥ 80,812	¥ 26,258	¥ 2,198
2024	79,376	27,869	2,228
2025	79,934	28,678	2,203
2026	78,977	30,656	2,142
2027	77,807	32,659	2,062
Thereafter (2028-2032)	380,256	197,642	8,335

Fair value measurement of the plan assets

The following is a description of the valuation methodologies used for plan assets measured at fair value as well as the classification of the plan assets pursuant to the fair value hierarchy described in Note 31.

Government bonds and other debt securities

When quoted prices are available in an active market, the MUFG Group adopts the quoted prices to measure the fair value of securities and such securities are classified in Level 1 of the fair value hierarchy. Level 1 securities include Japanese government bonds, most non-Japanese government bonds and certain corporate bonds. When quoted prices are available but not traded actively, such securities are classified in Level 2 of the fair value hierarchy. When quoted prices are not available, the MUFG Group generally estimates fair values by using non-binding prices obtained from independent pricing vendors. Such securities are generally classified in Level 2 of the fair value hierarchy. Level 2 securities include certain non-Japanese government bonds, official institution bonds and corporate bonds. When there is lack of liquidity for securities or significant inputs adopted to the fair value measurements are unobservable, such securities are classified in Level 3 of the fair value hierarchy. Such Level 3 securities mainly consist of non-Japanese corporate bonds.

Marketable equity securities

When quoted prices are available in an active market, the MUFG Group adopts the quoted prices to measure the fair value of marketable equity securities and such securities are classified in Level 1 of the fair value hierarchy. When quoted prices are available but not traded actively, such securities are classified in Level 2 of the fair value hierarchy.

Japanese pooled funds

Japanese pooled funds are investment fund vehicles designed for Japanese pension plan investments under Japanese pension trust fund regulations. Based upon the nature of the funds' investments, Japanese pooled funds are categorized into four major fund types: Japanese marketable equity securities type, Japanese debt securities type, Non-Japanese marketable equity securities type and Non-Japanese debt securities type. The other types of funds invest in short-term financial instruments or loans receivable. Japanese pooled funds are generally readily redeemable at their net asset values. The fair values of Japanese pooled funds are measured at their net asset values per share (or its equivalent) as a practical expedient.

Other investment funds

Other investment funds include mutual funds, private investments funds, common collective funds, private equity funds and real estate funds. The listed investment funds or mutual funds are valued at quoted prices and classified in Level 1 or Level 2 of the fair value hierarchy. When there is no available market quotation, the fair values are generally determined at net asset values per share (or its equivalent) as a practical expedient. Other investment funds classified in Level 3 of the fair value hierarchy consist of certain real estate funds whose fair values are not measured at their net asset values but by using significant unobservable inputs and there is inherent lack of the funds' liquidity.

Japanese general accounts of life insurance companies

These instruments are contracts with life insurance companies that guarantee return of a certain level of fixed income, which are mainly invested in assets with low market risk such as Japanese debt securities. They are measured at conversion value and classified in Level 2 of the fair value hierarchy.

Other investments

Other investments mainly consist of call loans and the rest consist of miscellaneous accounts such as deposits with banks and short-term investments. These instruments are generally classified in Level 1 or Level 2 of the fair value hierarchy depending on observability of the inputs to measure their fair values.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents the fair value of each major category of plan assets as of March 31, 2021 and 2022:

Pension benefits and SIP Investments:

At March 31, 2021	Domestic subsidiaries				Foreign offices and subsidiaries			
Assets category	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
				(in millions)				
Japanese government bonds	¥ 145,236	¥ —	¥ —	¥ 145,236	¥ —	¥ —	¥ —	¥ —
Non-Japanese government bonds	—	—	—	—	44,105	4,645	—	48,750
Other debt securities	10,136	14,065	230	24,431	—	117,696	—	117,696
Japanese marketable equity securities	862,096	—	—	862,096	—	—	—	—
Non-Japanese marketable equity securities	81,525	588	—	82,113	34,584	671	—	35,255
Other investment funds	—	—	—	—	76,520	164,810	—	241,330 (2)
Japanese general account of life insurance companies(1)	—	217,827	—	217,827	—	—	—	—
Other investments	8,390	5,092	—	13,482	812	13,502	333	14,647
Total	¥1,107,383	¥ 237,572	¥ 230	¥1,345,185	¥ 156,021	¥ 301,324	¥ 333	¥ 457,678

At March 31, 2022	Domestic subsidiaries				Foreign offices and subsidiaries			
Assets category	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
				(in millions)				
Japanese government bonds	¥ 140,538	¥ —	¥ —	¥ 140,538	¥ —	¥ —	¥ —	¥ —
Non-Japanese government bonds	—	—	—	—	68,887	5,385	—	74,272
Other debt securities	9,950	14,648	232	24,830	—	133,815	—	133,815
Japanese marketable equity securities	848,482	—	—	848,482	—	—	—	—
Non-Japanese marketable equity securities	87,983	176	—	88,159	34,659	556	—	35,215
Other investment funds	—	—	—	—	83,442	186,372	—	269,814 (2)
Japanese general account of life insurance companies(1)	—	209,482	—	209,482	—	—	—	—
Other investments	11,819	17,563	—	29,382	1,001	11,095	39,729	51,825
Total	¥1,098,772	¥ 241,869	¥ 232	¥1,340,873	¥ 187,989	¥ 337,223	¥ 39,729	¥ 564,941

Notes:

(1) "Japanese general accounts of life insurance companies" is a contract with life insurance companies that guarantees a return of approximately 1.25% from April 1, 2020 to March 31, 2021 and 1.25% from April 1, 2021 to March 31, 2022.

(2) Other investment funds of the foreign offices and subsidiaries include mutual funds and common collective funds of ¥80,717 million and ¥128,005 million, respectively, which were held by MUFG Americas Holdings at December 31, 2020 and ¥86,724 million and ¥146,169 million, respectively, at December 31, 2021.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents fair values of certain investments valued at net asset value per share (or its equivalent) as a practical expedient that were excluded from the above table as of March 31, 2021 and 2022:

Assets category	Domestic subsidiaries		Foreign offices and subsidiaries	
	2021	2022	2021	2022
	(in millions)			
Japanese pooled funds:				
Japanese marketable equity securities	¥ 118,509	¥ 104,793	¥ —	¥ —
Japanese debt securities	324,700	221,250	—	—
Non-Japanese marketable equity securities	90,598	219,018	—	—
Non-Japanese debt securities	215,015	249,274	—	—
Other	153,483	92,558	—	—
Total pooled funds	902,305	886,893	—	—
Other investment funds	610,523 (1)	662,737 (1)	146,726 (2)	140,923 (2)
Total	¥ 1,512,828	¥ 1,549,630	¥ 146,726	¥ 140,923

Notes:

(1) Other investment funds of the domestic subsidiaries include mutual funds and real estate funds of ¥580,617 million and ¥14,763 million, respectively, at March 31, 2021 and ¥625,237 million and ¥15,417 million, respectively, at March 31, 2022.

(2) Other investment funds of the foreign offices and subsidiaries include mutual funds, real estate funds and common collective funds of ¥58,086 million, ¥51,318 million and ¥37,161 million, respectively, at March 31, 2021 and ¥25,356 million, ¥80,349 million and ¥34,971 million, respectively, at March 31, 2022.

Other debt securities and Japanese debt securities in the above Pension benefits and SIP tables include ¥600 million (0.02% of plan assets) of debt securities issued by the MUFG Group at March 31, 2021 and ¥625 million (0.02% of plan assets) at March 31, 2022, respectively. Japanese marketable equity securities in the above Pension benefits and SIP tables include ¥6,116 million (0.18% of plan assets) of common stock issued by the MUFG Group at March 31, 2021 and ¥4,606 million (0.13% of plan assets) at March 31, 2022, respectively.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

14. OTHER ASSETS AND LIABILITIES

Major components of other assets and liabilities at March 31, 2021 and 2022 were as follows:

	2021	2022
	(in millions)	
Other assets:		
Accounts receivable:		
Receivables from brokers, dealers and customers for securities transactions	¥ 400,776	¥ 644,443
Other[1]	1,162,424	1,187,311
Investments in equity method investees	2,560,339	3,066,738
Prepaid benefit cost (Note 13)	1,223,706	1,356,603
Cash collateral pledged for derivative transactions (Note 9)	2,005,136	2,893,178
Cash collateral for the use of Bank of Japan's settlement infrastructure	998,838	933,000
Accrued interest	259,336	246,271
Deferred tax assets (Note 8)	122,031	79,191
Right-of-use assets of operating leases (Note 7)	338,547	261,803
Assets held for sale relating to transferred business of MUFG Union Bank (Note 2)	—	11,621,567
Other	4,250,171	4,421,979
Total	¥ 13,321,304	¥ 26,712,084
Other liabilities:		
Accounts payable:		
Payables to brokers, dealers and customers for securities transactions	¥ 1,202,371	¥ 1,970,158
Other	1,281,436	1,311,035
Obligations to return securities received as collateral (Notes 15, 16 and 31)	6,581,759	6,826,215
Accrued interest	110,856	98,183
Deferred tax liabilities (Note 8)	827,571	530,267
Allowance for off-balance sheet credit instruments	83,615	126,055
Accrued benefit cost (Note 13)	93,730	89,062
Guarantees and indemnifications	38,123	45,358
Cash collateral received for derivative transactions (Note 9)	909,641	1,017,580
Obligations under operating leases (Note 7)	476,104	384,183
Liabilities held for sale relating to transferred business of MUFG Union Bank (Note 2)	—	11,157,660
Accrued and other liabilities	3,465,614	3,106,706
Total	¥ 15,070,820	¥ 26,662,462

Note:

(1) Accounts receivable—Other is primarily comprised of receivables relating to the card business. The provision or reversal of the allowance for credit losses relating to the receivables is included in Non-interest expense on the consolidated statements of operations. The receivables relating to the card business include ¥4,980 million and ¥5,483 million of past due receivables (1-3 months past due receivables of ¥2,252 million and ¥2,581 million, and greater than 3 months past due receivables of ¥2,728 million and ¥2,902 million) as of March 31, 2021 and 2022 respectively, and the credit quality for these receivables is primarily evaluated based on the extent of past due. The outstanding balance of the accounts receivable is presented on a net basis after allowance for credit losses. Upon adoption of the new guidance on measurement of credit losses on financial instruments as of April 1, 2020, the amount of the allowance for credit losses increased by ¥10,248 million. The change of allowance for credit losses on these receivables during the fiscal years ended March 31, 2021 and 2022 is primarily due to provision of the allowance for the receivables.

Investments in equity method investees include marketable equity securities carried at ¥1,964,118 million and ¥2,481,644 million at March 31, 2021 and 2022, respectively. Corresponding aggregated market values were ¥3,943,990 million and ¥4,714,562 million respectively. Marketable equity securities include Morgan Stanley's common stock carried at ¥1,618,579 million and ¥2,058,638 million at March 31, 2021 and 2022, respectively. As of March 31, 2022, the MUFG Group held approximately 21.47% of

its common stock. Investments in equity method investees also include investments in Morgan Stanley MUFG Securities, Co., Ltd. at ¥174,190 million and ¥183,932 million at March 31, 2021 and 2022, respectively.

The MUFG Group periodically evaluates whether a loss in value of investments in equity method investees is other-than-temporary. As a result of evaluations, the MUFG Group recognized other-than-temporary declines in the value of an investment and recorded impairment losses related to certain affiliated companies of ¥21,672 million, ¥53,758 million and ¥6,949 million for the fiscal years ended March 31, 2020, 2021 and 2022 respectively. The impairment losses are included in Equity in earnings of equity method investees—net in the accompanying consolidated statements of operations.

Summarized Financial Information of the MUFG Group's Equity Method Investees

Summarized financial information of Morgan Stanley, the largest portion of the MUFG Group's equity method investees, as of March 31, 2021 and 2022, and for each of the three years ended March 31, 2022 is as follows:

	2021	2022
	(in billions)	
Trading assets	¥ 34,670	¥ 36,335
Securities purchased under agreements to resell	12,701	15,637
Securities borrowed	11,309	18,480
Total assets	128,288	149,589
Deposits	35,775	44,163
Customer and other payables	25,477	29,815
Borrowings	23,894	28,127
Total liabilities	116,377	136,851
Noncontrolling interests	147	144

	2020	2021	2022
		(in billions)	
Net revenues	¥ 4,457	¥ 5,841	¥ 6,655
Total non-interest expenses	3,259	3,932	4,498
Income from continuing operations before income taxes	1,140	1,881	2,139
Net income applicable to Morgan Stanley	903	1,433	1,650

Summarized financial information of the MUFG Group's equity method investees, other than Morgan Stanley as of March 31, 2021 and 2022, and for each of the three years ended March 31, 2022 is as follows:

	2021	2022
	(in billions)	
Net loans	¥ 15,417	¥ 17,107
Total assets	28,459	32,992
Deposits	9,651	11,291
Total liabilities	24,176	27,255
Noncontrolling interests	85	93

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	2020	2021	2022
		(in billions)	
Total interest income	¥ 1,093	¥ 1,058	¥ 1,119
Total interest expense	419	375	335
Net interest income	674	683	784
Provision for credit losses	171	215	207
Income before income tax expense	366	476	582
Net income	285	400	488

15. OFFSETTING OF DERIVATIVES, REPURCHASE AGREEMENTS, AND SECURITIES LENDING TRANSACTIONS

The following tables present, as of March 31, 2021 and 2022, the gross and net amounts of the derivatives, resale and repurchase agreements, and securities borrowing and lending transactions, including the related gross amounts subject to an enforceable master netting arrangement or similar agreement not offset in the consolidated balance sheets. The MUFG Group primarily enters into International Swaps and Derivatives Association master netting agreements, master repurchase agreements and master securities lending agreements or similar agreements for derivative contracts, resale and repurchase agreements, and securities borrowing and lending transactions. In the event of default on or termination of any one contract, these agreements provide the contracting parties with the right to net a counterparty's rights and obligations and to liquidate and setoff collateral against any net amount owed by the counterparty. Generally, as the MUFG Group has elected to present such amounts on a gross basis, the amounts subject to these agreements are included in "Gross amounts not offset in the consolidated balance sheet" column in the tabular disclosure below. For certain transactions where a legal opinion with respect to the enforceability of netting has not been sought or obtained, the related amounts are not subject to enforceable master netting agreements and not included in "Gross amounts not offset in the consolidated balance sheet" column in the tabular disclosure below.

At March 31, 2021:	Gross amounts of recognized assets/ liabilities	Gross amounts offset in the consolidated balance sheet	Net amounts presented in the consolidated balance sheet	Gross amounts not offset in the consolidated balance sheet		Net amounts
				Financial instruments	Cash collateral received/ pledged	
			(in billions)			
Financial assets:						
Derivative assets	¥ 11,997	¥ —	¥ 11,997	¥ (8,628)	¥ (605)	¥ 2,764
Receivables under resale agreements	16,053	(2,273)	13,780	(12,687)	(37)	1,056
Receivables under securities borrowing transactions	3,370	—	3,370	(3,289)	—	81
Total	¥ 31,420	¥ (2,273)	¥ 29,147	¥ (24,604)	¥ (642)	¥ 3,901
Financial liabilities:						
Derivative liabilities	¥ 11,714	¥ —	¥ 11,714	¥ (8,545)	¥ (1,624)	¥ 1,545
Payables under repurchase agreements	26,800	(2,232)	24,568	(23,835)	(60)	673
Payables under securities lending transactions	843	—	843	(814)	(2)	27
Obligations to return securities received as collateral	6,582	—	6,582	(1,931)	—	4,651
Total	¥ 45,939	¥ (2,232)	¥ 43,707	¥ (35,125)	¥ (1,686)	¥ 6,896

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022:	Gross amounts of recognized assets/ liabilities	Gross amounts offset in the consolidated balance sheet	Net amounts presented in the consolidated balance sheet[1]	Gross amounts not offset in the consolidated balance sheet		Net amounts
				Financial instruments	Cash collateral received/ pledged	
			(in billions)			
Financial assets:						
Derivative assets	¥ 10,611	¥ —	¥ 10,611	¥ (7,032)	¥ (620)	¥ 2,959
Receivables under resale agreements	14,527	(2,024)	12,503	(11,614)	(29)	860
Receivables under securities borrowing transactions	4,571	(75)	4,496	(4,367)	—	129
Total	¥ 29,709	¥ (2,099)	¥ 27,610	¥ (23,013)	¥ (649)	¥ 3,948
Financial liabilities:						
Derivative liabilities	¥ 10,948	¥ —	¥ 10,948	¥ (6,749)	¥ (2,225)	¥ 1,974
Payables under repurchase agreements	29,717	(1,991)	27,726	(26,115)	(85)	1,526
Payables under securities lending transactions	1,097	(75)	1,022	(990)	(5)	27
Obligations to return securities received as collateral	6,826	—	6,826	(1,864)	—	4,962
Total	¥ 48,588	¥ (2,066)	¥ 46,522	¥ (35,718)	¥ (2,315)	¥ 8,489

Note:
(1) Net amounts in this table includes those relating to Financial assets and liabilities of transferred business of MUFG Union Bank. See Note 2 for more information.

16. REPURCHASE AGREEMENTS, AND SECURITIES LENDING TRANSACTIONS ACCOUNTED FOR AS SECURED BORROWINGS

The following tables present gross obligations for payables under repurchase agreements, payables under securities lending transactions and obligations to return securities received as collateral by remaining contractual maturity and class of collateral pledged at March 31, 2021 and 2022. Potential risks associated with these arrangements primarily relate to market and liquidity risks. To manage risks associated with market exposure, the MUFG Group generally revalues the collateral underlying its repurchase agreements and securities lending transactions on a daily basis and monitors the value of the underlying securities, consisting of primarily high-quality securities such as Japanese national government and Japanese government agency bonds, and foreign government and official institution bonds. In the event the market value of such securities falls below the related agreements at contract amounts plus accrued interest, the MUFG Group may be required to deposit additional collateral when appropriate. To address liquidity risks, the MUFG Group conducts stress tests to ensure the adequate level of liquidity is maintained in the event of a decline in the fair value of any collateral pledged.

	March 31, 2021				
	Remaining Contractual Maturity				
	Overnight and open	30 days or less	31-90 days	Over 90 days	Total
			(in billions)		
Payables under repurchase agreements	¥ 6,006	¥ 16,888	¥ 1,973	¥ 1,933	¥ 26,800
Payables under securities lending transactions	789	26	28	—	843
Obligations to return securities received as collateral	5,607	278	528	169	6,582
Total	¥ 12,402	¥ 17,192	¥ 2,529	¥ 2,102	¥ 34,225

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	March 31, 2022				
	Remaining Contractual Maturity				
	Overnight and open	30 days or less	31-90 days	Over 90 days	Total
	(in billions)				
Payables under repurchase agreements	¥ 6,703	¥ 17,050	¥ 3,934	¥ 2,030	¥ 29,717
Payables under securities lending transactions	972	95	29	1	1,097
Obligations to return securities received as collateral	5,782	450	437	157	6,826
Total	¥ 13,457	¥ 17,595	¥ 4,400	¥ 2,188	¥ 37,640

Secured borrowing by the class of collateral pledged at March 31, 2021 and 2022 was as follows:

	March 31, 2021			
	Payables under repurchase agreements	Payables under securities lending transactions	Obligations to return securities received as collateral	Total
	(in billions)			
Japanese national government and Japanese government agency bonds	¥ 7,754	¥ 104	¥ 4,022	¥ 11,880
Foreign government and official institution bonds	13,914	17	738	14,669
Corporate bonds	702	1	214	917
Residential mortgage-backed securities	3,729	—	—	3,729
Other debt securities	218	—	5	223
Marketable equity securities	462	721	1,603	2,786
Other	21	—	—	21
Total	¥ 26,800	¥ 843	¥ 6,582	¥ 34,225

	March 31, 2022			
	Payables under repurchase agreements	Payables under securities lending transactions	Obligations to return securities received as collateral	Total
	(in billions)			
Japanese national government and Japanese government agency bonds	¥ 7,486	¥ 359	¥ 4,199	¥ 12,044
Foreign government and official institution bonds	14,116	11	1,017	15,144
Corporate bonds	745	68	330	1,143
Residential mortgage-backed securities	6,720	1	—	6,721
Other debt securities	276	—	2	278
Marketable equity securities	360	641	1,278	2,279
Other	14	17	—	31
Total	¥ 29,717	¥ 1,097	¥ 6,826	¥ 37,640

17. PREFERRED STOCK

Pursuant to the Articles of Incorporation, MUFG had been authorized to issue 400,000,000 shares of Class 5 Preferred Stock, 200,000,000 shares of Class 6 Preferred Stock, and 200,000,000 shares of Class 7 Preferred Stock without par value as of March 31, 2022.

All classes of preferred stock are non-voting and have preference over common stock for the payment of dividends and the distribution of assets in the event of a liquidation or dissolution of MUFG. They are all non-cumulative and non-participating with

respect to dividend payments. Shareholders of all classes of preferred stock have the right to receive a liquidation distribution at ¥2,500 and do not have the right to participate in any further liquidation distributions.

As of March 31, 2020, 2021 and 2022, there was no preferred stock outstanding and the entire amount of Capital stock on the consolidated balance sheets consisted of only common stock.

18. COMMON STOCK AND CAPITAL SURPLUS

The changes in the number of issued shares of common stock during the fiscal years ended March 31, 2020, 2021 and 2022 were as follows:

	2020	2021	2022
		(shares)	
Balance at beginning of fiscal year	13,667,770,520	13,581,995,120	13,581,995,120
Retirement of shares of common stock	(85,775,400)	—	(300,000,000)
Balance at end of fiscal year	13,581,995,120	13,581,995,120	13,281,995,120

Under the Companies Act, issuances of common stock, including conversions of bonds and notes, are required to be credited to the common stock account for at least 50% of the proceeds and to the legal capital surplus account ("legal capital surplus") for the remaining amounts.

The Companies Act permits Japanese companies, upon approval by the Board of Directors, to issue shares in the form of a "stock split," as defined in the Companies Act. Also, prior to April 1, 1991, Japanese companies were permitted to issue free share distributions. MUFG Bank and Mitsubishi UFJ Trust and Banking from time to time made free share distributions. These free distributions usually ranged from 5% to 10% of outstanding common stock and publicly-owned corporations in the United States issuing shares in similar transactions would be required to account for them as stock dividends as of the shareholders' record date by reducing retained earnings and increasing the appropriate capital accounts by an amount equal to the fair value of the shares issued. The application of such U.S. accounting practices to the cumulative free distributions made by MUFG Bank and Mitsubishi UFJ Trust and Banking at March 31, 2022, would have increased capital accounts by ¥1,910,106 million with a corresponding decrease in unappropriated retained earnings.

The Companies Act permits that common stock, legal reserve, additional paid-in capital, and other capital surplus and retained earnings can be transferred among these accounts under certain conditions upon the approval of a shareholders' meeting. The Companies Act limits the increase of paid-in capital in case disposition of treasury stock and issuance of common stock are performed at the same time.

As for Capital surplus, the fee retained by MUFG's subsidiary as underwriting compensation, net of stock issuance expense, was included in the total Capital surplus balance.

Treasury Stock

The Companies Act permits Japanese companies to effect purchases of their own shares pursuant to a resolution by the shareholders at an annual general meeting until the conclusion of the following ordinary general meeting of shareholders, and to hold such shares as their treasury stock indefinitely regardless of purpose. However, the Companies Act requires the amount of treasury stock purchased should be within the amount of retained earnings available for dividends. Disposition of treasury stock is subject to the approval of the Board of Directors and is to follow the procedures similar to a public offering of shares for subscription.

From November 14, 2019 to December 23, 2019, MUFG repurchased 85,775,400 shares of MUFG's common stock by market purchases based on the discretionary dealing contract regarding repurchase of own shares for approximately ¥50 billion, in aggregate, in satisfaction of the resolution adopted at the meeting of the Board of Directors of MUFG held on November 13, 2019. The repurchase plan as authorized by the Board of Directors of MUFG allowed for the repurchase of an aggregate amount of up to 100,000,000 shares, which represents the equivalent of 0.77% of the total number of common shares outstanding, or of an aggregate repurchase amount of up to ¥50 billion. On January 20, 2020, MUFG cancelled all of the acquired shares in satisfaction of the resolution adopted at the meeting of the Board of Directors of MUFG held on November 13, 2019. The purpose of the repurchase is to enhance the return of earnings to shareholders, to improve capital efficiency, and to implement flexible capital policies.

MUFG resolved at the meeting of Board of Directors held on November 15, 2021 to repurchase up to the lesser of 300,000,000 shares of our common stock and ¥150 billion from November 16, 2021 to March 31, 2022. Under this share repurchase program, MUFG repurchased 225,408,800 shares of MUFG's common stock for ¥149,999,964,992 from November 2021 to March 2022. Also, MUFG cancelled 300,000,000 shares of treasury stock on November 30, 2021.

MUFG intend to agilely engage in repurchases of shares of MUFG's own stock as a means to return profits to shareholders and improve capital efficiency, taking into account MUFG's business performance and capital position, opportunities for growth investments, and market conditions including stock prices. As a general policy, MUFG intends to cancel treasury shares to the extent that such shares exceed approximately 5% of our total issued shares (including treasury shares).

19. RETAINED EARNINGS, LEGAL RESERVE AND DIVIDENDS

In addition to the Companies Act, Japanese banks, including MUFG Bank and Mitsubishi UFJ Trust and Banking, are required to comply with the Banking Law of Japan (the "Banking Law").

Legal Reserve Set Aside as Appropriation of Retained Earnings and Legal Capital Surplus

Under the Companies Act

The Companies Act provides that an amount at least equal to 10% of the aggregate amount of cash dividends and certain appropriations of retained earnings associated with cash outlays applicable to each period shall be appropriated and set aside as a legal reserve until the aggregate amount of legal reserve set aside as an appropriation of retained earnings and the legal capital surplus equals 25% of stated capital as defined in the Companies Act.

Under the Banking Law

The Banking Law provides that an amount at least equal to 20% of the aggregate amount of cash dividends and certain appropriations of retained earnings associated with cash outlays applicable to each fiscal year shall be appropriated and set aside as a legal reserve until the aggregate amount of legal reserve set aside as appropriation of retained earnings and the legal capital surplus equals 100% of stated capital as defined in the Companies Act.

Transfer of Legal Reserve

Under the Companies Act

Under the Companies Act, Japanese companies, including MUFG, were permitted, pursuant to a resolution by the shareholders at a general meeting, to make legal reserve set aside as appropriation of retained earnings and legal capital surplus available for dividends until the aggregate amount of the legal reserve and legal capital surplus equals 25% of stated capital as defined in the Companies Act.

Under the Companies Act, Japanese companies, including MUFG, MUFG Bank and Mitsubishi UFJ Trust and Banking, are permitted, primarily pursuant to a resolution by the shareholders at a general meeting, to transfer legal capital surplus and legal reserve to stated capital and/or retained earnings without limitations of thresholds, thereby effectively removing the thresholds provided for in the Companies Act and Banking Law at the company's discretion.

Under the Banking Law

Under the Banking Law, Japanese banks, including MUFG Bank and Mitsubishi UFJ Trust and Banking, were permitted, pursuant to a resolution by the shareholders at a general meeting, to set aside a legal reserve as an appropriation of retained earnings and legal capital surplus available for dividends until the aggregate amount of the legal reserve and legal capital surplus equals 100% of stated capital as defined in the Companies Act.

Unappropriated Retained Earnings and Dividends

In addition to the provision that requires an appropriation for legal reserve as described above, the Companies Act and the Banking Law impose certain limitations on the amount available for dividends.

Under the Companies Act, the amount available for dividends is based on the amount recorded in MUFG's general books of account maintained in accordance with accounting principles generally accepted in Japan ("Japanese GAAP"). The adjustments

included in the accompanying consolidated financial statements but not recorded in MUFG's general books of account, as explained in Note 1, have no effect on the determination of retained earnings available for dividends under the Companies Act. Under the Banking Law, MUFG, MUFG Bank and Mitsubishi UFJ Trust and Banking have to meet the minimum capital adequacy requirements and distributions of retained earnings of MUFG, MUFG Bank and Mitsubishi UFJ Trust and Banking, which are otherwise distributable to shareholders, are restricted in order to maintain the minimum capital requirements.

MUFG, formerly known as Mitsubishi Tokyo Financial Group, was established on April 2, 2001 with common stock of ¥924,400 million, preferred stock of ¥222,100 million, legal capital surplus of ¥2,838,693 million and no retained earnings in accordance with the Commercial Code of Japan ("the Code"), which was replaced by the Companies Act, and Japanese GAAP.

On October 1, 2005, MUFG started with common stock and preferred stock of ¥1,383,052 million, a legal capital surplus of ¥3,577,570 million and retained earnings of ¥757,458 million in accordance with the Code and Japanese GAAP.

MUFG's amount available for dividends, at March 31, 2022, was ¥4,440,891 million, which is based on the amount recorded in MUFG's general books of account under Japanese GAAP.

Annual dividends, including those for preferred stock, are approved by the shareholders at an annual general meeting held subsequent to the fiscal year to which the dividends are applicable. In addition, a semi-annual interim dividend payment may be made by resolution of the Board of Directors, subject to limitations imposed by the Companies Act and the Banking Law.

In the accompanying consolidated statements of equity, dividends and appropriations to legal reserve shown for each fiscal year represent dividends approved and paid during the fiscal year and the related appropriation to legal reserve.

20. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following table presents the changes in Accumulated OCI, net of tax and net of noncontrolling interests, for the fiscal years ended March 31, 2020, 2021 and 2022:

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	2020	2021	2022
		(in millions)	
Accumulated other comprehensive income (loss), net of taxes:			
Net unrealized gains (losses) on investment securities:			
Balance at beginning of fiscal year	¥ (369,369)	¥ (344,785)	¥ (383,004)
Net change during the fiscal year	24,584	(38,253)	(291,226)
Effect of adopting new guidance on measurement of credit losses on financial instruments	—	34	—
Balance at end of fiscal year	¥ (344,785)	¥ (383,004)	¥ (674,230)
Net debt valuation adjustments:			
Balance at beginning of fiscal year	¥ (8,670)	¥ 45,502	¥ (37,862)
Net change during the fiscal year	54,172	(83,364)	23,324
Balance at end of fiscal year	¥ 45,502	¥ (37,862)	¥ (14,538)
Net unrealized gains (losses) on derivatives qualifying for cash flow hedges:			
Balance at beginning of fiscal year	¥ (24,140)	¥ (13,343)	¥ 19,029
Net change during the fiscal year	10,797	32,372	(13,060)
Balance at end of fiscal year	¥ (13,343)	¥ 19,029	¥ 5,969
Defined benefit plans:			
Balance at beginning of fiscal year	¥ (208,273)	¥ (337,918)	¥ (20,382)
Net change during the fiscal year	(129,645)	317,536	49,506
Balance at end of fiscal year	¥ (337,918)	¥ (20,382)	¥ 29,124
Foreign currency translation adjustments:			
Balance at beginning of fiscal year	¥ 326,183	¥ 230,127	¥ 132,738
Net change during the fiscal year	(96,056)	(97,389)	747,970
Balance at end of fiscal year	¥ 230,127	¥ 132,738	¥ 880,708
Balance at end of fiscal year	¥ (420,417)	¥ (289,481)	¥ 227,033

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents the before tax and net of tax changes in each component of Accumulated OCI for the fiscal years ended March 31, 2020, 2021 and 2022:

	2020			2021			2022		
	Before tax	Tax (expense) or benefit	Net of tax	Before tax	Tax (expense) or benefit	Net of tax	Before tax	Tax (expense) or benefit	Net of tax
					(in millions)				
Net unrealized gains (losses) on investment securities:									
Net unrealized gains (losses) on investment securities	¥100,974	¥ (2,260)	¥ 98,714	¥ (69,247)	¥ (599)	¥(69,846)	¥(347,106)	¥ 76,360	¥(270,746)
Reclassification adjustment for losses (gains) included in net income (loss) before attribution of noncontrolling interests	(107,102)	32,007	(75,095)	(383)	(547)	(930)	(2,015)	11,268	9,253
Net change	(6,128)	29,747	23,619	(69,630)	(1,146)	(70,776)	(349,121)	87,628	(261,493)
Net unrealized gains (losses) on investment securities attributable to noncontrolling interests			(965)			(32,523)			29,733
Net unrealized gains (losses) on investment securities attributable to Mitsubishi UFJ Financial Group			24,584			(38,253)			(291,226)
Net debt valuation adjustments:									
Net debt valuation adjustments	77,765	(23,812)	53,953	(126,007)	38,584	(87,423)	32,735	(10,025)	22,710
Reclassification adjustment for losses included in net income (loss) before attribution of noncontrolling interests	315	(96)	219	5,851	(1,792)	4,059	885	(271)	614
Net change	78,080	(23,908)	54,172	(120,156)	36,792	(83,364)	33,620	(10,296)	23,324
Net debt valuation adjustments attributable to noncontrolling interests			—			—			—
Net debt valuation adjustments attributable to Mitsubishi UFJ Financial Group			54,172			(83,364)			23,324
Net unrealized gains (losses) on derivatives qualifying for cash flow hedges:									
Net unrealized gains (losses) on derivatives qualifying for cash flow hedges	1,375	(560)	815	44,255	(12,359)	31,896	(5,542)	1,825	(3,717)
Reclassification adjustment for losses (gains) included in net income (loss) before attribution of noncontrolling interests	13,279	(3,452)	9,827	164	115	279	(12,200)	3,143	(9,057)
Net change	14,654	(4,012)	10,642	44,419	(12,244)	32,175	(17,742)	4,968	(12,774)

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	2020			2021			2022		
	Before tax	Tax (expense) or benefit	Net of tax	Before tax	Tax (expense) or benefit	Net of tax	Before tax	Tax (expense) or benefit	Net of tax
					(in millions)				
Net unrealized gains (losses) on derivatives qualifying for cash flow hedges attributable to noncontrolling interests			(155)			(197)			286
Net unrealized gains (losses) on derivatives qualifying for cash flow hedges attributable to Mitsubishi UFJ Financial Group			10,797			32,372			(13,060)
Defined benefit plans:									
Defined benefit plans	(195,851)	59,426	(136,425)	436,435	(133,404)	303,031	62,946	(17,350)	45,596
Reclassification adjustment for losses (gains) included in net income (loss) before attribution of noncontrolling interests	6,643	(1,741)	4,902	22,504	(6,479)	16,025	7,042	(1,689)	5,353
Net change	(189,208)	57,685	(131,523)	458,939	(139,883)	319,056	69,988	(19,039)	50,949
Defined benefit plans attributable to noncontrolling interests			(1,878)			1,520			1,443
Defined benefit plans attributable to Mitsubishi UFJ Financial Group			(129,645)			317,536			49,506
Foreign currency translation adjustments:									
Foreign currency translation adjustments	(99,520)	19,588	(79,932)	(61,085)	(14,370)	(75,455)	853,517	(98,059)	755,458
Reclassification adjustment for losses (gains) included in net income (loss) before attribution of noncontrolling interests	(2,238)	1,105	(1,133)	(57,534)	17,738	(39,796)	(4,296)	1,317	(2,979)
Net change	(101,758)	20,693	(81,065)	(118,619)	3,368	(115,251)	849,221	(96,742)	752,479
Foreign currency translation adjustments attributable to noncontrolling interests			14,991			(17,862)			4,509
Foreign currency translation adjustments attributable to Mitsubishi UFJ Financial Group			(96,056)			(97,389)			747,970
Other comprehensive income (loss) attributable to Mitsubishi UFJ Financial Group			¥(136,148)			¥ 130,902			¥ 516,514

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents the effect of the reclassification of significant items out of Accumulated OCI on the respective line items of the accompanying consolidated statements of operations for the fiscal years ended March 31, 2020, 2021 and 2022:

Details of Accumulated OCI components	2020	2021	2022	Line items in the consolidated statements of operations
	Amount reclassified out of Accumulated OCI (in millions)			
Net unrealized losses (gains) on investment securities				
Net losses (gains) on sales and redemptions of Available-for-sale debt securities	¥(108,193)	¥ 6,410	¥ (48,637)	Investment securities gains (losses)—net
Impairment losses on investment securities	1,590	6	47,069	Investment securities gains (losses)—net
Other	(499)	(6,799)	(447)	
	(107,102)	(383)	(2,015)	Total before tax
	32,007	(547)	11,268	Income tax expense (benefit)
	¥ (75,095)	¥ (930)	¥ 9,253	Net of tax
Net debt valuation adjustments	¥ 315	¥ 5,851	¥ 885	Equity in earnings of equity method investees—net or Other non-interest income
	315	5,851	885	Total before tax
	(96)	(1,792)	(271)	Income tax expense (benefit)
	¥ 219	¥ 4,059	¥ 614	Net of tax
Net unrealized losses (gains) on derivatives qualifying for cash flow hedges Interest rate contracts				
Interest rate contracts	¥ 9,878	¥ (3,579)	¥ (12,017)	Interest income on Loans, including fees
Foreign exchange contracts	3,399	3,743	(183)	Interest expense on Long- term debt or Foreign exchange losses—net
Other	2	—	—	
	13,279	164	(12,200)	Total before tax
	(3,452)	115	3,143	Income tax expense (benefit)
	¥ 9,827	¥ 279	¥ (9,057)	Net of tax
Defined benefit plans				
Net actuarial loss[1]	¥ 15,488	¥ 28,787	¥ 17,279	Other non-interest expenses
Prior service cost[1]	(5,718)	(4,267)	(4,467)	Other non-interest expenses
Gain on settlements and curtailment, and other[1]	(3,127)	(2,016)	(5,770)	Other non-interest income or expenses
	6,643	22,504	7,042	Total before tax
	(1,741)	(6,479)	(1,689)	Income tax expense (benefit)
	¥ 4,902	¥ 16,025	¥ 5,353	Net of tax
Foreign currency translation adjustments	¥ (5,003)	¥ (57,561)	¥ (4,303)	Other non-interest income
	2,765	27	7	Other non-interest expenses
	(2,238)	(57,534)	(4,296)	Total before tax
	1,105	17,738	1,317	Income tax expense (benefit)
	¥ (1,133)	¥ (39,796)	¥ (2,979)	Net of tax
Total reclassifications for the period	¥ (89,103)	¥ (29,398)	¥ (10,584)	Total before tax
	27,823	9,035	13,768	Income tax expense (benefit)
	¥ (61,280)	¥ (20,363)	¥ 3,184	Net of tax

Note:
(1) These Accumulated OCI components are components of net periodic benefit cost. See Note 13 for more information.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

21. REGULATORY CAPITAL REQUIREMENTS

Japan

MUFG, MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Securities Holdings are subject to various regulatory capital requirements promulgated by the regulatory authorities of the countries in which they operate. Failure to meet minimum capital requirements will initiate certain mandatory actions by regulators that, if undertaken, could have a direct material effect on MUFG's consolidated financial statements.

