

DECLARATION

I, Tetsuya Oka, Vice President, International Banking Unit, Sumitomo Mitsui Banking Corporation, do hereby solemnly and sincerely declare:

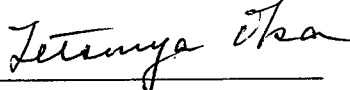
1. that I am well acquainted with the Japanese and English languages,
and
2. that the attached document:

Certified Copy of Registration

is a true and correct translation into the English language.

And I make this solemn declaration conscientiously believing the same to be true and correct.

Dated March 24, 2003



Tetsuya Oka

Certified Copy of Registration (Rireki-Jiko-Ichibu-Shomei-Sho)

1-2, Yurakucho 1-chome, Chiyoda-ku, Tokyo
 Sumitomo Mitsui Banking Corporation
 Corporate registration No.: 0199-01-008813

Corporate Name	<u>THE WAKASHIO BANK, LTD.</u> (Kabushiki Kaisha Wakashio Ginko)	
	Sumitomo Mitsui Banking Corporation (Kabushiki Kaisha Mitsui Sumitomo Ginko)	Registered March 17, 2003
Head Office	21-1, Kanda-Jimbocho 2-chome, Chiyoda-ku, Tokyo	
	1-2, Yurakucho 1-chome, Chiyoda-ku, Tokyo	Relocated March 17, 2003 Registered March 17, 2003
Method of giving public notice	<u>To be notified in The Nihon Keizai Shimbun published in Tokyo.</u>	
	To be notified in The Nihon Keizai Shimbun	Registered March 17, 2003
Date of incorporation of bank	June 6, 1996	
Objectives	<ol style="list-style-type: none"> 1) <u>Acceptance of deposits and periodically accumulating deposits (Teiki Tsumikin), lending of funds, discount bills and notes, and exchange transaction.</u> 2) <u>Guarantee of debts, acceptance of drafts, and other business incidental to the banking business mentioned in the preceding Item 1.</u> 3) <u>Underwriting, handling of offering and secondary distribution, sale and purchase, and other business relating to government bond, local government bond, government guaranteed bond.</u> 4) <u>Business authorized to Banks by Secured Bonds Trust Law and Law for Registration of Debentures, and Others.</u> 5) <u>Business incidental or relating to the preceding four items mentioned above.</u> 	
	<ol style="list-style-type: none"> 1) <u>Acceptance of deposits and periodically accumulating deposits (Teiki Tsumikin), lending of funds, discount bills and notes, and exchange transaction.</u> 2) <u>Guarantee of debts, acceptance of drafts, and other business incidental to the banking business mentioned in the preceding Item 1.</u> 3) <u>Underwriting, handling of offering and secondary distribution, sale and purchase, and other business relating to government bond, local government bond, government guaranteed bond and other securities.</u> 4) <u>Business authorized to Banks by Secured Bonds Trust Law and Law for Registration of Debentures, and Others.</u> 5) <u>Business incidental or relating to the preceding four items mentioned above.</u> 	
		Changed June 29, 2000 Registered July 5, 2000

	<p>1) Acceptance of deposits and periodically accumulating deposits (Teiki Tsumikin), lending of funds, discount bills and notes, and exchange transaction.</p> <p>2) Guarantee of debts, acceptance of drafts, and other business incidental to the banking business mentioned in the preceding Item 1.</p> <p>3) Underwriting, handling of offering and secondary distribution, sale and purchase, and other business relating to securities authorized to banks under the Securities and Exchange Law.</p> <p>4) Trust business.</p> <p>5) Business authorized to Banks by Secured Bonds Trust Law and Law for Registration of Debentures, and Others.</p> <p>6) Business incidental or relating to 5 items mentioned above.</p> <p style="text-align: right;">Registered March 17, 2003.</p>	
Par value of unit stock	<u>50,000 yen</u>	
Number of authorized shares	<u>3,200,000</u>	
	<u>2,816,620</u>	Changed March 30, 2001 Registered March 30, 2001
	101,767,000	
		Registered March 17, 2003
Total number of outstanding shares and their breakdown	<u>800,000</u>	
	<u>416,620</u>	Changed March 30, 2001 Registered March 30, 2001
	<u>1,661,620</u>	Changed March 13, 2003 Registered March 14, 2003
	<u>2,741,620</u>	Changed March 14, 2003 Registered March 14, 2003
	<p>Total Number of outstanding shares 55,778,805 shares</p> <p>Breakdown</p> <p>Ordinary shares 54,811,805 shares</p> <p>Preference shares 967,000 shares</p> <p>(1) Type 1 preference shares: 67,000 shares (Dividend ¥10,500/share: Interim dividend, ¥10,500/share.)</p> <p>(2) Type 2 preference shares: 100,000 shares (Dividend ¥28,500/share: Interim dividend, ¥28,500/share.)</p> <p>(3) Type 3 preference shares: 800,000 shares (Dividend ¥13,700/share. Interim dividend, ¥13,700/share.)</p> <p style="text-align: right;">Registered March 17, 2003</p>	
Stockholders' equity	<u>40,000,000,000 yen</u>	
	<u>20,831,000,000 yen</u>	Changed March 30, 2001 Registered March 30, 2001
	<u>52,952,000,000 yen</u>	Changed: March 13, 2003 Registered: March 14, 2003

	80,816,000,000 yen	Changed: March 14, 2003
		Registered: March 14, 2003
	559,985,000,000 yen	Registered March 17, 2003
Types and details of authorized shares	<p>Ordinary shares: 100,000,000 Type 1 preference shares: 67,000 Type 2 preference shares: 100,000 Type 3 preference shares: 800,000 Type 4 preference shares: 250,000 Type 5 preference shares: 250,000 Type 6 preference shares: 300,000</p> <p>If any preference shares are retired or converted, they shall be subtracted from the total number of shares authorized to be issued and the number of relevant preference shares authorized to be issued.</p> <p>1. Dividends of Profit to Preference Shareholders</p> <p>In the event that the Bank pays dividends of profit, the Bank shall pay to the holders of preference shares (hereinafter referred to as the "Preference Shareholders") or the registered pledgees of preference shares (hereinafter referred to as the "Registered Preference Pledgees"), in preference to the holders of ordinary shares (hereinafter referred to as the "Ordinary Shareholders") or the registered pledgees of ordinary shares (hereinafter referred to as the "Registered Ordinary Pledgees"), dividends of profit in such an amount (hereinafter referred to as the "Preferred Dividends Amount"), not exceeding two hundred thousand yen (¥200,000) per year per share of the type 1 preference shares, the type 2 preference shares, the type 4 preference shares, and the type 5 preference shares, not exceeding fifteen thousand yen (¥15,000) per year per share of the type 3 preference shares and not exceeding three hundred thousand yen (¥300,000) per year per share of the type 6 preference shares, as shall be determined by a resolution of the Board of Directors relating to the issuance of the relevant preference shares; provided, however, that if interim dividend were paid during the relevant fiscal year, the amount of such interim dividends shall be subtracted from the Preferred Dividends Amount. If the amount of dividends of profit paid to the Preference Shareholders or the Registered Preference Pledgees is less than the Preferred Dividends Amount in any fiscal year, such deficiency shall not be carried over for accumulation to the subsequent fiscal years.</p> <p>The Bank shall not pay dividends in excess of the Preferred Dividends Amount to the Preference Shareholders or the Registered Preference Pledgees.</p> <p>1. Interim Dividends to Preference Shareholders</p> <p>In the event that the Bank pays Interim Dividends, the Bank shall pay the Interim Dividends in such amount, not exceeding one-half of the Preferred Dividends Amount per preference share, as shall be determined by a resolution of the Board of Directors relating to the issuance of the relevant preference shares, to the Preference Shareholders or the Registered Preference Pledgees in preference to the Ordinary Shareholders or the Ordinary Registered Pledgees.</p>	

