To Whom It May Concern:

UFJ Holdings, Inc.
UFJ Bank Limited
Nippon Shinpan Co., Ltd.

Strategic Alliance between UFJ Bank and Nippon Shinpan
- Aspiring to be the best financial group in the retail finance market -

Since the announcement of the basic agreement in November 2003, UFJ Bank Limited (“UFJ Bank”) and Nippon Shinpan Co., Ltd. (“Nippon Shinpan”) have discussed the details of the strategic alliance and its swift implementation in order to become the best financial group in the retail finance market in Japan. As a result, we have reached a final agreement as described below.

In addition, Nippon Shinpan and UFJ Card Co., Ltd. (“UFJ Card”) have today reached a basic agreement in relation to the two companies.

1. Outline of the final agreement

(1) Shortly after becoming a consolidated subsidiary of UFJ Bank, Nippon Shinpan will aim to merge with UFJ Card. The new company will dramatically increase profitability by growing certain businesses and rationalizing overlapping businesses.

(2) The UFJ Group and Nippon Shinpan will pursue synergies. By maximizing the strengths of both companies and complementing functions of one another, we will provide one-stop financial services to our customers.

(3) Nippon Shinpan and UFJ Card will seek to enhance cost competitiveness through cooperation with JCB Co., Ltd. (“JCB”) in the areas of administration and information systems.

(4) In March 2004, Nippon Shinpan will issue Yen 200 billion of class shares to UFJ Bank by third-party allotment. As we announced in November 2003, by March 2005, UFJ Bank plans to convert Nippon Shinpan into a consolidated subsidiary through the conversion of the class shares into common shares, subject to satisfying necessary conditions under appropriate laws and ordinances. After conversion, UFJ Bank will have more than two-thirds of the voting rights of Nippon Shinpan.

2. Schedule (plan)

Jan. 20, 2004 Final agreement of the strategic alliance
Mar. 2004 Nippon Shinpan will issue new class shares to UFJ Bank by third-party allotment.
From Apr. 2004 Nippon Shinpan will start preparation to become a consolidated subsidiary of UFJ Bank.
Around Mar. 2005 Shortly after Nippon Shinpan will become a consolidated subsidiary of UFJ Bank, Nippon Shinpan will aim to merge with UFJ Card.
3. Main specific action plans

(1) Creation of the largest credit card company in Japan

This merge of Nippon Shinpan and UFJ Card is the first merger in the card industry between a credit-related card company and a bank-related card company. The new company will aim to become the leading company in the retail financial industry by integrating operating bases and expertise of both companies.

Details of the business plan of the new company will be determined in due course through discussions between the two companies.

The summery overview of the new company is as follows.

- Number of credit card members (as of March 31, 2003): over 23 million, the largest in the industry
- Transaction volume (as of March 31, 2003): over Yen 4 trillion, also the largest in the industry
- The outstanding balance of cashing and card loans (as of March 31, 2003): approx. Yen 1 trillion, resulting in an overwhelming presence in lending business
- Consolidated Ordinary Profit (simple aggregate of plan for FY2006): approx. Yen 72 billion
- Possesses various customer channels including UFJ Bank branches, member stores, and business partners.

(2) Cooperation with JCB in the areas of administration and information systems

Nippon Shinpan and UFJ Card will consider reductions of future IT investments and information system support and operation cost by tens of billion yen through cooperation with JCB. The three companies will set up a task force for this purpose.

(3) Nippon Shinpan to issue JCB-brand credit cards

Nippon Shinpan plans to issue credit cards under the JCB brand, in addition to Visa and MasterCard brands, to satisfy customer needs.

4. Overview of Nippon Shinpan’s new medium-term business plan

(1) Strengthening sales

By concentrating company resources into credit card and financing businesses, Nippon Shinpan will increase the number of card members and promote more use of its cards.

(2) Improving asset quality

By increasing reserves and further strengthening debt collection and credit screening processes, Nippon Shinpan will reduce its credit cost.

(3) Stabilizing fund raising

By reducing interest-bearing liabilities through large securitizations and improving its credit, Nippon Shinpan will reduce its financing cost.

(4) Increasing cost efficiency

By outsourcing and enhancing business efficiency, Nippon Shinpan will make further cost reductions.

<Nippon Shinpan’s financial targets for the FY 2006 (Consolidated)>

<table>
<thead>
<tr>
<th></th>
<th>FY 2006 Forecasts</th>
<th>(Reference) FY 2003 Actuals</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ordinary profit (Yen bil.)</td>
<td>60.0</td>
<td>20.1</td>
</tr>
<tr>
<td>Interest-bearing liabilities (Yen bil.)</td>
<td>1,032.0</td>
<td>1,724.3</td>
</tr>
<tr>
<td>Shareholders’ equity ratio</td>
<td>5.2%</td>
<td>2.6%</td>
</tr>
<tr>
<td>Ordinary profit / Operating profit</td>
<td>20.0%</td>
<td>6.5%</td>
</tr>
</tbody>
</table>

*The new company’s business plan, which includes integration effects, is planned to be announced at a later date.
UFJ Holdings posted this News Release on this Web site, aiming to facilitate timely disclosure of information to its stockholders, investors, customers, etc.