In Japan, MUFG, MUFG Bank, and Mitsubishi UFJ Trust and Banking are subject to regulatory capital requirements promulgated by the Financial Services Agency of Japan ("FSA") in accordance with the provisions of the Banking Law and related regulations. A banking institution is subject to the minimum capital requirements both on a consolidated basis and a stand-alone basis, and is required to maintain the minimum capital irrespective of whether it operates independently or as a subsidiary under the control of another company. When a bank holding company manages operations of its banking subsidiaries, it is required to maintain the minimum capital adequacy ratio on a consolidated basis in the same manner as its subsidiary banks. The FSA provides two sets of capital adequacy guidelines. One is a set of guidelines applicable to Japanese banks and bank holding companies with their foreign offices conducting international operations, as defined, and the other is applicable to Japanese banks and bank holding companies that are not engaged in international operations conducted by their foreign offices.

The Basel Committee on Banking Supervision ("BCBS") of the Bank for International Settlements ("BIS") sets capital adequacy standards for all internationally active banks to ensure minimum levels of capital.

The Group of Central Bank Governors and Heads of Supervision reached an agreement on the new global regulatory framework, which has been referred to as "Basel III," in July and September 2010. In December 2010, the Basel Committee agreed on the details of the Basel III rules. Effective as of March 31, 2013, Basel III was adopted by the FSA with transitional measures for Japanese banking institutions with international operations conducted by their foreign offices. MUFG calculated capital ratios as of March 31, 2021 and 2022 in accordance with Basel III.

Capital Ratios

Basel III is based on "three pillars": (1) minimum capital requirements, (2) the self-regulation of financial institutions based on supervisory review process, and (3) market discipline through the disclosure of information.

As for the denominator of the capital ratio, the Basel framework provides the following risk-based approaches and a range of options for determining risk-weighted assets.

"Credit Risk"

The Basel framework provides options for determining the risk-weighted assets for credit risk to allow banks to select approaches that are most appropriate for their level of risk assessment. Banks choose one of three approaches: "Standardized Approach," "Foundation Internal Ratings-Based Approach" or "Advanced Internal Ratings-Based Approach ("AIRB")."

"Market Risk"

In the "Amendment to the Capital Accord to incorporate market risks" of the year 1996, a choice between two methodologies "the Standardized Measurement Method" and "Internal Models Approach" is permitted. "Combination of Internal Models Approach and the Standardized Measurement Method" is also allowed under certain conditions. This is unchanged in Basel III.

"Operational Risk"

Operational risk, which is defined as the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events, is newly added in Basel II. The Basel framework presents three methods for calculating operational risk capital charges: (i) the Basic Indicator Approach; (ii) the Standardized Approach; or (iii) Advanced Measurement Approaches ("AMA"). Banks adopt one of the three approaches to determine the risk-weighted assets for operational risk.

Banks need to obtain approval from their supervisors prior to adopting the following approaches to calculate capital requirements for each risk:

- the Advanced Internal Ratings-Based Approach for credit risk
- the Internal Models Approach for market risk
- the Standardized Approach and AMA for operational risk

With approval from the FSA, MUFG and most of its major subsidiaries adopt AIRB to calculate capital requirements for credit risk, adopt the AMA to calculate capital requirements for operational risk, as for market risk, adopt the Internal Models Approach mainly to calculate general market risk and adopt the Standardized Measurement Method to calculate specific risk.

The MUFG Group's proprietary assets do not include trust assets under management and administration in a capacity of agent or fiduciary and, accordingly trust account assets are generally not included in the capital measure. However, guarantees for trust principal are counted as off-balance sheet items requiring a capital charge in accordance with the capital adequacy guidelines.

Under Basel III, as adopted by the FSA, MUFG's risk-weighted assets increased, largely reflecting the new capital charge of the credit valuation adjustment ("CVA"), the credit risk related to asset value correlation multiplier for large financial institutions, and the 250% risk-weighted threshold items not deducted from Common Equity Tier 1 capital, as well as the conversion of certain Basel II capital deductions to risk-weighted assets, such as securitizations.

On the other hand, as for the numerator of the capital ratio, there are three primary regulatory capital ratios used to assess capital adequacy, Common Equity Tier 1, Tier 1 and Total capital ratios, which are determined by dividing applicable capital components by risk-weighted assets. Tier 1 capital consists of Common Equity Tier 1 capital and Additional Tier 1 capital. Common Equity Tier 1 capital is primarily consisting of common stock, capital surplus, retained earnings, and Accumulated OCI. Regulatory adjustments including certain intangible fixed assets, such as goodwill, and defined-benefit pension fund assets, are made to Common Equity Tier 1. Additional Tier 1 capital generally consists of Basel III compliant preferred securities, and during the transition period, other capital that meets Tier 1 requirements under Basel II standards.

Tier 2 capital generally consists of Basel III compliant subordinated debts, capital that meets Tier 2 requirements under Basel II standards during the transition period, certain allowances for credit losses, and noncontrolling interests in subsidiaries' Tier 2 instruments. Total capital is defined as the sum of Tier 1 and Tier 2 capital.

Effective March 31, 2016, the FSA's capital conservation buffer, countercyclical buffer and the Global Systematically Important Bank ("G-SIB"), as designated by the FSB, surcharge requirements became applicable to Japanese banking institutions with international operations conducted through foreign offices. The requirements had been phased in and fully implemented as of March 31, 2021. In addition to the 4.50% minimum Common Equity Tier 1 capital ratio, MUFG is required to maintain a capital conservation buffer of 2.5% and a G-SIB surcharge of 1.5% as of March 31, 2021 and 2022, and a countercyclical buffer of 0.00% and 0.01% as of March 31, 2021 and 2022, respectively.

Leverage Ratios

The leverage ratio is designed for monitoring and preventing the build-up of excessive leverage in the banking sector and is expressed as the ratio of Tier 1 capital to both on and off-balance sheet assets adjusted in accordance with the FSA guidance. In December 2017, the Group of Central Bank Governors and Heads of Supervision announced final Basel III reforms. The announced reforms include revisions to the measurement of the leverage ratio and a 3% minimum leverage ratio requirement, plus a G-SIB leverage ratio buffer equal to 50% of the applicable G-SIB capital surcharge. The announcement sets forth implementation dates of January 1, 2018 for the minimum leverage ratio requirement and January 1, 2022 for the G-SIB leverage ratio buffer requirement. Effective as of March 31, 2019, the minimum leverage ratio requirement was adopted by the FSA.

The risk-adjusted capital amounts and ratios, and leverage ratios, of MUFG, MUFG Bank and Mitsubishi UFJ Trust and Banking presented in the following table are based on amounts calculated in accordance with Japanese GAAP as required by the FSA.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	Actual		For capital adequacy purposes	
	Amount	Ratio	Amount	Ratio
	(in millions, except percentages)			
Consolidated:				
At March 31, 2021:				
Total capital (to risk-weighted assets):				
MUFG[1]	¥ 18,669,510	16.31%	¥ 13,730,324	12.00%
BK	14,630,443	15.04	7,779,147	8.00
TB	2,099,662	22.47	747,524	8.00
Tier 1 capital (to risk-weighted assets):				
MUFG[1]	15,982,746	13.96	11,441,937	10.00
BK	12,411,352	12.76	5,834,360	6.00
TB	1,870,988	20.02	560,643	6.00
Common Equity Tier 1 capital (to risk-weighted assets):				
MUFG[1]	14,113,722	12.33	9,725,646	8.50
BK	10,865,302	11.17	4,375,770	4.50
TB	1,681,140	17.99	420,482	4.50
Leverage ratio:				
MUFG	15,982,746	5.45	8,781,753	3.00
BK	12,411,352	5.22	7,123,396	3.00
TB	1,870,988	7.53	744,744	3.00
At March 31, 2022:				
Total capital (to risk-weighted assets):				
MUFG[1]	¥ 17,858,656	14.29%	¥ 15,002,201	12.01%
BK	14,076,877	12.94	8,700,226	8.00
TB	1,969,282	20.78	758,073	8.00
Tier 1 capital (to risk-weighted assets):				
MUFG[1]	15,476,287	12.38	12,503,916	10.01
BK	12,092,189	11.11	6,525,170	6.00
TB	1,803,306	19.03	568,555	6.00
Common Equity Tier 1 capital (to risk-weighted assets):				
MUFG[1]	13,823,912	11.06	10,630,203	8.51
BK	10,728,587	9.86	4,893,877	4.50
TB	1,640,458	17.31	426,416	4.50
Leverage ratio:				
MUFG	15,476,287	5.14	9,023,770	3.00
BK	12,092,189	4.96	7,312,672	3.00
TB	1,803,306	6.77	798,855	3.00

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	Actual		For capital adequacy purposes	
	Amount	Ratio	Amount	Ratio
	(in millions, except percentages)			
Stand-alone:				
At March 31, 2021:				
Total capital (to risk-weighted assets):				
BK	¥ 12,359,493	14.60 %	¥ 6,770,631	8.00 %
TB	2,294,694	21.91	837,567	8.00
Tier 1 capital (to risk-weighted assets):				
BK	10,512,405	12.42	5,077,974	6.00
TB	2,066,480	19.73	628,176	6.00
Common Equity Tier 1 capital (to risk-weighted assets):				
BK	9,025,272	10.66	3,808,480	4.50
TB	1,876,980	17.92	471,132	4.50
Leverage ratio:				
BK	10,512,405	5.14	6,127,521	3.00
TB	2,066,480	8.95	691,914	3.00
At March 31, 2022:				
Total capital (to risk-weighted assets):				
BK	¥ 11,167,553	11.91 %	¥ 7,498,348	8.00 %
TB	2,122,840	19.97	850,030	8.00
Tier 1 capital (to risk-weighted assets):				
BK	9,565,792	10.20	5,623,761	6.00
TB	1,957,340	18.42	637,523	6.00
Common Equity Tier 1 capital (to risk-weighted assets):				
BK	8,261,659	8.81	4,217,821	4.50
TB	1,794,840	16.89	478,142	4.50
Leverage ratio:				
BK	9,565,792	4.59	6,249,606	3.00
TB	1,957,340	7.81	751,302	3.00

Note:

(1) Effective March 31, 2016, the FSA's capital conservation buffer, countercyclical buffer and G-SIB surcharge requirements became applicable to Japanese banking institutions with international operations conducted through foreign offices. As a result, in addition to the 4.50% minimum Common Equity Tier 1 capital ratio, MUFG is required to maintain a capital conservation buffer of 2.5% and a G-SIB surcharge of 1.5% as of March 31, 2021 and 2022, and the countercyclical buffer of 0.00% and 0.01% as of March 31, 2021 and 2022, respectively.

Mitsubishi UFJ Morgan Stanley Securities and other securities subsidiaries in Japan and overseas are also subject to regulatory capital requirements of the countries or jurisdictions in which they operate. In Japan, the Financial Instruments and Exchange Act and related ordinance require financial instruments firms to maintain a minimum capital ratio of 120% calculated as a percentage of capital accounts less certain fixed assets, as determined in accordance with Japanese GAAP, against amounts equivalent to market, counterparty credit and operational risks. Specific guidelines are issued as a ministerial ordinance which details the definition of essential components of the capital ratios, including capital, deductible fixed asset items and risks, and related measures. Failure to maintain a minimum capital ratio will trigger mandatory regulatory actions. A capital ratio of less than 140% will call for regulatory reporting and a capital ratio of less than 100% may lead to a suspension of all or part of the business for a period of time and cancellation of a registration.

At March 31, 2021, Mitsubishi UFJ Morgan Stanley Securities's capital accounts less certain fixed assets of ¥475,343 million on a stand-alone basis were 275.4% of the total amounts equivalent to market, counterparty credit and operational risks. At March 31,

2022, its capital accounts less certain fixed assets of ¥486,756 million on a stand-alone basis, are 317.1% of the total amounts equivalent to market, counterparty credit and operational risks.

Management believes, as of March 31, 2022, that MUFG, MUFG Bank, Mitsubishi UFJ Trust and Banking, Mitsubishi UFJ Morgan Stanley Securities and other regulated securities subsidiaries met all capital adequacy requirements to which they are subject.

United States of America

In the United States of America, MUFG Americas Holdings and its banking subsidiary MUFG Union Bank, N.A. ("MUFG Union Bank" or "BK(US)"), MUFG Bank's largest subsidiaries operating outside Japan, are subject to various regulatory capital requirements administered by the U. S. Federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory, and possibly additional discretionary, actions by regulators that, if undertaken, could have a material effect on MUFG Americas Holdings's consolidated financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, MUFG Americas Holdings and MUFG Union Bank must meet specific capital guidelines that involve quantitative measures of MUFG Americas Holdings's and MUFG Union Bank's assets, liabilities, and certain off-balance sheet items as calculated under regulatory accounting practices. MUFG Americas Holdings's capital amounts and MUFG Union Bank's prompt corrective action classification are also subject to qualitative judgments by the regulators about components, risk-weightings and other factors. Prompt corrective action provisions are not applicable to bank holding companies such as MUFG Americas Holdings. MUFG Union Bank is subject to laws and regulations that limit the amount of dividends MUFG Union Bank can pay to MUFG Americas Holdings.

Quantitative measures established by regulation to help ensure capital adequacy require MUFG Americas Holdings and MUFG Union Bank to maintain minimum amounts and ratios (set forth in the tables below) of Total and Tier 1 capital (as defined in the regulations) to risk-weighted assets (as defined) and of Tier 1 capital (as defined) to quarterly average assets (as defined).

In July 2013, the Board of Governors of the Federal Reserve System and the other U.S. Federal banking agencies adopted final rules making significant changes to the U.S. regulatory capital framework for U.S. banking organizations (U.S. Basel III). The final rules are intended to conform this framework to the BCBS' current international regulatory capital accord (Basel III). These rules replace the U.S. Federal banking agencies' general risk-based capital rules (commonly known as "Basel I"), advanced approaches rules (commonly known as "Basel II") that are applicable to certain large banking organizations (including MUFG Union Bank), and leverage rules, and are subject to certain transition provisions. Among other requirements, the U.S. Basel III rules revise the definition of capital, increase minimum capital ratios, and introduce a minimum Common Equity Tier 1 capital ratio of 4.5% and a capital conservation buffer of 2.5% (for a total minimum Common Equity Tier 1 capital ratio of 7%) and a potential countercyclical buffer of up to 2.5%, which would be imposed by regulators at their discretion if it is determined that a period of excessive credit growth is contributing to an increase in financial institution systemic risk; mandate a Tier 1 leverage ratio of 4% and introduce, for large and internationally active bank holding companies, a Tier 1 Supplementary Leverage Ratio that is currently set at 3% and which incorporates off-balance sheet exposures; revise Basel I rules for calculating risk-weighted assets under a standardized approach; modify the existing Basel II advanced approaches rules for calculating risk-weighted assets under U.S. Basel III; and eliminate, for advanced approaches institutions, over a four-year phase-in period beginning on January 1, 2014, the Accumulated OCI or loss exclusion that had applied under Basel I and Basel II rules.

As required under U.S. Basel III rules, the 2.5% capital conservation buffer is being implemented on a phased-in basis in equal increments of 0.625% per year over a four-year period that commenced on January 1, 2016. MUFG Americas Holdings and MUFG Union Bank satisfy the minimum capital requirements including the capital conservation buffer on a fully phased-in basis as those requirements were effective as of December 31, 2021.

The figures on the table below are calculated according to U.S. Basel III as of December 31, 2020 and 2021. MUFG Americas Holdings's actual capital amounts and ratios are presented as follows:

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	Actual		Minimum capital ratios required[1]	
	Amount	Ratio	Amount	Ratio
	(in millions, except percentages)			
MUAH:				
At December 31, 2020:				
Total capital (to risk-weighted assets)	$ 16,871	16.29%	$ 12,843	12.40%
Tier 1 capital (to risk-weighted assets)	15,823	15.28	10,772	10.40%
Tier 1 capital (to quarterly average assets)[2]	15,823	9.56	6,623	4.00%
Common Equity Tier 1 capital (to risk-weighted assets)	15,823	15.28	9,218	8.90%
At December 31, 2021:				
Total capital (to risk-weighted assets)	$ 17,177	16.32%	$ 11,890	11.30%
Tier 1 capital (to risk-weighted assets)	16,843	16.01	9,786	9.30%
Tier 1 capital (to quarterly average assets)[2]	16,843	10.44	6,453	4.00%
Common Equity Tier 1 capital (to risk-weighted assets)	16,843	16.01	8,208	7.80%

Notes:
(1) The minimum capital requirement includes a capital conservation buffer of 4.4% at December 31, 2020 and 3.3% at December 31, 2021.
(2) Excludes certain deductions.

The figures on the table below are calculated according to U.S. Basel III as of December 31, 2020 and 2021. MUFG Union Bank's actual capital amounts and ratios are presented as follows:

	Actual		Minimum capital ratios required[1]		Ratios OCC requires to be "well capitalized"	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
	(in millions, except percentages)					
BK(US):						
At December 31, 2020:						
Total capital (to risk-weighted assets)	$ 15,629	16.68 %	$ 9,836	10.50 %	$ 9,368	10.00 %
Tier 1 capital (to risk-weighted assets)	14,634	15.62	7,963	8.50	7,494	8.00
Tier 1 capital (to quarterly average assets)[2]	14,634	11.12	5,262	4.00	6,577	5.00
Common Equity Tier 1 capital (to risk-weighted assets)	14,634	15.62	6,557	7.00	6,089	6.50
At December 31, 2021:						
Total capital (to risk-weighted assets)	$ 16,265	17.36 %	$ 9,840	10.50 %	$ 9,371	10.00 %
Tier 1 capital (to risk-weighted assets)	15,629	16.68	7,966	8.50	7,497	8.00
Tier 1 capital (to quarterly average assets)[2]	15,629	12.14	5,149	4.00	6,436	5.00
Common Equity Tier 1 capital (to risk-weighted assets)	15,629	16.68	6,560	7.00	6,091	6.50

Notes:
(1) Beginning January 1, 2019, the minimum capital requirement includes a capital conservation buffer of 2.5%.
(2) Excludes certain deductions.

Management believes, as of December 31, 2021, that MUFG Americas Holdings and MUFG Union Bank met all capital adequacy requirements to which they are subject.

As of December 31, 2020 and 2021, the notification from the OCC categorized MUFG Union Bank as "well capitalized" under the regulatory framework for prompt corrective action. To be categorized as "well capitalized," MUFG Union Bank must maintain a minimum total risk-based capital ratio of 10% as of December 31, 2020 and 2021, a Tier 1 risk-based capital ratio of 8% as of December 31, 2020 and 2021, a Tier 1 capital to quarterly average assets of 5% as of December 31, 2020 and 2021, and Common

Equity Tier 1 risk-based capital ratio of 6.5% as of December 31, 2020 and 2021 as set forth in the table. There are no conditions or events since that notification that management believes have changed MUFG Union Bank's category.

22. EARNINGS (LOSS) PER COMMON SHARE APPLICABLE TO COMMON SHAREHOLDERS OF MUFG

Reconciliations of net income (loss) and weighted average number of common shares outstanding used for the computation of basic EPS to the adjusted amounts for the computation of diluted EPS for the fiscal years ended March 31, 2020, 2021 and 2022 are as follows:

	2020	2021	2022
		(in millions)	
Income (loss) (Numerator):			
Net income (loss) attributable to Mitsubishi UFJ Financial Group	¥ 305,955	¥ 1,117,298	¥ (83,320)
Effect of dilutive instruments:			
Stock acquisition rights and restricted stock units—Morgan Stanley	(2,861)	(4,159)	(5,361)
Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group and assumed conversions	¥ 303,094	¥ 1,113,139	¥ (88,681)

	2020	2021	2022
		(thousands of shares)	
Shares (Denominator):			
Weighted average common shares outstanding	12,912,790	12,859,737	12,798,060
Effect of dilutive instruments:			
Stock acquisition rights and the common shares of MUFG under the Board Incentive Plan(1)	166	—	—
Weighted average common shares for diluted computation	12,912,956	12,859,737	12,798,060

	2020	2021	2022
		(in yen)	
Earnings (loss) per common share applicable to common shareholders of Mitsubishi UFJ Financial Group:			
Basic earnings (loss) per common share:			
Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 23.69	¥ 86.88	¥(6.51)
Diluted earnings (loss) per common share:			
Earnings (loss) applicable to common shareholders of Mitsubishi UFJ Financial Group(1)	¥ 23.47	¥ 86.56	¥(6.93)

Note:
(1) For the fiscal years ended March 31, 2020, 2021 and 2022, the performance-based plan under the Board Incentive Plan could potentially dilute earnings per common share but were not included in the computation of diluted earnings per common share due to their antidilutive effects.

23. DERIVATIVE FINANCIAL INSTRUMENTS

The MUFG Group uses various derivative financial instruments both for trading purposes and for purposes other than trading (primarily risk management purposes) in the normal course of business to meet the financial needs of its customers, as a source of revenue and to manage its exposures to a variety of risks.

Market risk is the possibility that future changes in market indices make the financial instruments less valuable. The MUFG Group is a party to derivative financial instruments, including swaps, forwards, options and other types of derivatives, dealing primarily with market risk associated with interest rates, foreign currencies, equity and commodity prices, and credit risk associated with counterparty's nonperformance of transactions.

Credit risk is the possibility that a loss may result from a counterparty's failure to perform according to the terms and conditions of the contract, which may exceed the value of underlying collateral. To reduce credit risk, the MUFG Group may require collateral or

guarantees based on a case-by-case assessment of creditworthiness of each customer and evaluation of the instrument. The MUFG Group also uses master netting agreements in order to mitigate overall counterparty credit risk.

Trading Activities

The MUFG Group's trading activities include dealing and customer accommodation activities. As part of its trading activities, the MUFG Group offers a variety of derivative financial instruments for managing interest rate and foreign exchange risk to its domestic and foreign corporate and financial institution customers. The MUFG Group also enters into other types of derivative transactions, including equity and credit-related contracts, for its own account.

Risk Management Activities

As part of the MUFG Group's risk management activities, asset and liability management is viewed as one of the methods for the MUFG Group to manage its interest rate exposures on interest-bearing assets and liabilities. The MUFG Group uses certain derivative financial instruments in order to minimize significant unplanned fluctuations in earnings that are caused by interest rate volatility. For example, an increase or a decrease in interest income and interest expense on hedged variable rate assets and liabilities as a result of interest rate fluctuations are expected to be substantially offset by the variability in earnings by gains and losses on the derivative instruments that are linked to these hedged assets and liabilities.

The MUFG Group enters into interest rate swaps and other contracts primarily to manage the interest rate risk of its loans, investment securities and deposit liabilities. Interest rate contracts, which are generally non-leveraged generic interest rate and basis swaps, options and futures, allow the MUFG Group to effectively manage its interest rate risk position. Option contracts primarily consist of caps, floors, swaptions and options on index futures. Futures contracts used for asset and liability management activities are primarily index futures providing for cash payments based upon the movement of an underlying rate index.

The MUFG Group enters into forward exchange contracts, currency swaps and other contracts in response to currency exposures resulting from on-balance sheet assets and liabilities denominated in foreign currencies in order to limit the net foreign exchange position by currency to an appropriate level.

Notional Amounts of Derivative Contracts

The following table summarizes the notional amounts of derivative contracts at March 31, 2021 and 2022:

	Notional amounts[1]	
	2021	2022
	(in trillions)	
Interest rate contracts	¥ 1,308.4	¥ 1,391.8
Foreign exchange contracts	222.0	245.0
Equity contracts	8.0	7.4
Commodity contracts	0.1	0.1
Credit derivatives	9.8	9.8
Other	3.5	3.2
Total	¥ 1,551.8	¥ 1,657.3

Note:
(1) Includes both written and purchased positions.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Impact of Derivatives on the Consolidated Balance Sheets

The following table summarizes fair value information on derivative instruments that are recorded on the MUFG Group's consolidated balance sheets at March 31, 2021 and 2022:

	Fair value of derivative instruments					
	2021[1][5]			2022[1][5]		
	Not designated as hedges[2]	Designated as hedges[3]	Total derivatives[4]	Not designated as hedges[2]	Designated as hedges[3]	Total derivatives[4]
	(in billions)					
Derivative assets:						
Interest rate contracts	¥ 7,718	¥ —	¥ 7,718	¥ 5,445	¥ —	¥ 5,445
Foreign exchange contracts	3,910	—	3,910	4,801	2	4,803
Equity contracts	231	—	231	151	—	151
Commodity contracts	27	—	27	22	—	22
Credit derivatives	94	—	94	103	—	103
Other[6]	17	—	17	10	—	10
Total derivative assets	¥ 11,997	¥ —	¥ 11,997	¥ 10,532	¥ 2	¥ 10,534
Derivative liabilities:						
Interest rate contracts	¥ 7,361	¥ —	¥ 7,361	¥ 5,652	¥ —	¥ 5,652
Foreign exchange contracts	4,022	5	4,027	4,907	1	4,908
Equity contracts	237	—	237	277	—	277
Commodity contracts	27	—	27	22	—	22
Credit derivatives	109	—	109	101	—	101
Other[6]	(47)	—	(47)	(65)	—	(65)
Total derivative liabilities	¥ 11,709	¥ 5	¥ 11,714	¥ 10,894	¥ 1	¥ 10,895

Notes:
(1) The fair value of derivative instruments is presented on a gross basis even when derivative instruments are subject to master netting agreements. Cash collateral payable and receivable associated with derivative instruments are not added to or netted against the fair value amounts.
(2) The derivative instruments which are not designated as a hedging instrument are held for trading and risk management purposes, and are presented in Trading account assets and liabilities except for (6).
(3) The MUFG Group adopts hedging strategies and applies hedge accounting to certain derivative transactions entered into by certain subsidiaries. The derivative instruments which are designated as hedging instruments are presented in Other assets or Other liabilities on the accompanying consolidated balance sheets.
(4) This table does not include contracts with embedded derivatives for which the fair value option has been elected.
(5) For more information about fair value measurement and assumptions used to measure the fair value of derivatives, see Note 31.
(6) Other mainly includes bifurcated embedded derivatives carried at fair value, which are presented in Loans, Deposits and Long-term debt.

Impact of Derivatives on the Consolidated Statements of Operations

The following table provides more detailed information regarding the derivative-related impact on the accompanying consolidated statements of operations for the fiscal years ended March 31, 2020, 2021 and 2022:

Gains and losses for trading and risk management derivatives (not designated as hedging instruments)

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	Trading and risk management derivatives gains and losses (Not designated as hedging instruments)								
	2020			2021			2022		
	Foreign exchange gains (losses) —net	Trading account profits (losses) —net	Total	Foreign exchange gains (losses) —net	Trading account profits (losses) —net	Total	Foreign exchange gains (losses) —net	Trading account profits (losses) —net	Total
	(in billions)								
Interest rate contracts	¥ —	¥ (173)	¥ (173)	¥ —	¥ 70	¥ 70	¥ —	¥ 51	¥ 51
Foreign exchange contracts	(429)	—	(429)	(91)	—	(91)	(39)	—	(39)
Equity contracts	—	30	30	—	(269)	(269)	—	(98)	(98)
Credit derivatives	—	15	15	—	(53)	(53)	—	(34)	(34)
Other[1]	(5)	(31)	(36)	11	(178)	(167)	(6)	(21)	(27)
Total	¥ (434)	¥ (159)	¥ (593)	¥ (80)	¥ (430)	¥ (510)	¥ (45)	¥ (102)	¥ (147)

Note:
(1) Other mainly includes bifurcated embedded derivatives carried at fair value, which are presented in Loans, Deposits and Long-term debt.

Credit Derivatives

The MUFG Group enters into credit derivatives to manage its credit risk exposure, to facilitate client transactions, and for proprietary trading purposes, under which they provide the counterparty protection against the risk of default on a set of debt obligations issued by a specified reference entity or entities. Types of such credit derivatives primarily include single name credit default swaps, index and basket credit default swaps. The MUFG Group will have to perform under a credit derivative if a credit event as defined under the contract occurs. Such credit events include bankruptcy, dissolution or insolvency of the referenced entity, default and restructuring of the obligations of the referenced entity. The MUFG Group's counterparties are banks, broker-dealers, insurance and other financial institutions. The contractual or notional amounts of these credit derivatives represent the maximum potential amounts of future payments without consideration of possible recoveries under recourse provisions or from collateral held or pledged.

The table below summarizes certain information regarding protection sold through credit derivatives as of March 31, 2021 and 2022:

	Protection sold				
	Maximum potential/Notional amount by expiration period				Fair value
At March 31, 2021:	1 year or less	1-5 years	Over 5 years	Total	(Asset)/ Liability[1]
	(in millions)				
Single name credit default swaps:					
Investment grade[2]	¥ 294,312	¥2,235,390	¥ 715,896	¥3,245,598	¥ (67,707)
Non-investment grade	84,780	311,702	59,145	455,627	5,284
Not rated	—	1,683	—	1,683	(83)
Total	379,092	2,548,775	775,041	3,702,908	(62,506)
Index and basket credit default swaps:					
Investment grade[2]	43,000	470,063	29,133	542,196	(4,753)
Non-investment grade	35,427	65,319	—	100,746	(1,165)
Not rated	59,534	29,971	852	90,357	(919)
Total	137,961	565,353	29,985	733,299	(6,837)
Total credit default swaps sold	517,053	3,114,128	805,026	4,436,207	(69,343)
Other credit derivatives sold[3]:					
Investment grade[2]	—	16,606	—	16,606	57
Total credit derivatives	¥ 517,053	¥3,130,734	¥ 805,026	¥4,452,813	¥ (69,286)

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	Protection sold				
	Maximum potential/Notional amount by expiration period				Fair value
At March 31, 2022:	1 year or less	1-5 years	Over 5 years	Total	(Asset)/ Liability[1]
	(in millions)				
Single name credit default swaps:					
Investment grade[2]	¥ 408,281	¥1,874,796	¥ 731,946	¥3,015,023	¥ (61,308)
Non-investment grade	91,161	349,847	66,452	507,460	5,378
Not rated	—	—	—	—	—
Total	499,442	2,224,643	798,398	3,522,483	(55,930)
Index and basket credit default swaps:					
Investment grade[2]	67,600	458,153	36,955	562,708	(9,604)
Non-investment grade	56,299	19,936	—	76,235	(61)
Not rated	19,944	279,955	886	300,785	(7,320)
Total	143,843	758,044	37,841	939,728	(16,985)
Total credit default swaps sold	643,285	2,982,687	836,239	4,462,211	(72,915)
Other credit derivatives sold:					
Investment grade	—	—	—	—	—
Total credit derivatives	¥ 643,285	¥2,982,687	¥ 836,239	¥4,462,211	¥ (72,915)

Notes:
(1) Fair value amounts are shown on a gross basis prior to cash collateral or counterparty netting.
(2) The MUFG Group considers ratings of Baa3/BBB- or higher to meet the definition of investment grade.
(3) Other credit derivatives primarily consist of guarantees for exposures held by the counterparty under interest rate swaps and other types of derivative contracts.

Single name credit default swaps—Single name credit default swap protects the buyer against the loss of principal on a bond or loan in case of a default by the issuer. The protection buyer pays a premium to the MUFG Group and is protected for the period of the credit default swap. As the seller of protection, the MUFG Group in turn will have to perform under a credit default swap if a credit event as defined under the contracts occurs. In order to provide an indication of the current payment/performance risk of the credit default swaps, the external credit ratings, primarily those provided by Moody's and Standard & Poor's ("S&P"), of the underlying reference entity of the credit default swaps are disclosed.

Index and basket credit default swaps—Index and basket credit default swaps are credit default swaps that reference multiple names through underlying baskets or portfolios of single name credit default swaps. Typically, in the event of a default on one of the underlying names, the MUFG Group, as the seller of protection, will have to pay a pro-rata portion of the total notional amount of the credit default index or basket contract. In order to provide an indication of the current payment/performance risk of these credit default swaps, the rating scale based upon internal ratings, which generally correspond to ratings defined by primarily Moody's and S&P, of the underlying reference entities comprising the basket or index were calculated and disclosed.

The MUFG Group may economically hedge its exposure to credit derivatives by entering into offsetting derivative contracts. The carrying value and notional amounts of credit protection sold in which the MUFG Group held purchased protection with identical underlying referenced entities were approximately ¥66 billion and ¥4,097 billion, respectively, at March 31, 2021, and approximately ¥70 billion and ¥4,083 billion, respectively, at March 31, 2022.

Collateral is held by the MUFG Group in relation to these instruments. Collateral requirements are determined at the counterparty level and cover numerous transactions and products as opposed to individual contracts.

Credit Risk, Liquidity Risk and Credit-risk-related Contingent Features

Certain derivative instruments held by the MUFG Group contain provisions that require the MUFG Group's debt to maintain an investment grade credit rating from each of the major credit rating agencies. If the MUFG Group's debt were to fall below investment grade, it would be in violation of these provisions, and the counterparties to the derivative instruments could request payments on early termination or demand immediate and ongoing full overnight collateralization on derivative instruments in net liability positions. The aggregate fair value of all derivative instruments with credit-risk-related contingent features that were in a liability position at

March 31, 2021 and 2022 was approximately ¥0.7 trillion and ¥0.5 trillion, respectively, for which the MUFG Group has posted collateral of approximately ¥227 billion and ¥349 billion, respectively, in the normal course of business. The amount of additional collateral and early termination amount which could be requested if the MUFG Group's debt falls below investment grade was ¥63 billion and ¥92 billion, respectively, as of March 31, 2021 and ¥53 billion and ¥60 billion, respectively, as of March 31, 2022.

24. OBLIGATIONS UNDER GUARANTEES AND OTHER OFF-BALANCE SHEET INSTRUMENTS

Obligations under Guarantees

The MUFG Group provides customers with a variety of guarantees and similar arrangements, including standby letters of credit, financial and performance guarantees, credit protection, liquidity facilities, other off-balance sheet credit-related support and similar instruments, in order to meet the customers' financial and business needs. The tables below present the contractual or notional amounts of such guarantees at March 31, 2021 and 2022. The contractual or notional amounts of these instruments represent the maximum potential amounts of future payments without consideration of possible recoveries under recourse provisions or from collateral held or pledged.

For certain types of derivatives, such as written interest rate options and written currency options, the maximum potential future payments are unlimited. Accordingly, it is impracticable to estimate the maximum potential amount of future payments. As such, the notional amounts of the related contracts, other than the maximum potential payments, are included in the table.

The MUFG Group mitigates its credit risk exposure resulting from guarantees by utilizing various techniques, including collateralization in the form of cash, securities, and real estate properties based on management's credit assessment of the guaranteed parties and the related credit profile. In order to manage the credit risk exposure, the MUFG Group also enters into sub-participation contracts with third parties who will fund a portion of the credit facility and bear its share of the loss to be incurred in the event that the customer fails to fulfill its obligations. The following table includes guarantees of ¥499.0 billion and ¥646.1 billion at March 31, 2021 and 2022, respectively, which are syndicated out to third parties. The contractual or notional amounts summarized in the following table do not necessarily bear any direct relationship to the future actual credit exposure, primarily because of risk management techniques of the MUFG Group.

At March 31, 2021:	Maximum potential/ Contractual or Notional amount	Amount by expiration period		
		1 year or less	1-5 years	Over 5 years
	(in billions)			
Standby letters of credit and financial guarantees	¥ 4,055	¥ 3,174	¥ 698	¥ 183
Performance guarantees	3,193	2,315	755	123
Derivative instruments[1]	38,499	15,534	15,104	7,861
Liabilities of trust accounts	10,656	5,667	718	4,271
Other	40	6	34	—
Total	¥ 56,443	¥ 26,696	¥ 17,309	¥ 12,438

At March 31, 2022:	Maximum potential/ Contractual or Notional amount	Amount by expiration period		
		1 year or less	1-5 years	Over 5 years
	(in billions)			
Standby letters of credit and financial guarantees	¥ 4,731	¥ 3,733	¥ 784	¥ 214
Performance guarantees	3,828	2,807	887	134
Derivative instruments[1]	39,982	14,670	16,988	8,324
Liabilities of trust accounts	12,262	6,413	672	5,177
Other	71	6	65	—
Total	¥ 60,874	¥ 27,629	¥ 19,396	¥ 13,849

Note:
(1) Credit derivatives sold by the MUFG Group are excluded from this presentation.

Nature of Guarantee Contracts

Standby letters of credit and financial guarantees generally include an obligation of an issuer or a designated third-party to guarantee the performance of the customer to the beneficiary under the terms of contracts such as lending contracts and other similar financial transactions. The MUFG Group is required to make payments to the guaranteed parties in the event that the customers fail to fulfill the obligations under the contracts. The guarantees whose contractual maturities are over 5 years are mainly comprised of guarantees of housing loans.

Performance guarantees are contracts that contingently require the MUFG Group to make payments to the guaranteed party based on another party's failure to perform under an obligating agreement, except financial obligation. For example, performance guarantees include guarantees of completion of construction projects.

Derivative instruments that are deemed to be included within the definition of guarantees as prescribed in the guidance on guarantees include certain written options and credit default swaps. In order for the MUFG Group to determine if those derivative instruments meet the definition of guarantees, as prescribed in the guidance on guarantees, the MUFG Group has to track whether the counterparties are actually exposed to losses that will result from the adverse change in the underlyings. Accordingly, the MUFG Group has disclosed information on all credit default swaps and certain written options for which there is a possibility of meeting the definition of guarantees as prescribed in the guidance on guarantees, regardless of whether the counterparties have assets or liabilities related to the underlyings of the derivatives. However, credit derivatives sold by the MUFG Group at March 31, 2021 and 2022 are excluded from this presentation, as they are disclosed in Note 23.

Liabilities of trust accounts represent the trustee's potential responsibility for temporary payments to creditors of liabilities of trust accounts making use of funds of the MUFG Group, unless there are certain agreements with trust creditors that have provisions limiting the MUFG Group's exposure as a trustee to the trust account assets. A trust may incur external liabilities to obtain certain services during the terms of the trust arrangement. While in principle, any liabilities of a trust are payable by the trust account and its beneficiaries. A trustee's responsibility may be interpreted to encompass temporary payments for the trust account liabilities when the trust account does not maintain sufficient liquidity available for such liabilities unless the agreement with trust creditors limits the trustee's exposure to the trust account assets. Liabilities of trust accounts principally includes obligations to return collateral under security lending transactions. The MUFG Group has experienced no significant losses on such responsibilities and its exposure to the risk associated with the temporary payments is judged to be remote because trust account liabilities are generally covered by the corresponding trust account assets. The MUFG Group continuously monitors the liabilities of trust accounts and assesses the trust account's ability to perform its obligations to prevent any unfavorable outcomes; the MUFG Group claims its recourse for its temporary payments against the trust account assets and the beneficiaries.

Carrying Amount

At March 31, 2021 and 2022, the carrying amounts of the liabilities related to guarantees and similar instruments set forth above were ¥857,862 million and ¥814,734 million, respectively, which are included in Other liabilities and Trading account liabilities. The guarantees and similar instruments comprising the largest components of the total were options sold in the amount of ¥819,739 million and ¥769,376 million as of March 31, 2021 and 2022, respectively. Credit derivatives sold by the MUFG Group at March 31, 2021 and 2022 are excluded from this presentation, as they are disclosed in Note 23. In addition, Other liabilities include an allowance for off-balance sheet instruments of ¥27,688 million and ¥51,852 million at March 31, 2021 and 2022, respectively, related to these transactions.

Performance Risk

The MUFG Group monitors performance risk of its guarantees using the same credit rating system utilized for estimating probabilities of default with its loan portfolio. The MUFG Group's credit rating system is consistent with both the method of evaluating credit risk under Basel III and those of third-party credit rating agencies. On certain underlying referenced credits or entities, ratings are not available. Such referenced credits are included in the "Not rated" category in the following tables.