1. Liquidation Distributions of Residual Assets to Preference Shareholders

In the event that the Bank makes a liquidation distribution of residual assets, the Bank shall make to the Preference Shareholders or the Registered Preference Pledgees in preference to the Ordinary Shareholders or the Registered Ordinary Pledgees a distribution of three million yen (¥3,000,000) per share of the Type 1, Type 2, Type 4, Type 5, and Type 6 preference shares, and one million yen (¥1,000,000) per share of the Type 3 preference shares. Other than a distribution, no liquidation distribution shall be made to the Preference Shareholders or the Registered Preference Pledgees.

1. Retirement of Preference Shares

The Bank may purchase preference shares at any time and retire such preference shares by reducing the profits distributable to shareholders by an amount equal to the purchase price thereof.

The retirement of shares mentioned in the foregoing paragraph may be made with respect to any one or more types of preference shares.

The Bank may redeem a part or the whole of the type 5 preference shares or the type 6 preference shares at such time as determined by a resolution of the Board of Directors relating to the issuance of the relevant preference shares and at redemption price regarded to be appropriate in light of market price, etc. In the event that a part of the type 5 preference shares or a part of the type 6 preference shares is redeemed, the shares to be redeemed shall be decided by lottery or by an other method.

1. Voting Rights of Preference Shareholders

No Preference Shareholder shall have any voting rights at a general meeting of shareholders. However, if a proposal for receiving Preference Dividends is not submitted to or is submitted but is rejected at an ordinary general meeting of shareholders, the Preference Shareholders shall have voting rights from the time of the conclusion of the relevant ordinary general meeting of shareholders to the time of the resolution to receive Preference Dividends is adopted.

1. Consolidation or Division of Preference Shares; Preference Shareholders' Pre-emptive Rights to Subscribe for New Shares, etc.

Except as otherwise provided by applicable law, no consolidation or division of shares shall be made with respect to preference shares.

The Bank shall not grant to the Preference Shareholders pre-emptive rights to subscribe for new shares or rights to subscribe for convertible bonds or bonds with rights to subscribe for new shares.

1. Conversion of Preference Shares

A Preference Shareholder of the type 1 preference shares, the type 2 preference shares, the type 3 preference shares, the type 4 preference shares, or the type 5 preference shares may request the Bank to convert its preference shares into ordinary shares. The period during which the conversion may be requested (hereinafter referred to as the "Conversion Period") and the terms and conditions shall be determined by a resolution of the Board of Directors relating to the issuance of the relevant preference shares.

	<p>1. Mandatory Conversion of Preference Shares</p> <p>A type 1 preference share, a type 2 preference share, a type 3 preference share, a type 4 preference share, or a type 5 preference share with respect to which conversion has not been requested during the Conversion Period shall be mandatorily converted, as of the date immediately following the last day of the Conversion Period (hereinafter referred to as the "Mandatory Conversion Date"), into such number of ordinary shares as is obtained by dividing the amount of the subscription price paid for such preference share by the average of the closing prices (including quoted prices (<u>kehai hyoji</u>) if no closing prices are reported) per share of ordinary shares of Sunitomo Mitsui Financial Group, Inc., which is the 100% parent company of SMBC, at the Tokyo Stock Exchange for the thirty (30) trading days (disregarding trading days on which no such closing prices are available) commencing on the date forty-five (45) trading days prior to the Mandatory Conversion Date. The average price shall be calculated in yen to the ten's place and rounded to the hundred's place (50 being rounded upwards). Provided, however, that if such average price is less than, in the case of the type 1 and type 2 preference shares, five hundred thousand yen (¥500,000), in the case of the type 3 preference shares, the amount not less than two hundred and fifty thousand yen (¥250,000) determined by a resolution of the Board of Directors relating to the issuance of the relevant preference shares, or in the case of the type 4 and type 5 preference shares, the amount not less than five hundred thousand yen (¥500,000) determined by a resolution of the Board of Directors relating to the issuance of the relevant preference shares, then a preference share shall be converted into such number of ordinary shares as is obtained by dividing the amount of subscription price paid for the preference share by the average price obtained above.</p> <p>Any fraction of less than one share arising as a result of calculation of the number of ordinary shares pursuant to the foregoing Paragraph shall be treated <i>mutatis mutandis</i> in accordance with the provisions of the Commercial Code relating to consolidation of shares.</p> <p>1. Preference order of Preference Shares</p> <p>The preference order of payment of dividends of profit, Interim Dividends and liquidation distribution of residual assets for preference shares issued by the Bank shall be the same among the various types of preference shares.</p> <p style="text-align: right;">Registered March 17, 2003</p>
<p>Conditions and conversion claim periods of convertible shares (if not set in articles of incorporation)</p>	<p>Type 1 Preference Shares (The preferred dividend to be paid in respect of each Preferred Share is 10,500 yen per share. The preferred interim dividend is 10,500 yen per share.)</p> <p>1. Conditions of Conversion</p> <p>(1) Initial Conversion Price</p> <p>The initial conversion price will be 952,400 yen.</p> <p>(2) Reset of Conversion Price</p> <p>The conversion price will be reset on August 1, 2003 and thereafter on August 1 in each year through and including August 1, 2008 (each hereinafter referred to as a "Reset Date") to the average closing price (including indicative price)</p>

of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on the Tokyo Stock Exchange ("TSE") on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding such Reset Date. The reset Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). Provided, however, if the reset Conversion Price is less than ¥952,400 (hereinafter referred to as "Conversion Floor Price" provided, however, it will be subject to adjustment in accordance with (3) below), the reset Conversion Price will be the Conversion Floor Price. In the case an event for adjusting the Conversion Price stipulated in (3) below occurs during the period from and including the forty-fifth (45th) trading day immediately preceding the Reset Date to and including the Reset Date, the reset Conversion Price will be adjusted in accordance with (3) below.

(3) Adjustment of Conversion Price

- (a) The Conversion Price will be subject to adjustments in accordance with the formula (hereinafter referred to as the "Conversion Price Adjustment Formula") described below in the event described in (x), (y) and (z) below.