This News Release may contain important information, defined in the Japanese Securities and Exchange Law, concerning the business of the Company. In case that a person who receives such information by viewing this Web site conducts any sale, purchase or other certain transactions designated under the Law in respect of stocks or other certain securities or instruments issued by the Company, until 12 hours pass from the time when such information was disclosed to the designated media, such conducts may be deemed to be violation of the Law.
January 20, 2004

To Whom It May Concern:

Nippon Shinpan Co., Ltd.
UFJ Card Co., Ltd.

**Commencement of the Merger between Nippon Shinpan and UFJ Card**

Nippon Shinpan Co., Ltd. ("Nippon Shinpan") and UFJ Card Co., Ltd ("UFJ Card") reached an agreement and entered into a memorandum of understanding today to begin considerations regarding a merger between the two companies.

1. **Purpose of the merger**

Considerations have begun between Nippon Shinpan and UFJ Card for a merger between the two companies in order to operate their card businesses in an integrated manner and improve competitiveness. The two companies will combine business resources developed by both companies and satisfy customer needs by providing higher quality services and attractive products.

2. **Overview of the new company**

- This merger will create the largest card company in Japan. Furthermore, it is the first merger in the card industry between a credit-related card company and a bank-related card company. The new company will aim to become the leading company in the retail financial industry by integrating operating bases and expertise of both companies.

  - Number of credit card members (as of March 31, 2003): over 23 million, the largest in the industry
  - Transaction volume (as of March 31, 2003): over Yen 4 trillion, also the largest in the industry
  - The outstanding balance of cashing and card loans (as of March 31, 2003): approx. Yen 1 trillion, resulting in an overwhelming presence in lending business
  - Consolidated ordinary profit (simple aggregate of plan for FY2006): approx. Yen 72 billion
  - Possesses various customer channels, including UFJ Bank branches, member stores and business partners.

- Shortly after Nippon Shinpan becomes a consolidated subsidiary of UFJ Bank, Nippon Shinpan will aim to merge with UFJ Card.

3. **Future considerations of relevant matters**

Today, Nippon Shinpan, UFJ Card and UFJ Bank have established a task force committee chaired by Mr. Kazuhiro Omori of Nippon Shinpan. This committee will discuss and consider details and business plan of the new company.
Overview of Nippon Shinpan and UFJ Card

(as of March 31, 2003)

<table>
<thead>
<tr>
<th>Company name</th>
<th>Nippon Shinpan Co., Ltd.</th>
<th>UFJ Card Co., Ltd.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Main business</td>
<td>Consumer-credit</td>
<td>Credit card</td>
</tr>
<tr>
<td>Date of foundation</td>
<td>1951/6</td>
<td>1968/4</td>
</tr>
<tr>
<td>Head office</td>
<td>Bunkyo-Ku, Tokyo</td>
<td>Chiyoda-Ku, Tokyo</td>
</tr>
<tr>
<td>Capital stock</td>
<td>36,712 million yen</td>
<td>1,399 million yen</td>
</tr>
<tr>
<td>Fiscal year end</td>
<td>March 31</td>
<td>March 31</td>
</tr>
<tr>
<td>Shareholders’ equity</td>
<td>125.1 billion yen</td>
<td>22.0 billion yen</td>
</tr>
<tr>
<td>Total assets</td>
<td>4,281.8 billion yen</td>
<td>309.2 billion yen</td>
</tr>
<tr>
<td>No. of employees</td>
<td>4,954</td>
<td>909</td>
</tr>
<tr>
<td>Main shareholders</td>
<td>UFJ Bank Limited 7.69%</td>
<td>UFJ Bank Limited 99.97%</td>
</tr>
<tr>
<td></td>
<td>Nippon Life Insurance Company 5.05%</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Taiyo Life Insurance Company 4.88%</td>
<td></td>
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<tr>
<td>Main bank</td>
<td>UFJ Bank Limited</td>
<td>UFJ Bank Limited</td>
</tr>
<tr>
<td>No. of card member</td>
<td>14.52 million</td>
<td>8.7 million</td>
</tr>
<tr>
<td>Volume of contracts</td>
<td>2,561.1 billion yen</td>
<td>1,521.6 billion yen</td>
</tr>
<tr>
<td>Card shopping</td>
<td>1,728.8 billion yen</td>
<td>1,145.7 billion yen</td>
</tr>
<tr>
<td>Cashing</td>
<td>832.3 billion yen</td>
<td>375.9 billion yen</td>
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<tr>
<td>No. of member store</td>
<td>1,407 thousand</td>
<td>1,498 thousand</td>
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