Presented in the tables below is the maximum potential amount of future payments classified based upon internal credit ratings as of March 31, 2021 and 2022. The determination of the maximum potential future payments is based on the notional amount of the guarantees without consideration of possible recoveries under recourse provisions or from collateral held or pledged. Such amounts do not represent the anticipated losses, if any, on these guarantees.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2021:	Maximum potential/ Contractual or Notional amount	Amount by borrower grade			
		Normal	Close Watch[1]	Likely to become Bankrupt or Legally/ Virtually Bankrupt[2]	Not rated
			(in billions)		
Standby letters of credit and financial guarantees	¥ 4,055	¥ 3,929	¥ 108	¥ 15	¥ 3
Performance guarantees	3,193	3,092	70	3	28
Total	¥ 7,248	¥ 7,021	¥ 178	¥ 18	¥ 31

At March 31, 2022:	Maximum potential/ Contractual or Notional amount	Amount by borrower grade			
		Normal	Close Watch[1]	Likely to become Bankrupt or Legally/ Virtually Bankrupt[2]	Not rated
			(in billions)		
Standby letters of credit and financial guarantees	¥ 4,731	¥ 4,575	¥ 121	¥ 31	¥ 4
Performance guarantees	3,828	3,706	73	22	27
Total	¥ 8,559	¥ 8,281	¥ 194	¥ 53	¥ 31

Notes:

(1) Borrowers classified as Close Watch represent those that require close monitoring as the borrower has begun to exhibit elements of potential concern with respect to its business performance and financial condition, the borrower has begun to exhibit elements of serious concern with respect to its business performance and financial condition, including business problems requiring long-term solutions, or the borrower's loans are TDRs or loans contractually past due 90 days or more for special reasons.

(2) Borrowers classified as Likely to become Bankrupt or Legally/Virtually Bankrupt represent those that have a higher probability of default than those categorized as Close Watch due to serious debt repayment problems with poor progress in achieving restructuring plans, the borrower being considered virtually bankrupt with no prospects for an improvement in business operations, or the borrower being legally bankrupt with no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation or filing for legal liquidation.

The guarantees the MUFG Group does not classify based upon internal credit ratings are as follows.

The MUFG Group records all derivative contracts at fair value. Aggregate market risk limits have been established, and market risk measures are routinely monitored against these limits. The MUFG Group also manages its exposure to these derivative contracts through a variety of risk mitigation strategies, including, but not limited to, offsetting economic hedge positions. The MUFG Group expects the risk of loss to be remote and believes that the notional amounts of the derivative contracts generally exceed its exposure.

Liabilities of trust accounts represent the trustee's potential responsibility for temporary payments to creditors of liabilities of trust accounts using funds of the MUFG Group. The MUFG Group has experienced no significant losses on such responsibilities and its exposure to the risk associated with the temporary payments is judged to be remote because trust account liabilities are generally covered by the corresponding trust account assets.

Other Off-balance Sheet Instruments

In addition to obligations under guarantees and similar arrangements set forth above, the MUFG Group issues other off-balance sheet instruments to meet the financial needs of its customers and for purposes other than trading. Such off-balance sheet instruments consist of lending-related commitments, including commitments to extend credit and commercial letters of credit that the MUFG Group provides to meet the financing needs of its customers. Once the MUFG Group issues these off-balance sheet instruments, the MUFG Group is required to extend credit to or make certain payments to the customers or beneficiaries specified pursuant to the underlying contracts unless otherwise provided in the contracts. Since many of these commitments expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. Substantially all of our off-balance sheet instruments is comprised of commitments to extend credit at March 31, 2022, and approximately 65% of these commitments will expire within one year, 32% from one year to five years and 3% after five years. The table below presents the contractual amounts with regard to the other off-balance sheet instruments at March 31, 2021 and 2022:

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	2021	2022
	(in billions)	
Commitments to extend credit	¥ 84,614	¥ 82,886
Commercial letters of credit	835	908
Commitments to make investments	281	478

Commitments to extend credit, which generally have fixed expiration dates or other termination clauses, are binding agreements to lend to customers. Commitments are different from guarantees in that the commitments are generally revocable or have provisions that enable the MUFG Group to avoid payments in the event of violations of any conditions of the contracts and certain deterioration of the potential borrowers' financial condition.

Commercial letters of credit, generally used for trade transactions, are typically secured by the underlying goods. The MUFG Group continually monitors the type and amount of collateral and other securities, and requires counterparties to provide additional collateral or guarantors as necessary.

Commitments to make investments are legally binding contracts such as to make additional contributions to corporate recovery or private equity investment funds in accordance with limited partnership agreements. Some of these funds, in which the MUFG Group has significant variable interests, are described in Note 25.

25. VARIABLE INTEREST ENTITIES

In the normal course of business, the MUFG Group has financial interests and other contractual obligations in various entities which may be deemed to be VIEs such as asset-backed conduits, various investment funds, special purpose entities created for structured financing, repackaged instruments, entities created for the securitization of the MUFG Group's assets and trust arrangements.

The following tables present the assets and liabilities of consolidated VIEs recorded on the accompanying consolidated balance sheets at March 31, 2021 and 2022:

Consolidated VIEs	Consolidated assets						
At March 31, 2021:	Total	Cash and due from banks	Interest-earning deposits in other banks	Trading account assets	Investment securities	Loans	All other assets
				(in millions)			
Asset-backed conduits	¥ 5,986,887	¥ 109,439	¥ 40,061	¥ 5,433	¥ 1,015,434	¥ 4,800,221	¥ 16,299
Investment funds	374,324	—	15,171	240,327	41,512	—	77,314
Special purpose entities created for structured financing	175,630	—	2,058	4,645	—	113,943	54,984
Repackaged instruments	281,331	3,179	—	73,914	118,199	85,782	257
Securitization of the MUFG Group's assets	10,358,628	—	996	—	—	10,339,273	18,359
Trust arrangements	9,029,390	—	—	623,466	1,071,708	7,334,215	1
Other	43,320	323	3,826	17,108	—	4,660	17,403
Total consolidated assets before elimination	26,249,510	112,941	62,112	964,893	2,246,853	22,678,094	184,617
The amounts eliminated in consolidation	(8,121,094)	(110,243)	(31,690)	(5,892)	(519,561)	(7,430,166)	(23,542)
Total consolidated assets	¥18,128,416	¥ 2,698	¥ 30,422	¥ 959,001	¥ 1,727,292	¥15,247,928	¥ 161,075

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	Consolidated liabilities				
	Total	Deposits	Other short-term borrowings	Long-term debt	All other liabilities
			(in millions)		
Asset-backed conduits	¥ 5,989,188	¥ —	¥ 4,058,248	¥ 1,461,043	¥ 469,897
Investment funds	15,039	—	—	5,831	9,208
Special purpose entities created for structured financing	97,226	—	—	84,973	12,253
Repackaged instruments	284,795	—	21,343	195,987	67,465
Securitization of the MUFG Group's assets	10,367,099	—	31,000	9,839,204	496,895
Trust arrangements	9,029,272	7,826,959	—	—	1,202,313
Other	39,141	—	3,433	18,315	17,393
Total consolidated liabilities before elimination	25,821,760	7,826,959	4,114,024	11,605,353	2,275,424
The amounts eliminated in consolidation	(14,679,458)	—	(2,422,978)	(11,144,547)	(1,111,933)
The amount of liabilities with recourse to the general credit of the MUFG Group	(10,547,483)	(7,826,959)	(1,657,447)	(3,043)	(1,060,034)
Liabilities of consolidated VIEs for which creditors or beneficial interest holders do not have recourse to the general credit of the MUFG Group	¥ 594,819	¥ —	¥ 33,599	¥ 457,763	¥ 103,457

Consolidated VIEs	Consolidated assets						
At March 31, 2022:	Total	Cash and due from banks	Interest-earning deposits in other banks	Trading account assets	Investment securities	Loans	All other assets
				(in millions)			
Asset-backed conduits	¥ 6,115,286	¥ 114,679	¥ 24,959	¥ 30,114	¥ 906,109	¥ 5,016,254	¥ 23,171
Investment funds	538,336	578	28,021	351,806	55,567	—	102,364
Special purpose entities created for structured financing	192,200	1,694	5,463	7,294	—	119,002	58,747
Repackaged instruments	342,771	4,798	—	134,387	111,711	88,209	3,666
Securitization of the MUFG Group's assets	10,544,934	—	1,204	—	—	10,526,124	17,606
Trust arrangements	8,581,448	—	—	760,960	1,303,063	6,517,421	4
Other	67,650	465	3,910	22,110	15,684	3,496	21,985
Total consolidated assets before elimination	26,382,625	122,214	63,557	1,306,671	2,392,134	22,270,506	227,543
The amounts eliminated in consolidation	(7,424,058)	(115,486)	(36,175)	(54,363)	(567,242)	(6,619,044)	(31,748)
Total consolidated assets	¥18,958,567	¥ 6,728	¥ 27,382	¥1,252,308	¥ 1,824,892	¥15,651,462	¥ 195,795

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	Consolidated liabilities				
	Total	Deposits	Other short-term borrowings	Long-term debt	All other liabilities
			(in millions)		
Asset-backed conduits	¥ 6,091,830	¥ —	¥ 4,443,656	¥ 1,337,938	¥ 310,236
Investment funds	29,368	—	—	6,497	22,871
Special purpose entities created for structured financing	101,814	—	—	95,218	6,596
Repackaged instruments	345,606	—	22,791	248,535	74,280
Securitization of the MUFG Group's assets	10,569,281	—	—	10,102,964	466,317
Trust arrangements	8,581,731	7,063,850	683,346	—	834,535
Other	63,126	—	2,268	39,511	21,347
Total consolidated liabilities before elimination	25,782,756	7,063,850	5,152,061	11,830,663	1,736,182
The amounts eliminated in consolidation	(15,116,977)	(756)	(2,590,224)	(11,378,021)	(1,147,976)
The amount of liabilities with recourse to the general credit of the MUFG Group	(10,081,747)	(7,063,094)	(2,522,255)	(3,411)	(492,987)
Liabilities of consolidated VIEs for which creditors or beneficial interest holders do not have recourse to the general credit of the MUFG Group	¥ 584,032	¥ —	¥ 39,582	¥ 449,231	¥ 95,219

In general, the creditors or beneficial interest holders of consolidated VIEs have recourse not only to the assets of those VIEs of which they are creditors or beneficial interest holders, but also to other assets of the MUFG Group, since the MUFG Group is also contractually required to provide credit enhancement or program-wide liquidity to these VIEs.

The following tables present the total assets of non-consolidated VIEs, the maximum exposure to loss resulting from the MUFG Group's involvement with non-consolidated VIEs and the assets and liabilities which relate to the MUFG's variable interests in non-consolidated VIEs at March 31, 2021 and 2022:

Non-consolidated VIEs			On-balance sheet assets					On-balance sheet liabilities	
At March 31, 2021:	Total assets	Maximum exposure	Total	Trading account assets	Investment securities	Loans	All other assets	Total	All other liabilities
					(in millions)				
Asset-backed conduits	¥ 25,491,847	¥ 5,606,965	¥ 4,211,342	¥ 277	¥ 1,598,992	¥ 2,612,073	¥ —	¥ —	¥ —
Investment funds	102,840,486	2,646,071	2,288,210	538,190	501,434	1,213,179	35,407	114,911	114,911
Special purpose entities created for structured financing	38,771,947	4,409,839	3,254,145	476,784	25,234	2,745,441	6,686	10,447	10,447
Repackaged instruments	8,604,182	3,088,564	3,008,695	611,245	2,142,482	204,332	50,636	29,478	29,478
Other	65,455,861	3,039,135	2,176,775	198,144	—	1,915,912	62,719	24,732	24,732
Total	¥ 241,164,323	¥ 18,790,574	¥ 14,939,167	¥ 1,824,640	¥ 4,268,142	¥ 8,690,937	¥ 155,448	¥ 179,568	¥ 179,568

Non-consolidated VIEs			On-balance sheet assets					On-balance sheet liabilities	
At March 31, 2022:	Total assets	Maximum exposure	Total	Trading account assets	Investment securities	Loans	All other assets	Total	All other liabilities
					(in millions)				
Asset-backed conduits	¥ 27,325,711	¥ 6,010,143	¥ 4,858,210	¥ —	¥ 1,756,122	¥ 3,102,088	¥ —	¥ 520	¥ 520
Investment funds	112,262,392	3,352,266	2,622,407	328,963	622,967	1,628,737	41,740	4,507	4,507
Special purpose entities created for structured financing	42,312,881	4,829,867	3,275,008	234,384	20,854	3,012,252	7,518	25,424	25,424
Repackaged instruments	7,533,839	3,627,418	3,448,224	563,524	2,424,602	373,834	86,264	1,590	1,590
Other	74,119,635	3,474,163	2,402,341	170,859	7,552	2,139,751	84,179	28,128	28,128
Total	¥ 263,554,458	¥ 21,293,857	¥ 16,606,190	¥ 1,297,730	¥ 4,832,097	¥ 10,256,662	¥ 219,701	¥ 60,169	¥ 60,169

Maximum exposure to loss on each type of entity is determined based on the carrying amount of any on-balance sheet assets and any off-balance sheet liabilities held, net of any recourse liabilities. Therefore, the maximum exposure to loss represents the maximum

loss the MUFG Group could possibly incur at each balance sheet date and does not reflect the likelihood of such a loss being incurred. The difference between the amount of on-balance sheet assets and the maximum exposure to loss primarily comprises the remaining undrawn commitments.

Analysis of Each Transaction Category

Asset-Backed Conduits

This category primarily comprises the following:

Multi-Seller Conduits (MUFG-sponsored Asset-Backed Commercial Paper ("ABCP") Conduits and Other ABCP Conduits)

The MUFG Group administers several conduits under asset-backed financing programs under which the conduits purchase financial assets, primarily trade accounts receivable, from the MUFG Group's customers by issuing short-term financing instruments, primarily commercial paper, to third-party investors. Under the asset-backed financing programs, the MUFG Group acts as an agent for the conduits, which enter into agreements with the MUFG Group's customers where the customers transfer financial assets to the conduits in exchange for monetary consideration. The MUFG Group also underwrites commercial paper for the conduits that is secured by the assets held by them and provides program-wide liquidity and credit enhancement facilities to the conduits. The MUFG Group receives fees related to the services it provides to the conduits and the program-wide liquidity and credit enhancement. The MUFG Group considers itself to be the primary beneficiary of the multi-seller conduits because, as an agent and sponsor, the MUFG Group has the power to direct activities of the conduits that most significantly impact the conduits' economic performance and also has the obligation to absorb losses of the conduits that could potentially be significant to the conduits through the program-wide liquidity and credit enhancement. Consequently, the MUFG Group consolidates the conduits.

In addition to the entities described above, the MUFG Group participates as a provider of financing to several conduits that are administered by third parties. Most of these conduits are established under a multi-seller asset-backed financing program and the MUFG Group provides financing along with other financial institutions. With respect to these conduits, the MUFG Group is not considered as the primary beneficiary because the MUFG Group's participation in the conduits is only to provide financing along with other third-party financial institutions and it does not have the power to direct the activities of the conduits. Consequently, the MUFG Group does not consolidate the conduits.

Asset-Backed Conduits (MUFG-sponsored Asset-Backed Loan ("ABL") Programs and Other Programs)

The MUFG Group administers several conduits under asset-backed financing programs where the MUFG Group provides financing to fund the conduits' purchases of financial assets, comprising primarily trade accounts receivable, from its customers. The MUFG Group acts as an agent and sponsor for the conduits, which enter into agreements with the MUFG Group's customers where the customers transfer assets to the conduits in exchange for monetary consideration. In most cases, the MUFG Group is the sole provider of financing that is secured by the assets held by the conduits. The MUFG Group considers itself to be the primary beneficiary of the conduits because, as an agent and sponsor for the conduits, the MUFG Group has the power to direct activities of the conduits, such as selection of the assets to be purchased and condition for purchases, and debt collection from the original obligors, that most significantly impact the conduits' economic performance, and also has the obligation to absorb losses of the conduits that could potentially be significant to the conduits through financing it provides. Consequently, the MUFG Group consolidates the conduits.

In addition, the MUFG Group is involved with entities, which take in most cases the form of a trust, where originators of financial assets, which primarily comprise lease receivables, entrust the assets with trust banks and receive beneficial certificates of trusts in exchange. The originators then transfer the beneficiary certificates to the MUFG Group in exchange for cash. The originators of the financial assets entrusted continue to be involved in the assets as servicers. Because the originators are deemed to have the power to direct activities of the entities that most significantly impact the entities' economic performance through their role as a servicer, the MUFG Group is not considered as the primary beneficiary of these entities. Consequently, the MUFG Group does not consolidate these entities.

The MUFG Group also participates as a provider of financing to the ABL programs that are managed by third parties. The MUFG Group is not considered as the primary beneficiary of the entities used in these programs as the MUFG Group's participation in the entities is only to provide financing along with other third parties and it does not have the power to direct the activities of the entities. Consequently, the MUFG Group does not consolidate the entities used in these programs.

Investment Funds

This category primarily comprises the following:

Corporate Recovery Funds

These entities are established by fund managers, which are unrelated to the MUFG Group, for the purpose of investing in debt or equity instruments issued by distressed companies. After investment, the fund managers work closely with the management of the entities and attempt to enhance corporate value by various means including corporate restructuring and reorganization. Their exit strategies include, among others, sales to others and initial public offerings.

Typically, these entities take the form of a limited partnership which is entirely funded by general and limited partner interests. These partnerships are considered as VIEs unless the limited partners hold substantive kick-out rights or participating rights.

The MUFG Group mostly serves as a limited partner in corporate recovery funds that are considered as VIEs, and does not have the power to direct the activities of these funds that most significantly impact the economic performance of these funds. Therefore, the MUFG Group does not consider itself to be the primary beneficiary of these funds and does not consolidate them.

Private Equity Funds

The MUFG Group is involved in venture capital funds that are established by either the MUFG Group's entities or fund managers unrelated to the MUFG Group. These entities have specific investment objectives in connection with their acquisition of equity interests, such as providing financing and other support to start-up businesses, medium and small entities in a particular geographical area, and to companies with certain technology or companies in a high-growth industry.

These entities typically take the form of a limited partnership and usually are entirely funded by general and limited partner interests. These partnerships are considered as VIEs unless the limited partners hold substantive kick-out rights or participating rights.

The MUFG Group participates in these partnerships as a general partner or limited partner. The MUFG Group consolidates these funds, which are considered as VIEs, if the MUFG Group has the power to direct the activities of these funds that most significantly impact the economic performance of these funds, and also has the obligation to absorb losses of these funds that could potentially be significant to these funds or the right to receive benefits from these funds that could potentially be significant to these funds.

Investment Trusts

The MUFG Group invests in investment trusts that are professionally managed collective investment schemes which pool money from many investors and invest in, among others, equity and debt securities. Most of these funds take the form of a trust where there is a separation in investment decisions, which is assumed by an investment manager who has no investment in a trust, and ownership through beneficiary interests issued by a trust are owned by investors. Therefore, these investment trusts are considered as VIEs. The MUFG Group consolidates these funds if the MUFG Group has the power to direct the activities of these funds that most significantly impact the economic performance of these funds, and also has the obligation to absorb losses of these funds that could potentially be significant to these funds or the right to receive benefits from these funds that could potentially be significant to these funds.

Buy-out Financing Vehicles

The MUFG Group provides financing to buy-out vehicles. The buy-out vehicles are established by equity investments from, among others, private equity funds or the management of target companies for the purpose of purchasing the equity shares of target companies. Along with other financial institutions, the MUFG Group provides financing to the buy-out vehicles in the form of loans. While the buy-out vehicles' equity is normally substantive in its amount and the rights and obligations associated with it, in some cases, the vehicles have equity that is insufficient to absorb expected variability primarily because the amount provided by equity investors is nominal in nature. These vehicles engage in non-investment activities, and are considered as VIEs. In most cases, the MUFG Group's participation in these vehicles is only to provide financing to the vehicles, and the power to direct the activities that most significantly impact the economic performance of the vehicles is held by the management of target companies. As a result, the MUFG Group is not considered as the primary beneficiary of these vehicles and does not consolidate them.

Other Investment Funds

The MUFG Group's investments in VIEs through MUFG Americas Holdings primarily consist of equity investments in low-income housing credit ("LIHC") structures, designed to generate a return primarily through the realization of federal tax credits. MUFG Americas Holdings considers itself as the primary beneficiary of certain types of LIHC investments.

LIHC Unguaranteed Syndicated Investment Funds

MUFG Americas Holdings creates the investment funds, serves as the managing investor member, and sells limited investor member interests to third parties. MUFG Americas Holdings receives benefits through income from the structuring of these funds, servicing fees for managing the funds and, as an investor member, tax benefits and tax credits to reduce the MUFG Americas Holdings tax liability. MUFG Americas Holdings considers itself to be the primary beneficiary and consolidates them upon adoption of the current guidance because, as a sponsor and managing member of the funds, it has the power to direct activities that most significantly impact the funds' economic performance and also has the obligation to absorb losses of the funds that could potentially be significant to the funds.

LIHC Guaranteed Syndicated Investment Funds

MUFG Americas Holdings also forms limited liability companies, which in turn invest in LIHC operating partnerships, to create LIHC guaranteed syndicated investment funds. Interests in these funds are sold to third parties who pay a premium for a guaranteed return. MUFG Americas Holdings earns structuring fees from the

sale of these funds and asset management fees. MUFG Americas Holdings serves as the funds' sponsor and non-member asset manager, and also guarantees a minimum rate of return throughout the investment term, therefore, it directs the activities that most significantly impact the funds' economic performance and also has an obligation to absorb losses pertaining to its minimum rate of return guarantee to investors. Therefore, the MUFG Group is considered as the primary beneficiary of these funds and consolidates them.

Special Purpose Entities Created for Structured Financing

This category primarily comprises the following:

Leasing Transaction Vehicles

These entities are established to raise funds to purchase or build equipment and machinery including, among others, commercial vessels, passenger and cargo aircraft, and production equipment for the purpose of leasing them to lessees who use the equipment and machinery as part of their business operations. These entities typically take the form of a limited partnership or a special purpose company where they fund their purchases of equipment and machinery via senior and subordinate financing. When entities take the form of a limited partnership, these entities are considered as VIEs unless limited partners hold substantive kick-out rights or participating rights. The entities considered as VIEs are typically funded only by senior financing or there is a guarantee provided to the senior financing by parties unrelated to those providing the senior financing. In most cases, the MUFG Group participates in the senior financing and does not participate in the subordinate financing or provide guarantees. Generally, because the MUFG Group's participation in these entities is only to provide financing, it does not have the power to direct the activities of the entities that most significantly impact the economic performance of the entities. Therefore, the MUFG Group does not consider itself to be the primary beneficiary of these entities and does not consolidate them, except for limited circumstances where the MUFG Group is directly involved with the structuring of the transaction and has the power to direct the activities of the entities that most significantly impact the economic performance of the entities.

Project Financing Vehicles

These entities are established to raise funds in connection with, among others, production of natural resources, construction and development of urban infrastructure (including power plants and grids, highways and ports), and the development of real estate properties or complexes. These projects typically involve special purpose companies which issue senior and subordinate financing to raise funds in connection with the various projects. The subordinate financing is usually provided by parties that will ultimately make use of the assets constructed or developed. By contrast, the senior financing is typically provided by financial institutions, including the MUFG Group. Because the MUFG Group's participation in these entities is only to provide financing, it does not have the power to direct the activities that most significantly impact the economic performance of these entities. Therefore, the MUFG Group is not considered as the primary beneficiary of these entities and does not consolidate them.

Sale-and-Leaseback Vehicles

The MUFG Group is involved with vehicles that acquire assets, primarily real estate, from the MUFG Group's customers and other unrelated parties where the sellers of the assets continue to use the assets through leaseback agreements. These vehicles typically take the form of a limited partnership, and are considered as VIEs unless the limited partners hold substantive kick-out rights or participating rights. The subordinated financing of these vehicles considered as VIEs is usually provided by the sellers of the assets, with the MUFG Group providing senior financing for the vehicles. Because the MUFG Group's participation in these vehicles is only to provide senior financing, it does not have the power to direct the activities that most significantly impact the economic performance of these vehicles. Therefore, the MUFG Group is not considered as the primary beneficiary and does not consolidate them.

Securitization of Client Real Estate Properties

These entities are established for the purpose of securitizing real estate properties held by the MUFG Group's customers. In most cases, these entities take the form of a limited partnership or a special purpose company. When entities take the form of a limited partnership, these entities are considered as VIEs unless the limited partners hold substantive kick-out rights or participating rights. The entities considered as VIEs are typically funded by senior and subordinated financing where the original owners of the real estate properties provide the subordinated financing, primarily in the form of partnership interests or subordinated notes, and financial institutions, including the MUFG Group, provide senior financing in the form of senior loans. Because the MUFG Group's participation in these vehicles is only to provide a portion of senior financing, it does not have the power to direct the activities that most significantly impact the economic performance of these entities. Therefore, the MUFG Group is not considered as the primary beneficiary and does not consolidate these entities.

Repackaged Instruments

This category primarily comprises the following:

Investments in Financially-Engineered Products

The MUFG Group is involved in special purpose entities that have been established to issue financial products through the engineering and repackaging of existing financial instruments such as collateralized debt obligations ("CDOs"). These entities are considered as VIEs because the holders of the equity investment at risk do not have the power to direct the activities that most significantly impact their economic performance. These entities are generally arranged and managed by parties that are not related to the MUFG Group. The MUFG Group's involvement with the entities arranged and managed by third parties is for investment purposes. In these cases, the MUFG Group participates as one of many other investors and the MUFG Group typically holds investments in senior tranches or tranches with high credit ratings. Therefore, the MUFG Group does not have the power to direct activities of the entities that most significantly impact the entities' economic performance, and thus is not considered as the primary beneficiary of these entities and does not consolidate these entities.

In certain instances, special purpose entities have been established and are managed by the MUFG Group. The MUFG Group's involvement includes establishing and arranging the transaction and underwriting securities issued by the entities to general investors. For these entities, the MUFG Group has the power to direct activities that most significantly impact the economic performance and it has the obligation to absorb losses or receive benefits that could potentially be significant to the entities. As such, the MUFG Group considers itself as the primary beneficiary of these entities and consolidates them.

Investments in Securitized Financial Instruments

The MUFG Group holds investments in special purpose entities that issue securitized financial products. The assets held by the entities include credit card receivables and residential mortgage loans. These entities are established and managed by parties that are unrelated to the MUFG Group and the MUFG Group's involvement with these entities is for its own investment purposes. In all cases, the MUFG Group participates as one of many other investors and the MUFG Group does not have the power to direct activities of the entities that most significantly impact the entities' economic performance. Therefore, the MUFG Group is not considered as the primary beneficiary of these entities and does not consolidate them.

Securitization of the MUFG Group's Assets

This category primarily comprises the following:

Securitization for issuing interests or financing

The MUFG Group establishes entities to securitize its own financial assets that include, among others, corporate and retail loans and lease receivables. The entities used for securitization, which typically take the form of a special purpose company or a trust, are established by the MUFG Group and, in most cases, issue senior and subordinate interests or financing. After securitization, the MUFG Group typically continues to service securitized assets as a servicer. The MUFG Group may also retain subordinate interests or financing or other interests. The MUFG Group is considered as the primary beneficiary and consolidates the entities used for securitization since it has the obligation to absorb losses through subordinate interests, and also has the power for determining and implementing policies as servicer that give it the ability to manage the entities' assets that become delinquent or are in default in order to improve the economic performance of the entities.

Eligible beneficiary interests in housing loan trusts

The MUFG Group establishes trusts, which acquire the MUFG Group's housing loans and in turn issue beneficiary interests to the MUFG Group, to pledge these beneficiary interests as collateral for borrowings from the Bank of Japan, as a result of the decision by the Bank of Japan on June 30, 2016 to accept these beneficial interests as collateral in the same way as it does for Japanese national government bonds. The MUFG Group is considered as the primary beneficiary and consolidates the trusts since it has the obligation to absorb losses through beneficiary interests, and also has the power for determining and implementing policies as servicer that give it the ability to manage housing loans owned by the trusts that become delinquent or are in default in order to improve the economic performance of the trusts.

Trust Arrangements

The MUFG Group offers, primarily through Mitsubishi UFJ Trust and Banking, a variety of trust products and services including securities investment trusts, pension trusts and trusts used as securitization vehicles. In a typical trust arrangement, however, the MUFG Group manages and administers assets on behalf of the customers in an agency, fiduciary and trust capacity and does not assume risks associated with the entrusted assets. The trusts are generally considered as VIEs because the trust beneficiaries, who provide all of the equity at risk, usually do not have power to direct the activities that most significantly impact its economic performance in the arrangements. The MUFG Group, however, is not considered as the primary beneficiary, mainly, except for the case mentioned below, because it merely receives fees for compensation for its services on terms that are customary for these activities and the fees are insignificant relative to the total amount of the trusts' economic performance and variability. Therefore, the MUFG Group does not consolidate these entities.

With respect to the jointly operated designated money in trusts, Mitsubishi UFJ Trust and Banking pools money from investors and determines how best to invest it. In addition, certain investors, such as money reserve funds and investment funds, place excess funds in the jointly operated designated money trusts. Mitsubishi UFJ Trust and Banking typically invests in high-quality financial assets, including government bonds, corporate bonds and corporate loans including loans to Mitsubishi UFJ Trust and Banking and receives fees as compensation for services. In this role as a sponsor of these trusts' Mitsubishi UFJ Trust and Banking provides guarantees under which it is required to compensate a loss on the stated principal of the trust beneficial interests. Mitsubishi UFJ Trust and Banking is considered as the primary beneficiary of these trusts' because it is exposed to a potentially significant amount of losses and also has the power to direct activities of these trusts' that most significantly impact their economic performance. Upon consolidation of the trusts, the certificates issued to the investors are accounted for as deposit liabilities as the products are structured and marketed to customers similar to Mitsubishi UFJ Trust and Banking's term deposit products.

Mitsubishi UFJ Trust and Banking considers the likelihood of incurring losses on the stated principal guarantee to be highly remote. In the trusts' operational history that extends over decades, the stated principal guarantee has never been called upon. The variability in fair value of the net assets of the trusts has been primarily affected by the fluctuations in interest rates, and the majority of such variability has been absorbed by investors or trust beneficiaries.

Other

This category primarily comprises the following:

Financing Vehicles of the MUFG Group's Customers

The MUFG Group is involved with several entities that are established by the MUFG Group's customers. These entities borrow funds from financial institutions and extend loans to their group entities. These entities effectively work as fund-raising vehicles for their respective group entities and enable the groups to achieve efficient financing by integrating their financing activities into a single entity. In all cases, the MUFG Group is not considered as the primary beneficiary because the MUFG Group's participation in these entities is only to provide financing, and the customers effectively hold the power to direct activities of these entities that most significantly impact the economic performance of the entities. Consequently, the MUFG Group does not consolidate these entities.

Funding Vehicles

The MUFG Group has established several wholly-owned off-shore vehicles which issue securities, typically preferred stock that is fully guaranteed by the MUFG Group, to investors unrelated to the MUFG Group to fund purchases of debt instruments issued by the MUFG Group. These entities are considered as VIEs because the MUFG Group's investment in the vehicles' equity is not considered at risk and substantive as the entire amount raised by the vehicles was used to purchase debt instruments issued by the MUFG Group. Because the MUFG Group does not have variable interests in these vehicles, the MUFG Group does not consolidate these entities.

Troubled Borrowers

During the normal course of business, the borrowers from the MUFG Group may experience financial difficulties and sometimes enter into certain transactions that require the MUFG Group to assess whether they would be considered as VIEs due to their difficult financial position. While in most cases such borrowers are not considered as VIEs when the transactions take place, in limited circumstances they are considered as VIEs due to insufficient equity investment at risk. In all cases, the MUFG Group is not considered as the primary beneficiary because the power to direct activities that most significantly impact the economic performance of the troubled borrowers resides with the management of the troubled borrowers, and the MUFG Group, as a lender, does not have power over or assume any role in management. Therefore, the MUFG Group does not consolidate these troubled borrowers.

26. CONTINGENT LIABILITIES

Repayment of Excess Interest

The MUFG Group maintains an allowance for repayment of excess interest based on an analysis of past experience of reimbursement of excess interest, borrowers' profile, recent trend of borrowers' claims for reimbursement, and management future forecasts. Management believes that the provision for repayment of excess interest is adequate and the allowance is at the appropriate amount to absorb probable losses, so that the impact of future claims for reimbursement of excess interest will not have a material adverse effect on the MUFG Group's financial position and results of operations. The allowance for repayment of excess interest established by MUFG's consumer finance subsidiaries, which was included in Other liabilities, was ¥24,943 million and ¥21,120 million as of March 31, 2021 and 2022, respectively. Provision (reversal) related to the allowance is included in Other non-interest expenses in the accompanying consolidated statements of operations. For the fiscal years ended March 31, 2020, 2021 and 2022, there was a negative impact of ¥7,800 million, nil and ¥23,332 million, respectively, on Equity in earnings of equity method investees—net in the accompanying consolidated statements of operations.

Litigation

In the ordinary course of business, the MUFG Group is subject to various litigation and regulatory matters. In accordance with applicable accounting guidance, the MUFG Group establishes an accrued liability for loss contingencies arising from litigation and regulatory matters when they are determined to be probable in their occurrence and the probable loss amount can be reasonably estimated. Based upon current knowledge and consultation with counsel, management believes the eventual outcome of such litigation and regulatory matters, where losses are probable and the probable loss amounts can be reasonably estimated, would not have a material adverse effect on the MUFG Group's financial position, results of operations or cash flows. Additionally, management believes the amount of loss that is reasonably possible, but not probable, from various litigation and regulatory matters is not material to the MUFG Group's financial position, results of operations or cash flows.

27. FEES AND COMMISSIONS INCOME

Disaggregation of Contract Revenue

Details of fees and commissions income for the fiscal years ended March 31, 2020, 2021 and 2022 were as follows:

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	2020	2021	2022
		(in millions)	
Fees and commissions on deposits	¥ 53,684	¥ 50,131	¥ 51,032
Fees and commissions on remittances and transfers	169,407	165,288	157,236
Fees and commissions on foreign trading business	66,025	79,353	56,344
Fees and commissions on credit card business	238,112	199,625	207,080
Fees and commissions on security-related services	221,494	244,017	264,530
Fees and commissions on administration and management services for investment funds	184,559	235,497	286,549
Trust fees	119,919	125,658	133,322
Guarantee fees[1]	46,322	43,889	45,849
Insurance commissions	44,415	42,117	42,353
Fees and commissions on real estate business	49,764	48,110	65,611
Other fees and commissions[2]	308,351	293,598	348,957
Total	¥ 1,502,052	¥ 1,527,283	¥ 1,658,863

Notes:
(1) Guarantee fees are not within the scope of the guidance on revenue from contracts with customers.
(2) Other fees and commissions include non-refundable financing related fees that are not within the scope of the guidance on revenue from contracts with customers.

The following is an explanation of the relationship with revenue information disclosed for each reportable segment.

These revenues from contracts with customers are related to various reportable segments disclosed in Note 29. The business segment information is derived from the internal management reporting system used by management to measure the performance of the MUFG Group's business segments. In addition, the business segment information is primarily based on the financial information prepared in accordance with Japanese GAAP as adjusted in accordance with internal management accounting rules and practices. Further, the format and information as disclosed in Note 29 are not consistent with the accompanying consolidated financial statements prepared on the basis of U.S. GAAP. For example, management does not use information on segments' gross revenue to allocate resources and assess performance.

The majority of fees and commissions on deposits are attributable to Digital Service Business Group ("DS") and Global Commercial Banking Business Group ("GCB") with no significant concentration in any particular segments.

The business activities relevant to fees and commissions on remittances and transfers are attributable to DS, Retail & Commercial Banking Business Group ("R&C"), Japanese Corporate Investment Banking Business Group ("JCIB"), Global Corporate Investment Banking Business Group ("GCIB"), and GCB with no significant concentration in any particular segments.

The business activities relevant to fees and commissions on foreign trading business are attributable to DS, R&C, JCIB, GCIB, and GCB with no significant concentration in any particular segments.

The business activities relevant to fees and commissions on credit card business are substantially attributable to DS.

The majority of fees and commissions on security-related services are from the business activities relevant to R&C, with JCIB and GCIB providing a smaller impact.

The business activities relevant to fees and commissions on administration and management services for investment funds are substantially attributable to Asset Management & Investor Service Business Group ("AM/IS").

The business activities relevant to trust fees are attributable to R&C, JCIB, and AM/IS with no significant concentration in any particular segments.

The majority of insurance commissions are from the business activities relevant to DS, R&C, JCIB, and GCB with no significant concentration in any particular segments.

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The business activities relevant to fees and commissions on real estate business are attributable to R&C and JCIB with no significant concentration in any particular segments.

28. TRADING ACCOUNT PROFITS AND LOSSES

The MUFG Group performs trading activities through market-making, sales and arbitrage, while maintaining risk levels within appropriate limits in accordance with its risk management policy.

The MUFG Group has trading account securities and trading derivative assets and liabilities for this purpose. In addition, the trading account securities include foreign currency-denominated debt securities such as foreign government or official institution bonds, corporate bonds and mortgage-backed securities, which are mainly comprised of securities measured at fair value under the fair value option.

Net trading gains (losses) for the fiscal years ended March 31, 2020, 2021 and 2022 were comprised of the following:

	2020	2021	2022
		(in millions)	
Interest rate and other derivative contracts	¥ (159,045)	¥ (429,586)	¥ (102,122)
Trading account securities, excluding derivatives	924,418	19,218	(722,298)
Trading account profits (losses)—net	765,373	(410,368)	(824,420)
Foreign exchange derivative contracts[(1)]	(434,052)	(79,559)	(44,693)
Net trading gains (losses)	¥ 331,321	¥ (489,927)	¥ (869,113)

Note:

(1) Losses on foreign exchange derivative contracts are included in Foreign exchange gains (losses)—net in the accompanying consolidated statements of operations. Foreign exchange gains (losses)—net in the accompanying consolidated statements of operations are also comprised of foreign exchange gains (losses) other than derivative contracts and foreign exchange gains (losses) related to the fair value option.

For further information on the methodologies and assumptions used to estimate fair value, see Note 31, which also shows fair values of trading account securities by major category. Note 23 discloses further information regarding the derivative-related impact on Trading account profits (losses)—net by major category.

29. BUSINESS SEGMENTS

The reportable segments of the MUFG Group are subject to the periodical review by the Executive Committee, which represents the MUFG Group's chief operating decision maker, to determine the allocation of management resources and assess performance. The MUFG Group has established its business units according to the characteristics of customers and the nature of the underlying business. Each business unit engages in business activities based on comprehensive strategies developed for and aimed at respective targeted customers and businesses. The business segment information is primarily based on the financial information prepared in accordance with Japanese GAAP as adjusted in accordance with internal management accounting rules and practices. Accordingly, the format and information are not consistent with the accompanying consolidated financial statements prepared on the basis of U.S. GAAP. A reconciliation is provided for the total amounts of segments' operating profit with income before income tax expense under U.S. GAAP.