Conversion price after Adjustment =

Conversion price before adjustment X

$$\frac{\text{Number of Issued Ordinary Shares} + \frac{\text{Number of newly issued Ordinary Shares} \times \text{Amount to be paid per Ordinary Share}}{\text{Current Market Price per share}}}{\text{Number of issued Ordinary Shares} + \text{Number of newly issued Ordinary Shares}}$$

The adjusted Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). However, when the adjusted Conversion Price calculated in accordance with the Conversion Price Adjustment Formula is less than ¥100,000, the adjusted Conversion Price shall be ¥100,000.

- (x) In the event that the Bank issues Ordinary Shares for a consideration less than the current Market Price that is used in the Conversion Price Adjustment Formula

The adjusted Conversion Price will become effective as of the date immediately following the payment date, or, if such Ordinary Shares are issued to shareholders of the Bank, the date immediately following the date specified for the allotment of such Ordinary Shares.

- (y) In the event that Ordinary Shares are issued by way of stock split

The adjusted Conversion Price will become effective as of the date immediately following the date of the allotment of such Ordinary Shares by way of stock split: provided, however, that if the stock split and the Ordinary Shares to be issued thereunder is effected by a transfer of distributable profits to capital subject to the approval of an ordinary general meeting of shareholders of the Bank and the date for the allotment of such Ordinary Shares falls prior to the date of the close of the relevant

ordinary general meeting of shareholders at which the required transfer of distributable profits to capital is to be approved, the adjusted Conversion Price will become effective as of the date immediately following the date on which the ordinary general meeting of shareholders approving the transfer is concluded.

- (z) In the event that the Bank issues (i) shares entitling the holders thereof to exercise conversion rights of new shares (hereinafter referred to as "Convertible Shares"), or (ii) stock options or bonds with stock options entitling the holders thereof to exercise subscription rights of new shares, at a price less than the current Market Price that is used in the Conversion Price Adjustment Formula

The adjusted Conversion Price will become effective as of the date immediately following the payment date (the issue date for gratis stock options), or, if Ordinary Shares are issued to shareholders of the Bank, the date immediately following the date specified for the allotment of such Ordinary Shares. For the purpose of such adjustment, the number of newly issued Ordinary Shares in the Conversion Price Adjustment Formula will be the number of Ordinary Shares which would have been issued if all Convertible Shares were converted or all stock options were exercised on the date immediately preceding the effective date.

With respect to the following adjustments, the number of above-related deemed shares exceeding the number of shares issued due to exercising of conversion rights and options are added to the number of issued Ordinary Shares.

- (b) Where the Conversion Price is necessary to be adjusted by virtue of an amalgamation or merger, capital decrease or consolidation of Ordinary Shares or any other event the Conversion Price will be adjusted to the extent that, and in such manner as, the Board of Directors of the Bank in accordance with (a) above determines to be appropriate.
- (c) Market Price in the Conversion Price Adjustment Formula is the average of the closing price (including indicative price) of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding the date on which the adjusted Conversion Price becomes effective (in the case referred to in the proviso in paragraph (a)(y) above, the date prescribed for the allotment of Ordinary Shares to shareholders). Such average will be calculated in unit of ¥10 (¥5 being rounded upwards).
- In the case an event for adjusting the Conversion Price stipulated in (a) above is generated during the period from and including the forty-fifth (45th) trading day immediately preceding the Reset Date to and including the Reset Date, the reset Conversion Price will be adjusted in accordance with (a) above.
- (d) Conversion Price before adjustment in the Conversion Price Adjustment Formula means the Conversion Price in effect on the date immediately preceding the date on which the adjusted Conversion Price becomes effective.

(e) Number of issued Ordinary Shares in the Conversion Price Adjustment Formula means (i) if there is an allotment date the number of Ordinary Shares issued and outstanding on such date, or (ii) if there is no such date, the number of Ordinary Shares issued and outstanding on the date one calendar month prior to the date on which the adjusted Conversion Price is to become effective.

(4) Number of Ordinary Shares to be issued upon conversion

The number of the Ordinary Shares to be issued upon conversion shall be calculated in accordance with the following formula:

$$\begin{array}{l} \text{Number of Ordinary} \\ \text{Shares to be issued} \\ \text{Upon conversion} \end{array} = \frac{\text{Aggregate stated amount of Preference Shares} \\ \text{presented by Preference Shareholder for conversion}}{\text{Conversion Price}}$$

Fractions of the Ordinary Shares will be rounded down upon conversion and no cash adjustment will be made in respect thereof.

(5) Shares to be issued upon conversion

Ordinary Shares of Sumitomo Mitsui Banking Corporation

2. Conversion Claim Period

From and including the Issue Date to and including February 26, 2009; provided, however, that the period from the date immediately following any record date specified by the Bank for any general meeting of shareholders to determine shareholders entitled to exercise their rights at such general meeting to and including the date on which such general meeting is concluded shall be excluded from the conversion period.

Type 2 Preference Shares (The preferred dividend to be paid in respect of each Preferred Share is 28,500 yen per share. The preferred interim dividend is 28,500 yen per share.)

2. Conditions of Conversion

(1) Initial Conversion Price

The Initial Conversion Price shall be the closing price (including indicative price) of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on the Tokyo Stock Exchange ("TSE") on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding August 1, 2005. The Initial Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). Provided, however, if the Initial Conversion Price so obtained is less than ¥952,400, then the Initial Conversion Price shall be ¥952,400 (provided, however, it is adjusted in accordance with (3) below).

(2) Reset of Conversion Price

The conversion price will be reset on August 1, 2006 and thereafter on August 1 in each year through and including August 1, 2008 (each hereinafter referred to as a "Reset Date") to the average closing price (including indicative price) of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on the Tokyo Stock Exchange ("TSE") on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding such Reset Date. The reset Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). Provided, however, if the reset Conversion Price is less than ¥952,400 (hereinafter referred to as "Conversion Floor Price" provided, however, it will be subject to adjustment in accordance with (3) below), the reset Conversion Price will be the Conversion Floor Price. In the case an event for adjusting the Conversion Price stipulated in (3) below occurs during the period from and including the forty-fifth (45th) trading day immediately preceding the Reset Date to and including the Reset Date, the reset Conversion Price will be adjusted in accordance with (3) below.

(3) Adjustment of Conversion Price

- (a) The Conversion Price will be subject to adjustments in accordance with the formula (hereinafter referred to as the "Conversion Price Adjustment Formula") described below in the event described in (x), (y) and (z) below.

Conversion price after Adjustment =

Conversion price before adjustment X

Number of Issued Ordinary Shares	+	$\frac{\text{Number of newly issued Ordinary Shares} \times \text{Amount to be paid per Ordinary Share}}{\text{Current Market Price per share}}$
Number of issued Ordinary Shares	+	Number of newly issued Ordinary Shares

The adjusted Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). However, when the adjusted Conversion Price calculated in accordance with the Conversion Price Adjustment Formula is less than ¥100,000, the adjusted Conversion Price shall be ¥100,000.

- (x) In the event that the Bank issues Ordinary Shares for a consideration less than the current Market Price that is used in the Conversion Price Adjustment Formula

The adjusted Conversion Price will become effective as of the date immediately following the payment date, or, if such Ordinary Shares are issued to shareholders of the Bank, the date immediately following the date specified for the allotment of such Ordinary Shares.

- (y) In the event that Ordinary Shares are issued by way of stock split

The adjusted Conversion Price will become effective as of the date immediately following the date of the allotment of such Ordinary Shares by way of stock split: provided, however, that if the stock split and the

Ordinary Shares to be issued thereunder is effected by a transfer of distributable profits to capital subject to the approval of an ordinary general meeting of shareholders of the Bank and the date for the allotment of such Ordinary Shares falls prior to the date of the close of the relevant ordinary general meeting of shareholders at which the required transfer of distributable profits to capital is to be approved, the adjusted Conversion Price will become effective as of the date immediately following the date on which the ordinary general meeting of shareholders approving the transfer is concluded.

- (z) In the event that the Bank issues (i) shares entitling the holders thereof to exercise conversion rights of new shares (hereinafter referred to as "Convertible Shares"), or (ii) stock options or bonds with stock options entitling the holders thereof to exercise subscription rights of new shares, at a price less than the current Market Price that is used in the Conversion Price Adjustment Formula

The adjusted Conversion Price will become effective as of the date immediately following the payment date (the issue date for gratis stock options), or, if Ordinary Shares are issued to shareholders of the Bank, the date immediately following the date specified for the allotment of such Ordinary Shares. For the purpose of such adjustment, the number of newly issued Ordinary Shares in the Conversion Price Adjustment Formula will be the number of Ordinary Shares which would have been issued if all Convertible Shares were converted or all stock options were exercised on the date immediately preceding the effective date.

With respect to the following adjustments, the number of above-related deemed shares exceeding the number of shares issued due to exercising of conversion rights and options are added to the number of issued Ordinary Shares.

- (b) Where the Conversion Price is necessary to be adjusted by virtue of an amalgamation or merger, capital decrease or consolidation of Ordinary Shares or any other event the Conversion Price will be adjusted to the extent that, and in such manner as, the Board of Directors of the Bank in accordance with (a) above determines to be appropriate.
- (c) Market Price in the Conversion Price Adjustment Formula is the average of the closing price (including indicative price) of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding the date on which the adjusted Conversion Price becomes effective (in the case referred to in the proviso in paragraph (a)(y) above, the date prescribed for the allotment of Ordinary Shares to shareholders). Such average will be calculated in unit of ¥10 (¥5 being rounded upwards).

In the case an event for adjusting the Conversion Price stipulated in (a) above is generated during the period from and including the forty-fifth (45th) trading day immediately preceding the Reset Date to and including the Reset Date, the reset Conversion Price will be adjusted in accordance with (a) above.

- (d) Conversion Price before adjustment in the Conversion Price Adjustment Formula means the Conversion Price in effect on the date immediately preceding the date on which the adjusted Conversion Price becomes effective.
- (e) Number of issued Ordinary Shares in the Conversion Price Adjustment Formula means (i) if there is an allotment date the number of Ordinary Shares issued and outstanding on such date, or (ii) if there is no such date, the number of Ordinary Shares issued and outstanding on the date one calendar month prior to the date on which the adjusted Conversion Price is to become effective.

(4) Number of Ordinary Shares to be issued upon conversion

The number of the Ordinary Shares to be issued upon conversion shall be calculated in accordance with the following formula:

$$\text{Number of Ordinary Shares to be issued Upon conversion} = \frac{\text{Aggregate stated amount of Preference Shares presented by Preference Shareholder for conversion}}{\text{Conversion Price}}$$

Fractions of the Ordinary Shares will be rounded down upon conversion and no cash adjustment will be made in respect thereof.

(5) Shares to be issued upon conversion

~~Ordinary Shares of Sumitomo Mitsui Banking Corporation~~

2. Conversion Claim Period

From and including August 1, 2005 to and including February 26, 2009; provided, however, that the period from the date immediately following any record date specified by the Bank for any general meeting of shareholders to determine shareholders entitled to exercise their rights at such general meeting to and including the date on which such general meeting is concluded shall be excluded from the conversion period.

Type 3 Preference Shares (The preferred dividend to be paid in respect of each Preferred Share is 13,700 yen per share. The preferred interim dividend is 13,700 yen per share.)

1. Conditions of Conversion

(1) Initial Conversion Price

The initial conversion price will be 595,700 yen.

(2) Reset of Conversion Price

The conversion price will be reset on October 1, 2003 and thereafter on October 1 in each year through and including October 1, 2006 (each hereinafter referred to as a "Reset Date") to the average closing price (including indicative price) of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on

the Tokyo Stock Exchange ("TSE") on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding such Reset Date. The reset Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). Provided, however, if the reset Conversion Price is less than ¥251,100 (hereinafter referred to as "Conversion Floor Price" provided, however, it will be subject to adjustment in accordance with (3) below), the reset Conversion Price will be the Conversion Floor Price.

(3) Adjustment of Conversion Price

(a) The Conversion Price will be subject to adjustments in accordance with the formula (hereinafter referred to as the "Conversion Price Adjustment Formula") described below in the event described in (x), (y) and (z) below.

Conversion price after Adjustment =

Conversion price before adjustment X

$$\frac{\text{Number of Issued Ordinary Shares} + \frac{\text{Number of newly issued Ordinary Shares} \times \text{Amount to be paid per Ordinary Share}}{\text{Current Market Price per share}}}{\text{Number of issued Ordinary Shares} + \text{Number of newly issued Ordinary Shares}}$$

The adjusted Conversion Price shall be calculated in unit of ¥10 (¥5 being rounded upwards). However, when the adjusted Conversion Price calculated in accordance with the Conversion Price Adjustment Formula is less than ¥100,000, the adjusted Conversion Price shall be ¥100,000.

(x) In the event that the Bank issues Ordinary Shares for a consideration less than the current Market Price that is used in the Conversion Price Adjustment Formula

The adjusted Conversion Price will become effective as of the date immediately following the payment date, or, if such Ordinary Shares are issued to shareholders of the Bank, the date immediately following the date specified for the allotment of such Ordinary Shares.

(y) In the event that Ordinary Shares are issued by way of stock split

The adjusted Conversion Price will become effective as of the date immediately following the date of the allotment of such Ordinary Shares by way of stock split: provided, however, that if the stock split and the Ordinary Shares to be issued thereunder is effected by a transfer of distributable profits to capital subject to the approval of an ordinary general meeting of shareholders of the Bank and the date for the allotment of such Ordinary Shares falls prior to the date of the close of the relevant ordinary general meeting of shareholders at which the required transfer of distributable profits to capital is to be approved, the adjusted Conversion Price will become effective as of the date immediately following the date on which the ordinary general meeting of shareholders approving the transfer is concluded.