See Note 30 for financial information relating to the MUFG Group's operations by geographic area. The geographic financial information is consistent with the basis of the accompanying consolidated financial statements.

The MUFG Group integrated the operations of its consolidated subsidiaries into seven business segments.—Digital Service, Retail & Commercial Banking, Japanese Corporate & Investment Banking, Global Commercial Banking, Asset Management & Investor Services, Global Corporate & Investment Banking, and Global Markets.

The following is a brief explanation of the MUFG Group's business segments:

Digital Service Business Group—Covers digital-based non-face-to-face businesses servicing "mass-segment" customers or retail customers and small and medium-sized enterprise customers, of Mitsubishi UFJ NICOS, other consumer financing company and MUFG Bank in Japan.

Retail & Commercial Banking Business Group—Covers the domestic retail and commercial banking businesses. This business group mainly offers retail customers (with a strategic focus on high net-worth individual) and small and medium-sized enterprise customers in Japan an extensive array of commercial banking, trust banking and securities products and services.

Japanese Corporate & Investment Banking Business Group—Covers the large Japanese corporate businesses. This business group offers large Japanese corporations advanced financial solutions designed to respond to their diversified and globalized needs and to contribute to their business and financial strategies through the global network of the MUFG group companies.

Global Commercial Banking Business Group—Covers the retail and commercial banking businesses of MUFG Union Bank and Krungsri and Bank Danamon. This business group offers a comprehensive array of financial products and services such as loans, deposits, fund transfers, investments and asset management services for local retail, small and medium-sized enterprise, and corporate customers across the Asia-Pacific region.

Asset Management & Investor Services Business Group—Covers the asset management and asset administration businesses of Mitsubishi UFJ Trust and Banking, MUFG Bank and First Sentier Investors. By integrating the trust banking expertise of Mitsubishi UFJ Trust and Banking and the global strengths of MUFG Bank, the business group offers a full range of asset management and administration services for corporations and pension funds, including pension fund management and administration, advice on pension structures, and payments to beneficiaries, and also offer investment trusts for retail customers.

Global Corporate & Investment Banking Business Group—Covers the global corporate, investment and transaction banking businesses of MUFG Bank and Mitsubishi UFJ Securities Holdings. Through a global network of offices and branches, this business group provides non-Japanese large corporate and financial institution customers with a comprehensive set of solutions that meet their increasingly diverse and sophisticated financing needs.

Global Markets Business Group—Covers the customer business and the treasury operations of MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Securities Holdings. The customer business includes sales and trading in fixed income instruments, currencies, equities and other investment products as well as origination and distribution of financial products. The treasury operations include asset and liability management as well as global investments for the MUFG Group.

Other—Consists mainly of the corporate centers of MUFG, MUFG Bank, Mitsubishi UFJ Trust and Banking and Mitsubishi UFJ Morgan Stanley Securities. The elimination of duplicated amounts of net revenues among business segments is also reflected in Other.

The MUFG Group has reorganized its business groups (previously consisting of Retail & Commercial Banking Business Group, Japanese Corporate & Investment Banking Business Group, Global Corporate & Investment Banking Business Group, Global Commercial Banking Business Group, Asset Management & Investor Services Business Group, Global Markets Business Group and Other) under its three-year medium-term business plan commencing on April 1, 2021, in light of changes in the business environment, including the digital shift in society. A new Digital Service Business Group was established on April 1, 2021 under the medium-term business plan mainly by separating the digital-based businesses that previously belonged to the Retail & Commercial Banking Business Group in an effort to better integrate the expertise and capabilities of its subsidiaries to respond to the needs of its customers more effectively and efficiently, and the MUFG Group changed its reporting segments to the current segmentation based on the reorganized business groups. The MUFG Group has changed the method of allocation of net revenue and operating expenses among reporting segments mainly in connection with the establishment of the Digital Service Business Group.

The MUFG Group made modifications to its internal management accounting rules and allocate fixed assets to each business segment from March 2022.

The MUFG Group made modifications to its internal management accounting rules and practices, effective April 1, 2021, including adjustments relating to the interest rate on core deposits in the Retail & Commercial Banking Business Group under the medium-term business plan. The adjustments resulted in a decrease in net revenue in the Retail & Commercial Banking Business Group and a corresponding, offsetting increase of the same amount in net revenue in Other. These changes had the following impact for the fiscal years ended March 31, 2020 and 2021:

- increasing the operating profits of the Global Corporate & Investment Banking Business Group, Other and the Global Commercial Banking Business Group by ¥9.0 billion, ¥4.2 billion, and ¥0.2 billion, respectively for the fiscal year ended March 31, 2020,

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- reducing the operating profits of the Retail & Commercial Banking Business Group, the Japanese Corporate & Investment Banking Business Group, the Global Markets Business Group and the Asset Management & Investor Services Business Group by ¥217.0 billion, ¥3.5 billion, ¥2.9 billion and ¥2.1 billion, respectively for the fiscal year ended March 31, 2020,
- increasing the operating profits of Other, the Global Corporate & Investment Banking Business Group and the Global Commercial Banking Business Group by ¥15.6 billion, ¥5.1 billion and ¥2.0 billion, respectively for the fiscal year ended March 31, 2021, and
- reducing the operating profits of the Retail & Commercial Banking Business Group, the Asset Management & Investor Services Business Group, the Global Markets Business Group and the Japanese Corporate & Investment Banking Business Group by ¥191.8 billion, ¥2.8 billion, ¥0.7 billion and ¥0.5 billion, respectively for the fiscal year ended March 31, 2021.

Prior period business segment information has been restated to enable comparison between the relevant amounts for the fiscal years ended March 31, 2020, 2021 and 2022.

	Customer Business									
	Digital Service Business Group	Retail & Commercial Banking Business Group	Japanese Corporate & Investment Banking Business Group	Global Commercial Banking Business Group	Asset Management & Investor Services Business Group	Global Corporate & Investment Banking Business Group	Total	Global Markets Business Group	Other	Total
	(in billions)									
Fiscal year ended March 31, 2020:										
Net revenue:	¥ 789.6	¥ 604.9	¥ 575.9	¥ 795.6	¥ 243.1	¥ 409.3	¥3,418.4	¥ 535.7	¥ 19.1	¥3,973.2
BK and TB[1]:	282.7	422.7	444.8	(0.2)	94.8	294.3	1,539.1	311.8	21.7	1,872.6
Net interest income	253.6	189.8	188.6	0.6	2.5	128.6	763.7	125.4	35.8	924.9
Net fees	24.6	209.8	202.1	—	92.3	148.1	676.9	(16.1)	(55.4)	605.4
Other	4.5	23.1	54.1	(0.8)	—	17.6	98.5	202.5	41.3	342.3
Other than BK and TB	506.9	182.2	131.1	795.8	148.3	115.0	1,879.3	223.9	(2.6)	2,100.6
Operating expenses	578.4	532.3	331.1	564.3	173.9	258.9	2,438.9	235.8	124.4	2,799.1
Operating profit (loss)	¥ 211.2	¥ 72.6	¥ 244.8	¥ 231.3	¥ 69.2	¥ 150.4	¥ 979.5	¥ 299.9	¥(105.3)	¥1,174.1
Fiscal year ended March 31, 2021:										
Net revenue:	¥ 731.1	¥ 567.4	¥ 563.1	¥ 783.5	¥ 293.5	¥ 431.5	¥3,370.1	¥ 640.3	¥ 7.5	¥4,017.9
BK and TB[1]:	258.4	373.8	451.5	1.0	99.5	274.4	1,458.6	386.3	32.9	1,877.8
Net interest income	223.6	165.8	187.0	1.6	5.5	138.3	721.8	212.3	37.3	971.4
Net fees	32.1	188.9	216.3	—	94.0	150.2	681.5	(4.5)	(70.7)	606.3
Other	2.7	19.1	48.2	(0.6)	—	(14.1)	55.3	178.5	66.3	300.1
Other than BK and TB	472.7	193.6	111.6	782.5	194.0	157.1	1,911.5	254.0	(25.4)	2,140.1
Operating expenses	559.6	500.2	323.0	507.3	212.9	269.9	2,372.9	240.2	157.8	2,770.9
Operating profit (loss)	¥ 171.5	¥ 67.2	¥ 240.1	¥ 276.2	¥ 80.6	¥ 161.6	¥ 997.2	¥ 400.1	¥(150.3)	¥1,247.0
Fiscal year ended March 31, 2022:										
Net revenue:	¥ 727.0	¥ 600.6	¥ 620.6	¥ 781.4	¥ 348.9	¥ 527.2	¥3,605.7	¥ 427.0	¥ 27.2	¥4,059.9
BK and TB[1]:	260.4	388.6	495.2	1.9	106.4	361.7	1,614.2	203.4	53.7	1,871.3
Net interest income	219.0	166.5	230.6	2.1	9.3	170.5	798.0	219.9	134.7	1,152.6
Net fees	38.4	201.3	211.6	—	97.1	189.0	737.4	(10.7)	(70.1)	656.6
Other	3.0	20.8	53.0	(0.2)	—	2.2	78.8	(5.8)	(10.9)	62.1
Other than BK and TB	466.6	212.0	125.4	779.5	242.5	165.5	1,991.5	223.6	(26.5)	2,188.6
Operating expenses	554.6	495.9	319.2	538.0	241.3	288.9	2,437.9	250.0	139.6	2,827.5
Operating profit (loss)	¥ 172.4	¥ 104.7	¥ 301.4	¥ 243.4	¥ 107.6	¥ 238.3	¥1,167.8	¥ 177.0	¥(112.4)	¥1,232.4
Fixed assets[2]	¥ 140.6	¥ 191.7	¥ 155.8	¥ 1.0	¥ 13.3	¥ 133.0	¥ 635.4	¥ 108.4	¥ 550.3	¥1,294.1

Notes:

(1) "BK and TB" is a sum of MUFG Bank on a stand-alone basis and Mitsubishi UFJ Trust and Banking on a stand-alone basis.

(2) Fixed assets in the above table are based on the financial information prepared in accordance with Japanese GAAP as adjusted in accordance with internal management accounting rules and practices, and it corresponds to the U.S. GAAP amounts of premises and equipment-net, intangible assets-net and goodwill of

MUFG Bank (on a stand-alone basis) and Mitsubishi UFJ Trust and Banking (on a stand-alone basis). Fixed assets of MUFG, other consolidated subsidiaries and Japanese GAAP consolidation adjustment amounting to ¥1,286.1 billion are not allocated to each business segment when determining the allocation of management resources and assessing performance, therefore such amounts are not included in the table above.

Reconciliation

As set forth above, the measurement basis and the income and expense items of the internal management reporting system are different from the accompanying consolidated statements of operations. Therefore, it is impracticable to present reconciliations of all of the business segments' information, other than operating profit, to corresponding items in the accompanying consolidated statements of operations.

A reconciliation of operating profit and fixed assets under the internal management reporting system for the fiscal years ended March 31, 2020, 2021 and 2022 above to income before income tax expense shown in the accompanying consolidated statements of operations and the total amount of premises and equipment-net, intangible assets-net and goodwill are as follows:

	2020	2021	2022
		(in billions)	
Operating profit:	¥ 1,174	¥ 1,247	¥ 1,232
Provision for credit losses	(322)	(484)	(278)
Trading account profits (losses)—net	920	(678)	(1,174)
Equity investment securities gains (losses)—net	(618)	1,480	(109)
Debt investment securities gains (losses)—net	(403)	(129)	139
Foreign exchange gains (losses)—net	(145)	9	(9)
Equity in earnings of equity method investees—net	283	356	437
Impairment of goodwill	(384)	(148)	—
Impairment of intangible assets	(4)	(22)	(33)
Reversal of (provision for) off-balance sheet credit instruments	62	57	(46)
Impairment of assets held for sale	—	—	(134)
Other—net	(130)	(80)	(84)
Income (loss) before income tax expense (benefit)	¥ 433	¥ 1,608	¥ (59)
Fixed assets:	¥ —	¥ —	¥ 1,294
U.S. GAAP adjustments and other	—	—	974
Premises and equipment-net, Intangible assets-net and Goodwill	¥ —	¥ —	¥ 2,268

30. FOREIGN ACTIVITIES

Foreign operations include the business conducted by overseas offices, as well as international business conducted from domestic offices, principally several international banking-related divisions of MUFG Bank's and Mitsubishi UFJ Trust and Banking's head office in Tokyo, and involve various transactions with debtors and customers residing outside Japan. Close integration of the MUFG Group's foreign and domestic activities makes precise estimates of the amounts of assets, liabilities, income and expenses attributable to foreign operations difficult and necessarily subjective. Assets, income and expenses attributable to foreign operations are allocated to geographical areas based on the domicile of the debtors and customers.

Generally, interest rates with respect to funds borrowed and loaned between domestic and foreign operations are based on prevailing money market rates appropriate for the transactions. In general, the MUFG Group has allocated all direct expenses and a proportionate share of general and administrative expenses to income derived from foreign loans and other transactions by the MUFG Group's foreign operations. The following table sets forth estimated total assets at March 31, 2020, 2021 and 2022, and estimated total revenue, total expense, income (loss) before income tax expense (benefit) and net income (loss) attributable to Mitsubishi UFJ Financial Group for the respective fiscal years then ended:

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	Domestic	Foreign				Total
	Japan	United States of America	Europe	Asia/ Oceania excluding Japan	Other areas[1]	
	(in millions)					
Fiscal year ended March 31, 2020:						
Total revenue[2]	¥ 1,596,794	¥ 2,223,984	¥ 89,412	¥ 1,326,426	¥ 566,222	¥ 5,802,838
Total expense[3]	2,565,895	1,051,164	218,623	1,174,200	359,736	5,369,618
Income (loss) before income tax expense (benefit)	(969,101)	1,172,820	(129,211)	152,226	206,486	433,220
Net income (loss) attributable to Mitsubishi UFJ Financial Group	(1,001,477)	1,113,913	(140,372)	142,568	191,323	305,955
Total assets at end of fiscal year	207,532,337	60,587,867	19,099,410	30,845,864	13,687,805	331,753,283
Fiscal year ended March 31, 2021:						
Total revenue[2]	¥ 3,348,733	¥ 741,137	¥ 356,112	¥ 1,134,233	¥ 329,568	¥ 5,909,783
Total expense[3]	2,316,323	713,441	263,753	889,494	118,430	4,301,441
Income before income tax expense	1,032,410	27,696	92,359	244,739	211,138	1,608,342
Net income (loss) attributable to Mitsubishi UFJ Financial Group	627,138	(231,116)	74,230	366,880	280,166	1,117,298
Total assets at end of fiscal year	240,603,939	49,478,851	21,126,639	31,368,443	11,246,753	353,824,625
Fiscal year ended March 31, 2022:						
Total revenue[2]	¥ 2,160,509	¥ 500,590	¥ 67,687	¥ 975,340	¥ 221,601	¥ 3,925,727
Total expense[3]	2,198,650	666,564	311,639	726,042	81,559	3,984,454
Income (loss) before income tax expense (benefit)	(38,141)	(165,974)	(243,952)	249,298	140,042	(58,727)
Net income (loss) attributable to Mitsubishi UFJ Financial Group	(7,380)	(498,205)	(344,044)	506,621	259,688	(83,320)
Total assets at end of fiscal year[4]	246,637,054	54,576,602	22,319,350	31,909,321	12,207,691	367,650,018

Notes:
(1) Other areas primarily include Canada, Latin America, the Caribbean and the Middle East.
(2) Total revenue is comprised of Interest income and Non-interest income.
(3) Total expense is comprised of Interest expense, Provision for credit losses and Non-interest expense.
(4) Total assets at the fiscal year ended March 31, 2022 in this table includes those relating to Financial assets and liabilities of transferred business of MUFG Union Bank. See Note 2 for more information.

The following is an analysis of certain asset and liability accounts related to foreign activities at March 31, 2021 and 2022:

	2021	2022
	(in millions)	
Cash and due from banks	¥ 1,090,501	¥ 1,050,661
Interest-earning deposits in other banks	12,377,887	12,459,897
Total	¥ 13,468,388	¥ 13,510,558
Trading account assets	¥ 28,525,243	¥ 26,849,102
Investment securities	¥ 8,694,138	¥ 7,157,322
Loans—net of unearned income, unamortized premiums and deferred loan fees	¥ 47,333,878	¥ 45,338,581
Deposits	¥ 55,145,437	¥ 46,932,643
Funds borrowed:		
Call money, funds purchased	¥ 323,066	¥ 306,053
Payables under repurchase agreements	10,974,238	10,769,853
Payables under securities lending transactions	130,380	144,854
Other short-term borrowings	3,474,821	3,940,997
Long-term debt	2,421,267	1,596,146
Total	¥ 17,323,772	¥ 16,757,903
Trading account liabilities	¥ 5,575,956	¥ 5,919,017

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

31. FAIR VALUE

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The guidance on fair value measurements also specifies a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices in active markets and the lowest priority to unobservable inputs, for example, the reporting entity's own data. Based on the observability of the inputs used in the valuation techniques, the following three-level hierarchy is specified by the guidance:

- Level 1—Unadjusted quoted prices for identical instruments in active markets.
- Level 2—Observable inputs other than Level 1 prices for substantially the full term of the instruments, such as quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; other inputs that are observable; or market-corroborated inputs.
- Level 3—Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the instruments.

A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The tables in this note except for Estimated Fair Value of Financial Instruments include the portion of the assets and liabilities held for sale.

The MUFG Group has an established and documented process for determining fair values in accordance with the guidance. When available, quoted prices are used to determine fair value. If quoted prices are not available, fair value is based upon valuation techniques that use observable or unobservable inputs. The fair values of liabilities are determined by discounting future cash flows at a rate which incorporates the MUFG Group's own creditworthiness. In addition, valuation adjustments may be made to ensure the financial instruments are recorded at fair value. These adjustments include, but are not limited to, amounts that reflect counterparty credit quality, funding cost, liquidity risk and model risk.

The following section describes the valuation techniques used by the MUFG Group to measure fair values of certain financial instruments. The discussion includes the general classification of such financial instruments in accordance with the fair value hierarchy, a brief explanation of the valuation techniques, the significant inputs to those valuation techniques, and any additional significant assumptions.

Trading Account Assets and Liabilities—Trading Account Securities

When quoted prices are available in an active market, the MUFG Group uses quoted prices to measure the fair values of securities and such securities are classified in Level 1 of the fair value hierarchy. Examples of Level 1 securities include certain Japanese and foreign government bonds, and marketable equity securities.

When quoted prices are available but the securities are not traded in active markets, such securities are classified in Level 2 of the fair value hierarchy. These securities include certain Japanese government agency bonds, Japanese prefectural and municipal bonds, foreign government and official institution bonds, corporate bonds, residential mortgage-backed securities and equity securities.

As for quoted prices provided by third-party vendors, independent price verification is performed by the MUFG group to determine the quality and reliability of the data for fair value measurement purposes. As part of its independent price verification procedures, the MUFG group obtains a sufficient understanding of the vendors' pricing sources and valuation processes. Further, the MUFG group performs internal price verification procedures to ensure that the quoted prices provided from the third-party vendors are reasonable. Such verification procedures include comparison of pricing sources and analysis of variances beyond certain thresholds.

When quoted prices are not available, the MUFG Group estimates fair values by using an internal model, quoted prices of securities with similar characteristics or non-binding prices obtained from independent third parties. Such securities include certain commercial paper, corporate bonds, asset-backed securities and residential mortgage-backed securities. For commercial paper, the MUFG Group estimates fair value using discounted cash flows. The cash flows are estimated in accordance with the terms of contracts and discounted using a discount rate based on the yield curve estimated from market interest rates appropriate to the securities. Commercial paper is generally classified in Level 2 of the fair value hierarchy. For corporate bonds, the MUFG Group estimates fair value using discounted cash flows. The cash flows are estimated in accordance with the terms of contracts and discounted using

discount rates applicable to the maturity of the bonds, which are adjusted to reflect credit risk of issuers. Credit risk of issuers is reflected in the future cash flows being discounted by the interest rate applicable to the maturity of the bonds. Corporate bonds are classified in either Level 2 or Level 3 of the fair value hierarchy, depending primarily on the significance of the adjustments to the unobservable input of credit worthiness. For residential mortgage-backed securities, the MUFG Group estimates fair value using non-binding prices obtained from independent third parties. Residential mortgage-backed securities are classified as level 2 unless otherwise significant unobservable input is used for the valuation.

When there is less liquidity for securities or significant inputs used in the fair value measurements are unobservable, such securities are classified in Level 3 of the fair value hierarchy. Examples of such Level 3 securities include CLOs backed by general corporate loans, which are classified in asset-backed securities. The fair value of CLOs is measured by weighing the estimated fair value amounts from the internal model and the non-binding quotes from the independent broker-dealers. The weight of the quotes from independent broker-dealers is determined based on the result of inquiries with the broker-dealers to understand their basis of fair value calculation with consideration given to transaction volume. Key inputs to the internal model include projected cash flows through an analysis of underlying loans, probability of default which incorporates market indices such as LCDX (which is an index of loan credit default swaps), prepayment rates and discount rates reflecting liquidity premiums based on historical market data.

Trading Account Assets and Liabilities—Derivatives

Exchange-traded derivatives valued using quoted prices are classified in Level 1 of the fair value hierarchy. Examples of Level 1 derivatives include stock futures index and interest rate futures. However, the majority of the derivative contracts entered into by the MUFG Group are traded over-the-counter and valued using valuation techniques as there are no quoted prices for such derivatives. The valuation techniques and inputs vary depending on the types and contractual terms of the derivatives. The principal valuation techniques used to value derivatives include discounted cash flows, the Black-Scholes model and the Hull-White model. The key inputs include interest rate yield curve, foreign currency exchange rate, volatility, credit quality of the counterparty or the MUFG Group and spot price of the underlying. These models are commonly accepted in the financial industry and key inputs to the models are generally readily observable in an active market. Derivatives valued using such valuation techniques and inputs are generally classified in Level 2 of the fair value hierarchy. Examples of such Level 2 derivatives include plain-vanilla interest rate swaps, foreign currency forward contracts and currency option contracts.

Derivatives that are valued using valuation techniques with significant unobservable inputs are classified in Level 3 of the fair value hierarchy. Examples of Level 3 derivatives include long-term interest rate or currency swaps and certain credit derivatives, where significant inputs such as volatility and correlation of such inputs are unobservable.

Investment Securities

Investment securities include Available-for-sale debt and equity securities, whose fair values are measured using the same valuation techniques as the trading account securities described above. Investment securities also include investments in nonmarketable equity securities which are subject to specialized industry accounting principles. The valuation of such nonmarketable equity securities involves significant management judgment due to the absence of quoted prices, lack of liquidity and the long term nature of these investments. Further, there may be restriction on transfers of nonmarketable equity securities. The MUFG Group values such securities initially at transaction price and subsequently adjusts such valuations, considering evidence such as current sales transactions of similar securities, initial public offerings, recent equity issuances and change in financial condition of the investee company. Nonmarketable equity securities are included in Level 3 of the fair value hierarchy.

Other Assets

Other assets measured at fair value mainly consist of securities received as collateral that may be sold or repledged under securities lending transactions, money in trust for segregating cash deposited by customers on security transactions and derivatives designated as hedging instruments. The securities received as collateral under lending transactions mainly consist of certain Japanese and foreign government bonds which are valued using the valuation techniques previously described in the section entitled *"Trading Accounts Assets and Liabilities—Trading Account Securities"* above.

Money in trust for segregating cash deposited by customers on security transactions mainly consists of certain Japanese government bonds which are valued using the valuation techniques described in the *"Trading Account Assets and Liabilities—Trading Account Securities"* above and is included in Level 1 or Level 2 of the fair value hierarchy depending on the component assets.

The fair values of derivatives designated as hedging instruments are measured using the valuation techniques described in the *"Trading Account Assets and Liabilities—Derivatives"* above.

Obligations to Return Securities Received as Collateral

Obligations to return securities received as collateral under securities lending transactions included in Other liabilities are measured at the fair values of the securities received as collateral. The securities received as collateral consist primarily of certain Japanese and foreign government bonds, whose fair values are measured using the valuation techniques described in the *"Trading Account Assets and Liabilities—Trading Account Securities"* above.

Other Short-term Borrowings and Long-term Debt

Certain short-term borrowings and long-term debt are measured at fair value due to the election of the fair value option. The fair value of these instruments are measured principally based on the discounted cash flows. Where the inputs into the valuation techniques are mainly based on observable inputs, these instruments are classified in Level 2 of the fair value hierarchy. Where significant inputs are unobservable, they are classified in Level 3 of the fair value hierarchy.

Market Valuation Adjustments

Counterparty credit risk adjustments are made to certain financial assets such as over-the-counter derivatives to factor in counterparty credit exposure. As not all counterparties have the same credit risk, it is necessary in calculating credit risk adjustments, to take into account probability of a default event occurring for each counterparty, which is primarily derived from observed or estimated spreads on credit default swaps. In addition, the counterparty credit risk adjustment takes into account the effect of credit risk mitigation such as pledged collateral and the legal right of offset with the counterparty.

Funding valuation adjustment ("FVA") represents the adjustment to reflect the impact of uncollateralized funding. The FVA is calculated using the MUFG's market funding spread and the funding exposure of any uncollateralized component of the over-the-counter derivative instrument. The MUFG Group's FVA framework incorporates key inputs, such as the expected future funding requirements arising from the MUFG Group's positions with each counterparty and collateral arrangements, and the estimated market funding cost in the principal market, which considers the MUFG Group's credit risk.

Liquidity adjustments are applied mainly to the instruments classified in Level 3 of the fair value hierarchy when recent observable prices of such instruments are not available or such instruments are traded in inactive or less active markets. The liquidity adjustments are based on the facts and circumstances of the markets including the availability of external quotes and the time since the latest available quote.

Model valuation adjustments such as unobservable parameter valuation adjustments may be provided when the fair values of instruments are determined based on internally developed valuation techniques. Examples of such adjustments include adjustments to the model price of certain derivatives where parameters such as correlation are unobservable. Unobservable parameter valuation adjustments are applied to mitigate the uncertainty inherent in the resulting valuation estimate.

Investments in Certain Entities That Calculate Net Asset Value per Share

The MUFG Group has interests in investment funds mainly private equity funds, and real estate funds that are measured at fair value on a recurring or nonrecurring basis.

Private equity funds have specific investment objectives in connection with their acquisition of equity interests, such as providing financing and other support to start-up businesses, medium and small entities in a particular geographical area, and to companies with certain technology or companies in a high-growth industry. Generally, these investments cannot be redeemed with the funds, and the return of invested capital and its gains are derived from distributions received upon the liquidation of the underlying assets of the fund, the timing of which is uncertain.

Real estate funds invest globally and primarily in real estate companies, debt recapitalizations and direct property. These investments are generally not redeemable with the funds. Distributions from each fund will be received as the underlying investments of the funds are liquidated, the timing of which is uncertain.

Assets and Liabilities Measured at Fair Value on a Recurring Basis

The following tables present the financial instruments carried at fair value by level within the fair value hierarchy as of March 31, 2021 and 2022:

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2021	Level 1	Level 2	Level 3	Fair Value
		(in millions)		
Assets				
Trading account assets:				
Trading securities[1]	¥ 18,439,146	¥ 13,165,127	¥ 756,413	¥ 32,360,686
Debt securities				
Japanese national government and Japanese government agency bonds	6,800,379	401,454	—	7,201,833
Japanese prefectural and municipal bonds	—	193,936	—	193,936
Foreign government and official institution bonds	9,508,030	450,443	1,280	9,959,753
Corporate bonds	5,123	2,706,611	77	2,711,811
Residential mortgage-backed securities	27	6,166,313	1,000	6,167,340
Asset-backed securities	—	1,045,706	336,811	1,382,517
Other debt securities	—	—	277,635	277,635
Commercial paper	—	1,001,233	—	1,001,233
Equity securities[2]	2,125,587	1,199,431	139,610	3,464,628
Trading derivative assets	136,515	11,774,865	70,058	11,981,438
Interest rate contracts	23,906	7,673,031	21,018	7,717,955
Foreign exchange contracts	929	3,896,713	12,520	3,910,162
Equity contracts	111,680	113,586	6,309	231,575
Commodity contracts	—	1	26,896	26,897
Credit derivatives	—	91,534	2,354	93,888
Other[7]	—	—	961	961
Investment securities:				
Available-for-sale debt securities	34,010,613	12,817,584	289,616	47,117,813
Japanese national government and Japanese government agency bonds	32,073,409	3,199,802	—	35,273,211
Japanese prefectural and municipal bonds	—	3,731,513	—	3,731,513
Foreign government and official institution bonds	1,937,204	973,041	16,718	2,926,963
Corporate bonds	—	1,134,108	162	1,134,270
Residential mortgage-backed securities	—	1,467,115	15	1,467,130
Commercial mortgage-backed securities	—	462,966	1,599	464,565
Asset-backed securities	—	1,247,565	136,920	1,384,485
Other debt securities	—	37,376	134,202	171,578
Commercial paper	—	564,098	—	564,098
Equity securities	5,530,077	229,415	45,569	5,805,061
Marketable equity securities	5,530,077	229,415	—	5,759,492
Nonmarketable equity securities[3]	—	—	45,569	45,569
Other[4]	1,202,230	42,687	18,784	1,263,701
Total	¥ 59,318,581	¥ 38,029,678	¥ 1,180,440	¥ 98,528,699

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2021	Level 1	Level 2	Level 3	Fair Value
		(in millions)		
Liabilities				
Trading account liabilities:				
Trading securities sold, not yet purchased	¥ 260,149	¥ 989	¥ —	¥ 261,138
Trading derivative liabilities	150,750	11,560,634	45,031	11,756,415
Interest rate contracts	10,696	7,343,594	6,839	7,361,129
Foreign exchange contracts	977	4,015,927	5,237	4,022,141
Equity contracts	139,077	92,655	5,686	237,418
Commodity contracts	—	1	26,959	26,960
Credit derivatives	—	108,457	83	108,540
Other[7]	—	—	227	227
Obligation to return securities received as collateral[5]	6,484,452	97,307	—	6,581,759
Other[6]	—	558,553	(2,212)	556,341
Total	¥ 6,895,351	¥ 12,217,483	¥ 42,819	¥ 19,155,653

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022	Level 1	Level 2	Level 3	Fair Value
		(in millions)		
Assets				
Trading account assets:				
Trading securities[1]	¥ 17,170,976	¥ 13,998,654	¥ 797,997	¥ 31,967,627
Debt securities				
Japanese national government and Japanese government agency bonds	7,927,707	344,034	—	8,271,741
Japanese prefectural and municipal bonds	—	132,097	—	132,097
Foreign government and official institution bonds	7,606,345	471,163	1,711	8,079,219
Corporate bonds	3,198	2,664,869	683	2,668,750
Residential mortgage-backed securities	—	6,792,386	—	6,792,386
Commercial mortgage-backed securities	—	7,402	—	7,402
Asset-backed securities	—	1,210,875	315,231	1,526,106
Other debt securities	—	—	313,166	313,166
Commercial paper	—	1,271,921	—	1,271,921
Equity securities[2]	1,633,726	1,103,907	167,206	2,904,839
Trading derivative assets	201,860	10,204,531	115,040	10,521,431
Interest rate contracts	121,584	5,268,790	54,309	5,444,683
Foreign exchange contracts	2,514	4,788,739	9,560	4,800,813
Equity contracts	77,762	47,207	25,979	150,948
Commodity contracts	—	88	21,984	22,072
Credit derivatives	—	99,707	2,808	102,515
Other[7]	—	—	400	400
Investment securities:				
Available-for-sale debt securities	32,672,696	12,912,810	212,936	45,798,442
Japanese national government and Japanese government agency bonds	30,989,319	3,338,445	—	34,327,764
Japanese prefectural and municipal bonds	—	4,146,144	—	4,146,144
Foreign government and official institution bonds	1,683,377	936,076	11,890	2,631,343
Corporate bonds	—	1,087,059	3,089	1,090,148
Residential mortgage-backed securities	—	900,392	15	900,407
Asset-backed securities	—	1,464,041	124,379	1,588,420
Other debt securities	—	30,016	73,563	103,579
Commercial paper	—	1,010,637	—	1,010,637
Equity securities	4,834,102	152,041	55,883	5,042,026
Marketable equity securities	4,834,102	152,041	—	4,986,143
Nonmarketable equity securities[3]	—	—	55,883	55,883
Other[4]	1,434,046	38,574	4,912	1,477,532
Assets held for sale	421,450	2,791,372	78,521	3,291,343
Investment securities	409,618	2,713,377	65,262	3,188,257
Other	11,832	77,995	13,259	103,086
Total	¥ 56,735,130	¥ 40,097,982	¥ 1,265,289	¥ 98,098,401

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022	Level 1	Level 2	Level 3	Fair Value
		(in millions)		
Liabilities				
Trading account liabilities:				
Trading securities sold, not yet purchased	¥ 57,371	¥ 2,455	¥ —	¥ 59,826
Trading derivative liabilities	217,570	10,697,699	43,951	10,959,220
Interest rate contracts	19,841	5,615,033	16,816	5,651,690
Foreign exchange contracts	4,017	4,901,054	2,097	4,907,168
Equity contracts	193,712	80,806	2,559	277,077
Commodity contracts	—	—	22,029	22,029
Credit derivatives	—	100,806	79	100,885
Other[7]	—	—	371	371
Obligation to return securities received as collateral[5]	6,670,482	155,733	—	6,826,215
Other[6]	—	525,135	16,463	541,598
Liabilities held for sale	852	50,744	1,603	53,199
Other	852	50,744	1,603	53,199
Total	¥ 6,946,275	¥ 11,431,766	¥ 62,017	¥ 18,440,058

Notes:

(1) Includes securities measured under the fair value option.

(2) Excludes certain investments valued at net asset value of private equity funds whose fair values were ¥102,255 million and ¥179,278 million at March 31, 2021 and 2022, respectively. The amounts of unfunded commitments related to these private equity funds were ¥97,413 million and ¥110,360 million at March 31, 2021 and 2022, respectively.

(3) Excludes certain investments valued at net asset value of real estate funds and private equity and other funds whose fair values at March 31, 2021 were ¥27,395 million and ¥34,390 million, respectively, and those at March 31, 2022 were ¥30,142 million and ¥39,462 million, respectively. The amounts of unfunded commitments related to these real estate funds and private equity and other funds at March 31, 2021 were ¥1,006 million and ¥4,758 million, respectively, and those at March 31, 2022 were ¥1,011 million and nil, respectively.

(4) Mainly comprises securities received as collateral that may be sold or repledged under securities lending transactions and money in trust for segregating cash deposited by customers on security transactions.

(5) Included in Other liabilities.

(6) Includes other short-term borrowings, long-term debt, bifurcated embedded derivatives carried at fair value and derivative liabilities designated as hedging instruments.

(7) Includes certain derivatives such as earthquake derivatives.