(z) In the event that the Bank issues (i) shares entitling the holders thereof to exercise conversion rights of new shares (hereinafter referred to as "Convertible Shares"), or (ii) stock options or bonds with stock options entitling the holders thereof to exercise subscription rights of new shares, at a price less than the current Market Price that is used in the Conversion Price Adjustment Formula

The adjusted Conversion Price will become effective as of the date immediately following the payment date (the issue date for gratis stock options), or, if Ordinary Shares are issued to shareholders of the Bank, the date immediately following the date specified for the allotment of such Ordinary Shares. For the purpose of such adjustment, the number of newly issued Ordinary Shares in the Conversion Price Adjustment Formula will be the number of Ordinary Shares which would have been issued if all Convertible Shares were converted or all stock options were exercised on the date immediately preceding the effective date. However, if the Conversion Share's Conversion Price or the Stock Option's payment amount is not set by the allotment date or the payment date ("the date of issue" in the case of issuing gratis stock options), respectively, the adjusted Conversion Price will become effective as from the first date on which the conversion or option rights may be exercised, and the number of newly issued Ordinary Shares in the Conversion Price Adjustment Formula will be the number of Ordinary Shares which would have been issued if all Convertible Shares were converted or all stock options were exercised on the date immediately preceding the effective date.

(b) However, in the case an event for adjusting the Conversion Price stipulated in (2) above occurs during the period from the day immediately following the last day of the Market Price calculation period to the day immediately preceding the day on which the Conversion Price is reset, in accordance with (2) above, the adjusted Conversion Price will be calculated using the reset Conversion Price as the Conversion Price before adjustment and the Conversion Price before the reset shall not be adjusted.

(c) Where the Conversion Price is necessary to be adjusted by virtue of an amalgamation or merger, capital decrease or consolidation of Ordinary Shares or any other event the Conversion Price will be adjusted to the extent that, and in such manner as, the Board of Directors of the Bank determines to be appropriate.

(d) Market Price in the Conversion Price Adjustment Formula is the average of the closing price (including indicative price) of Ordinary Shares of Sumitomo Mitsui Financial Group, Inc., the 100% parent corporation (kanzen oyagaisha) of the Bank, on each of the thirty (30) consecutive trading days (excluding a trading day or days on which no closing price is reported) commencing on the forty-fifth (45th) trading day immediately preceding the date on which the adjusted Conversion Price becomes effective (in the case referred to in the proviso in paragraph (a)(y) above, the date prescribed for the allotment of Ordinary Shares to shareholders). Such average will be calculated in unit of ¥10 (¥5 being rounded upwards).

- (e) Conversion Price before adjustment in the Conversion Price Adjustment Formula means the Conversion Price in effect on the date immediately preceding the date on which the adjusted Conversion Price becomes effective.
- (f) Number of issued Ordinary Shares in the Conversion Price Adjustment Formula means (i) if there is an allotment date the number of Ordinary Shares issued and outstanding on such date, or (ii) if there is no such date, the number of Ordinary Shares issued and outstanding on the date one calendar month prior to the date on which the adjusted Conversion Price is to become effective.
- (g) Amount to be paid per Ordinary Shares in Conversion Price Adjustment Formula means (i) in the case of paragraph (a)(x), such paid-in amount (in the case of payment of property other than cash, such appropriate valuation amount); (ii) in the case of (a)(y), zero; and (iii) in the case of (a)(z), the sum of the conversion price or stock option issue price and the paid-in amount.

(4) Adjustment of Conversion Floor Price

In the event of any adjustment in the Conversion Price pursuant to (3) above, the Conversion Floor Price will be similarly adjusted such that after replacing the Conversion Price for the Conversion Floor Price in the Conversion Price Adjustment Formula. In the case of be (3)(c) above, the Conversion Floor Price will be adjusted to the extent that , and in such manner as, the Board of Directors of the Bank determines to be appropriate. Provided, however, that in the case of (3)(b) above, the Conversion Floor Price after adjustment will be applied from and including the relevant Reset Date.

(5) Number of Ordinary Shares to be issued upon conversion

The number of the Ordinary Shares to be issued upon conversion shall be calculated in accordance with the following formula:

$$\text{Number of Ordinary Shares to be issued Upon conversion} = \frac{\text{Aggregate stated amount of Preference Shares presented by Preference Shareholder for conversion}}{\text{Conversion Price}}$$

Fractions of the Ordinary Shares will be rounded down upon conversion and no cash adjustment will be made in respect thereof.

(6) Shares to be issued upon conversion

Ordinary Shares of Sumitomo Mitsui Banking Corporation

2. Conversion Claim Period

From and including the Issue Date to and including September 30, 2009; provided, however, that the period from the date immediately following any record date specified by the Bank for any general meeting of shareholders to determine shareholders entitled to exercise their rights at such general meeting to and including the date on which such general meeting is concluded shall be excluded from the conversion period.

Registered March 17, 2003

Name, address, and business office of transfer agent	<p>The Sumitomo Trust & Banking Co., Ltd. 5-33, Kitahama 4-chome, Chuo-ku, Osaka</p> <p>The Sumitomo Trust & Banking Co., Ltd. 4-4, Marunouchi 1-chome, Chiyoda-ku, Tokyo Stock Transfer Agency Department</p> <p style="text-align: right;">Appointed March 17, 2003 Registered March 17, 2003</p>	
Directors	Director: <u>Hiroshi Nakasone</u>	Reappointed June 29, 1999 Registered July 2, 1999
	Director: <u>Hiroshi Nakasone</u>	Reappointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
	Director: <u>Hiroaki Uchino</u>	Reappointed June 29, 1999 Registered July 2, 1999
	Director: <u>Hiroaki Uchino</u>	Reappointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
	Director: <u>Yoshifumi Matsuda</u>	Reappointed June 29, 1999 Registered July 2, 1999 Resigned May 31, 2001 Registered June 6, 2001
	Director: <u>Hiroyasu Ichikawa</u>	Reappointed June 29, 1998
	Director: <u>Hiroyasu Ichikawa</u>	Reappointed June 29, 2000 Registered July 5, 2000
	Director: <u>Hiroyasu Ichikawa</u>	Reappointed June 27, 2002 Registered July 8, 2002
	Director: <u>Mikio Sano</u>	Reappointed June 29, 1998
	Director: <u>Mikio Sano</u>	Reappointed June 29, 2000 Registered July 5, 2000 Resigned May 31, 2001 Registered June 6, 2001
	Director: <u>Masumi Katagi</u>	Reappointed June 29, 1998
	Director: <u>Masumi Katagi</u>	Resigned June 29, 2000 Registered July 5, 2000
	Director: <u>Shinichi Kinoshita</u>	Reappointed June 29, 1998
	Director: <u>Shinichi Kinoshita</u>	Resigned June 29, 2000 Registered July 5, 2000