Changes in Level 3 Recurring Fair Value Measurements

The following tables present a reconciliation of the assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) during the fiscal years ended March 31, 2021 and 2022. The determination to classify a financial instrument within Level 3 is based upon the significance of the unobservable inputs to overall fair value measurement. However, Level 3 financial instruments typically include, in addition to the unobservable or Level 3 input, observable inputs (inputs that are actively quoted and can be validated to external sources). Accordingly, the gains and losses in the tables below include changes in fair value due in part to observable inputs used in the valuation techniques.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	March 31, 2020	Total gains (losses) for the period: Included in earnings	Total gains (losses) for the period: Included in other comprehensive income	Purchases	Issues	Sales	Settlements	Transfers into Level 3	Transfers out of Level 3	March 31, 2021	Change in unrealized gains (losses) for assets and liabilities still held at March 31, 2021
	(in millions)										
Assets											
Trading account assets:											
Trading securities[1]	¥ 525,946	¥ 21,730 [2]	¥ —	¥ 352,917	¥ —	¥(189,980)	¥ (117,399)	¥ 190,391	¥ (27,192)	¥ 756,413	¥ 23,477 [2]
Debt securities											
Foreign government and official institution bonds	1,052	625	—	49,637	—	(49,927)	(59)	—	(48)	1,280	159
Corporate bonds	144	31	—	82	—	(180)	—	—	—	77	(5)
Residential mortgage-backed securities	—	—	—	51,533	—	(50,533)	—	—	—	1,000	—
Asset-backed securities	416,259	12,808	—	106,308	—	(83,700)	(114,864)	—	—	336,811	16,309
Other debt securities	6,651	11,096	—	69,499	—	—	—	190,389 [8]	—	277,635	11,096
Equity securities	101,840	(2,830)	—	75,858	—	(5,640)	(2,476)	2	(27,144) [8]	139,610	(4,082)
Trading derivatives—net	3,477	45,361 [2]	(104)	597	(653)	—	(20,689)	(2,159)	(803)	25,027	31,184 [2]
Interest rate contracts—net	(750)	14,401	(32)	—	—	—	1,405	(99)	(746)	14,179	11,807
Foreign exchange contracts—net	5,005	3,743	(128)	—	—	—	140	(1,480)	3	7,283	3,812
Equity contracts—net	(4,222)	27,299	55	3	—	—	(21,944)	(580)	12	623	15,660
Commodity contracts—net	(65)	1	1	—	—	—	—	—	—	(63)	1
Credit derivatives—net	2,727	(166)	—	—	—	—	(290)	—	—	2,271	(182)
Other—net[9]	782	83	—	594	(653)	—	—	—	(72)	734	86
Investment securities:											
Available-for-sale debt securities	274,930	6,710 [3]	(14,559)	308,672	—	(11)	(276,234)	70	(9,962)	289,616	(2,779) [3]
Foreign government and official institution bonds	15,767	—	(888)	3,518	—	—	(1,679)	—	—	16,718	473
Corporate bonds	10,108	(8)	(1)	—	—	—	(45)	70	(9,962) [5]	162	(10)
Residential mortgage-backed securities	15	—	—	—	—	—	—	—	—	15	—
Commercial mortgage-backed securities	1,977	—	(346)	—	—	(11)	(21)	—	—	1,599	(163)
Asset-backed securities	140,875	6,718	(7,958)	267,767	—	—	(270,482)	—	—	136,920	(4,047)
Other debt securities	106,188	—	(5,366)	37,387	—	—	(4,007)	—	—	134,202	968
Equity securities	39,963	(3,231) [3]	—	10,481	—	(1,725)	—	285	(204)	45,569	(4,150) [3]
Nonmarketable equity securities	39,963	(3,231)	—	10,481	—	(1,725)	—	285	(204)	45,569	(4,150)
Other	36,701	(18,626) [7]	(1,349)	2,346	—	(18)	(270)	—	—	18,784	(18,620) [7]
Total	¥ 881,017	¥ 51,944	¥ (16,012)	¥ 675,013	¥ (653)	¥(191,734)	¥ (414,592)	¥ 188,587	¥ (38,161)	¥1,135,409	¥ 29,112
Liabilities											
Other	¥ 6,606	¥ (32,946) [4]	¥ 937	¥ —	¥ 5,336	¥ —	¥ (27,823)	¥ (7,686) [6]	¥ (10,654) [6]	¥ (2,212)	¥ (17,043) [4]
Total	¥ 6,606	¥ (32,946)	¥ 937	¥ —	¥ 5,336	¥ —	¥ (27,823)	¥ (7,686)	¥ (10,654)	¥ (2,212)	¥ (17,043)

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

	March 31, 2021	Total gains (losses) for the period: Included in earnings	Total gains (losses) for the period: Included in other comprehensive income	Purchases	Issues	Sales	Settlements	Transfers into Level 3[10]	Transfers out of Level 3[10]	March 31, 2022	Change in unrealized gains (losses) for assets and liabilities still held at March 31, 2022
	(in millions)										
Assets											
Trading account assets:											
Trading securities[1]	¥ 756,413	¥ 41,919 [2]	¥ —	¥ 458,395	¥ —	¥ (197,245)	¥ (262,150)	¥ 665	¥ —	¥ 797,997	¥ 40,113 [2]
Debt securities											
Foreign government and official institution bonds	1,280	287	—	31,591	—	(31,432)	(15)	—	—	1,711	47
Corporate bonds	77	(68)	—	126	—	(100)	—	648	—	683	(69)
Residential mortgage-backed securities	1,000	(2)	—	97,197	—	(98,176)	(19)	—	—	—	—
Asset-backed securities	336,811	26,692	—	270,974	—	(67,500)	(251,746)	—	—	315,231	27,693
Other debt securities	277,635	14,179	—	21,352	—	—	—	—	—	313,166	14,179
Equity securities	139,610	831	—	37,155	—	(37)	(10,370)	17	—	167,206	(1,737)
Trading derivatives—net	25,027	23,754 [2]	1,882	51	(674)	—	(16,312)	41,076	(3,715)	71,089	46,149 [2]
Interest rate contracts—net	14,179	(25,977)	824	—	—	—	9,696	39,609 [5]	(838)	37,493	4,410
Foreign exchange contracts—net	7,283	2,403	206	21	—	—	1,833	1,467	(5,750)	7,463	(1,640)
Equity contracts—net	623	46,579	858	30	—	—	(27,543)	—	2,873	23,420	42,546
Commodity contracts—net	(63)	30	(6)	—	—	—	(6)	—	—	(45)	30
Credit derivatives—net	2,271	750	—	—	—	—	(292)	—	—	2,729	819
Other—net[9]	734	(31)	—	—	(674)	—	—	—	—	29	(16)
Investment securities:											
Available-for-sale debt securities	289,616	277 [3]	25,143	236,786	—	—	(287,747)	15,651	(66,790)	212,936	12,545 [3]
Foreign government and official institution bonds	16,718	—	607	5,163	—	—	(5,964)	—	(4,634)	11,890	87
Corporate bonds	162	(328)	68	557	—	—	(114)	2,854	(110)	3,089	(265)
Residential mortgage-backed securities	15	—	—	—	—	—	—	—	—	15	—
Commercial mortgage-backed securities	1,599	—	104	—	—	—	(524)	—	(1,179)	—	—
Asset-backed securities	136,920	580	14,066	231,039	—	—	(258,226)	—	—	124,379	6,651
Other debt securities	134,202	25	10,298	27	—	—	(22,919)	12,797 [8]	(60,867)	73,563	6,072
Equity securities	45,569	5,856 [3]	—	9,899	—	(3,113)	—	130	(2,458)	55,883	3,960 [3]
Nonmarketable equity securities	45,569	5,856	—	9,899	—	(3,113)	—	130	(2,458)	55,883	3,960
Other	18,784	(402) [7]	1,049	2,369	—	(4,612)	(202)	—	(12,074)	4,912	1,245 [7]
Assets held for sale	—	(2,589) [11]	4,234	770	—	—	(4,247)	78,750	—	76,918	1,461 [11]
Investment securities	—	(963)	3,791	1	—	—	(4,247)	66,680	—	65,262	5,737
Other	—	(1,626)	443	769	—	—	—	12,070	—	11,656	(4,276)
Total	¥1,135,409	¥ 68,815	¥ 32,308	¥ 708,270	¥ (674)	¥ (204,970)	¥ (570,658)	¥ 136,272	¥ (85,037)	¥1,219,735	¥ 105,473
Liabilities											
Other	¥ (2,212)	¥ 8,315 [4]	¥ (3,080)	¥ —	¥ 36,535	¥ —	¥ (19,361)	¥ 5,364 [6]	¥ 1,372 [6]	¥ 16,463	¥ 15,532 [4]
Total	¥ (2,212)	¥ 8,315	¥ (3,080)	¥ —	¥ 36,535	¥ —	¥ (19,361)	¥ 5,364	¥ 1,372	¥ 16,463	¥ 15,532

Notes:

(1) Includes Trading securities measured under the fair value option.
(2) Included in Trading account profits (losses)—net and Foreign exchange gains (losses)—net.
(3) Included in Investment securities gains (losses)—net and Other comprehensive income—net.
(4) Included in Trading account profits (losses)—net.
(5) Transfers into Level 3 for Interest rate contracts—net were mainly caused by changes in the impact of unobservable input to the entire fair value measurement. Unobservable input includes loss given default. Transfers out of Level 3 for Corporate bonds were due to changes in the impact of unobservable credit worthiness inputs to the entire fair value measurement of the private placement bonds issued by Japanese non-public companies. Unobservable credit worthiness inputs include probability of default based on credit ratings of the bond issuers and loss given default.
(6) Transfers into (out of) Level 3 for long-term debt in Other were mainly caused by the decrease (increase) in the observability of the key inputs to the valuation models and a corresponding increase (decrease) in the significance of the unobservable inputs.
(7) Included in Fees and commissions income and Other non-interest income.
(8) Transfers relate to the reclassification of certain securities.
(9) Includes certain derivatives such as earthquake derivatives.
(10) Includes the reclassification of assets and liabilities in transferred business of MUFG Union Bank to assets and liabilities held for sale.
(11) Included in Investment securities gains (losses)—net, Trading account profits (losses)—net, Fees and commissions income and Other comprehensive income—net.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Quantitative Information about Level 3 Fair Value Measurements

The following tables present information on the valuation techniques, significant unobservable inputs and their ranges for each major category of assets and liabilities measured at fair value on a recurring basis and classified in Level 3:

At March 31, 2021	Fair value[1] (in millions)	Valuation technique	Significant unobservable inputs	Range	Weighted average[2]
Assets					
Trading securities and Investment securities:					
Foreign government and official institution bonds	¥ 16,718	Return on equity method	Probability of default	0.2%~1.8%	0.5 %
			Recovery rate	35.0%~90.0%	66.9 %
			Market-required return on capital	8.0%~10.0%	10.0 %
Residential mortgage-backed securities, Commercial mortgage-backed securities and Asset-backed securities	89,607	Discounted cash flow	Probability of default	4.3%~4.9%	4.7 %
			Recovery rate	78.0%~96.6%	90.6 %
	279,547	Internal model[4]	Asset correlations	3.0%	3.0 %
			Discount factor	1.3%~1.6%	1.3 %
			Prepayment rate	18.3%	18.3 %
			Probability of default	0.0%~83.7%	— [3]
			Recovery rate	57.4%	57.4 %
Other debt securities	313,895	Discounted cash flow	Liquidity premium	1.0%~3.2%	2.9 %
	79,541	Return on equity method	Probability of default	0.0%~8.0%	0.4 %
			Recovery rate	60.0%~90.0%	78.8 %
			Market-required return on capital	8.0%~10.0%	10.0 %

At March 31, 2021	Fair value[1] (in millions)	Valuation technique	Significant unobservable inputs	Range	Median[2]
Trading derivatives—net:					
Interest rate contracts—net	12,841	Option model	Correlation between interest rates	30.0%~61.9%	44.8 %
			Correlation between interest rate and foreign exchange rate	15.1%~60.0%	41.6 %
			Volatility	0.0%~100.0%	65.0 %
Foreign exchange contracts—net	7,283	Option model	Correlation between interest rates	10.0%~70.0%	51.0 %
			Correlation between interest rate and foreign exchange rate	0.0%~60.0%	38.9 %
			Correlation between foreign exchange rates	50.0%~70.6%	66.4 %
			Volatility	9.5%~22.1%	13.7 %
Equity contracts—net	(4,597)	Option model	Correlation between foreign exchange rate and equity	(58.4)%~55.0%	26.2 %
			Correlation between equities	15.0%~95.0%	54.0 %
			Volatility	27.5%~40.0%	31.8 %
	5,557	Discounted cash flow	Term of litigation	0.0 year ~1.2 years	0.6 year

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022	Fair value[1] (in millions)	Valuation technique	Significant unobservable inputs	Range	Weighted average[2]
Assets					
Trading securities, Investment securities and Other assets:					
Foreign government and official institution bonds	¥ 17,297	Return on equity method	Probability of default	0.2%~1.8%	0.5%
			Recovery rate	35.0%~70.0%	64.4%
			Market-required return on capital	10.0%	10.0%
Residential mortgage-backed securities, Commercial mortgage-backed securities and Asset-backed securities	98,325	Discounted cash flow	Recovery rate	100.0%	100.0%
	238,864	Internal model[4]	Asset correlations	3.0%	3.0%
			Discount factor	0.6%~1.0%	0.9%
			Prepayment rate	29.0%	29.0%
			Probability of default	0.0%~85.4%	— [3]
			Recovery rate	69.9%	69.9%
Other debt securities	369,445	Discounted cash flow	Liquidity premium	0.9%~3.2%	2.8%
	58,677	Return on equity method	Probability of default	0.1%~8.0%	0.4%
			Recovery rate	60.0%~90.0%	82.7%
			Market-required return on capital	8.0%~10.0%	9.9%

At March 31, 2022	Fair value[1] (in millions)	Valuation technique	Significant unobservable inputs	Range	Median[2]
Trading derivatives—net:					
Interest rate contracts—net	35,195	Option model	Correlation between interest rates	30.0%~62.9%	45.6%
			Correlation between interest rate and foreign exchange rate	15.3%~60.0%	41.0%
			Volatility	0.0%~100.0%	61.9%
Foreign exchange contracts—net	7,463	Option model	Correlation between interest rates	10.0%~70.0%	51.5%
			Correlation between interest rate and foreign exchange rate	0.0%~60.0%	37.4%
			Correlation between forcign exchange rates	50.0%~70.6%	66.4%
			Volatility	9.0%~21.7%	13.3%
Equity contracts—net	772	Option model	Correlation between foreign exchange rate and equity	(58.4)%~55.0%	23.1%
			Correlation between equities	2.4%~95.0%	51.4%
			Volatility	26.0%~38.0%	31.8%
	22,648	Discounted cash flow	Term of litigation	1.8 years	1.8 years

Notes:
(1) The fair value as of March 31, 2021 and 2022 excludes the fair value of investments valued using vendor prices.
(2) Weighted average is calculated by weighing each input by the relative fair value of the respective financial instruments for investment securities. Median is used for derivative instruments.
(3) See "Probability of default" in "Changes in and range of unobservable inputs."
(4) For further detail of Internal model, refer to the last paragraph of "Trading Account Assets and Liabilities—Trading Account Securities."

Changes in and range of unobservable inputs

Probability of default—Probability of default is an estimate of the likelihood that the default event will occur and the MUFG Group will be unable to collect the contractual amounts. A significant increase (decrease) in the default rate would have resulted in a significant decrease (increase) in a fair value through a decrease (increase) in the estimated cash flows. Probability of default used in internal model of Residential mortgage-backed securities, Commercial mortgage-backed securities and Asset-backed securities represents that of underlying assets, whereas probability of default used in other valuation techniques represents the counterparty default risks, determined through the MUFG Group's credit rating system.

The wide range of probability of default used in the internal model of Residential mortgage-backed securities, Commercial mortgage-backed securities and Asset-backed securities is mainly caused by Asset-backed securities. Asset-backed securities have a large number of underlying loans, mainly corporate loans, in several industries. The MUFG Group primarily makes investments in the senior tranches of such securities, with no investments in the equity portion. Thus, the MUFG Group's investments have higher priority of payments than mezzanine and equity and even if some of underlying loans become default, the MUFG Group may still be able to receive the full contractual payments.

Discount factor and Liquidity premium—Discount factor and liquidity premium are adjustments to discount rates to reflect uncertainty of cash flows and liquidity of the instruments. When recent prices of similar instruments are unobservable in inactive or less active markets, discount rates are adjusted based on the facts and circumstances of the markets including the availability of quotes and the time since the latest available quotes. A significant increase (decrease) in discount rate would have resulted in a significant decrease (increase) in a fair value.

Recovery rate and Prepayment rate—Recovery rate is the proportion of the total outstanding balance of a bond or loan that is expected to be collected in a liquidation scenario. For many debt securities (such as asset-backed securities), there is no directly observable market input for recovery, but indications of recovery levels are available from third-party pricing services. The assumed recovery of a security may differ from its actual recovery that will be observable in the future. Prepayment rate represents the proportion of principal that is expected to be paid prematurely in each period on a security or pool of securities. Prepayment rates change the future cash flows for the investor and thereby change the fair value of the security. Recovery rate and prepayment rate would affect estimation of future cash flows to a certain extent and changes in these inputs could have resulted in a significant increase or decrease in fair value.

Volatility—Volatility is a measure of the speed and severity of market price changes and is a key factor in pricing. Typically, instruments can become more expensive if volatility increases. A significant increase (decrease) in volatility would cause a significant increase (decrease) in the value of an option resulting in the significant increase (decrease) in fair value.

The level of volatility generally depends on the tenor of the underlying instrument and the strike price or level defined in the contract. Volatilities for certain combinations of tenor and strike price are not observable. The volatility inputs used to estimate fair value of interest rate contracts are distributed throughout the range.

Correlation—Correlation is a measure of the relationship between the movements of two variables (i.e., how the change in one variable influences a change in the other variables). A variety of correlation-related assumptions are required for a wide range of instruments including foreign government and official institution bonds, asset-backed securities, corporate bonds, derivatives and certain other instruments. In most cases, correlations used are not observable in the market and must be estimated using historical information. Changes in correlation inputs can have a major impact, favorable or unfavorable, on the value of an instrument, depending on its nature. In addition, the wide range of correlation inputs are primarily due to the complex and unique nature of these instruments. There are many different types of correlation inputs, including cross-asset correlation (such as correlation between interest rate and equity), and same-asset correlation (such as correlation between interest rates). Correlation levels are highly dependent on market conditions and could have a relatively wide range of levels within or across asset classes.

For interest rate contracts and foreign exchange contracts, the diversity in the portfolio held by the MUFG Group is reflected in wide ranges of correlation, as the fair values of transactions with a variety of currencies and tenors are determined using several foreign exchange and interest rate curves. For equity derivative contracts, the wide range of correlation between interest rate and equity is primarily due to the large number of correlation pairs with different maturities of contracts. For credit derivative contracts, the wide range of correlation between underlying assets is primarily due to factors such as reference assets with different maturities, capital structure subordinations, and credit quality.

Term of litigation—Term of litigation is the estimated period until the resolution of a certain litigation matter that relates to an issuer's restricted shares ("Covered Litigation") that the MUFG Group purchased, which is referenced in certain swap transactions.

These swaps are valued using a discounted cash flow methodology and are dependent upon the final resolution of the Covered Litigation. The settlement timing of the Covered Litigation is not observable in the market, therefore the estimated term is classified as a level 3 input.

The restricted shares which the MUFG Group purchased will be convertible to listed shares of the issuer at the end of the Covered Litigation. The restricted shares will be diluted dependent upon the settlement amount of the Covered Litigation and the dilution of the restricted shares is accomplished through an adjustment to the conversion rate of the restricted shares. In order to hedge the reduction of the conversion rate, the MUFG Group entered into certain swaps with the seller which references the conversion rate. The value generated by these trades is subject to the ultimate term of the issuer's litigation, subject to a minimum term referenced within the trade contracts.

Market-required return on capital—Market-required return on capital is the return on capital expected by the secondary market. A significant increase (decrease) in the market-required return on capital would have resulted in a significant decrease (increase) in a fair value of a financial asset.

Loan Price—Loan price refers to independent valuations which are supported by a number of third-party quotes. A significant increase (decrease) in the loan price would have resulted in a significant increase (decrease) in a fair value of a financial asset.

Assets and Liabilities Measured at Fair Value on a Nonrecurring Basis

Certain assets and liabilities may be measured at fair value on a nonrecurring basis in periods subsequent to their initial recognition. These assets are subject to fair value adjustments that result from the application of the lower of cost or fair value accounting, write-downs of individual assets or the measurement alternative for nonmarketable equity securities. The following table presents the carrying value of assets measured at fair value on a nonrecurring basis by level within the fair value hierarchy as of March 31, 2021 and 2022:

	2021				2022			
	Level 1	Level 2	Level 3	Total carrying value	Level 1	Level 2	Level 3	Total carrying value
	(in millions)							
Assets[3]								
Investment securities[1][2]	¥ —	¥ 32,421	¥ 8,357	¥ 40,778	¥ —	¥ 9,839	¥ 11,158	¥ 20,997
Loans	2,667	5,125	255,676	263,468	2,175	3,153	236,622	241,950
Loans held for sale	—	—	52,159	52,159	—	—	42,994	42,994
Collateral dependent loans	2,667	5,125	203,517	211,309	2,175	3,153	193,628	198,956
Premises and equipment	—	—	15,243	15,243	—	—	17,301	17,301
Intangible assets	—	—	2,421	2,421	—	—	359	359
Goodwill	—	—	132,976	132,976	—	—	—	—
Other assets	111,626	33,840	24,512	169,978	11,880	—	17,282	29,162
Investments in equity method investees[1]	111,626	33,840	8,384	153,850	11,880	—	1,035	12,915
Other	—	—	16,128	16,128	—	—	16,247	16,247
Assets held for sale	—	—	—	—	—	—	255,002	255,002
Loans held for sale	—	—	—	—	—	—	255,002	255,002
Total	¥114,293	¥ 71,386	¥439,185	¥ 624,864	¥ 14,055	¥ 12,992	¥537,724	¥ 564,771

Notes:

(1) Excludes certain investments valued at net asset value of ¥24,319 million and ¥26,644 million at March 31, 2021 and 2022, respectively. The unfunded commitments related to these investments are ¥19,101 million and ¥22,197 million at March 31, 2021 and 2022, respectively. These investments are in private equity funds.

(2) Includes certain nonmarketable equity securities that are measured at fair value on a nonrecurring basis, including impairment and observable price change for nonmarketable equity securities measured under the measurement alternative.

(3) In addition to the above table, the assets and liabilities of MUFG Union Bank, which will be transferred to U.S. Bancorp, were reclassified as held for sale. As a result, the disposal group was measured at fair value less expected costs to sell which was lower than its carrying amount. The amount of the fair value is ¥1,992,632 million as of March 31, 2022 and classified in Level 3 based on the transaction's expected consideration.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents losses (gains) recorded as a result of changes in the fair value of assets measured at fair value on a nonrecurring basis for the fiscal years ended March 31, 2021 and 2022:

	2021	2022
	(in millions)	
Investment securities	¥ (16,522)	¥ 1,232
Loans	116,849	30,638
Loans held for sale	959	1,893
Collateral dependent loans	115,890	28,745
Premises and equipment	11,548	5,701
Intangible assets	19,200	10,412
Goodwill	147,564	—
Other assets	111,374	27,268
Investments in equity method investees	53,758	6,949
Other	57,616	20,319
Assets held for sale	—	3,165
Loans held for sale	—	3,165
Total[(1)]	¥ 390,013	¥ 78,416

Note:

(1) In addition to the above table, the assets and liabilities of MUFG Union Bank, which will be transferred to U.S. Bancorp, were reclassified as held for sale. As a result, the disposal group was measured at fair value less expected costs to sell which was lower than its carrying amount. The impairment of assets held for sale was ¥134,141 million for the fiscal year ended March 31,2022.

Investment securities for the year ended March 31, 2021 and 2022 primarily include nonmarketable equity securities measured under the measurement alternative. See Note 3 for the details of the measurement alternative.

Loans include loans held for sale and collateral dependent loans. Loans held for sale are recorded at the lower of cost or estimated fair value. The fair value of the loans held for sale is based on secondary market prices, recent transactions or discounted cash flows. These loans are principally classified in Level 3 of the fair value hierarchy, and when quoted prices are available but not traded actively, such loans held for sale are classified in Level 2 of the fair value hierarchy. Collateral dependent loans are measured at fair value of the underlying collateral. Collateral is comprised mainly of real estate and exchange-traded equity securities. The MUFG Group maintains an established process for internally determining the fair value of real estate, using the following valuation techniques and assumptions. Collateral dependent loans that are measured based on underlying real estate collateral are classified in Level 3 of the fair value hierarchy.

- *Replacement cost approach.* The replacement cost approach is primarily used for buildings and the land they are built on. This approach calculates the fair value of the collateral using the replacement cost of the property as of the valuation date. Replacement cost tables and useful life tables used for this approach are developed by subsidiaries of MUFG.

- *Sales comparison approach.* The sales comparison approach is mainly used for land. The fair value of the collateral located in Japan is based on Japanese government official land prices and standard land prices, considering the results of comparison analysis between the official roadside value which is used for tax purposes and the related government official land and standard land prices.

- *Income approach.* The income approach is, as a general rule, applied to all rental properties based on the highest and best use concept. This approach calculates the fair value of the collateral using expected future cash flows. In this approach, the expected annual net operating income is discounted using the related capitalization yield. The significant assumptions within the income approach are the expected annual net operating income and capitalization yield. The expected annual net operating income is estimated based on rental income of the property. The capitalization yield is determined based on the location and use of the property by subsidiaries of MUFG. The capitalization yield may be adjusted to reflect the trends in locations, occupancy rates and rent level and other factors.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Premises and equipment consist of those assets which were written down to fair value. The fair values are determined based on prices obtained from an appraiser or discounted cash flows. These impaired premises and equipment are classified as Level 3 of the fair value hierarchy.

Intangible assets consist of those assets which were written down to fair value. The fair values are determined based on discounted cash flows. These impaired intangible assets are classified as Level 3 of the fair value hierarchy.

Other assets mainly consist of investments in equity method investees which were written down to fair value due to impairment and loans held for sale which will be transferred to U.S. Bancorp and were written down to fair value. When investments in equity method investees are marketable equity securities, the fair values are determined based on quoted prices. Impaired investments in equity method investees which are marketable equity securities are classified in either Level 1 or Level 2 of the fair value hierarchy. When investments in equity method investees are nonmarketable equity securities, the fair values are determined using the same methodologies as those for impaired nonmarketable equity securities described above. Impaired investments in equity method investees which are nonmarketable equity securities are classified in Level 3 of the fair value hierarchy.

Fair Value Option

The MUFG Group elected the fair value option for foreign currency-denominated debt securities and equity securities held by MUFG Bank and Mitsubishi UFJ Trust and Banking. The election was made to mitigate accounting mismatches related to fluctuations of foreign exchange rates by allowing the gains and losses on translation of these securities to be included in current earnings. The gains and losses on translation of debt securities without the fair value option, are included in OCI, while the gains and losses on translation of foreign currency-denominated financial liabilities are included in current earnings.

The MUFG Group also elected the fair value option for certain financial instruments held by Mitsubishi UFJ Securities Holdings's foreign subsidiaries because those financial instruments are managed on a fair value basis, and these exposures are considered to be trading-related positions. These financial assets are included in Other assets. These financial liabilities are mainly included in Other short-term borrowings and Long-term debt. Unrealized gains and losses on such financial instruments are recognized in the accompanying consolidated statements of operations.

The following table presents the gains or losses recorded for the fiscal years ended March 31, 2020, 2021 and 2022 related to the eligible instruments for which the MUFG Group elected the fair value option:

	2020			2021			2022		
	Trading account profits (losses)	Foreign exchange gains (losses)	Total changes in fair value	Trading account profits (losses)	Foreign exchange gains (losses)	Total changes in fair value	Trading account profits (losses)	Foreign exchange gains (losses)	Total changes in fair value
	(in millions)								
Financial assets:									
Trading account securities	¥ 837,832	¥(596,017)	¥ 241,815	¥(370,238)	¥ 723,505	¥ 353,267	¥(984,605)	¥1,752,995	¥ 768,390
Total	¥ 837,832	¥(596,017)	¥ 241,815	¥(370,238)	¥ 723,505	¥ 353,267	¥(984,605)	¥1,752,995	¥ 768,390
Financial liabilities:									
Other short-term borrowings[1]	¥ 5,194	¥ —	¥ 5,194	¥ (6,484)	¥ —	¥ (6,484)	¥ 5,552	¥ —	¥ 5,552
Long-term debt[1]	(8,087)	—	(8,087)	1,523	—	1,523	50,082	—	50,082
Total	¥ (2,893)	¥ —	¥ (2,893)	¥ (4,961)	¥ —	¥ (4,961)	¥ 55,634	¥ —	¥ 55,634

Note:
(1) Changes in the value attributable to the instrument-specific credit risk related to those financial liabilities were not material.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents the differences between the aggregate fair value and the aggregate remaining contractual principal balance outstanding as of March 31, 2021 and 2022 for long-term debt instruments for which the fair value option has been elected:

	2021			2022		
	Remaining aggregate contractual amounts outstanding	Fair value	Fair value over (under) remaining aggregate contractual amounts outstanding	Remaining aggregate contractual amounts outstanding	Fair value	Fair value over (under) remaining aggregate contractual amounts outstanding
	(in millions)					
Financial liabilities:						
Long-term debt	¥ 420,227	¥ 402,823	¥ (17,404)	¥ 511,851	¥ 483,051	¥ (28,800)
Total	¥ 420,227	¥ 402,823	¥ (17,404)	¥ 511,851	¥ 483,051	¥ (28,800)

Interest income and expense related to the assets and liabilities for which the fair value option is elected are measured based on the contractual rates and dividend income related to these assets are recognized when the shareholder right to receive the dividend is established. These interest income and expense and dividend income are reported in the accompanying consolidated statements of operations as either interest income or expense, depending on the nature of the related asset or liability.

Estimated Fair Value of Financial Instruments

The following is a summary of carrying amounts and estimated fair values by level within the fair value hierarchy of financial instruments which are not carried at fair value on a recurring basis in the accompanying consolidated balance sheets as of March 31, 2021 and 2022:

At March 31, 2021	Carrying amount	Estimated fair value			
		Total	Level 1	Level 2	Level 3
		(in billions)			
Financial assets:					
Cash and due from banks	¥ 49,977	¥ 49,977	¥ 49,977	¥ —	¥ —
Interest-earning deposits in other banks	53,347	53,347	—	53,347	—
Call loans and funds sold	1,256	1,256	—	1,256	—
Receivables under resale agreements	13,780	13,780	—	13,780	—
Receivables under securities borrowing transactions	3,370	3,370	—	3,370	—
Investment securities	3,904	3,939	1,123	780	2,036
Loans, net of allowance for credit losses[1]	114,350	115,709	3	298	115,408
Other financial assets[2]	8,108	8,108	—	8,108	—
Financial liabilities:					
Deposits					
Non-interest-bearing	¥ 38,521	¥ 38,521	¥ —	¥ 38,521	¥ —
Interest-bearing	190,695	190,712	—	190,712	—
Total deposits	229,216	229,233	—	229,233	—
Call money and funds purchased	2,354	2,354	—	2,354	—
Payables under repurchase agreements	24,568	24,568	—	24,568	—
Payables under securities lending transactions	843	843	—	843	—
Due to trust account and other short-term borrowings	17,883	17,883	—	17,883	—
Long-term debt	34,773	35,042	—	35,042	—
Other financial liabilities	7,027	7,027	—	7,027	—

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

At March 31, 2022	Carrying amount	Estimated fair value			
		Total	Level 1	Level 2	Level 3
			(in billions)		
Financial assets:					
Cash and due from banks	¥ 50,972	¥ 50,972	¥ 50,972	¥ —	¥ —
Interest-earning deposits in other banks	58,848	58,848	—	58,848	—
Call loans and funds sold	1,316	1,316	—	1,316	—
Receivables under resale agreements	12,503	12,503	—	12,503	—
Receivables under securities borrowing transactions	4,496	4,496	—	4,496	—
Investment securities	4,595	4,606	1,758	460	2,388
Loans, net of allowance for credit losses[1]	111,669	112,391	2	245	112,144
Other financial assets[2]	9,207	9,207	—	9,207	—
Financial liabilities:					
Deposits					
Non-interest-bearing	¥ 36,496	¥ 36,496	¥ —	¥ 36,496	¥ —
Interest-bearing	188,112	188,080	—	188,080	—
Total deposits	224,608	224,576	—	224,576	—
Call money and funds purchased	2,416	2,416	—	2,416	—
Payables under repurchase agreements	27,726	27,726	—	27,726	—
Payables under securities lending transactions	1,022	1,022	—	1,022	—
Due to trust account and other short-term borrowings	22,728	22,728	—	22,728	—
Long-term debt	34,245	33,974	—	33,974	—
Other financial liabilities	7,560	7,560	—	7,560	—

Notes:
(1) Includes loans held for sale and collateral dependent loans measured at fair value on a nonrecurring basis. Refer to "Assets and Liabilities Measured at Fair Value on a Nonrecurring Basis" for the details of the level classification.
(2) Excludes investments in equity method investees of ¥2,560 billion and ¥3,067 billion at March 31, 2021 and 2022, respectively.

The fair values of certain off-balance sheet financial instruments held for purposes other than trading, including commitments to extend credit and commercial letters of credit, are estimated using the fees currently charged to enter into similar agreements, taking into account the remaining terms of the agreements and the credit quality. The aggregate fair value of such instruments at March 31, 2021 and 2022 was not material.

32. PARENT COMPANY ONLY FINANCIAL INFORMATION

Distributions of retained earnings of MUFG Bank and Mitsubishi UFJ Trust and Banking are restricted in order to meet the minimum capital adequacy requirements under the Banking Law. Additionally, retained earnings of these banking subsidiaries are restricted, except for approximately ¥5,155 billion and ¥5,094 billion, in accordance with the statutory reserve requirements under the Companies Act at March 31, 2021 and 2022, respectively. See Notes 19 and 21 for further information.

The Banking Law and related regulations restrict the ability of these banking subsidiaries to extend loans or credit to the parent company. Such loans or credits to the parent company are generally limited to 15% of the banking subsidiary's consolidated total capital, as determined by the capital adequacy guidelines.

At March 31, 2021 and 2022, approximately ¥6,007 billion and ¥5,662 billion, respectively, of net assets of consolidated subsidiaries may be restricted as to payment of cash dividends and loans to the parent company.

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

The following table presents the parent company only financial information of MUFG:

Condensed Balance Sheets

	As of March 31,	
	2021	2022
	(in millions)	
Assets:		
Cash and interest-earning deposits with banking subsidiaries	¥ 229,380	¥ 231,389
Investments in subsidiaries and affiliated companies	16,658,522	16,504,756
Banking subsidiaries	12,793,367	11,731,745
Non-banking subsidiaries and affiliated companies	3,865,155	4,773,011
Loans to subsidiaries	9,208,439	10,062,030
Banking subsidiaries	8,690,696	9,516,847
Non-banking subsidiaries	517,743	545,183
Other assets	197,231	266,773
Total assets	¥ 26,293,572	¥ 27,064,948
Liabilities and Shareholders' equity:		
Short-term borrowings from banking subsidiaries	¥ 1,206,694	¥ 1,146,147
Long-term debt from non-banking subsidiaries and affiliated companies	15,897	24,535
Long-term debt	9,226,046	10,055,876
Other liabilities	183,986	233,322
Total liabilities	10,632,623	11,459,880
Total shareholders' equity	15,660,949	15,605,068
Total liabilities and shareholders' equity	¥ 26,293,572	¥ 27,064,948

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Condensed Statements of Operations

	Fiscal years ended March 31,		
	2020	2021	2022
	(in millions)		
Income:			
Dividends from subsidiaries and affiliated companies	¥ 376,376	¥ 404,064	¥ 586,108
Banking subsidiaries	277,472	317,453	419,691
Non-banking subsidiaries and affiliated companies	98,904	86,611	166,417
Management fees from subsidiaries	33,543	35,095	34,957
Interest income from subsidiaries	174,500	174,816	183,679
Foreign exchange gains—net	4,834	1,089	6,851
Trading account losses—net	(37,272)	(18,285)	(4,059)
Gains on sales of investment in subsidiaries and affiliated companies—net	67,406	95	—
Other income	14,968	12,552	11,732
Total income	634,355	609,426	819,268
Expense:			
Operating expenses	30,431	37,567	40,158
Interest expense to subsidiaries and affiliated companies	26,244	11,415	12,256
Interest expense	155,774	159,057	167,057
Other expense	15,024	8,164	7,154
Total expense	227,473	216,203	226,625
Equity in undistributed net income (loss) of subsidiaries and affiliated companies—net	(108,069)	727,257	(667,088)
Income (loss) before income tax expense (benefit)	298,813	1,120,480	(74,445)
Income tax expense (benefit)	(7,142)	3,182	8,875
Net income (loss)	¥ 305,955	¥ 1,117,298	¥ (83,320)

MITSUBISHI UFJ FINANCIAL GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-(Continued)

Condensed Statements of Cash Flows

	Fiscal years ended March 31,		
	2020	2021	2022
	(in millions)		
Operating activities:			
Net income (loss)	¥ 305,955	¥ 1,117,298	¥ (83,320)
Adjustments and other	(1,704)	(568,317)	653,768
Net cash provided by operating activities	304,251	548,981	570,448
Investing activities:			
Proceeds from redemption of other investment securities	240,000	—	—
Proceeds from sales of investment in subsidiaries and affiliated companies	135,581	35,081	136
Purchase of equity investment in subsidiaries and an affiliated company	—	—	(1,000)
Net increase in loans to subsidiaries	(1,547,178)	(462,208)	(257,619)
Other—net	(12,572)	(11,531)	(9,413)
Net cash used in investing activities	(1,184,169)	(438,658)	(267,896)
Financing activities:			
Net decrease in short-term borrowings from subsidiaries	(164,272)	(49,058)	(61,415)
Proceeds from issuance of long-term debt	1,844,488	831,121	1,625,173
Repayment of long-term debt	(214,994)	(514,436)	(1,369,254)
Repayment of long-term debt to affiliated companies	(241,000)	(10,500)	—
Proceeds from sales of treasury stock	2	1	—
Payments for acquisition of treasury stock	(50,022)	(13)	(150,017)
Dividends paid	(304,538)	(321,772)	(334,620)
Other—net	(7,791)	(1,954)	(10,410)
Net cash provided by (used in) financing activities	861,873	(66,611)	(300,543)
Net increase (decrease) in cash and cash equivalents	(18,045)	43,712	2,009
Cash and cash equivalents at beginning of fiscal year	203,713	185,668	229,380
Cash and cash equivalents at end of fiscal year	¥ 185,668	¥ 229,380	¥ 231,389

33. SUBSEQUENT EVENTS

Approval of Dividends

On June 29, 2022, the shareholders approved the payment of cash dividends of ¥14.5 per share of Common stock, totaling ¥183,397 million, that were payable on June 30, 2022, to the shareholders of record on March 31, 2022.

Repurchase of own shares

At the meeting of the Board of Directors of MUFG held on May 16, 2022, it was resolved to repurchase up to 600,000,000 shares of MUFG's common stock by market purchases through the Tokyo Stock Exchange for approximately ¥300 billion, in aggregate, from May 17, 2022 to November 11, 2022. The repurchase plan as authorized by the Board of Directors of MUFG allowed for the repurchase of an aggregate amount of up to 600,000,000 shares, which represents the equivalent of 4.7% of the total number of common shares outstanding excluding own shares, or of an aggregate repurchase amount of up to ¥300 billion. The purpose of the repurchase is to enhance the return of earnings to shareholders, to improve capital efficiency, and to implement flexible capital policies. Under this share repurchase program, MUFG repurchased 105,461,600 shares of its common stock for ¥77,753 million in May and June 2022.

* * * * *

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EXHIBIT INDEX

Exhibit	Description
1(a)	Articles of Incorporation of Mitsubishi UFJ Financial Group, Inc., as amended on June 29, 2022 (English translation)
1(b)	Board of Directors Regulations of Mitsubishi UFJ Financial Group, Inc., as amended on June 25, 2015 (English translation)*
1(c)	Corporation Meetings Regulations of Mitsubishi UFJ Financial Group, Inc., as amended on April 1, 2022 (English translation)
1(d)	Share Handling Regulations of Mitsubishi UFJ Financial Group, Inc., as amended on June 25, 2015 (English Translation)**
1(e)	Charter of the Audit Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2022 (English translation)
1(f)	Charter of the Compensation Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2018 (English translation)*
1(g)	Charter of the Nominating and Governance Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2018 (English translation)*
1(h)	Charter of the Risk Committee of Mitsubishi UFJ Financial Group, Inc., as amended on July 1, 2018 (English translation)*
2(a)	Form of American Depositary Receipt*
2(b)	Form of Deposit Agreement, amended and restated as of December 22, 2004, among Mitsubishi Tokyo Financial Group, Inc. (subsequently renamed Mitsubishi UFJ Financial Group, Inc.), The Bank of New York Mellon and the holders from time to time of American Depositary Receipts issued thereunder*
2(c)	Description of Securities ***
4(a)	Share Purchase Agreement, dated September 21, 2021
8	Subsidiaries of the Company—see "Item 4.C. Information on the Company—Organizational Structure."
11	MUFG Group Code of Conduct, Compliance Rules, Compliance Manual, and Rules of Employment of Mitsubishi UFJ Financial Group, Inc. applicable to its principal executive officer, principal financial officer, principal accounting officer and persons performing similar functions (English translation of relevant sections)
12	Certifications required by Rule 13a-14(a) (17 CFR 240.13a-14(a)) or Rule 15d-14(a) (17 CFR 240.15d-14(a))
13	Certifications required by Rule 13a-14(b) (17 CFR 240.13a-14(b)) or Rule 15d-14(b) (17 CFR 240.15d-14(b)) and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350)
15(a)	Consent of independent registered public accounting firm (Deloitte Touche Tohmatsu LLC)
15(b)	Consent of independent registered public accounting firm (Deloitte & Touche LLP)
99(a)	Capitalization and Indebtedness of Mitsubishi UFJ Financial Group, Inc. as of March 31, 2022****
99(b)	Unaudited Reverse Reconciliation of Selected Financial Information of Mitsubishi UFJ Financial Group, Inc. as of and for the fiscal year ended March 31, 2022*****
99(c)	Financial Statements and Supplementary Data of Morgan Stanley******
101.INS	Inline XBRL Instance Document—the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH	Inline XBRL Taxonomy Extension Schema Document
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104	The cover page for the Company's Annual Report on From 20-F for the year ended March 31, 2022, has been formatted in Inline XBRL

Notes:

* Incorporated by reference to our annual report on Form 20-F (File No. 000-54189) filed on July 12, 2018.

** Incorporated by reference to our registration statement on Form S-8 (File No. 333-230590) filed on March 29, 2019.

*** Incorporated by reference to our annual report on Form 20-F (File No. 000-54189) filed on July 9, 2021.

**** Deemed to be incorporated by reference into the registration statement on Form F-3 (No. 333-242048) of Mitsubishi UFJ Financial Group, Inc. and to be a part thereof.

***** Deemed to be incorporated as Annex A to the registration statement on Form F-3 (No. 333-242048) of Mitsubishi UFJ Financial Group, Inc. and to be a part thereof.

****** Incorporated by reference to Morgan Stanley's annual report on Form 10-K (File No. 001-11758) filed on February 24, 2022.

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Signature

The registrant hereby certifies that it meets all of the requirements for filing on Form 20-F and that it has duly caused and authorized the undersigned to sign this Annual Report on its behalf.

MITSUBISHI UFJ FINANCIAL GROUP, INC.

By: /s/ HIRONORI KAMEZAWA
Name: **Hironori Kamezawa**
Title: **President & Group Chief Executive Officer**

Date: July 8, 2022

Exhibit 1(a)

ARTICLES OF INCORPORATION

OF

MITSUBISHI UFJ FINANCIAL GROUP, INC.

CHAPTER I.

GENERAL PROVISIONS

(English Translation)

(Trade Name)

Article 1.

The Company shall be called "Kabushiki Kaisha Mitsubishi UFJ Financial Group" and shall be called in English "Mitsubishi UFJ Financial Group, Inc." (hereinafter referred to as the "Company").

(Purpose)

Article 2.

The purpose of the Company shall be to engage in the following businesses as a bank holding company:

1. Administration of management of banks, trust banks, specialized securities companies, insurance companies or other companies which the Company may own as its subsidiaries under the Banking Law;
2. Any businesses incidental to the foregoing businesses mentioned in the preceding item; and
3. Any other businesses in which bank holding companies are permitted to engage under the Banking Law in addition to the foregoing businesses mentioned in the preceding two items.

(Location of Head Office)

Article 3.

The Company shall have its head office in Chiyoda-ku, Tokyo.

(Organization)

Article 4.

The Company, being a company with three committees, shall establish the following organizations in addition to the general meeting of shareholders and the Directors:

1. The Board of Directors;
2. The Nominating and Governance Committee (which constitutes a Nominating Committee defined in the Companies Act), the Audit Committee, and the Compensation Committee;
3. Corporate Executives; and
4. An Accounting Auditor.

(Method of Public Notice)

Article 5.

1. Public notices of the Company shall be given by way of electronic public notice.
2. In cases where the Company is unable to give an electronic public notice due to unavoidable circumstances, public notices of the Company shall be given in the manner of the publication in the *Nihon Keizai Shimbun*.

CHAPTER II.

SHARES

(Total Number of Shares Authorized to be Issued)

Article 6.

The aggregate number of shares authorized to be issued by the Company shall be thirty-three billion eight hundred million (33,800,000,000) shares, and the aggregate number of each class shares authorized to be issued shall be as set forth below; provided, however, that the aggregate number of shares authorized to be issued with respect to the Second to the Fourth Series of Class 5 Preferred Shares shall not exceed four hundred million (400,000,000) in total, the aggregate number of shares authorized to be issued with respect to the First to the Fourth Series of Class 6 Preferred Shares shall not exceed two hundred million (200,000,000) in total, and the aggregate number of shares authorized to be issued with respect to the First to the Fourth Series of Class 7 Preferred Shares shall not exceed two hundred million (200,000,000) in total.

Ordinary Shares:
thirty-three billion (33,000,000,000) shares

The Second Series of Class 5 Preferred Shares:
four hundred million (400,000,000) shares

The Third Series of Class 5 Preferred Shares:
four hundred million (400,000,000) shares

The Fourth Series of Class 5 Preferred Shares:
four hundred million (400,000,000) shares

The First Series of Class 6 Preferred Shares:
two hundred million (200,000,000) shares

The Second Series of Class 6 Preferred Shares:
two hundred million (200,000,000) shares

The Third Series of Class 6 Preferred Shares:
two hundred million (200,000,000) shares

The Fourth Series of Class 6 Preferred Shares:
two hundred million (200,000,000) shares

The First Series of Class 7 Preferred Shares:
two hundred million (200,000,000) shares

The Second Series of Class 7 Preferred Shares:
two hundred million (200,000,000) shares

The Third Series of Class 7 Preferred Shares:
two hundred million (200,000,000) shares

The Fourth Series of Class 7 Preferred Shares:
two hundred million (200,000,000) shares

(Number of Shares Constituting One (1) Unit of Shares)

Article 7.

The number of shares constituting one (1) unit of shares of the Company shall be one hundred (100) with respect to Ordinary Shares and each class of Preferred Shares, respectively.

(Rights Pertaining to Fractional Unit Shares)

Article 8.

A Shareholder of the Company may not exercise any rights with respect to fractional unit shares held by such shareholder, except for the following:

1. The rights provided for in each item of Article 189, Paragraph 2 of the Companies Act;
2. The right to make a request pursuant to Article 166, Paragraph 1 of the Companies Act;
3. The right to receive an allotment of offered shares and offered stock acquisition rights in proportion to the number of shares held by such shareholder; and
4. The right to make a request provided for in the following Article.

(Request for Sale of Fractional Unit Shares)

Article 9.

A shareholder of the Company may request the Company to sell to the shareholder such number of shares which will, when combined with the fractional unit shares already held by such shareholder, constitute one (1) full unit of shares pursuant to the Share Handling Regulations.

(Record Date)

Article 10.

1. The Company shall deem the shareholders whose names have been entered or recorded in the latest register of shareholders as of March 31 of each year to be the shareholders who are entitled to exercise their rights at the ordinary general meeting of shareholders for the relevant business year.
2. The provision of the preceding paragraph shall apply *mutatis mutandis* to the record date for voting rights at general meetings of class shareholders, where there is a matter to be resolved at an ordinary general meeting of shareholders that requires, in addition to such resolution, a resolution by the relevant general meeting of class shareholders.
3. In addition to the preceding two paragraphs of this article, whenever necessary, the Company may, upon giving prior public notice, fix a date as a record date and may deem the shareholders or registered share pledgees whose names have been entered or recorded in the latest register of shareholders as of such date as the shareholders or the registered share pledgees entitled to exercise their rights.

(Transfer Agent)

Article 11.

1. The Company shall have a share transfer agent.
2. The share transfer agent and the handling office thereof shall be designated by resolution of the Board of Directors, and public notice thereof shall be given.
3. The establishment and retention of the register of shareholders and the register of stock acquisition rights of the Company and any other businesses with respect to the register of shareholders and the register of stock acquisition rights of the Company shall be handled by the share transfer agent, not by the Company.

(Share Handling Regulations)

Article 12.

The registration of transfers of shares, the registration of pledges on shares, the entries or records in the register of shareholders and in the register of stock acquisition rights, and any other handling with respect to shares and stock acquisition rights as well as the fees therefor shall be governed by the Share Handling Regulations established by the Board of Directors.

CHAPTER III

PREFERRED SHARES

(Preferred Dividends)

Article 13.

1. The Company shall distribute cash dividends from surplus on Preferred Shares (hereinafter referred to as the "Preferred Dividends") in such respective amount as prescribed below to the holders of Preferred Shares (hereinafter referred to as the "Preferred Shareholders") or registered share pledgees who hold pledges over Preferred Shares (hereinafter referred to as the "Registered Preferred Share Pledgees"), whose names have been entered or recorded in the latest register of shareholders as of March 31 of each year, with priority over the holders of Ordinary Shares (hereinafter referred to as the "Ordinary Shareholders") or registered share pledgees who hold pledges over Ordinary Shares (hereinafter referred to as the "Registered Ordinary Share Pledgees"); provided, however, that in the event that the Preferred Interim Dividends provided for in Article 14 hereof have been paid in the relevant business year, the amount so paid shall be deducted accordingly from the amount of the Preferred Dividends set forth below for each relevant class of Preferred Shares.

   The Second to the Fourth Series of Class 5 Preferred Shares:

   Amount to be determined by resolution of the Board

of Directors adopted at the time of issuance of the Class 5 Preferred Shares, up to two hundred fifty (250) yen per share per year

The First to the Fourth Series of Class 6 Preferred Shares:

Amount to be determined by resolution of the Board of Directors adopted at the time of issuance of the Class 6 Preferred Shares, up to one hundred twenty-five (125) yen per share per year

The First to the Fourth Series of Class 7 Preferred Shares:

Amount to be determined by resolution of the Board of Directors adopted at the time of issuance of the Class 7 Preferred Shares, up to one hundred twenty-five (125) yen per share per year

2. If the aggregate amount paid to a Preferred Shareholder or Registered Preferred Share Pledgee as cash dividends from surplus in any particular business year is less than the prescribed amount of the relevant Preferred Dividends, the unpaid amount shall not be carried over to nor cumulated in subsequent business years.
3. The Company shall not distribute any dividends from surplus to any Preferred Shareholder or Registered Preferred Share Pledgee in excess of the prescribed amount of the relevant Preferred Dividends except for the distribution from surplus in the process of the corporate split (*kyushu-bunkatsu*) pursuant to Article 758, Item 8 (b) or Article 760, Item 7 (b) of the Companies Act, or the distribution from surplus in the process of the corporate split (*shinsetsu-bunkatsu)* pursuant to Article 763 Paragraph 1, Item 12 (b) or Article 765 Paragraph 1, Item 8 (b) of the said act.

(Preferred Interim Dividends)

Article 14.

In the event of payment of Interim Dividends provided for in Article 46 of these Articles (hereinafter referred to as the "Preferred Interim Dividends"), the Company shall make a cash distribution from surplus in such respective amount as prescribed below for each class of Preferred Shares to the Preferred Shareholders or Registered Preferred Share Pledgees with priority over the Ordinary Shareholders or Registered Ordinary Share Pledgees.

The Second to the Fourth Series of Class 5 Preferred Shares:

Amount to be determined by resolution of the Board of Directors adopted at the time of issuance of the Class 5 Preferred Shares, up to one hundred twenty-five (125) yen per share

The First to the Fourth Series of Class 6 Preferred Shares:

Amount to be determined by resolution of the Board of Directors adopted at the time of issuance of the Class 6 Preferred Shares, up to sixty-two and fifty hundredths (62.50) yen per share

The First to the Fourth Series of Class 7 Preferred Shares:

Amount to be determined by resolution of the Board of Directors adopted at the time of issuance of the Class 7 Preferred Shares, up to sixty-two and fifty hundredths (62.50) yen per share

(Distribution of Residual Assets)

Article 15.

1. If the Company distributes its residual assets in cash upon liquidation, the Company shall pay cash to the Preferred Shareholders or Registered Preferred Share Pledgees with priority over the Ordinary Shareholders or Registered Ordinary Share Pledgees in such respective amount as prescribed below:

The Second to the Fourth Series of Class 5 Preferred Shares:

Two thousand five hundred (2,500) yen

per share

The First to the Fourth Series of Class 6 Preferred Shares:
Two thousand five hundred (2,500) yen per share

The First to the Fourth Series of Class 7 Preferred Shares:
Two thousand five hundred (2,500) yen per share

2. The Company shall not make a distribution of residual assets other than as provided for in the preceding paragraph to the Preferred Shareholders or Registered Preferred Share Pledgees.

(Voting Rights)

Article 16.

Unless otherwise provided for by laws or regulations, the Preferred Shareholders shall not have voting rights at any general meeting of shareholders; provided, however, that the Preferred Shareholders shall have voting rights from (i) the commencement of an ordinary general meeting of shareholders in the event that no proposal for declaration of the Preferred Dividends be paid to the Preferred Shareholders is submitted to such ordinary general meeting of shareholders or (ii) the close of an ordinary general meeting of shareholders in the event that such proposal is rejected at such ordinary general meeting of shareholders, until, in either case, a proposal for declaration of the Preferred Dividends be paid to the Preferred Shareholders is approved at an ordinary general meeting of shareholders.

(Consolidation or Split of Preferred Shares and Rights to Be Allotted Shares, etc.)

Article 17.

1. Unless otherwise provided for by laws or regulations, the Company shall not consolidate or split any Preferred Shares.
2. The Company shall not grant the Preferred Shareholders any rights to be allotted shares or stock acquisition rights.
3. The Company shall not grant the Preferred Shareholders any rights for the free allotment of shares or stock acquisition rights.

(Provisions for Acquisition)

Article 18.

1. In respect of the Second to the Fourth Series of Class 5 Preferred Shares and/or the First to the Fourth Series of Class 6 Preferred Shares, the Company may, after issuance of the respective Preferred Shares and after the lapse of the period designated by resolution of the Board of Directors adopted at the time of the issuance of respective Preferred Shares, acquire such Preferred Shares, in whole or in part, in exchange for the amount of cash as deemed appropriate as the acquisition price giving due consideration to the prevailing market conditions, as determined by such resolution of the Board of Directors, on a certain date as separately determined by the Company by a resolution of the Board of Directors after the issue of the relevant Preferred Shares.
2. Partial acquisition shall be effected pro rata or in lot.

(Right to Request Acquisition)

Article 19.

Any holder of the First to the Fourth Series of Class 6 or the First to the Fourth Series of Class 7 Preferred Shares may request acquisition of such Preferred Shares during the period in which such Preferred Shareholder is entitled to request acquisition as determined by resolution of the Board of Directors adopted at the time of issuance of such Preferred Shares, in exchange for Ordinary Shares of the Company in the number as is calculated by the formula designated by such resolution.

(Mandatory Acquisition)

Article 20.

1. The Company shall mandatorily acquire any of the First to the Fourth Series of Class 6 Preferred Shares or the First to the Fourth Series of Class 7 Preferred Shares for which no request for acquisition is made during the period in which the holders of such Preferred Shares are entitled to request acquisition on the day immediately following the last day of such period in exchange for Ordinary Shares in the number as is obtained by dividing an amount equivalent to the subscription price per each relevant

Preferred Share by the average daily closing price (including closing bids or offered prices) of Ordinary Shares of the Company (in regular trading) as reported by the Tokyo Stock Exchange for the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price or closing bid or offered price is reported) commencing on the forty-fifth (45th) trading day prior to such date; provided, however, that such calculation shall be made to the second decimal place denominated in yen, and rounded up to one decimal place when the fraction beyond it is equal to or more than 0.05 yen, discarding amounts less than 0.05 yen. If the relevant average price is less than the amount determined by resolution of the Board of Directors adopted at the time of issuance of respective Preferred Shares, the relevant Preferred Shares shall be acquired in exchange for Ordinary Shares in the number as is obtained by dividing an amount equivalent to the subscription price per each relevant Preferred Shares by an amount so determined by such resolution of the Board of Directors.

2. After issuance of the Second to the Fourth Series of Class 5 Preferred Shares, the First to the Fourth Series of Class 6 Preferred Shares and/or the First to the Fourth Series of Class 7 Preferred Shares, upon the occurrence of a certain event that requires the acquisition of the relevant Preferred Shares pursuant to the capital adequacy requirements applicable to the Company and which event shall be determined by resolution of the Board of Directors adopted at the time of the issuance of the relevant Preferred Shares, the Company shall mandatorily acquire the relevant Preferred Shares in whole on an acquisition date which falls after the occurrence of the certain event. The acquisition date shall be either of a certain date which falls after the occurrence of the relevant certain event and which date shall be determined by such resolution of the Board of Directors, giving due consideration to such capital adequacy requirements and other factors, or a date separately determined by the Company by resolution of the Board of Directors adopted after the occurrence of the relevant certain event. The Company shall mandatorily acquire the relevant Preferred Shares in exchange for Ordinary Shares or free of consideration, and whether such acquisition shall be made in exchange for Ordinary Shares or free of consideration shall be determined by resolution of the Board of Directors adopted at the time of issuance of the relevant Preferred Shares, giving due consideration to the market conditions and other factors. The formula for calculating the number of Ordinary Shares in case where the relevant Preferred Shares shall be acquired in exchange for Ordinary Shares shall be determined by resolution of the Board of Directors adopted at the time of issuance of the relevant Preferred Shares, giving due consideration to the market price of Ordinary Shares, the subscription price of the relevant Preferred Shares and other factors.

3. In the calculation of the number of Ordinary Shares provided for in the preceding two paragraphs of this article, if any number less than one (1) share is yielded, such fractions shall be handled by the method provided for in Article 234 of the Companies Act.

(Order of Priority)

Article 21.

All classes of Preferred Shares shall rank *pari passu* with each other in respect of the payment of Preferred Dividends and Preferred Interim Dividends and the distribution of residual assets.

(Prescription Period)

Article 22.

The provisions set forth in Article 47 of these Articles shall apply mutatis mutandis to the payment of Preferred Dividends and Preferred Interim Dividends.

CHAPTER IV.

GENERAL MEETING OF SHAREHOLDERS

(Convocation)

Article 23.

1. An ordinary general meeting of shareholders shall be convened within three (3) months from the last day of each business year.
2. An extraordinary general meeting of shareholders shall be convened whenever necessary.

(Chairman)

Article 24.

1. The Director concurrently serving as President and Representative Corporate Executive shall act as chairman of general meetings of shareholders.

2. If the Director concurrently serving as President and Representative Corporate Executive is unable to act as such, one of the other Directors shall act as chairman in accordance with the order of priority determined in advance by the Board of Directors.

(Measures for Electronic Provision, Etc.)

Article 25.

1. The Company shall, when convening a general meeting of shareholders, provide information contained in the reference documents for the general meeting of shareholders, etc. electronically.
2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.

(Method of Resolution)

Article 26.

1. Unless otherwise provided for by law or regulation or these Articles of Incorporation, resolutions of a general meeting of shareholders shall be adopted by an affirmative vote of a majority of the voting rights of the shareholders in attendance who are entitled to vote.
2. Resolutions of a general meeting of shareholders provided for in Article 309, Paragraph 2 of the Companies Act and resolutions of a general meeting of shareholders for which the method of resolution provided for in the said Paragraph shall be applied mutatis mutandis pursuant to the Companies Act and other laws and regulations shall be adopted by an affirmative vote of two-thirds (2/3) or more of the voting rights of the shareholders in attendance who hold in the aggregate not less than one-third (1/3) of the total number of voting rights of all shareholders who are entitled to vote.

(Voting by Proxy)

Article 27.

1. Shareholders may exercise their voting rights at a general meeting of shareholders by appointing one (1) proxy who is one (1) shareholder of the Company entitled to exercise its own voting rights at such meeting.
2. In the case of the preceding paragraph, the shareholder or the proxy thereof shall submit to the Company a document evidencing authority of the proxy to act as such at each general meeting of shareholders.

(Minutes)

Article 28.

The proceedings of general meetings of shareholders shall be stated or recorded in the minutes pursuant to laws and regulations.

(General Meetings of Holders of Classes of Shares)

Article 29.

1. The provisions of Articles 24, 25, 27 and 28 of these Articles shall apply mutatis mutandis to general meetings of class shareholders.
2. The provisions of Article 26, Paragraph 1 of these Articles shall apply mutatis mutandis to the resolutions of general meetings of class shareholders made pursuant to Article 324, Paragraph 1 of the Companies Act.
3. The provisions of Article 26, Paragraph 2 of these Articles shall apply mutatis mutandis to the resolutions of general meetings of class shareholders made pursuant to Article 324, Paragraph 2 of the Companies Act.

CHAPTER V.

DIRECTORS AND BOARD OF DIRECTORS

(Number of Directors and Method of Election)

Article 30.

1. The Company shall have not more than twenty (20) Directors, who shall be elected at a general meeting of shareholders.
2. A resolution for the election of Directors shall be adopted at a general meeting of shareholders by an affirmative vote of a majority of the voting rights of the shareholders in attendance who hold voting rights representing in the aggregate one-third (1/3) or more of the total number of voting rights of all shareholders who are entitled to vote.
3. Resolutions for the election of Directors shall not be made by cumulative voting.

(Term of Office)

Article 31.

The term of office of Directors shall expire at the close of the ordinary general meeting of shareholders held in respect of the last business year ending within one (1) year after their election.

(Board of Directors)

Article 32.

1. The Board of Directors shall decide the business execution of the Company and oversee the performance of duties of Corporate Executives and Directors.
2. Unless otherwise provided for by laws and regulations, the Board of Directors may delegate decisions on the business execution of the Company to Corporate Executives.
3. Unless otherwise provided for by laws and regulations, the Director determined in advance by the Board of Directors shall convene meetings of the Board of Directors and act as chairman. If the Director determined in advance by the Board of Directors is unable to act as such, one of the other Directors shall act as Chairman and Director in accordance with the order of priority determined in advance by the Board of Directors.
4. Notice to convene a meeting of the Board of Directors shall be given to each Director at least three (3) days prior to the date of such meeting; provided, however, that the foregoing shall not apply in cases of emergency.
5. Unless otherwise provided for by law or regulation, resolutions of a meeting of the Board of Directors shall be adopted by an affirmative vote of a majority of the Directors present who constitute in number a majority of all the Directors of the Company.
6. With respect to the matters to be resolved by the Board of Directors, the Company shall deem that such matters were approved by a resolution of the Board of Directors when all the Directors express their agreement in writing or by an electromagnetic device.
7. The proceedings of meetings of the Board of Directors shall, pursuant to laws and regulations, be stated or recorded in the minutes, to which the Directors present shall put their names and affix their seals or electronic signatures.

(Exemption from Liability of Directors)

Article 33.

In accordance with the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by a resolution of the Board of Directors, exempt Directors (including former Directors) from their liabilities provided for in Article 423, Paragraph 1 of the Companies Act within the limits stipulated by laws and regulations provided that such Director has acted in good faith and without gross negligence.

(Limited Liability Agreement with Directors)

Article 34.

Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may execute agreements with Directors other than Executive Directors etc., which limit the liability of such Directors provided for in Article 423, Paragraph 1 of the Companies Act; provided, however, that the limit of the liability under such agreements shall be the greater of an amount determined in advance which shall not be less than ten million (10,000,000) yen or the minimum liability amount prescribed by laws or regulations.

CHAPTER VI.

Committees

(Method of Appointment of Committee Members)

Article 35.

The members of the Nominating and Governance Committee (which constitutes a Nominating Committee defined in the Companies Act), the Audit Committee, and the Compensation Committee shall be appointed from among the Directors by the resolution of the Board of Directors.

(Authority etc. of Committees)

Article 36.

Matters concerning the Nominating and Governance Committee (which constitutes a Nominating Committee defined in the Companies Act), the Audit Committee, and the Compensation Committee shall be governed by the Regulations thereof established by each Committee, as well as by applicable laws and regulations, these Articles of Incorporation, or resolutions of the Board of Directors.

CHAPTER VII.

Corporate Executives

(Method of Election)

Article 37.

Corporate Executives shall be elected by the Board of Directors.

(Term of Office)

Article 38.

The term of office of Corporate Executives shall expire at the close of the first meeting of the Board of Directors convened after the close of the ordinary general meeting of shareholders held in respect of the last business year ending within one (1) year after their election.

(Representative Corporate Executive and Corporate Executive with Executive Power)

Article 39.

1. The Board of Directors shall, by its resolution, elect Representative Corporate Executive(s) from among the Corporate Executives.
2. The Board of Directors may, by its resolution, appoint the President and Corporate Executive, Chairman and Corporate Executive, Deputy Chairman and Corporate Executive(s), Deputy President and Corporate Executive(s), Senior Managing Corporate Executive (s) and Managing Corporate Executive (s).

(Exemption from Liability of Corporate Executives)

Article 40.

In accordance with the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by a resolution of the Board of Directors, exempt Corporate Executives (including former Corporate Executives) from their liabilities provided for in Article 423, Paragraph 1 of the Companies Act within the limits stipulated by laws and regulations provided that such Corporate Executive has acted in good faith and without gross negligence.

CHAPTER VIII.

ACCOUNTING AUDITOR

(Method of Election)

Article 41.

The Accounting Auditor shall be elected at a general meeting of shareholders.

(Term of Office)

Article 42.

1. The term of office of the Accounting Auditor shall expire at the close of the ordinary general meeting of shareholders held in respect of the last business year ending within one (1) year after his/her assumption of office.
2. The Accounting Auditor shall be deemed to be reappointed at a general meeting of shareholders provided that there is no resolution to the contrary.

CHAPTER IX.

ACCOUNTS

(Business Year)

Article 43.

The business year of the Company shall commence on April 1 of each year and end on March 31 of the following year.

(Acquisition of Own Shares)

Article 44.

Unless otherwise provided for by laws or regulations, the company may determine by a resolution of the Board of Directors to acquire its own shares by obtaining consent of the shareholders as provided for in Article 459, Paragraph 1, Item 1 of the Companies Act.

(Year-End Dividends)

Article 45.

The Company shall distribute cash dividends from surplus (referred to as the "Year-End Dividends" in these Articles of Incorporation) to the shareholders or registered share pledgees whose names have been entered or recorded in the latest register of shareholders as of March 31 of each year.

(Interim Dividends)

Article 46.

By resolution of the Board of Directors, the Company may distribute cash dividends from surplus pursuant to Article 454, Paragraph 5 of the Companies Act (referred to as the "Interim Dividends" in these Articles of Incorporation) to the shareholders or registered share pledgees whose names have been entered or recorded in the latest register of shareholders as of September 30 of each year.

(Prescription Period for Payment of Dividends)

Article 47.

In the event that the dividends from surplus are to be paid in cash, the Company shall be released from the obligation to distribute dividends from surplus if such distribution has not been accepted after the lapse of five (5) full years from the date of commencement of payment thereof. Year-End Dividends and Interim Dividends of the Company shall bear no interest.

Additional Rule(s)

(Transitional Measure Regarding Exemption from Liability of Corporate Auditors)

Article 1.

In accordance with the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by a resolution of the Board of Directors, exempt Corporate Auditors (including former Corporate Auditors) from their liabilities provided for in Article 423, Paragraph 1 of the Companies Act in relation to the acts conducted before the close of the 10th Ordinary General Meeting of Shareholders within the limits stipulated by laws and regulations provided that such Corporate Auditor has acted in good faith and without gross negligence.

Article 2.

1. The amendment to Article 25 of the current Articles of Incorporation shall come into effect on September 1, 2022, which is the date of enforcement of the amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the "Effective Date").
2. Notwithstanding the provisions of the preceding paragraph, Article 25 (Disclosure via Internet and Deemed Delivery of Reference Documents, etc. for General Meetings of Shareholders) of the current Articles of Incorporation shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.
3. This article shall be deleted after the lapse of six months from the Effective Date or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.

- End -

Date of Establishment
April 2, 2001

Date of Amendment
June 27, 2002
June 27, 2003
June 29, 2004
June 29, 2005
October 1, 2005 (However, the Amendments to Articles of 5, 11, 12 (except for the amendment to Article12 changing the reference to Article 37 into that to Article 38), 13,17, 18 and 39 shall be effective from October 3, 2005.)
June 29, 2006
June 28, 2007 (However, the Amendments to Article 6, Article 8 through Article 16, Article 19, Article 21, Article 50 and Article 51 (except for the deletions in the Articles of Incorporation pertaining to Class 9 Preferred Shares and Class 10 Preferred Shares) shall be effective from September 30, 2007.)
June 26, 2009
June 27, 2013
June 25, 2015
June 29, 2016
July 6, 2018
June 29, 2022

Exhibit 1(c)

[Translation]

CORPORATION MEETINGS REGULATIONS

Chapter I. General Provisions

Article 1. General Provisions

1. These Rules shall govern the structure and operation of both the Executive Committee (as provided for in Article 11 of the Office Organization Rules) and Committees (as provided for in Article 12 of the Office Organization Rules).
2. Corporate Policy Meetings shall be held to help in the discussion and decision making of the Executive Committee. These Rules shall govern the structure and operation of Corporate Policy Meetings.

Article 2. Amendment and Abolition

The amendment and abolition of these Rules shall be determined by resolution of the Executive Committee.

Article 3. Jurisdiction

The Corporate Planning Division has jurisdiction over these Rules.

Chapter II. Executive Committee

Article 4. Members and Attendees

1. The Executive Committee shall consist of all Representative Corporate Executives, as well as Corporate Executives and Executive Officers nominated by the President & CEO of the Company ("Committee Members").
2. The President & CEO may, if they deem necessary, require Group C-Suite to attend meetings of the Executive Committee as members.
3. The President & CEO may, if they deem it necessary, require any of the Members of the Board of Directors other than the Committee Members, the Executive Officers and the Members of the Board of Directors of relevant subsidiaries of the Company, etc., to attend meetings of the Executive Committee.
4. Members of the Audit Committee may attend meetings of the Executive Committee.

Article 5. Chairman

1. The President & CEO shall convene meetings of the Executive Committee and shall preside over the meetings.
2. If the President & CEO is unable to act as such, one of the other Corporate Executives shall act in their place, in accordance with the order of priority previously determined by the Executive Committee.

Article 6. Meeting Dates

Meetings of the Executive Committee shall be held, in principle, once every two (2) weeks; however, they may be held at any time if the need arises.

Article 7. Matters to be Discussed and Determined

1. The Executive Committee shall, in principle, discuss and determine the following general important matters concerning management of the Company pursuant to the basic policies determined by the Board of Directors:
    1) Matters entrusted by the Board of Directors;
    2) Matters concerning execution of policies concerning general management and control of the Company;
    3) Matters concerning company financial results;
    4) Matters concerning company shares, etc.;
    5) Matters concerning nominations, compensation, etc.;

6) Matters concerning important matters concerning the subsidiaries of the Company, etc.;

7) Matters concerning important matters concerning the administration and management of the subsidiaries of the Company, etc.;

8) Matters concerning the establishment of, amendment to and abolition of rules, etc.;

9) Matters concerning regulatory compliance and risk management;

10) Matters required to be submitted to the Executive Committee by provisions stipulated in various rules and regulations; and

11) Any other matters requiring executive action.

2. The matters to be discussed and determined set forth in the preceding paragraph shall be submitted by any of the Committee Members in control of such matters, or Group C-Suite and Heads of the Business Groups pursuant to Article 4 Paragraph 2, or any of the Members of the Board of Directors other than the Committee Members or the Executive Officers pursuant to Article 4 Paragraph 3.

Article 8. Method of Discussion and Determination

1. The proceedings of a meeting of the Executive Committee shall be determined by the President & CEO with the unanimous consent of all the Committee Members present who shall constitute in number a majority of the Committee Members.
2. If unanimous consent is not given by the Committee Members present at a meeting, the President & CEO shall determine the relevant items of business with consideration to the opinions of all Members present, upon consultation with the Chairman, or in the event a Deputy Chairman is appointed, with the Chairman and the Deputy Chairman.

Article 9. Discussion and Determination in Writing

1. Notwithstanding the provisions of Article 7, in special circumstances, the circulation of a written resolution drafted by the person making such proposal may be substituted for the holding of a meeting of the Executive Committee.
2. In the case of the preceding paragraph, the person making such proposal must report to the next Executive Committee meeting on the matters discussed and determined.

Article 10. Emergency Procedures

1. In case of emergency, such as a natural disaster, etc., if there is no time for discussion at the Executive Committee or for circulation of a written resolution, irrespective of the provisions set forth in Article 7, the President & CEO may take any and all expedient steps as may be necessary as matters of urgency.
2. In the case of the preceding paragraph, the President & CEO shall immediately report on such steps to the Executive Committee.

Article 11. Reporting and Exchange of Information

Each of the Committee Members or Group C-Suite and Heads of the Business Groups pursuant to Article 4 Paragraph 2, or any of the Members of the Board of Directors other than the Committee Members or the Executive Officers pursuant to Article 4 Paragraph 3 shall, at meetings of the Executive Committee, report on the state of execution of their duties and shall also exchange general information with one another.

Article 12. Meeting Minutes

The Corporate Administration Division shall record a summary of the proceedings of meetings of the Executive Committee and the results thereof in the minutes, and the President & CEO shall manually or electronically sign their name or affix their seal to such minutes, which shall then be kept in the form of paper documents or electronic records stored in designated folders at the Company Head Office for ten (10) years.

Article 13. Communication

The matters resolved by the Executive Committee shall be rapidly communicated to the relevant Executive Officers and Heads of Divisions, etc.

Chapter III. Committees

Article 14. Purpose and Matters to be Deliberated

1. A committee shall arrange, examine and deliberate on the following matters upon a mandate given by the President & CEO in order to contribute to the discussions and decision-making of the Executive Committee.
    1. Matters concerning management policies of the entire group;
    2. Matters concerning management plans of the entire group;
    3. Matters concerning risk management of the entire group;
    4. Matters concerning the setting up of management and execution policies among the subsidiaries of the Company; and
    5. Any other specified matters necessary for deliberation by the Executive Committee.

Article 15. Establishment and Membership

1. The Executive Committee shall establish a committee, which shall consist of several members appointed by the chairman thereof.
2. The chairman of the committee may appoint Members of the Board of Directors with Executive Power, etc. of the subsidiaries of the Company to be members, as described in the preceding paragraph.

Article 16. Chairman

1. Each committee shall have a chairman.
2. The chairman of the committee shall preside over the committee.
3. The committee may have a vice-chairman if necessary.
4. The President & CEO shall appoint a chairman and a vice-chairman of the committee from among its members.
5. If the chairman of the committee is prevented from acting as such, the vice-chairman or any other member appointed by the President & CEO shall act on the chairman's behalf.

Article 17. Secretariat

1. Each committee shall have a secretariat.
2. The secretariat shall be under the direction of the chairman of the committee and shall be responsible for committee administrative matters.

Article 18. Convocation

The chairman of the committee shall convene meetings of the committee.

Article 19. Deliberation

1. Each time a committee meeting is held, the chairman may decide attendees in accordance with matters to be deliberated in the committee. Committee members must make efforts to attend meetings of their committees where they shall carefully and actively discuss matters from the viewpoint of the Group as a whole, so that the deliberations of the committee can be completed in a timely manner.
2. If a member is to be absent from a meeting, they may submit their written opinions to the head of the secretariat in advance.
3. If necessary, the committee may require persons concerned to attend a meeting of the committee so that the committee may hear their opinions.
4. If necessary, the committee may require a division or subsidiary of the Company, etc. to submit materials or to make other cooperative efforts.

Article 20. Submissions and Reports

1. The chairman of the committee or a member of the committee nominated by the chairman shall, from time to time, submit or report on important matters deliberated at the committee to the Executive Committee.
2. In reports set forth in the preceding paragraph the minority opinions of the committee must be included.
3. If a long period of time is required for the deliberations in Article 20 Paragraph 1 the chairman of the committee or a member of the committee nominated by the chairman must provide interim reports to the Executive Committee about the state of the deliberations.

Article 21. Working Groups

A committee may establish working groups to ensure smooth deliberation.

Chapter IV. Corporate Policy Meetings

Article 22. Purpose and Matters to be Deliberated

The purpose of Corporate Policy Meetings is to exchange views from a wide range of perspectives and discuss the basic direction of important matters with regard to the management and administration of the Company Group on a consolidated basis, to contribute to decision-making at the Executive Committee.

Article 23. Composition

Corporate Policy Meetings shall consist of relevant Executive Committee Members, relevant Members of the Board of Directors, Corporate Executives, Executive Officers and Heads of Divisions, and Members of the Board of Directors, etc. of relevant subsidiaries of the Company.

Article 24. Meeting Dates

Corporate Policy Meetings shall be held whenever required.

Article 25. Secretariat

The secretariat of Corporate Policy Meetings shall share jurisdiction with the Corporate Planning Division over matters to be deliberated.

Article 26. Submissions and Reports

In principle, matters to be deliberated at Corporate Policy Meetings shall be submitted or reported to the Executive Committee.

Chapter V. Business Group Management Meetings

Article 27. Purpose and Matters to be Deliberated

Business Group Management Meetings shall be established in each Business Group under Article 6 of the Office Organization Rules to deliberate and exchange views from a wide range of perspectives regarding the management of the Business Group, and to contribute to the management of the Business Group.

Article 28. Composition

Business Group Management Meetings shall consist of the Head of the Business Group, relevant Executive Committee Members, relevant Members of the Board of Directors, Corporate Executives, Executive Officers and Heads of Divisions, and Members of the Board of Directors, etc. of relevant subsidiaries of the Company.

Article 29. Holding of meetings

Business Group Management Meetings shall be held in each Business Group, in principle two (2) times a year.

Article 30. Secretariat

The Corporate Planning Division and the division in charge of planning in each Business Group shall jointly be responsible for being the secretariat of Business Group Management Meetings.

Chapter VI. Unit Management Meetings

Article 31. Purpose and Matters to be Deliberated

Unit Management Meetings shall be held by each Unit organized pursuant to the provisions under Articles 7, 8, 9, 10, 11 and 12 of the Rules of Organization for the purposes of exchanging opinions and deliberating on the Unit's operations from a broad perspective, thereby aiming to contribute to the management of the Unit.

Article 32. Composition

The members of each Unit Management Meeting shall be composed of the Head of the Business Group that is responsible for the Unit, the Head of the Unit, the relevant Members of the Executive Committee, relevant Members of the Board of Directors, and relevant Corporate Executives, Executive Officers and Heads of Divisions, as well as Members of the Board of Directors, etc. of relevant subsidiaries.

Article 33. Holding of meetings

Unit Management Meetings shall be held by each Unit, in principle, two (2) times a year.

Article 34. Secretariat

The Corporate Planning Division, the division in charge of planning in each Business Group and the division in charge of planning in each Unit shall jointly be responsible for acting as the secretariat for the Unit Management Meetings of the Unit.

Chapter VII. Human Resource Management Meetings

Article 35. Purpose and Matters to be Deliberated

Human Resource Management Meetings shall be held for the purposes of exchanging opinions and deliberating on the human resources operations from a broad perspective, thereby aiming to contribute to the management of human resources.

Article 36. Composition

The members of Human Resource Management Meetings shall be composed of the relevant Members of the Executive Committee, relevant Members of the Board of Directors, and relevant Corporate Executives, Executive Officers and Heads of Divisions, as well as Members of the Board of Directors, etc. of relevant subsidiaries.

Article 37. Holding of meetings

Human Resource Management Meetings shall be held, in principle, one (1) time a year.

Article 38. Secretariat

The secretariat of Human Resource Management Meetings shall share jurisdiction with the Corporate Planning Division over matters to be deliberated.

Chapter VIII. IT Management Meetings

Article 39. Purpose and Matters to be deliberated

IT Management Meetings shall be held to deliberate and exchange views from a wide range of perspectives regarding the system and IT operations in MUFG Group, and to contribute to the management of the system and IT.

Article 40. Composition

IT Management Meetings shall consist of relevant Executive Committee Members, relevant Members of the Board of Directors, Corporate Executives, Executive Officers and Heads of Divisions, and Members of the Board of Directors, etc. of relevant subsidiaries.

Article 41. Holding of meetings

IT Management Meetings shall be held in principle one (1) time a year.

Article 42. Secretariat

The secretariat of IT Management Meetings shall share jurisdiction with the Corporate Planning Division over matters to be deliberated.

Chapter IX. Facility Management Meetings

Article 43. Purpose and Matters to be Deliberated.

Facility Management Meetings shall be held to deliberate and exchange views from a wide range of perspectives regarding facility operations in MUFG Group, and to contribute to the management of facilities.

Article 44. Composition

Facility Management Meetings shall consist of relevant Executive Committee Members, relevant Members of the Board of Directors, Corporate Executives, Executive Officers and Heads of Divisions, and Members of the Board of Directors, etc. of relevant subsidiaries.

Article 45. Holding of meetings.

Facility Management Meetings shall be held in principle one (1) time a year.

Article 46. Secretariat

The secretariat of Facility Management Meetings shall share jurisdiction with the Corporate Planning Division over matters to be deliberated.

Chapter X. Cyber Security Meetings

Article 47. Purpose and Matters to be Deliberated.

Cyber Security Meetings shall be held to deliberate and exchange views from a wide range of perspectives regarding cyber security operations in MUFG Group, and to contribute to the management of cyber security.