Director: <u>Ichiro Iida</u>	Reappointed June 29, 1998 Resigned June 29, 2000 Registered July 5, 2000
Director: <u>Hiroshi Koga</u>	Reappointed June 29, 1998 Resigned June 29, 2000 Registered July 5, 2000
Director: <u>Kazuo Fukuda</u> Director: <u>Kazuo Fukuda</u>	Appointed June 29, 1998 Reappointed June 29, 2000 Registered July 5, 2000 Resigned March 30, 2001 Registered April 12, 2001
Director: <u>Masaharu Masuda</u> Director: <u>Masaharu Masuda</u>	Appointed June 29, 1999 Registered July 2, 1999 Reappointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
Director: <u>Akira Matsushima</u>	Appointed June 29, 1999 Registered July 2, 1999 Resigned March 31, 2001 Registered April 12, 2001
Director: <u>Motoyoshi Kita</u> Director: <u>Motoyoshi Kita</u>	Reappointed June 29, 2000 Registered July 5, 2000 Reappointed June 27, 2002 Registered July 8, 2002 Resigned March 16, 2003 Registered March 17, 2003
Director: <u>Fumiki Kagami</u> Director: <u>Fumiki Kagami</u>	Appointed June 29, 2000 Registered July 5, 2000 Reappointed June 27, 2002 Registered July 8, 2002 Resigned March 16, 2003 Registered March 17, 2003
Director: <u>Saburo Takei</u>	Reappointed June 29, 2000 Registered July 5, 2000 Resigned March 29, 2001 Registered April 12, 2001
Director: <u>Hiroshi Tatsumi</u>	Reappointed June 29, 2000 Registered July 5, 2000 Resigned March 30, 2001 Registered April 12, 2001

Director: <u>Masayuki Yamazaki</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
Director: <u>Tetsuo Hama</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
Director: <u>Tadashi Ishikawa</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
Director: <u>Shoji Tanaka</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
Director: Akishige Okada	Appointed March 17, 2003 Registered March 17, 2003
Director: Yoshifumi Nishikawa	Appointed March 17, 2003 Registered March 17, 2003
Director: Michiyoshi Kuriyama	Appointed March 17, 2003 Registered March 17, 2003
Director: Takeharu Nagata	Appointed March 17, 2003 Registered March 17, 2003
Director: Hidenori Hiramatsu	Appointed March 17, 2003 Registered March 17, 2003
Director: Tadashi Inoue	Appointed March 17, 2003 Registered March 17, 2003
Director: Takemasa Tsukamoto	Appointed March 17, 2003 Registered March 17, 2003
Director: Teisuke Kitayama	Appointed March 17, 2003 Registered March 17, 2003
Director: Shigetada Takahashi	Appointed March 17, 2003 Registered March 17, 2003
Director: Kenjiro Noda	Appointed March 17, 2003 Registered March 17, 2003
Director: Mutsuhiko Matsumoto	Appointed March 17, 2003 Registered March 17, 2003
Director: Toichiro Mizushima	Appointed March 17, 2003 Registered March 17, 2003

<u>Representative director:</u> <u>Hiroshi Nakasone</u> <u>33-7-1002, Sendagi 3-chome,</u> <u>Bunkyo-ku, Tokyo</u>	Reappointed June 29, 1999 Registered July 2, 1999
<u>Representative director:</u> <u>Hiroshi Nakasone</u> <u>7-8-901, Yushima 3-chome,</u> <u>Bunkyo-ku, Tokyo</u>	Change in Address April 14, 2001 Registered April 25, 2001
<u>Representative director:</u> <u>Hiroshi Nakasone</u> <u>7-8-901, Yushima 3-chome,</u> <u>Bunkyo-ku, Tokyo</u>	Reappointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
<u>Representative director:</u> <u>Hiroyasu Ichikawa</u> <u>29-10, Maeno-cho 3-chome,</u> <u>Itabashi-ku, Tokyo</u>	Reappointed June 29, 1998
<u>Representative director:</u> <u>Hiroyasu Ichikawa</u> <u>29-10, Maeno-cho 3-chome,</u> <u>Itabashi-ku, Tokyo</u>	Reappointed June 29, 2000 Registered July 5, 2000
<u>Representative director:</u> <u>Hiroyasu Ichikawa</u> <u>29-10, Maeno-cho 3-chome,</u> <u>Itabashi-ku, Tokyo</u>	Reappointed June 27, 2002 Registered July 8, 2002
<u>Representative Director:</u> <u>Mikio Sano</u> <u>35-7, Kotake-cho, Nerima-ku,</u> <u>Tokyo</u>	Reappointed June 29, 1998
<u>Representative Director:</u> <u>Mikio Sano</u> <u>35-7, Kotake-cho, Nerima-ku,</u> <u>Tokyo</u>	Reappointed June 29, 2000 Registered July 5, 2000 Resigned May 31, 2001 Registered June 6, 2001
<u>Representative Director:</u> <u>Masaharu Masuda</u> <u>18-13, Honda 3-chome,</u> <u>Kokubunji-shi, Tokyo</u>	Appointed April 1, 2001 Registered April 12, 2001
<u>Representative Director:</u> <u>Masaharu Masuda</u> <u>18-13, Honda 3-chome,</u> <u>Kokubunji-shi, Tokyo</u>	Reappointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
<u>Representative Director:</u> <u>Masayuki Yamazaki</u> <u>23-1, Katsuradai-nishi 1-chome,</u> <u>Sakae-ku, Yokohama</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003

Representative Director: Akishige Okada 31-24, Daizawa 2-chome, Setagaya-ku, Tokyo	Appointed March 17, 2003 Registered March 17, 2003
Representative Director: Yoshifumi Nishikawa 3-40-904, Roppongi 1-chome, Minato-ku, Tokyo	Appointed March 17, 2003 Registered March 17, 2003
Representative Director: Michiyoshi Kuriyama 501, Fukki, Heguri-cho, Ikoma-gun, Nara Prefecture	Appointed March 17, 2003 Registered March 17, 2003
Representative Director: Takeharu Nagata 11-31-207, Honmachi 4-chome, Toyonaka-shi, Osaka	Appointed March 17, 2003 Registered March 17, 2003
Representative Director: Hidenori Hiramatsu 1-7-704, Hibarigaoka Yamate 1-shome, Takarazuka-shi, Hyogo Prefecture	Appointed March 17, 2003 Registered March 17, 2003
Representative Director: Tadashi Inoue 38-4, Kugayama 4-chome, Suginami-ku, Tokyo	Appointed March 17, 2003 Registered March 17, 2003
Representative Director: Takemasa Tsukamoto 14-14, Higashikoiwa 6-chome, Edogawa-ku, Tokyo	Appointed March 17, 2003 Registered March 17, 2003
<u>Auditor: Toshihiko Miura</u>	Reappointed June 29, 1999 Registered July 2, 1999 Resigned June 28, 2001 Registered July 6, 2001
<u>Auditor: Akira Sato</u>	Reappointed June 29, 1999 Registered July 2, 1999 Resigned June 28, 2001 Registered July 6, 2001
<u>Auditor: Toyota Nishima</u>	Reappointed June 29, 1999 Registered July 2, 1999
<u>Auditor: Toyota Nishima</u>	Reappointed June 27, 2002 Registered July 8, 2002 Resigned March 16, 2003 Registered March 17, 2003
<u>Auditor: Tsunekazu Maegaichi</u>	Reappointed June 29, 1999 Registered July 2, 1999 Resigned June 29, 2000 Registered July 5, 2000
<u>Auditor: Tetsuhide Kokido</u>	Appointed June 29, 2000 Registered July 5, 2000 Resigned June 28, 2001 Registered July 6, 2001