Article 48. Composition

Cyber Security Meetings shall consist of relevant Executive Committee Members, relevant Members of the Board of Directors, Corporate Executives, Executive Officers and Heads of Divisions, and Members of the Board of Directors, etc. of relevant subsidiaries.

Article 49. Holding of meetings.

Cyber Security Meetings shall be held in principle one (1) time a year.

Article 50. Secretariat

The secretariat of Cyber Security Meetings shall share jurisdiction with the Corporate Planning Division over matters to be deliberated.

Supplementary Provisions

1. These Rules shall become effective as from October 1, 2005.

Amendment History

July 31, 2006	Amendment to Article 4 Paragraph 2
December 24, 2010	Changes to layout by chapters.
April 1, 2013	Amendment to Article 4
May 14, 2014	Amendment to Article 3, Article 4
March 31, 2015	Amendment to Article 22, Article 24, Article 25
	Addition of Chapter V. (Article 27, Article 28, Article 29)
April 1, 2015	Rules in effect
June 23, 2015	Addition to Article 3, number of other Articles moved down. Amendment to Article 2, Article 4, Article 5, Article 7, Article 8, Article 10, Article 11, Article 12, Article 14, Article 15, Article 16, Article 23, Article 28
June 25, 2015	Rules in effect
July 3, 2015	Amendment to Article 4, Article 7, Article 11, Article 27, Article 28, Article 29, Article 30
	Rules in effect
July 1, 2018	Addition of Chapter VI. (Article 31, Article 32, Article 33, Article 34)
	Rules in effect
March 1, 2019	Addition of Chapter VII. (Article 35, Article 36, Article 37, Article 38)
	Addition of Chapter VIII. (Article 39, Article 40, Article 41, Article 42)
	Rules in effect
October 7, 2019	Addition of Chapter IX. (Article 43, Article 44, Article 45, Article 46)
	Rules in effect
April 1, 2021	Amendment to Chapter II. (Article 4 Paragraph 2), Chapter III (Article 15 Paragraph 1, Article 19 Paragraphs 1 and 2)
	Rules in effect
January 4, 2022	Amendment to Chapter II. (Article 12)
April 1, 2022	Addition of Chapter X. (Article 47, Article 48, Article 49, Article 50)
	Rules in effect

Exhibit 1(e)

(TRANSLATION)

MITSUBISHI UFJ FINANCIAL GROUP, INC.

AUDIT COMMITTEE CHARTER

1. Purpose

i. The Audit Committee ("Committee"), as a committee of the Board of Directors ("Board") of Mitsubishi UFJ Financial Group, Inc. ("Company"), shall oversee the Company's operations as set forth herein.

ii. Pursuant to the provisions of the Companies Act of Japan, the Committee shall conduct an audit on the execution by the members of the Board and the corporate executive officers of the Company of their respective duties and responsibilities ("Companies Act Audit") and shall prepare a report on such audit.

iii. The Committee shall assist the Board with oversight of the operations of the Company and its subsidiaries (collectively, "Group") by overseeing the following:

a. financial reporting,

b. risk management and internal controls,

c. compliance,

d. internal audits, and

e. external audits.

iv. The above purpose shall include all such duties and responsibilities as are imposed by the laws, regulations and rules in Japan ("Japanese Law") and the U.S. Securities Exchange Act of 1934, the rules of the U.S. Securities and Exchange Commission ("SEC") and the rules of the New York Stock Exchange ("U.S. Law" and, together with Japanese Law, "Applicable Laws") on companies, including the Company, which are publicly listed in Japan and in the United States.

2. Composition

i. Membership

a. The Committee shall consist of five or more non-executive directors who shall be appointed as members of the Committee ("Committee Members") by the Board each year based on recommendations of the Nominating and Governance Committee of the Company.

b. The Committee shall, as appropriate, engage in communications with and, to the extent it deems necessary, provide its view to, the Board and the Nominating and Governance Committee of the Company regarding appointments of Committee Members.

c. Each Committee Member shall have such qualifications as are required by Applicable Laws for members of audit committees, including the independence requirements under U.S. Law, and have such expertise and work experience as are necessary to fulfill the duties and responsibilities of a Committee Member. The Committee shall collectively maintain appropriate knowledge and expertise relating to the capital markets and the financial sector.

d. At least one Committee Member shall be an "audit committee financial expert" as determined by the Board in accordance with Item 16A of Form 20-F.

ii. The Board shall appoint a Committee Member who is an "independent outside director" as such term is defined by Japanese Law to serve as the Committee Chair. The Committee Chair shall not concurrently serve as the chair of any other committees of the Board (except any such subcommittee as the Committee may create pursuant to Section 4.v hereof). The Committee Chair shall (1) call meetings of the Committee, (2) establish the agendas for the meetings in consultation with the other Committee Members, (3) preside at the meetings, and (4) communicate and share information with the other Committee Members and the Chairs of the Board and the other committees of the Board as appropriate.

iii. Each Committee Member shall report to the Board on the Committee's discussions and actions as appropriate.

iv. The Committee may have up to two Committee Members engaged in Committee activities on a full-time basis ("full-time committee members"). The full-time committee members shall attend meetings of the other committees of the Board, and the Executive Committee, the Disclosure Committee and other committees and organizations of the Company as appropriate, and shall report to the Committee on such meetings.

v. The Committee shall establish a secretariat office to assist the Committee in administering and managing the operations of the Committee. The secretariat office shall be staffed with employees from the Internal Audit Division of the Company and such other persons as the Committee determines appropriate.

3. Operations

i. The Committee shall meet once a month unless it otherwise determines, in which case it shall meet as it deems necessary.

ii. The quorum for a meeting of the Committee shall be a simple majority of the Committee Members.

iii. The Committee may, as it deems necessary, have the external auditor, other members of the Board, the Chief Audit Officer (Group CAO), the Chief Compliance Officer (Group CCO), the Chief Financial Officer (Group CFO) and other corporate executive officers and employees of the Company, and any external adviser retained pursuant to Section 4.vi hereof attend its meetings.

iv. The Committee shall, as necessary, communicate with other members of the Board and the corporate executive officers and other employees of the Company. The Committee shall, as appropriate, exchange opinions with the representative corporate executive officers of the Company.

v. The Committee shall, as necessary, obtain reports from management and other employees of the Company with respect to such matters subject to the oversight of the audit committees, audit and supervisory committees, and corporate auditors ("audit committees and other committees") of the Company's subsidiaries as the Committee deems may have a material impact on the Group.

vi. The Committee shall, as it deems necessary, obtain the assistance of the Group CAO and Internal Audit Division of the Company, through their cooperation with the internal audit divisions of the Company's subsidiaries or other appropriate means, with the Committee's coordination with the audit committees and other committees of the Company's subsidiaries.

vii. The Committee shall have prepared and maintained minutes of its meetings to properly record its discussions, deliberations, reports, and other actions and activities. The Committee may, as it deems appropriate, make such minutes, in part or whole, available to other members of the Board.

viii. The Committee shall report to the Board on the Committee's discussions, deliberations, reports, and other actions and activities as appropriate, and shall make recommendations to the Board as necessary.

ix. The Committee shall conduct an annual evaluation of the performance of its duties and responsibilities and shall report the results of such evaluation to the Board.

4. Authority

i. The Committee shall have such authority as is necessary to fulfill its purpose set forth in Section 1 hereof and its duties and responsibilities set forth in Section 5 hereof in accordance with Applicable Laws and any such other authority as is granted to it by Applicable Laws.

ii. The Committee shall have the authority to request such information relating to the operations of the Group as it deems necessary from the external auditor, other members of the Board, and the corporate executive officers and other employee of the Company in accordance with Applicable Laws.

iii. The Committee shall have the authority to request, in accordance with Applicable Laws, from the audit committees and other committees of the Company's subsidiaries such information relating to their discussions, deliberations, reports, and other actions and activities, as well as investigations conducted by them and other matters as it deems necessary.

iv. The Committee shall have the authority to conduct any such investigation relating to the Group's operations and assets and other matters as it deems necessary in accordance with Applicable Laws.

v. The Committee shall have the authority to delegate any of its duties and responsibilities, together with the necessary authority, to one or more subcommittees consisting of one or more Committee Members as the Committee determines appropriate.

vi. The Committee shall have the authority, in its sole discretion, to retain and obtain the advice and assistance of such external advisers as it determines necessary.

vii. The Company shall provide such funding and other resources as the Committee determines appropriate for the fulfillment of the Committee's purpose and duties and responsibilities set forth herein.

5. Duties and Responsibilities

i. Companies Act Audits

a. The Committee shall conduct a Companies Law Audit on the execution by the members of the Board and the corporate executive officers of the Company of their respective duties and responsibilities based on such audit policy and plans as the Committee adopts for each fiscal year.

b. The Committee shall, as appropriate, report to the Board on its audit policy and plan for such Companies Law Audit.

c. The Committee shall report to the Board on the results of its Companies Act Audit in the form of an audit report to be included in the Company's Annual Business Report for each fiscal year or otherwise presented.

ii. Oversight of Financial Reporting

a. The Committee shall discuss with the external auditor and management, and examine, the following matters relating to financial reporting:

- The Company's financial statements and accompanying notes prepared in accordance with Japanese Law and generally accepted accounting principles in Japan ("Japanese GAAP") (including the Company's non-consolidated and consolidated financial statements and accompanying schedules prepared in accordance with the Companies Act and the Company's non-consolidated and consolidated full-year and semi-annual financial statements and accompanying notes prepared in accordance with the Financial Instruments and Exchange Act of Japan) (collectively, the "Japanese GAAP Financial Statements").
- The Company's financial information prepared in accordance with U.S. Law and generally accepted accounting principles in the United States ("U.S. GAAP") and filed with the SEC (including the Company's financial statements, accompanying notes and financial analysis and discussion filed on Form 20-F with, and the Company's semi-annual financial statements, accompanying notes and financial analysis and discussion submitted on Form 6-K to, the SEC) (collectively, the "U.S. GAAP Financial Information").
- The Company's quarterly reports prepared in accordance with Japanese GAAP (including the Company's quarterly reports prepared in accordance with the Financial Instrument and Exchange Act) ("Japanese GAAP Quarterly Reports").

b. The Committee shall examine the financial information included in the Company's earnings releases (*kessan-tanshin*), press releases, investor relations materials and other information that are published in connection with the Japanese GAAP Financial Statements, the U.S. GAAP Financial Information and the Japanese GAAP Quarterly Reports prior to their publication, considering discussions of the Disclosure Committee and the Executive Committee and other relevant information.

c. The Committee shall discuss with the external auditor, the Internal Audit Division and management, and examine, the Group's critical accounting policies and practices (including those accounting policies and practices which relate to such items as critical accounting estimates, items requiring a high degree of judgment, items involving uncertainty such as contingent liabilities, and related party transactions) and related disclosures.

d. The Committee shall obtain reports from the external auditor and management with respect to any material communications relating to the Group's financial and accounting matters between the external auditor and management in accordance with Applicable Laws. The Committee shall discuss with the external auditor and management, and examine, disagreements between them regarding such matters to resolve such disagreements.

e. The Committee shall prepare a report based on the result of its examination of the Company's non-consolidated and consolidated financial statements and accompanying schedules prepared in accordance with Japanese GAAP and present such report to the Board.

iii. Oversight of Risk Management and Internal Controls

a. The Committee shall obtain reports from management, the Internal Audit Division and the external auditor on, examine and evaluate any significant risks and the risk management and corporate governance frameworks of the Group and the operation of such frameworks.

b. The Committee shall communicate and coordinate, as appropriate, with the Risk Committee of the Company with respect to the Group's risk management through such means as the participation of the full-time committee members in meetings of the Risk Committee and discussions with the Risk Committee, as necessary.

c. The Committee shall obtain reports from management, the Internal Audit Division and the external auditor on, discuss and examine the following matters relating to the Group's internal control over financial reporting:

- The Group's accounting and financial reporting processes and the frameworks for internal controls over the Group's accounting and financial reporting and the operation of such frameworks.
- Management's assessment of the effectiveness of such processes and internal controls, the Internal Audit Division's audit relating to management's assessment of the same, and the external auditor's evaluation of the same.
- Any significant deficiency, material weakness or other similar issue identified through such assessment, audit or evaluation.
- Management's responses to any such deficiency, weakness or issue.
- Any fraud, or reasonably suspected fraud, that involves management or other employees who have a significant role in the Group's processes and internal controls described above.

d. The Committee shall obtain reports from management, the Internal Audit Division and the external auditor on, discuss and examine the framework for the disclosure controls for the Company's disclosures and the operation of such framework.

iv. Oversight of Compliance

a. The Committee shall oversee the framework for the Group's compliance with Applicable Laws and other applicable laws, regulations and rules and the operation of such framework.

b. The Committee shall obtain reports from management on, and examine, the status of any material failure of the Group to comply with Applicable Laws or other applicable laws, regulations or rules, and any legal proceedings or regulatory matters.

c. The Committee shall review the Group's codes of ethics and other internal rules, monitor compliance with such codes and rules, and evaluate the framework for ensuring compliance with such codes and rules.

d. The Committee shall establish procedures (i) pertaining to complaints received by the Company regarding accounting, internal accounting controls and auditing matters and (ii) for the confidential, anonymous submission by Group employees of concerns regarding questionable accounting or auditing matters, and shall handle any such complaint and concern received through such procedures in a confidential and appropriate manner. The Committee shall obtain reports from the audit committees and other committees of the Company's subsidiaries on, and examine, their handling of concerns received directly from subsidiary employees pertaining to the same matters.

v. Oversight of Internal Audits

a. The Committee shall review and evaluate the framework for the Group's internal audit function and the operation of such framework.

b. The Committee shall obtain the Internal Audit Division's explanations on, and discuss with such Division, such Division's proposed audit plan, risk assessment based on which such plan has been prepared, audit focus areas, and staffing plan including retention of any external expert, and shall approve such audit plan.

c. The Committee shall obtain the Internal Audit Division's reports on, and discuss with such Division, any significant matters relating to an internal audit, including the execution, findings and results of, and communications with management regarding, the internal audit, and shall provide instructions, as necessary, to such Division.

d. The Committee shall examine the evaluation of the Internal Audit Division periodically performed, and any recommendation made, by an external third party and shall evaluate the Internal Audit Division's responses to such evaluation or recommendation.

e. The Committee shall obtain reports from the Internal Audit Division on, and evaluate, the performance of its duties and responsibilities, and such Division's measures designed to continuously improve and enhance the internal audit function, including audit methodologies and human resource development, and the implementation of such measures.

f. The Committee shall determine the appointment of the Group CAO and other personnel who perform significant internal audit functions, and shall communicate such determination to the Nominating and Governance Committee of the Board.

g. The Committee shall perform an annual evaluation of the Group CAO, considering the performance of the Internal Audit Division, and submit such evaluation to the Compensation Committee of the Board.

vi. Oversight of External Audits

a. The Committee shall oversee the work of the external auditor and obtain reports directly from the external auditor.

b. The Committee shall set a policy for the appointment, termination and non-appointment of the external auditor and, in accordance with such policy, determine whether to submit to shareholder vote a proposal for the appointment, termination and non-appointment of the external auditor.

c. The Committee shall obtain the external auditor's explanations on the external auditor's proposed annual audit plan, any material changes in such plan, the risk assessment based on which such plan has been prepared, audit focus areas, estimated audit work hours and other related matters, and shall discuss and evaluate such plan.

d. The Committee shall obtain from, and discuss with, the external auditor an estimate of audit work hours and a fee proposal for auditing the Company's financial statements and internal control over financial reporting based on the external auditor's audit plan, and shall approve such estimate and proposal.

e. The Committee shall, as appropriate, obtain the external auditor's reports on, and discuss with the external auditor, any significant matters relating to the Company's accounting, internal controls and financial reporting, including the execution, findings and results of, and communications with management regarding, the external auditor's audit, and shall examine and evaluate the audit performed by the external auditor.

f. The Committee shall pre-approve any non-audit services to be provided to the Group by the external auditor and any of its domestic and overseas member firms by ensuring, prior to the provision of such services, that such non-audit services are not prohibited under Applicable Laws or other applicable laws, regulations or rules. The Committee shall establish appropriate policies and procedures for pre-approving such non-audit services.

g. The Committee shall obtain explanations from the external auditor on, and evaluate, the external auditor's compliance, and the framework for ensuring compliance, with the auditor independence standards under Applicable Laws and other applicable laws, regulations and rules.

h. The Committee shall obtain from the external auditor reports on, and examine, any material issues raised by any quality-control reviews (including any internal or peer quality-control reviews and any inquiries, inspections or investigations by governmental or professional authorities in Japan, the United States and other jurisdictions) and any steps taken to deal with such issues, and shall evaluate the quality of services provided by the external auditor.

i. The Committee shall, at least annually, receive the external auditor's explanation or presentation on, and evaluate, the external auditor's audit quality-control framework (including the frameworks for executing audit work with required expertise and for ensuring compliance with the applicable independence requirements).

j. The Committee shall examine and evaluate whether all of the matters that the external auditor is required to communicate to the Committee under Applicable Laws and other applicable laws, regulations and rules have been appropriately communicated to the Committee.

k. The Committee shall set the Group's hiring policies for employees or former employees of the external auditor and evaluate the implementation of such policies.

6. Coordination with the Audit Committees and Other Committees of the Company's Subsidiaries

i. The Committee shall monitor the oversight of the operations of the Company's domestic and overseas subsidiaries by their audit committees and other committees through coordination with such audit committees and other committees in accordance with Sections 6.ii, 6.iii and 6.iv hereof to ensure the effective and efficient oversight of the operations of the Group.

ii. The Committee shall coordinate with the audit committees and other committees of MUFG Bank, Ltd., Mitsubishi UFJ Trust and Banking Corporation, Mitsubishi UFJ Securities Holding Co., Ltd. and Mitsubishi UFJ NICOS Co., Ltd. in the following manner or otherwise as appropriate:

a. The Committee shall obtain reports from such audit committees and other committees on, and discuss with such audit committees, the audit plans, the execution of such plans and the audit reports relating to their respective Companies Act Audits.

b. The Committee shall obtain from such audit committees and other committees information relating to their discussions and other activities and, if determined necessary by the Committee, request such audit committees and other committees to submit minutes of their meetings and other meeting materials and otherwise provide reports on their discussions and other activities in accordance with Applicable Laws.

c. The full-time committee members shall, as necessary, attend meetings of such audit committees and other committees and report to the Committee on such meetings as appropriate.

The Committee shall coordinate with the audit committees and other committees of the Company's other subsidiaries in Japan, as necessary, by obtaining reports from such audit committees and other committees on, and discussing with such audit committees and other committees, their respective Companies Act Audits and other matters.

In coordinating with the audit committees and other committees of the Company's subsidiaries in Japan as set forth above, the Committee shall consider all applicable requirements under Japanese Laws, including any requirement for such audit committees and other committees to maintain their independence with respect to decision-making.

iii. The Committee shall coordinate with the Audit & Finance Committee ("AFC") of MUFG Americas Holdings Corporation ("MUAH") in the following manner or otherwise as appropriate:

a. The Committee shall obtain from the AFC, through cooperation with the AFC, reports on the AFC's oversight of the operations of MUAH and, if determined necessary by the Committee, request the AFC to submit minutes of their meetings and other meeting materials and otherwise provide reports on its discussions and other activities in accordance with Applicable Laws.

b. The Committee shall, as necessary, hold meetings and other communications between Committee Members and members of the AFC, and the participating Committee Members shall report to the Committee on such meetings and other communications.

c. The Committee shall cooperate with the AFC in maintaining the AFC's independence, considering the requirements of U.S. Laws to which the AFC is subject, including any requirement for the AFC to maintain its independence with respect to decision-making.

iv. The Committee shall, as necessary, coordinate with the audit committees and other committees of the Company's overseas subsidiaries other than MUAH and request for information from such audit committees and other committees. In making such coordination and request, the Committee shall, as necessary, coordinate with the audit committees and other committees of the Company's domestic subsidiaries that are intermediate holding companies of such overseas subsidiaries. In coordinating with such audit committees and other committees, the Committee shall consider the requirements of all applicable local and other laws, regulations and rules to which such audit committees and other committees are subject, including any requirement for such audit committees and other committees to maintain their independence with respect to decision-making.

v. The Committee shall, as necessary, provide the audit committees and other committees of the Company's subsidiaries with appropriate assistance, including the following, designed to enhance the oversight of the operations of the Group by such audit committees and other committees:

a. plan and provide training and other sessions for the members of such audit committees and other committees, and

b. implement, as appropriate, measures to promote interactions and communications among the Committee and such audit committees and other committees to enhance the performance of their duties and

responsibilities, including providing such audit committees and other committees with information to help enhance their administration and operations.

7. Amendments

i. The Committee shall annually review this Charter in terms of its effectiveness, appropriateness and other criteria, considering the Committee's self-evaluation conducted in accordance with Section 3.ix hereof, and determine whether the Charter should be amended. If the Committee determines that any amendment to the Charter is necessary, the Committee shall propose such amendment to the Board.

End

Date of Establishment

December 1, 2017

Dates of Amendments

July 1, 2018

July 1, 2022

Exhibit 11

MUFG Group Code of Conduct 2022

MUFG

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(Note : Explanations in each chapter are described in 1 ~ 4 or ●)

Message from the Group CEO

Be the company with enduring trust

"What does MUFG exist for?" How do you answer this question?

We are in an era of great change globally. While people's ways of thinking and values are dispersed and diversified, our awareness of contribution to global issues such as the environment and society is shared around the world as a universal value. In these times, companies are more fundamentally "what does their company exist for ?" all are required to re-question the perspective. MUFG will do our best to become the power to move forward. With that in MUFG's thoughts, "Committed empowering a brighter future." has been defined as MUFG's purpose. The important thing is that each and every one of you connects this pass to their own daily work and role as their own story and realize a career that can be proud of.

MUFG Way aims at values that should be shared in the medium to long term, in addition to the purpose of existence. It consists of a vision as a figure. The MUFG Way is the MUFG group's basic stance in carrying out our management activities and is also the guiding principle for all of our wider activities.

This is the reason for our Code of Conduct. It lays stepping stones to define the path of responsible decision-making through uncertain times. It also informs our day-to-day behavior and helps guide us to do the right thing at all times. In other words, our trust is founded on the "right actions" you and I take every day.

There are times when we struggle to make a decision. In such cases, we should refer to the Code of Conduct as our guide. One good way to gauge if we are doing the right thing is to ask ourselves: Can we explain our choices with honor to our family and friends?

If you notice anything that might contravene our standards of conduct – even slightly – report it immediately to your supervisor or use Compliance Helpline . Do not hesitate. Reporting these matters is the right thing to do and is everyone's sacred responsibility.

MUFG Group entities are fully committed to cultivating an atmosphere of speaking freely without fear. Your courage is appreciated by the firm, which is responsible for responding appropriately. No repercussions will ever be taken against a member of staff who makes a sincere, honest report in order to protect what's right.

Put simply, the Code of Conduct is not just for reading. It is for action – literally. Being the company with the enduring trust of our customers and society depends on each of us – all of us – doing the right thing in our day-to-day work. Always.

April 2022

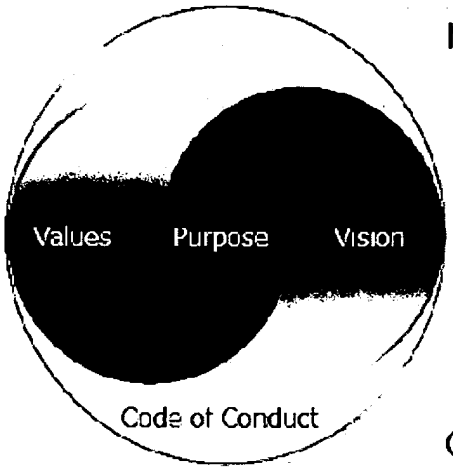
H. Kamezawa

Hironori Kamezawa

Member of the Board of Directors, President & Group CEO

1 MUFG Way and Code of Conduct

The MUFG Way sets forth the most basic stance of the MUFG Group in the execution of its business activities, make each employee aware of the purpose of the Group, and is the guiding principle for all its activities.
Code of Conduct shows how Group members should make their decisions and act on a daily basis, and is an important part of supporting the MUFG Way.



MUFG Way

Purpose

Empowering a brighter future.

Values

1. Integrity and Responsibility
2. Professionalism and Teamwork
3. Challenge Ourselves to Grow

Vision

Be the world's most trusted financial group

Code of Conduct

Check

"Culture"

Culture refers to the patterns of thinking and behavior shared by all staffs. This includes both explicit written documents, such as our MUFG Way and Code of Conduct, and norms that are shared implicitly among all staffs.

2 Code of Conduct (Main text)

Chapter 1.
Customer Focus

Our customers are at the center of everything we do, and should always be the focus of our thoughts. Our aim should be to win the trust and confidence of our customers at all times. MUFG exists today because of the trust and confidence that customers have placed in us over many years. Our role is to increase and strengthen this bedrock of trust and confidence. Our activities are not driven by the prospect of short-term gains. Instead, we look to build ongoing relationships with our customers to support their long-term growth.

1-1 Honesty and Integrity

Our customers are at the center of everything we do. We carry out fair and transparent corporate activities with honesty and integrity. We treat customer assets with care and respect and strive always to ensure that our actions do not unjustly damage our customers' interests.

1-2 Ensuring Quality

To build lasting relationships of trust and confidence with our customers, we listen carefully to what our customers are telling us and maintain thoroughgoing quality control of all our products and services, from planning and development to provision and subsequent revisions, with a view to further enhancing quality.

1-3 Exceeding Customer Expectations

We aim to meet the diverse needs of our customers worldwide, and to provide services exceeding their expectations through the highest standards of professionalism, by leveraging our global network and the consolidated strengths of the entire Group.

Chapter 2.
Responsibility as a Corporate Citizen

As we develop our business globally, we comply with all the domestic and international laws and rules that may apply. We do all we can to maintain stability and confidence in the global financial system, and we contribute to the sound and healthy growth of society. Aware of the responsibility and accountability each of us has as a member of MUFG, we carry out fair and transparent corporate activities with honesty and integrity, in a manner that supports and strengthens the trust and confidence MUFG has earned from society over many years.

2-1 Adherence to Laws and Rules

In addition to adhering strictly to all domestic and international laws, regulations and rules, we strive to do the right thing based on our strict code of ethics.

Violations of laws or rules damage the vital social infrastructure of the financial system and lead to a loss of trust in MUFG. We strictly abide by all laws and rules relating to our business.

2-2 Prevention of Financial Crime

We have zero tolerance for supporting or facilitating financial crime or any attempt to circumvent the rules and procedures aimed at preventing financial crime. We take all reasonable steps possible to prevent our products and services from being used by individuals or entities involved in illegal or improper activities such as money laundering and terrorist financing..

2-3 Contributing to Society

We respect the history, cultures, and customs of different countries and regions around the world, and work to contribute to the development of diverse communities and the protection of the environment throughout our corporate activities and the social volunteer efforts of our all staffs.

Chapter 3.

Behaviors in the Workplace

We strive to respond and adapt promptly to the diversifying and evolving needs of our customers and the rapidly changing environment in which we work. The working environment at MUFG fosters mutual respect, enables individuals to make the most of their abilities as professionals, and maximizes the power of teamwork across regions and different areas of business, encouraging all staffs to embrace new challenges. We work always to protect and maintain the tangible and intangible assets and property that MUFG has accumulated.

3-1 Challenge Ourselves to Grow

We strive to enhance our knowledge, expertise, and potential and maximize the power of teamwork. We believe that the changing business environment represents opportunity and are always ready to embrace new challenges in new fields.

3-2 Collaborative and Professional Working Environment

We respect the human rights and diversity of all MUFG staffs. We do not engage in or tolerate any form of discrimination or harassment or any other behavior that infringes these beliefs.

3-3 Protecting MUFG's Assets and Property

We protect the tangible and intangible assets and property of MUFG and individual Group entities and do not tolerate any behavior that might damage these assets.

3-4 Reporting Problem Situations and Seeking

If you become aware of conduct that contravenes the law, company regulations, or the provisions of this Code of Conduct, or any other problem situations, you must promptly report

the matter and seek advice from a supervisor, human resources, compliance officer or issue a report via Compliance Helpline arrangements made available by MUFG.

3 About the Code of Conduct

(1) The Code of Conduct is designed to provide guidance at all times, or when we find it difficult to know if we are making the right choice. (In some cases, the Code of Conduct may be supplemented by additional entity or location specific guidelines, which provide further guidance.)

(2) In situations where you feel uncertain, you should consider the following:

☑	Is the conduct in line with the Code of Conduct and internal and external laws, rules, and regulations?
☑	Am I deceiving myself to rationalize my behavior?
☑	Is there any possibility that others might regard the conduct as inappropriate?
☑	Would I do the same thing to my family or those that are close to me?

(3) All staffs must undergo training on the Code of Conduct once a year, as a general rule. In addition, each member of staff must make an attestation, in a form determined by the relevant Group entity, that he or she will abide by the MUFG Code of Conduct.

Beware of unconscious bias!

If you or colleagues use the following words: Be careful:

"Because everyone is doing it..." "We always do..."

⇒Even if 100 people are doing it the same way, the 101st person might be different

"It's been going well so far..."

⇒Even if same result 100 times, 101st times might be different

While we know these phrases are commonly used in our daily conversations, based on one's own values and experiences, "imposition", "unconscious bias" (unconscious prejudice) is hidden.

When you become aware of you or colleagues are using these phrases, let's take a step back and ask if this is the only way of doing things.

4 Failure to Abide by the Code of Conduct

(1) All staffs must abide by the Code of Conduct, as well as applicable laws, regulations, rules, protocols, procedures, and other guidelines determined by Group MUFG entities. If we have policies that are more restrictive than the Code of Conduct, we must follow those policies. Any conduct that fails to meet these standards may result in disciplinary measures, up to and including termination of employment, in accordance with the employment regulations and other rules established separately by individual MUFG companies. All staffs may be held personally responsible for conduct that damages the reputation and trust of an MUFG company or damages the company's interests.

(2) All staffs may also be held responsible and accountable for the action or inaction of others if they fail to take action despite knowing about inappropriate behavior or conduct on the part of others that is likely to have a serious negative impact on the trust or interests of any Group entity, or if they ignore any such conduct despite being in a position of responsibility requiring them to know about it. All staffs must cooperate in any audit, examination, or investigation conducted related to potential violations of the Code, Company policy, procedures, or guidelines.

(3) In addition, all staffs conduct may be reported to the relevant authorities, which could result in a fine, loss of the qualification to work in the financial industry, and/or even imprisonment.

What happens if I cannot exceed customer expectations or achieve growth and new challenges?

The Code of Conduct contains a mixture of different guidelines. Behaviors like "Acting with honesty and integrity" and "Prevention of financial crime" must be followed at all times. Others, including "Exceeding customer expectations" and "growth and challenges" are more like targets that you should aim toward.

Conduct Risk

In addition to violation of existing rules (such as regulations), behavior 1) that is contrary to conventional wisdom or socially common idea, 2) contravenes business customs or market practices, or 3) does not consider from the customers' perspective could be detrimental to the interests of stakeholders, such as customers and shareholders, and as a result, could have a negative impact on our corporate value, profit, and reputation. This risk is called "conduct risk."

5 Roles and Responsibilities of Managers

Managers have several additional roles and responsibilities. ("Manager" here refers primarily to all managers with responsibility for leading team members, head of department and head of divisions.)

① Lead by example and be proactive about acting ethically in accordance with the MUFG Way and the Code of Conduct.
② Work to ensure that staffs under your supervision understand the content of the MUFG Way and the Code of Conduct in a manner appropriate to the respective organization.
③ Foster an environment where all staffs feel comfortable raising concerns when they are struggling to reach a work-related decision or facing a problem.
④ Strictly avoid any conduct that could be construed as an abuse of your position.
⑤ Take appropriate, timely action when a problem has arisen, either addressing the issue directly or escalating appropriately.

The Importance of "Listening"

When your subordinates or colleagues approach you and say he/she wants to talk about something and sometimes with a bit of hesitation, are you taking the time to listen to them sincerely?

Sometime when your subordinates or colleagues want to consult with you about something, they might be speaking to you with courage and it is important that they feel that they have your full support and you are carefully listening to them.

In particular, when your subordinates or colleagues encounter a problem that violates the Code of Conduct, it is very important that you deal with it appropriately and swiftly before the problem becomes any worse.

If you keep this in mind, it should help you respond promptly as not critical issue. If you are a manager, please practice this in your daily communication with your subordinates. Even if do not have any subordinates, you can still practice the same thing in your communication with any other colleagues and you can also learn from observing how your manager reacts to you when you want them to listen to you.

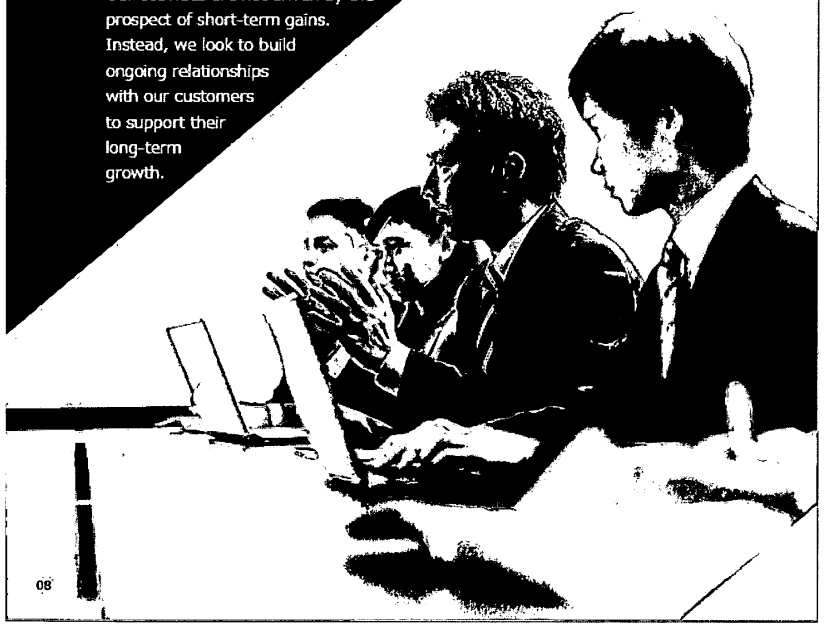
Chapter 1.

Customer Focus

Our customers are at the center of everything we do, and should always be the focus of our thoughts. Our aim should be to win the trust and confidence of our customers at all times.

MUFG exists today because of the trust and confidence that customers have placed in us over many years.

Our role is to increase and strengthen this bedrock of trust and confidence. Our activities are not driven by the prospect of short-term gains. Instead, we look to build ongoing relationships with our customers to support their long-term growth.



1-1 Honesty and Integrity

Our customers are at the center of everything we do. We carry out fair and transparent corporate activities with honesty and integrity. We treat customer assets with care and respect and strive always to ensure that our actions do not unjustly damage our customers' interests.

1 Acting with Honesty and Integrity

- We place our customers at the center of everything we do. Our thoughts are always of how best to help our customers, and we work fairly and honestly to support our customers' long-term sustained growth.

2 Safeguarding Customer Assets (Including Information)

- Our customers entrust us with important assets such as cash and securities as well as information. The loss, leakage, or misuse of our customers' information can not only cause serious damage to customer interests but can also seriously undermine the trust and confidence in MUFG.
- We treat our customers' financial assets with the utmost care and ensure that they are properly safeguarded at all times.
- We also protect the confidentiality, security and privacy of customer information.

3 Protecting Customer Interests Properly

- To protect the interests of our clients, we act to treat our customers in a fair, ethical, and non-discriminatory manner with honesty and integrity and conduct our sales-related transactions with responsibility and a high level of ethics.
- When conducting business with customers, we are sensitive to the possibility of conflicts of interest that may exist between customers or between a customer and a Group entity. We act appropriately at all times, in line with the guidelines on managing conflicts of interest.

Dilemma about "Customer's trust" and "Performance Objectives"

Have you ever felt a conflict of interest between achieving your targets and maintaining the customer's trust?

As a company, we have a responsibility and accountability to achieve our objectives. But these must be achieved by following correct procedures and earning trust and a good reputation from our customers.

If you ever feel any conflict between your objective and the customer's trust, always prioritize the customer's trust.

Please remind yourself that achieving objectives is only meaningful if it is achieved by doing the right thing. Also, please look existing procedure/business practice over again.

1-2 Ensuring Quality

To build lasting relationships of trust and confidence with our customers, we listen carefully to what our customers are telling us and maintain thoroughgoing quality control of all our products and services, from planning and development to provision and subsequent revisions, with a view to further enhancing quality.

1 Best Possible Products and Services for Customers

- In order to earn trust from customers and build lasting positive business relationships with them, it is important to maintain thorough quality control at all stages in the development and delivery of our products and services.
- Quality control means developing and providing the best possible products and services for customers and ensuring accuracy and safety in all our business dealings.
- To this end, it is important to always keep in mind the following principles:
  ① Clearly define the customer and their needs when planning and developing products.
  ② Ensure that the risks associated with our products and services are understandable and acceptable to the customer.
  ③ Ensure that products and services proposed and provided to customers match their purposes, needs, knowledge, experience, financial capabilities, and other relevant conditions.
  ④ Give clear and accurate explanations that enable customers to understand the nature and risks of our products and services.
  ⑤ Be fair-minded, courteous, and sincere in all dealings with our customers.

2 Unending Work to Improve Quality

- We regularly confirm that our products and services are meeting the needs of our customers, and we work constantly to review and improve the quality of all our products and services.

Ensuring Quality

Financial products and services are not visible or physical. However, quality control is important, just like with any product, from the viewpoint of suitability for customer needs, ease of understanding, and ease of use.

Specifically, effective management is based on the life cycle from product planning and development to sales and after-sales follow-up. If problems arise, they will appear in the voice of the customer or in the observation of someone else in the company. Be sensitive enough to notice them.

1-3 Exceeding Customer Expectations

We aim to meet the diverse needs of our customers worldwide, and to provide services exceeding their expectations through the highest standards of professionalism, by leveraging our global network and the consolidated strengths of the entire Group.

1 Improving Expertise

- To provide our customers with the best possible products and services, every one of us works to improve our professional knowledge and expertise.

2 Leveraging the Consolidated Strengths of MUFG

- For our customers, MUFG is a single company. We will continue to provide services that exceed customer expectations by bringing our strengths and capabilities together and acting as an integrated group.

3 Using Our Global Network

- We use MUFG's global network to provide outstanding products and services that are truly world-class.

What is the Risk-ownership of the 1st line of defense?

The first line of defense refers to the Business Unit of business execution, such as sales and marketing.

There are risks associated with sales and marketing activities, but some people within the first line of defense may have a false sense that risk management should be entrusted to the Risk Management Office, which is the second line of defense, and that they should concentrate on earning.