	<u>Auditor: Yoshio Yamasaki</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
	<u>Auditor: Takumi Uehara</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
	<u>Auditor: Tetsuro Taniguchi</u>	Appointed June 28, 2001 Registered July 6, 2001 Resigned March 16, 2003 Registered March 17, 2003
	Auditor: Tomoyuki Watanabe	Appointed March 17, 2003 Registered March 17, 2003
	Auditor: Kinrou Nakamura	Appointed March 17, 2003 Registered March 17, 2003
	Auditor: Katsuya Onishi	Appointed March 17, 2003 Registered March 17, 2003
	Auditor: Hiroshi Kii	Appointed March 17, 2003 Registered March 17, 2003
	Auditor: Toyosaburo Hirano	Appointed March 17, 2003 Registered March 17, 2003
Merger	Merged Sumitomo Mitsui Banking Corporation, 1-2, Yurakucho 1-chome, Chiyoda-ku, Tokyo Registered March 17, 2003	
Assignment of claims	No. 2000-12133 Claim Assignment Registration date December 15, 2000 Assignee ADL5 Roppongi 21 Building, 4-33, Roppongi 1-chome, Minato-ku, Tokyo	
		Transcribed March 17, 2003 due to merger
	No. 2001-1206 Claim Assignment Registration date February 1, 2001 Assignee Nagano Prefectural Credit Federation of Agricultural Cooperative 1177-3, Kitaishido-cho, Oaza-Ninaminagano, Nagano City	
		Transcribed March 17, 2003 due to merger
	No. 2001-1207 Claim Assignment Registration date February 1, 2001 Assignee Osaka Prefectural Credit Federation of Agricultural Cooperative 3-35, Banba-cho, Chuo-ku, Osaka	
		Transcribed March 17, 2003 due to merger
	No. 2001-3338 Claim Assignment Registration date March 13, 2001 Assignee The Hyakugo Bank, Ltd. 21-27, Iwata, Tsu City, Mie Prefecture	
		Transcribed March 17, 2003 due to merger

No. 2001-4074 Claim Assignment Registration date March 29, 2001 Assignee The Hachijuni Bank, Ltd. 178-8, Okada, Oaza-Nakagoshi, Nagano City	Transcribed March 17, 2003 due to merger
No. 2001-4075 Claim Assignment Registration date March 29, 2001 Assignee The Daishi Bank, Ltd. 1071-1, Shichiban-cho, Higashiborimae-dori, Niigata City	Transcribed March 17, 2003 due to merger
No. 2000-11243 Claim Assignment Registration date November 24, 2000 Assignee The Sakura Trust & Banking Co., Ltd. 4-10, Honcho 3-chome, Nihonbashi, Chuo-ku, Tokyo	Transcribed March 17, 2003 due to merger
No. 2001-1961 Claim Assignment Registration date February 19, 2001 Assignee The Sakura Trust & Banking Co., Ltd. 4-10, Honcho 3-chome, Nihonbashi, Chuo-ku, Tokyo	Transcribed March 17, 2003 due to merger
No. 2001-8165 Claim Assignment Registration date June 27, 2001 Assignee The Dai-ichi Kangyo Bank, Ltd. 1-5, Uchisaiwai-cho 1-chome, Chiyoda-ku, Tokyo	Transcribed March 17, 2003 due to merger
No. 2001-8986 Claim Assignment Registration date July 16, 2001 Assignee The Shikoku Bank, Ltd. 1-1, Harimaya-cho 1-chome, Kochi City	Transcribed March 17, 2003 due to merger
No. 2001-8987 Claim Assignment Registration date July 16, 2001 Assignee The Hyakugo Bank, Ltd. 21-27, Iwata, Tsu City, Mie Prefecture	Transcribed March 17, 2003 due to merger
No. 2001-8988 Claim Assignment Registration date July 16, 2001 Assignee Shinkin Central Bank 8-1, Kyobashi 3-chome, Chuo-ku, Tokyo	Transcribed March 17, 2003 due to merger
No. 2001-9392 Claim Assignment Registration date July 27, 2001	

Assignee The Higo Bank, Ltd. 1, Renpei-cho, Kumamoto City	Transcribed March 17, 2003 due to merger
No. 2001-12713 Claim Assignment Registration date October 2, 2001	
Assignee The Taiyo Mutual Life Insurance Co. 11-2, Nihonbashi 2-chome, Chuo-ku, Tokyo	Transcribed March 17, 2003 due to merger
No. 2001-12787 Claim Assignment Registration date October 4, 2001	
Assignee The Biwako Bank, Ltd. 5-12, Chuo 4-chome, Otsu City, Shiga Prefecture	Transcribed March 17, 2003 due to merger
No. 2001-12788 Claim Assignment Registration date October 4, 2001	
Assignee Hyogo Prefectural Credit Federation of Agricultural Cooperative 1, Kaigan-dori, Chuo-ku, Kobe City, Hyogo Prefecture	Transcribed March 17, 2003 due to merger
No. 2001-12844 Claim Assignment Registration date October 5, 2001	
Assignee The Joyo Bank, Ltd. 5-5, Minami-machi 2-chome, Mito City, Hyogo Prefecture	Transcribed March 17, 2003 due to merger
No. 2001-13145 Claim Assignment Registration date October 11, 2001	
Assignee The Bank of Kansai, Ltd. 7-21, Shinsaibashi-Suji 2-chome, Chuo-ku, Osaka	Transcribed March 17, 2003 due to merger
No. 2001-13146 Claim Assignment Registration date October 11, 2001	
Assignee Nagano Prefectural Credit Federation of Agricultural Cooperative 1177-3, Kitaishido-cho, Oaza-Minaminagano, Nagano City	Transcribed March 17, 2003 due to merger
No. 2001-13147 Claim Assignment Registration date October 11, 2001	
Assignee Hyogo Prefectural Credit Federation of Agricultural Cooperative 1, Kaigan-dori, Chuo-ku, Kobe City, Hyogo Prefecture	Transcribed March 17, 2003 due to merger

<p>No. 2001-13148 Claim Assignment Registration date October 11, 2001 Assignee The Daishi Bank, Ltd. 1071-1, Shichiban-cho, Higashiborimae-dori, Niigata City</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2001-13452 Claim Assignment Registration date October 16, 2001 Assignee The Higo Bank, Ltd. 1, Renpei-cho, Kumamoto City</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2001-13453 Claim Assignment Registration date October 16, 2001 Assignee The Higo Bank, Ltd. 1, Renpei-cho, Kumamoto City</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2001-15999 Claim Assignment Registration date December 4, 2001 Assignee Hokkaido Credit Federation of Agricultural Cooperative 1, Kita-Yojonishi 1-chome, Chuo-ku, Sapporo City</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2001-16844 Claim Assignment Registration date December 19, 2001 Assignee The Taiyo Mutual Life Insurance Co. 11-2, Nihonbashi 2-chome, Chuo-ku, Tokyo</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2001-17471 Claim Assignment Registration date December 27, 2001 Assignee Nagano Prefectural Credit Federation of Agricultural Cooperative 1177-3, Kitaishido-cho, Oaza-Minaminagano, Nagano City</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2002-1056 Claim Assignment Registration date January 24, 2002 Assignee The Bank of Iwate, Ltd. 2-3, Chuodori 1-chome, Morioka City, Iwate Prefecture</p>	<p>Transcribed March 17, 2003 due to merger</p>
<p>No. 2002-1057 Claim Assignment Registration date January 24, 2002 Assignee The Shiga Bank, Ltd. 1-38, Hama-machi, Otsu City, Shiga Prefecture</p>	<p>Transcribed March 17, 2003 due to merger</p>

	<p>No. 2002-1580 Claim Assignment Registration date January 31, 2002 Assignee Osaka Prefectural Credit Federation of Agricultural Co-operative 3-35, Banba-cho, Chuo-ku, Osaka</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-3429 Claim Assignment Registration date February 28, 2002 Assignee Nagano Prefectural Credit Federation of Agricultural Cooperative 1177-3, Kitaishido-cho, Oaza-Minaminagano, Nagano City</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-3871 Claim Assignment Registration date March 6, 2002 Assignee The Hachijuni Bank, Ltd. 178-8, Okada, Oaza-Nakagosho, Nagano City</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-3924 Claim Assignment Registration date March 7, 2002 Assignee The Mie Bank, Ltd. 7-8, Nishi-Shinchi, Yokkaichi City, Mie Prefecture</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-4808 Claim Assignment Registration date March 20, 2002 Assignee The Iyo Bank, Ltd. 1, Minami-Horibatacho, Matsuyama City, Ehime Prefecture</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-4809 Claim Assignment Registration date March 20, 2002 Assignee The Joyo Bank, Ltd. 5-5, Minami-machi 2-chome, Mito City, Ibaraki Prefecture</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-6193 Claim Assignment Registration date April 2, 2002 Assignee National Federation of Credit Cooperatives 9-1, Kyobashi 1-chome, Chuo-ku, Tokyo</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-6192 Claim Assignment Registration date April 2, 2002</p>	

	Assignee Saitama Prefectural Credit Federation of Agricultural Cooperative 12-9, Takasago 3-chome, Saitama City, Saitama Prefecture	Transcribed March 17, 2003 due to merger
	No. 2002-6413 Claim Assignment Registration date April 5, 2002	
	Assignee The San-in Godo Bank, Ltd. 10, Uocho, Matsue City, Shimane Prefecture	Transcribed March 17, 2003 due to merger
	No. 2002-6511 Claim Assignment Registration date April 8, 2002	
	Assignee The Kagoshima Bank, Ltd. 6-6, Kinsei-cho, Kagoshima City	Transcribed March 17, 2003 due to merger
	No. 2002-6979 Claim Assignment Registration date April 17, 2002	
	Assignee The Higo Bank, Ltd. 1, Renpei-cho, Kumamoto City	Transcribed March 17, 2003 due to merger
	No. 2002-6980 Claim Assignment Registration date April 17, 2002	
	Assignee The Nanto Bank, Ltd. 16, Hashimoto-cho, Nara City	Transcribed March 17, 2003 due to merger
	No. 2002-8023 Claim Assignment Registration date May 2, 2002	
	Assignee The Hachijuni Bank, Ltd. 178-8, Okada, Oaza-Nakagosho, Nagano City	Transcribed March 17, 2003 due to merger
	No. 2002-8024 Claim Assignment Registration date May 2, 2002	
	Assignee The Nanto Bank, Ltd. 16, Hashimoto-cho, Nara City	Transcribed March 17, 2003 due to merger
	No. 2002-17008 Claim Assignment Registration date September 19, 2002	
	Assignee National Federation of Credit Cooperatives 9-1, Kyobashi 1-chome, Chuo-ku, Tokyo	Transcribed March 17, 2003 due to merger
	No. 2002-17117 Claim Assignment Registration date September 20, 2002	
	Assignee The Sumitomo Trust & Banking Co. Ltd. 5-33, Kitahama 4-chome, Chuo-ku, Osaka	Transcribed March 17, 2003 due to merger

	<p>No. 2002-18653 Claim Assignment Registration date October 9, 2002 Assignee National Federation of Credit Cooperatives 9-1, Kyobashi 1-chome, Chuo-ku, Tokyo</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-20636 Claim Assignment Registration date November 7, 2002 Assignee Saitama Prefectural Credit Federation of Agricultural Cooperative 12-9, Takasago 3-chome, Saitama City, Saitama Prefecture</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2002-24197 Claim Assignment Registration date December 26, 2002 Assignee The Sumitomo Trust & Banking Co. Ltd. 5-33, Kitahama 4-chome, Chuo-ku, Osaka</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2003-249 Claim Assignment Registration date January 7, 2003 Assignee National Federation of Credit Cooperatives 9-1, Kyobashi 1-chome, Chuo-ku, Tokyo</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2003-258 Claim Assignment Registration date January 7, 2003 Assignee National Federation of Credit Cooperatives 9-1, Kyobashi 1-chome, Chuo-ku, Tokyo</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2003-259 Claim Assignment Registration date January 7, 2003 Assignee The Taiyo Mutual Life Insurance Co. 11-2, Nihonbashi 2-chome, Chuo-ku, Tokyo</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2003-3374 Claim Assignment Registration date February 19, 2003 Assignee The Sumitomo Trust & Banking Co. Ltd. 5-33, Kitahama 4-chome, Chuo-ku, Osaka</p>	<p>Transcribed March 17, 2003 due to merger</p>
	<p>No. 2003-3599 Claim Assignment Registration date February 21, 2003 Assignee The Sumitomo Trust & Banking Co. Ltd. 5-33, Kitahama 4-chome, Chuo-ku, Osaka</p>	<p>Transcribed March 17, 2003 due to merger</p>
Mattes regarding registration	<p>Pursuant to Article 15-3 of Ministerial Ordinance of the Ministry of Justice (1989), the registration was transcribed on May 20, 1999.</p>	

This document certifies that the above are certain parts of the items in the commercial register-book that can be disclosed.

March 18 , 2003

Tokyo Legal Affairs Bureau

Registrar

Sadatoshi Kataoka

(seal)