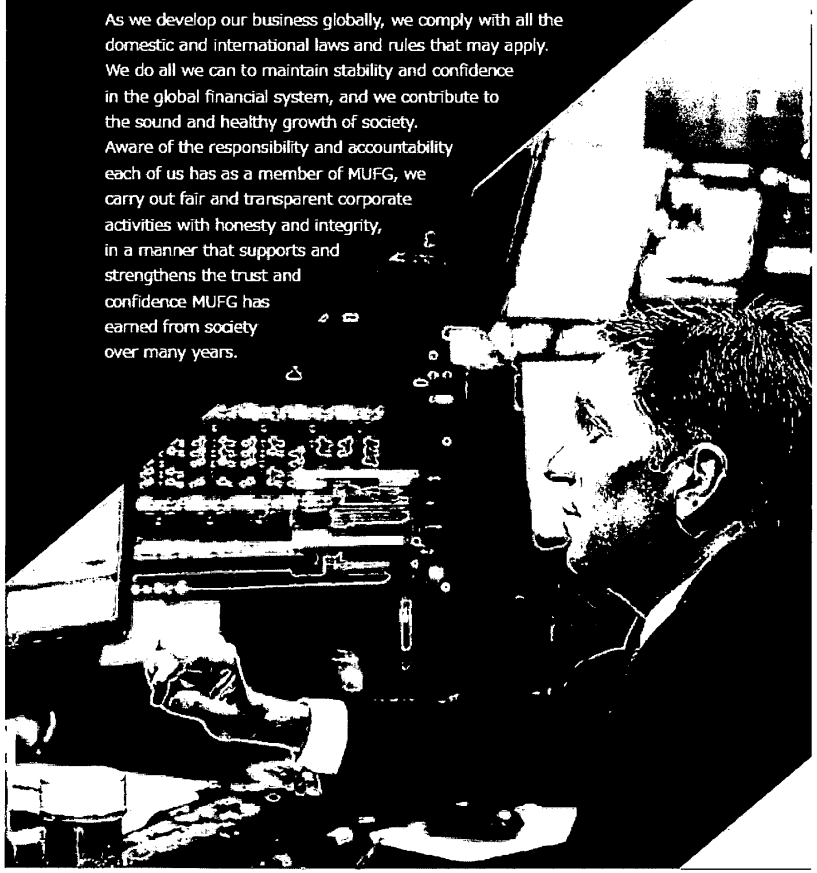
The primary responsibility for managing risk associated with sales and marketing activities rests with the first line of defense, which is responsible for the consequences of risk events.

Risk-ownership means being prepared for the consequences of sales-related risks. A member of staff in the first line should be aware of risk ownership, identify risks in their day-to-day operations, and strive to control them as needed.

Chapter 2.

Responsibility as a Corporate Citizen

As we develop our business globally, we comply with all the domestic and international laws and rules that may apply. We do all we can to maintain stability and confidence in the global financial system, and we contribute to the sound and healthy growth of society. Aware of the responsibility and accountability each of us has as a member of MUFG, we carry out fair and transparent corporate activities with honesty and integrity, in a manner that supports and strengthens the trust and confidence MUFG has earned from society over many years.



2-1 Adherence to Laws and Rules

In addition to adhering strictly to all domestic and international laws, regulations and rules, we strive to do the right thing based on our strict code of ethics.
Violations of laws or rules damage the vital social infrastructure of the financial system and lead to a loss of trust in MUFG. We strictly abide by all laws and rules relating to our business, including the following areas:

1 Prohibition of Insider Trading

- Insider trading is illegal in many countries and is strictly regulated, regardless of the amount of money involved.
- We manage material information rigorously and have no involvement in activities that use material nonpublic information to gain illegal profits.

2 Ban on Unfair Trading Practices

- As a participant in a fair, transparent, and free competitive market, we have no involvement with unfair trading practices (including cartels, abuse of dominant position, and market manipulation).
- We abide strictly with all the laws and rules (including all local tax and compliance requirements) in place to protect fair trading, including firewall regulations and the arm's length rule in case of intercompany transactions between MUFG entities.

3 Prohibition of inappropriate Gifts and Hospitality

- Complying with the Global Standard for Offer and Acceptance of Gifts and Business Hospitality, we exercise good judgment and fair dealing to ensure that the giving or receiving of gifts and hospitality with third parties (e.g., clients, vendors) is:
  - For a legitimate business purpose (not to improperly influence business judgment)
  - Reasonable based on the facts and circumstances (not lavish or too frequent)

4 Accurate Recording and Appropriate Disclosure

- Records of our business activities, including financial information, are accurately recorded and properly maintained and managed.
- To ensure that MUFG is properly understood and evaluated in the wider society, it is incumbent on us to ensure that company information is disclosed in a timely and appropriate manner, including financial reports. Concealment or nondisclosure of information damages our trust and reputation. We are not involved in any inaccurate or inappropriate disclosure of information, or in any attempt to conceal information.

2-2 Prevention of Financial Crime

We have zero tolerance for supporting or facilitating financial crime or any attempt to circumvent the rules and procedures aimed at preventing financial crime. We take all reasonable steps possible to prevent our products and services from being used by individuals or entities involved in illegal or improper activities such as money laundering and terrorist financing.

1 Preventing Financial Crimes and Misuse of Financial Services

- We remain alert to the possibility that the financial services provided by MUFG on a global basis may be misused to facilitate financial crimes as per below, and do everything in our power to prevent illicit activities involving our products and services such as;
  - Attempted or Actual Money laundering / Terrorist financing
  - Violations of economic sanctions
  - Participation in or promotion of bribery and corruption
  - Facilitation of tax evasion
  - Fraud, which is defined generally as any action through which an individual or entity internationally attempts to secure an unfair or unlawful gain.

2 Anti-Bribery and Corruption("ABC")

- We adhere to the highest standards of ethical conduct. In particular, we prohibit:
  - Offering or giving anything of value[1] to anyone, directly or indirectly, if it is intended or it appears as intended to improperly obtain or retain business advantages
  - Soliciting or accepting anything of value from anyone, directly or indirectly, if it influences or could appear to influence decisions on behalf of MUFG
  - Falsifying or concealing any books, records accounts or other information in connection with MUFG's business.
- We comply with ABC Policy requirements that apply to certain activities (e.g., gifts and hospitality, hiring, engagement of intermediaries, donations), especially when they involve public officials.

3 No Relationships with Criminal Elements

- All relationships with any known criminal elements are strictly forbidden. We work closely with the police, legal counsel, and other relevant external organizations to protect the safety of all our staffs.

[1] Anything of value for the purpose of this section will have the definition in the Global ABC Policy.

2-3 Contributing to Society

We respect the history, cultures, and customs of different countries and regions around the world, and work to contribute to the development of diverse communities and the protection of the environment throughout our corporate activities and the social volunteer efforts of our staffs.

1 Giving Back to Communities

- As a good corporate citizen, MUFG is proactively engaged with local communities and contributes to their development.
- As members of regional communities and the global community, we volunteer actively to take part in activities that make a meaningful contribution to society.

2 Commitment to the Environment

- We work to minimize the environmental impact of our corporate activities, as well as strive to develop and supply products and services that contribute to treat appropriate correspondence for climate change, environmental conservation and protection, thus contributing to making a sustainable society a reality.

Addressing environmental and social issues

You must be hear the keywords of "SDGs", "ESG", "Climate change and Carbon neutrality", "Declining birthrate and Aging population," and "Poverty and Inequality" on the daily news.

In this current situation, the MUFG Group is working to realize a sustainable future society through the provision of financial products and services and social contribution activities, starting with 10 priority themes such as "Climate change" and "Environmental conservation".

Along with higher interest in sustainability, the social perspectives toward the MUFG Group will continue to expand.

It is important that every one of employees in MUFG to think about how we can contribute to customers and society, and to take action even in small things.

Chapter 3.

Behaviors in the Workplace

We strive to respond and adapt promptly to the diversifying and evolving needs of our customers and the rapidly changing environment in which we work. The working environment at MUFG fosters mutual respect, enables individuals to make the most of their abilities as professionals, and maximizes the power of teamwork across regions and different areas of business, encouraging all staffs to embrace new challenges.

We work always to protect and maintain the tangible and intangible assets and property that MUFG has accumulated.

3-1 Challenge Ourselves to Grow

We strive to enhance our knowledge, expertise, and potential and maximize the power of teamwork. We believe that the changing business environment represents opportunity and are always ready to embrace new challenges in new fields.

1 Personal Growth

- As the needs and businesses of our customers continue to evolve, it is essential that we too continue to grow professionally so as to provide the best possible products and services for customers.
- We endeavor to improve our individual skills, abilities, and potential, through our work and by taking advantage of training and educational opportunities both inside and outside of MUFG. We proactively support the efforts of all MUFG staffs toward personal growth.

2 Teamwork

- We share information, skills, and expertise within MUFG and continue to be committed to maximizing the power of teamwork in pursuit of our business.

3 Openness to New Challenges

- Monitoring developments in society and changes in the business environment, we embrace new challenges in the belief that change represents opportunity. We positively support and evaluate staffs who actively take on challenges.

Taking Actions

No matter how good you think, if you don't actually take action, nothing will happen.

It does not matter if you take your actions are not so important. The accumulation of "your actions" with your brave heart will lead to the "Challenge" and "Growth" of the organization.

Have you ever noticed a problem but did nothing for reasons such as "Because there is no instruction from your manager" or "Because it is not the my or our team's role"?

In today's rapidly changing environment where "Speed" is important, all staffs actions are more important than ever before. Let's take a first step and move forward.

3-2 Collaborative and Professional Working Environment

We respect the human rights and diversity of all MUFG staffs. We do not engage in or tolerate any form of discrimination or harassment or any other behavior that infringes these beliefs.

1 Inclusion and Diversity

- As a global group, our workforce is highly diverse in terms of ethnicity, color, national origin, birthplace, beliefs, religion, gender, sexual orientation, gender identity, age, physical or mental disability, as well as in other dimensions.
- Diversity is essential element for MUFG's sustainable growth. A diverse group of staff results in broader ideas and a more rewarding work experience.
- We respect a diversity of values. Also, we do not tolerate discrimination, harassment or infringement of the rights of any individual, on any basis as may be set forth in applicable law and we provide equal employment opportunity accordingly.

2 Open Communication

- We strive to create an open and vibrant workplace in which a member of staff deal with one another with sincerity and honesty, regardless of position, helping and respecting one another.

3 Prohibition of Harassment

- Harassment undermines the dignity of the recipient and seriously damages the smooth running of the organization. We do not commit or tolerate sexual harassment, "power" harassment(as may be described in the laws of some countries), or other threatening or hostile behavior, including harassment from external sources.
- We do not tolerate any harassment or bullying within the company.

Enlighten, Encourage, Empower.

MUFG Group sustainable growth and development

Inclusion × Diversity

Be an organization that is recognized, utilized, and enhanced by everyone

Respect for each diversity and diverse of values

The MUFG Group has 180,000 colleagues in more than 50 countries around the world, and diverse staffs are working globally.

Inclusion and diversity is an important thought for all staffs of MUFG to provide value to society, greater customer satisfaction and sustainable growth and development.

3-3 Protecting MUFG's Assets and Property

We protect the tangible and intangible assets and property of MUFG and individual Group entities and do not tolerate any behavior that might damage these assets.

- We all use corporate assets for legitimate company business and safeguard them against cyber-related risk, unauthorized access, theft, loss, waste, or abuse. Subject to company policies and applicable law, MUFG may inspect and monitor all use of MUFG technology, facilities, and other assets.
- We protect the confidentiality, security and privacy of information of our staffs and third parties and collect, use and disclose such information in an authorized and secure manner.

Strict handling of customer information is required.

We must handle a large amount of "Customer information" and touch on "Important information about ourselves/ for MUFG." These information assets (intangible assets) must be treated in the same as the customer's cash and so on.

We may receive customer information, which includes information that is not disclosed to the public, based on the trust of our customers. As the importance of information management increases, we must be aware that we are in contact with such information in our daily operations. When we handle such important information, you have to manage appropriately in accordance with procedures and rules.

Without the awareness of all MUFG staffs, it is impossible to protect the most important customer information.

Speak Up

If you have concerns or questions about conduct that you think might contravene the law, company-policies or rules, or this Code of Conduct, be sure to report the matter promptly to the appropriate person or seek advice from a supervisor or person in charge of compliance issues, or use the Compliance helpline system established within each MUFG company. Never worry that you might be making a fuss about something minor.

Trust your sense that something is wrong. There will not be any repercussions for reporting a matter through the Compliance helpline system or otherwise.

Management or the designated human resources or similar function will be responsible for carrying out full and proper investigation into the matter you have brought to our attention.

3-4 Reporting Problem Situations and Seeking Advice

If you become aware of conduct that contravenes the law, company regulations, or the provisions of this Code of Conduct, or any other problem situations, you must promptly report the matter and seek advice from a supervisor, human resources, compliance officer or issue a report via Compliance Helpline arrangements made available by MUFG.

- If you suspect there is any problem within the company, you must promptly report the matter to an appropriate person, for example a supervisor or senior manager, or you must use the various compliance helpline arrangements in place across the Group or other means available locally.
- Whether the compliance helpline reporting channels are utilized or not, the person who receives the report or information about any problem will treat it in the strictest confidence and MUFG is committed to ensuring that reporting a member of staff do not suffer retaliation or other negative consequences.
- Reports of suspected violations made in good faith, including those made to law enforcement or a governmental agency, will not subject the member of staff to any adverse action based on such reporting.

The MUFG Group Compliance Helpline/ Contact information for each region

Nishimura & Asahi (Attention: MUFG Group Compliance Helpline)

(Address) Otemon Tower, 1-1-2 Otemachi, Chiyoda-ku, Tokyo 100-8124, Japan

(Web Address) http://www.jurists.co.jp/en/

※Please note that the MUFG Group Compliance Helpline may not be available in some countries or regions due, for example, to data protection laws. See your local Compliance Helpline Policy for details of the escalation routes available to you.

MUFG Audit Committee

(Address) 2-7-1, Marunouchi, Chiyoda-ku, Tokyo 100-8388, Japan

※MUFG Audit Committee contacts you through an external law office.

Asia Please use the MUFG Group Compliance Helpline as referenced below, or your local helpline as set out in the local policy. of

Americas www.MUFGAmericasIntegrityLine.com

EMEA For MUFG Bank and MUFG Securities offices please see the Whistleblowing Page on Kizuna: Whistleblowing - KIZUNA (kizunamufg.com)

Lessons Learned

Reports on corporate scandals appear in the media almost on a daily basis. You must never think that these scandals are something that doesn't concern us. What has happened at other companies could happen here too. Scandals have affected MUFG companies as well. We must analyze the reasons for these failures, discuss ways of ensuring they do not happen again, and then implement these measures thoroughly. Being humble enough to learn from our own mistakes and those of others is a key part of what it takes to build a good, strong company.

MEMO

Mitsubishi UFJ Financial Group,Inc.
Global Compliance Division, Corporate Planning Division
April.2022 establishment

Excerpts from MUFG's Compliance Rules

(English Translation)

(Objective)

Article 1.

These rules prescribe basic matters relating to compliance with laws and regulations.

(Revision and abolition)

Article 2.

These rules may be revised or abolished by decision of the Executive Committee; provided, however, that any material revision or abolishment of rules relating to the duties and responsibilities of the Board of Directors or Member of the Board of Directors shall be made pursuant to a resolution of the Board of Directors.

(Definitions)

Article 4.

(1) In these rules, "laws and regulations" mean laws and government ordinances to be strictly observed by MUFG personnel when carrying out business operations, as well as MUFG's Articles of Incorporation, Code of Ethics, and other rules and regulations established according to the laws and government ordinances above.

(2) In these rules, "compliance" means understanding the purpose and contents of laws and regulations properly, and behaving in an appropriate manner so as not to violate applicable laws and regulations.

(3) In these rules, "affiliates" is a general term for MUFG's consolidated subsidiaries and affiliated companies accounted for by the equity-method.

(4) In these rules, "MUFG Group" means MUFG and its affiliates.

(Fundamental Policy)

Article 5.

The MUFG Ethical Framework and Code of Conduct are the foundations of compliance at MUFG.

(Responsibilities of Members of the Board of Directors, Corporate Executives (Shikko Yaku), Executive officers (Shikko Yakuin) and Board of Directors)

Article 6.

(1) In accordance with the "Ethical Framework and Code of Conduct", MUFG Members of the Board of Directors, corporate executives (*shikko yaku*) and executive officers (*shikko yakuin*) must carry out their responsibilities with the recognition that compliance is one of the most important objectives of management.

(2) The board of directors must establish systems necessary for compliance and seek to achieve and maintain compliance.

(Responsibility of MUFG Managing Directors)

Article 7.

Managing Directors must implement compliance within their division.

(Responsibility of MUFG Employees)

Article 8.

(1) MUFG employees must ensure compliance while performing their duties, and act in accordance with the "Ethical Framework and Code of Conduct".

(2) MUFG employees must strive to acquire adequate knowledge of the laws and regulations which are necessary to their business operations.

(Directors in charge of the Global Compliance Division and the Global Financial Crimes Division)

Article 10.

(1) The Directors in charge of the Global Compliance Division and the Global Financial Crimes Division must report matters concerning compliance to the Board of Directors or Executive Committee as necessary.

(2) When there is a risk of an unavoidable conflict of interest with a different division that the director in charge of the Global Compliance Division is also in charge of, to insure the independence of the Global Compliance Division, the managing director of the Global Compliance Division shall report to the President and CEO. The President and CEO will report to the Board of Directors or Executive Committee as necessary. Appropriate action shall also be taken to avoid conflicts of interest in cases other than those mentioned above.

(Office in Charge of Compliance)

Article 11.

(1) The Global Compliance Division is in charge of overseeing the overall compliance framework.

* * *

(4) When the Global Compliance Division receives reports of problems or possible problems relating to compliance, or when it discovers such problems itself, it must take necessary actions.

Article 11. ii

The Global Financial Crimes Division is in charge of overseeing the Group's measures and management systems concerning global financial crimes, including money laundering prevention, economic sanctions measures, and bribery and corruption prevention.

(Compliance Officers Responsible)

Article 12.

The head of each business group is the compliance officer responsible for that business group. The compliance officer responsible oversees their business group and is responsible for any compliance related planning and supervision within their jurisdiction.

(Group Chief Compliance Officer)

Article 13.

(1) A Group Chief Compliance Officer (CCO) (primarily the responsibility of the Global Compliance Division and the Global Financial Crimes Division) will be appointed based on Article 19 Paragraph 2 of the Organizational Regulations. When there is no appointed Group CCO, the director overseeing the Global Compliance Division will act as CCO.

(2) The Group CCO (or in cases where there is no Group CCO, the CCO) shall oversee the coordination of division compliance officers (defined in Article 14), the chief compliance officer of each company in the MUFG Group, and any persons filling both those roles, as well as provide necessary guidance, advice and instruction based on the management agreement.

(3) The Group CCO (or in cases where there is no Group CCO, the CCO) can request reports on compliance matters from the specified compliance officers responsible (defined in Article 12).

* * *

(Division Compliance Officers)

Article 14.

(1) A chief manager in each division will serve as division compliance officer. Each managing director may appoint a person equivalent to a chief manager as division compliance officer. In such cases, the managing director should report to the Global Compliance Division in the Corporate Center, the compliance officer responsible for each business group (defined in Article 12), or the Global Compliance Division.

(2) The division compliance officer is responsible for the strengthening of compliance in each division and for planning and supervising compliance related issues regarding business matters under their jurisdiction. Furthermore, the compliance officer

will carry out duties including the management and compliance checking of documents, gathering information concerning the establishment and revision of laws relating to the duties of each division, working to improve general compliance conditions, and will play a central role in implementing compliance measures in each division.

(Responsibilities of Managing Directors)

Article 15.

When the managing director receives reports of problems or possible problems relating to compliance from the division compliance officer, or when they discover such problems themselves, they must consult with the managing director of the Global Compliance Division as well as provide orders and instructions to the division compliance officer. Furthermore, in each business group, they must report to the compliance officer responsible.

(Compliance Reporting System)

Article 16.

(1) When a MUFG employee discovers problems or possible problems relating to compliance, they must report directly to their senior managers and the division compliance officer as stipulated in Article 14.

(2) A person receiving such report must treat the report with appropriate care in working towards a resolution. Furthermore, the information relating to any reporting person must be treated with appropriate caution.

(3) When the compliance officers receive reports of or otherwise detect violations of laws and regulations, or possible violations, they must report directly to the Global Compliance Division or the Global Financial Crimes Division and the managing director of their division. In cases where the managing director is involved in inappropriate conduct or behavior (including cases where such involvement is suspected or where a determination as to such involvement is difficult to make), such reports must be made to the Global Compliance Division or the Global Financial Crimes Division.

(4) When a MUFG employee does not wish to report to their senior managers and the division compliance officer due to said officer being complicit in a violation of laws and regulations or the possibility thereof, or when no response or remediation is made despite an employee having made a report, the employee can report directly to the Global Compliance Division. In each business group, reports can be made to necessary parties other than those mentioned above, based on the instructions of the compliance officer responsible (defined in Article 12).

(5) When a report of a problem or possible problem relating to compliance are made, it shall be prohibited to take any action to seek or identify the person who made the report or take any adverse employment action against such person for making the report.

Excerpts from MUFG's Compliance Manual

(English Translation)

I. Legal issues regarding Management

(3) Board Director and Corporate Executive

(4) Transactions involving a conflict of interest

When a Board Member or a Corporate Executive engages in a transaction involving a conflict of interest, the Board Member or the Corporate Executive must receive the approval of the Board of Directors.

III. Specific issues

(5) Conflicts of interest

When a conflict of interest arises in connection with an operation involving any of the MUFG Group companies, Directors or employees, on one hand, and a customer or other third-party, the Director or employee, the MUFG Group company to which such Director or employee belongs, or any other MUFG Group company, on the other, the MUFG Group company, Director or employee must perform the operation in a proper manner.

Excerpts from MUFG's Rules of Employment

(English Translation)

(Disciplinary Action)

Article 40.

The company will take disciplinary action when employees take the following prohibited actions:

(17) If an employee violated the rules of employment or any other applicable internal rules.

Exhibit 12

CERTIFICATION

I, Hironori Kamezawa, certify that:

1. I have reviewed this annual report on Form 20-F of Mitsubishi UFJ Financial Group, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the company as of, and for, the periods presented in this report;
4. The company's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the company and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the company, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the company's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the company's internal control over financial reporting that occurred during the period covered by the annual report that has materially affected, or is reasonably likely to materially affect, the company's internal control over financial reporting; and

5. The company's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the company's auditors and the audit committee of the company's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the company's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the company's internal control over financial reporting.

July 8, 2022

/s/ Hironori Kamezawa

Name: Hironori Kamezawa
Title: President & Group Chief Executive Officer

CERTIFICATION

I, Tetsuya Yonehana, certify that:

1. I have reviewed this annual report on Form 20-F of Mitsubishi UFJ Financial Group, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the company as of, and for, the periods presented in this report;
4. The company's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the company and have:
   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the company, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   (c) Evaluated the effectiveness of the company's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   (d) Disclosed in this report any change in the company's internal control over financial reporting that occurred during the period covered by the annual report that has materially affected, or is reasonably likely to materially affect, the company's internal control over financial reporting; and
5. The company's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the company's auditors and the audit committee of the company's board of directors (or persons performing the equivalent functions):
   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the company's ability to record, process, summarize and report financial information; and
   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the company's internal control over financial reporting.

July 8, 2022

/s/ Tetsuya Yonehana
Name: Tetsuya Yonehana
Title: Group Chief Financial Officer

Exhibit 13

MITSUBISHI UFJ FINANCIAL GROUP, INC.

CERTIFICATION REQUIRED BY
RULE 13a-14(b) OR RULE 15d-14(b)
AND 18 U.S.C. Section 1350

In connection with the Annual Report of Mitsubishi UFJ Financial Group, Inc. (the "Company") on Form 20-F for the fiscal year ended March 31, 2022 as filed with the US Securities and Exchange Commission on the date hereof (the "Report"), I, Hironori Kamezawa, President & Group Chief Executive Officer of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350 that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: July 8, 2022

/s/ Hironori Kamezawa
Name: Hironori Kamezawa
Title: President & Group Chief Executive Officer

MITSUBISHI UFJ FINANCIAL GROUP, INC.

CERTIFICATION REQUIRED BY
RULE 13a-14(b) OR RULE 15d-14(b)
AND 18 U.S.C. Section 1350

In connection with the Annual Report of Mitsubishi UFJ Financial Group, Inc. (the "Company") on Form 20-F for the fiscal year ended March 31, 2022 as filed with the US Securities and Exchange Commission on the date hereof (the "Report"), I, Tetsuya Yonehana, Group Chief Financial Officer of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350 that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: July 8, 2022

/s/ Tetsuya Yonehana
Name: Tetsuya Yonehana
Title: Group Chief Financial Officer

Exhibit 15(a)

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in Registration Statement No. 333-230590 on Form S-8 and Registration Statement No. 333-242048 on Form F-3 of our reports dated July 8, 2022, relating to the financial statements of Mitsubishi UFJ Financial Group, Inc. ("MUFG") and the effectiveness of the MUFG's internal control over financial reporting appearing in the Annual Report on Form 20-F of MUFG for the year ended March 31, 2022.

/s/Deloitte Touche Tohmatsu LLC

Tokyo, Japan
July 8, 2022

Exhibit 15(b)

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in Registration Statement No. 333-230590 on Form S-8 and Registration Statement No. 333-242048 on Form F-3 of Mitsubishi UFJ Financial Group, Inc. of our reports dated February 24, 2022, relating to the consolidated financial statements of Morgan Stanley, and the effectiveness of Morgan Stanley's internal control over financial reporting, appearing in the Annual Report on Form 10-K of Morgan Stanley for the year ended December 31, 2021.

/s/ Deloitte & Touche LLP

New York, New York
July 8, 2022

Exhibit 99(a)

CAPITALIZATION AND INDEBTEDNESS

The following table presents our capitalization and indebtedness at March 31, 2022:

	At March 31, 2022
	(in millions)
Total short-term borrowings[1]	¥ 54,014,412
Long-term debt:	
Obligations under finance leases	16,104
Unsubordinated debt	30,145,917
Subordinated debt	4,028,553
Obligations under loan securitization transactions	519,719
Debt issuance costs	(13,694)
Total long-term debt	34,696,599
Shareholders' equity:	
Capital stock, with no stated value (common stock authorized: 33,000,000,000 shares; common stock issued: 13,281,995,120 shares)	2,090,270
Capital surplus	5,327,772
Retained earnings:	
Appropriated for legal reserve	239,571
Unappropriated retained earnings	8,172,646
Accumulated other comprehensive income, net of taxes	227,033
Treasury stock, at cost: 668,286,238 common shares	(452,224)
Total shareholders' equity	15,605,068
Noncontrolling interests	691,454
Total equity	16,296,522
Total capitalization and indebtedness	¥ 50,993,121

Note:

(1) Total short-term borrowings consist of call money and funds purchased, payables under repurchase agreements, payables under securities lending transactions, due to trust account and other short-term borrowings.

Exhibit 99(b)

UNAUDITED REVERSE RECONCILIATION OF SELECTED FINANCIAL INFORMATION

Our consolidated financial statements are prepared in accordance with U.S. GAAP as described in the notes thereto. The basis of our consolidated financial statements prepared under U.S. GAAP is significantly different from Japanese GAAP in certain respects. Under Japanese banking regulations and Tokyo Stock Exchange rules, we are required to report our annual and quarterly results prepared in accordance with Japanese GAAP. We present below a reverse reconciliation of total equity under U.S. GAAP to net assets under Japanese GAAP as of March 31, 2022 and net income before attribution of noncontrolling interests for the fiscal year ended March 31, 2022.

	As of March 31, 2022 (in millions)
Total equity in accordance with U.S. GAAP	¥ 16,296,522
Differences arising from different accounting for:	
1. Investment securities	(21,441)
2. Loans	1,546
3. Allowance for credit losses	430,694
4. Fixed assets	296,137
5. Pension liability	15,405
6. Derivative financial instruments and hedging activities	175,877
7. Compensated absences	50,396
8. Long-term debt	(14,482)
9. Consolidation	292,891
10. Goodwill	305,000
11. Intangible assets	(119,728)
12. Investments in equity method investees	687,738
Other	(580,857)
Deferred income tax effects, when applicable	172,547
Net assets in accordance with Japanese GAAP	¥ 17,988,245

	For the fiscal year ended March 31, 2022
	(in millions)
Net income before attribution of noncontrolling interests in accordance with U.S. GAAP	¥ (44,216)
Differences arising from different accounting for:	
1. Investment securities	1,163,174
2. Loans	(3,013)
3. Allowance for credit losses	32,656
4. Fixed assets	(43,746)
5. Pension liability	31,993
6. Derivative financial instruments and hedging activities	294,950
7. Compensated absences	(399)
8. Long-term debt	(1,034)
9. Consolidation	(48,485)
10. Goodwill	(22,547)
11. Intangible assets	(90,272)
12. Investments in equity method investees	51,121
Other	185,064
Deferred income tax effects, when applicable	(298,799)
Net income before attribution of noncontrolling interests in accordance with Japanese GAAP	¥ 1,206,447

Explanation of Differences between U.S. GAAP and Japanese GAAP

Major factors which explain the differences shown in the above table are as follows:

1. Investment securities

The cost basis of certain securities is different under U.S. GAAP and Japanese GAAP due primarily to the following:

- On October 1, 2005, Mitsubishi Tokyo Financial Group, Inc. ("MTFG") merged with UFJ Holdings, Inc. ("UFJ Holdings"), with MTFG being the surviving entity, and was renamed "Mitsubishi UFJ Financial Group, Inc." Under U.S. GAAP, in accordance with the guidance on accounting for business combinations, the assets and liabilities of companies acquired in purchase transactions are recorded at fair value at the date of acquisition. Therefore, the new cost basis of investment securities, including available-for-sale and other investment securities, of UFJ Holdings was established and they were recognized at fair value as of October 1, 2005. Under Japanese GAAP, which was effective as of October 1, 2005, the new cost basis was not established for such investment securities and they were carried over at their historical cost basis.
- Under U.S. GAAP, available-for-sale debt securities are considered to be impaired if the fair value is less than the amortized cost basis. An impairment loss is recognized in earnings for a security if the MUFG Group has intent to sell such a debt security or if it is more likely than not the MUFG Group will be required to sell such a debt security before recovery of its amortized cost basis. If not, the credit component of an impairment loss is recognized in earnings by recording an allowance for credit losses, limited by the amount of impairment loss. However, the noncredit component of an impairment loss is recognized in accumulated OCI. For Held-to-maturity debt securities, an allowance for expected credit losses over the remaining expected life is required to be provided. In addition, marketable equity securities are measured at fair value with unrealized gains or losses reflected in net income. Under Japanese GAAP, significant declines in the fair value of securities below cost are recorded in earnings for both debt security and marketable equity security. In determining a significant decline, the extent of the decline in fair value below cost and credit standing of the issuers are considered.
- Under U.S. GAAP, measurement alternative is elected for nonmarketable equity securities, and these securities are primarily measured at cost minus impairment, if any, plus or minus changes resulting from observable price changes in orderly transactions for the identical or a similar investment of the same issuer. Under Japanese GAAP, these securities are measured at cost minus impairment, but changes resulting from observable price changes are not recognized.
- Under U.S. GAAP, changes in the fair value of foreign securities held by MUFG Bank and Mitsubishi UFJ Trust and Banking are recognized in earnings since the fair value option was elected for these foreign securities in accordance with the guidance on accounting for fair value options for financial assets and financial liabilities. Under Japanese GAAP, only the changes attributable to movements in foreign currency exchange rates are recognized in earnings and the other changes in the fair value are recognized in other comprehensive income.

2. Loans

Under U.S. GAAP, loan origination fees, net of certain direct origination costs, are deferred and recognized as income over the contractual life of the loans, while under Japanese GAAP, they are primarily recognized in earnings at the time of origination.

3. Allowance for credit losses

Under U.S. GAAP, the credit loss allowance is measured on a collective basis over the contractual term of the loans, when similar risk characteristics exist, based on relevant information about past events, including historical experience, current conditions, and reasonable and supportable forecasts that affect the collectibility of the loan or a group of loans. For loans that do not share similar risk characteristics, the credit loss allowance is measured on an individual basis, primarily based on the present value of expected future cash flows discounted at the loan's effective interest rate, or the fair value of the collateral if the loan is collateral dependent. Under Japanese GAAP, the allowance for loans, which is measured on a collective basis, is provided based mainly on historical loss experience for the immediately following one-year period or the average remaining term to maturity of loans. In addition, the allowance for certain types of loans, which is measured on an individual basis, is provided based on historical loss experience. These differences between U.S. GAAP and Japanese GAAP generally result in a larger amount of allowance for credit losses under U.S. GAAP.

4. Fixed assets

The differences between Japanese GAAP and U.S. GAAP principally consist of (1) Premises and equipment, and (2) Land revaluation.

(1) Premises and equipment

Under U.S. GAAP, a nonmonetary asset acquired in exchange for another nonmonetary asset is generally recorded at the fair value of the asset surrendered or that of the asset received, and a gain or loss is recognized on the exchange. Under Japanese GAAP, the asset received is recorded at the cost of the asset surrendered in relevant types of exchange transactions, resulting in no gain or loss.

(2) Land revaluation

U.S. GAAP does not allow revaluation of operating assets and requires land to be recorded at cost. Under Japanese GAAP, land used for business operations of domestic subsidiaries was revalued as of March 31, 1998 for Bank of Tokyo-Mitsubishi, as of March 31, 2002 for The Mitsubishi Trust and Banking Corporation and as of December 31, 2001 for other domestic subsidiaries of MTFG with the corresponding impact recorded directly in equity as well as related deferred tax assets/liabilities, pursuant to the Law concerning Revaluation of Land. Accordingly, land held on the revaluation dates are recorded at different values.

5. Pension liability

Under both U.S. GAAP and Japanese GAAP, the funded status of defined benefit plans is recognized as assets or liabilities in a consolidated balance sheet, and actuarial gains or losses and prior service costs or benefits that have not yet been recognized through earnings as net periodic benefit cost are recognized in other comprehensive income, net of tax, until they are amortized as a component of net periodic benefit cost. Actuarial gains or losses are amortized based on corridor approach under U.S. GAAP, while they are amortized over a specified number of years under Japanese GAAP.

6. Derivative financial instruments and hedging activities

MUFG utilizes derivatives to manage its exposures to fluctuations in market factors such as interest rates and foreign exchange rates arising from mismatches in the risk profiles of assets and liabilities. Under U.S. GAAP, most derivatives used by MUFG are accounted for as trading assets or liabilities because they do not qualify for hedge accounting under the criteria prescribed in the guidance on accounting for derivative instruments and hedging activities. Japanese GAAP permits hedge accounting for certain derivative hedging activities, including portfolio hedges, using less restrictive hedging criteria.

In addition, bifurcation requirements are different between U.S. GAAP and Japanese GAAP. Under U.S. GAAP, if the economic characteristics and risks of the embedded derivatives are deemed "clearly and closely related" to the economic characteristics and risks of the host contracts, the embedded derivatives are not bifurcated from their host contracts. Under Japanese GAAP, the embedded derivatives may be bifurcated from their host contracts if the risk of the embedded derivatives and host contracts are managed separately.

7. Compensated absences

Under U.S. GAAP, in accordance with the guidance on accounting for compensated absences, an employer is required to accrue a liability for employees' rights to receive compensation for future absences such as unused vacations and holidays when certain conditions are met (for example, unexpired vacation benefits that employees have earned but have not yet taken). Under Japanese GAAP, employers are not required to recognize liabilities and accordingly, no liabilities are recognized for such short-term employee benefits.

8. Long-term debt

Under U.S. GAAP, in accordance with the guidance on accounting for business combinations, the new cost basis of long-term debt of UFJ Holdings was established and it was recognized at fair value as of October 1, 2005. Under Japanese GAAP, which was effective as of October 1, 2005, the new cost basis was not established and the long-term debt was recorded at its historical cost basis.

9. Consolidation

The scope of consolidation is different under U.S. GAAP and Japanese GAAP primarily because, under U.S. GAAP, the primary beneficiary must consolidate variable interest entities based on variable interests, which resulted in additional consolidation of certain variable interest entities. Japanese GAAP does not have a concept of variable interest entities.

On the other hand, certain variable interest entities including funding vehicles, which are consolidated under Japanese GAAP due to the majority ownership of the voting rights, are not consolidated under U.S. GAAP because MUFG and its consolidated subsidiaries are not their primary beneficiaries.

The breakdown of the impact of the difference on total equity is as follows.

	Consolidation under U.S. GAAP	Deconsolidation under U.S. GAAP	Total
		(in millions)	
Investment securities	¥ 1,894,696	¥ 100,568	¥ 1,995,264
Loans	(2,261,718)	869,102	(1,392,616)
Trading account assets	(2,494,423)	(4,064)	(2,498,487)
Short-term borrowings	2,544,850	(28,004)	2,516,846
Long-term debt	314,439	(344,027)	(29,588)
Others	(96,300)	(202,228)	(298,528)
Total	¥ (98,456)	¥ 391,347	¥ 292,891

The breakdown of the impact of the difference on net income before attribution of noncontrolling interests is as follows.

	Consolidation under U.S. GAAP	Deconsolidation under U.S. GAAP	Total
		(in millions)	
Investment securities	¥ 43,531	¥ 1,988	¥ 45,519
Loans	(11,153)	162,402	151,249
Trading account assets	(113,852)	795	(113,057)
Short-term borrowings	2,937	(30)	2,907
Long-term debt	2,426	(3,827)	(1,401)
Others	9,823	(143,525)	(133,702)
Total	¥ (66,288)	¥ 17,803	¥ (48,485)

10. Goodwill

Under U.S. GAAP, in accordance with the guidance on accounting for business combinations, identifiable assets acquired, liabilities assumed, and any noncontrolling interest in an acquired company are recorded at fair value at the date of acquisition. Goodwill is the excess of the fair value of noncontrolling interest and consideration transferred, over the fair value of identifiable

assets acquired and liabilities assumed. Goodwill is not amortized, but is subject to an annual impairment test at the reporting unit level, and also reviewed more frequently if events or changes in circumstance indicate that the goodwill might be impaired. Under Japanese GAAP, goodwill is the difference between the purchase price consideration and the acquirer's share of fair value of the net assets acquired. Goodwill is amortized by straight-line method over the estimated period not exceeding 20 years, and an impairment test is required only if indication of impairment is identified.

In addition, the acquisition of UFJ Holdings has been accounted for by a method similar to pooling-of-interests, and consequently goodwill has not been recognized in accordance with Japanese GAAP, which was effective as of October 1, 2005.

11. Intangible assets

Under U.S. GAAP, in accordance with the guidance on accounting for business combinations, all identifiable intangible assets acquired in purchase transactions are recorded at fair value at the date of acquisition. Intangible assets with definite useful lives are amortized over their estimated useful life and reviewed for impairment whenever events or changes in circumstance indicate that their carrying amount may not be recoverable. Intangible assets with indefinite useful lives are tested for impairment at least annually, and also reviewed more frequently if events or changes in circumstance indicate that the assets might be impaired. Under Japanese GAAP, which was effective as of October 1, 2005, intangible assets have not been recognized in connection with the acquisition of UFJ Holdings.

12. Investments in equity method investees

Under U.S. GAAP, a portion of a difference between the cost of an investment and the amount of underlying equity in net assets of an investee is not amortized. A loss in value of an investment that is other than a temporary decline is recognized as an impairment loss. Under Japanese GAAP, goodwill which is included in investments in equity method investees is amortized by straight-line method. If a decline in the market value below the cost is substantial, based on the extent of decline in market value and the credit standing of the issuers, an impairment loss is recognized within the limit of the amount of unamortized goodwill.