

[NOTICE: This Notice of Convocation is a translation of the Japanese language original for convenience purposes only, and in the event of any discrepancy, the Japanese language original shall prevail.]

Securities code: 8593

June 6, 2018

NOTICE OF CONVOCATION OF
THE 47th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Notice is hereby given that the 47th Annual General Meeting of Shareholders (the “Meeting”) of Mitsubishi UFJ Lease & Finance Company Limited (the “Company”) will be held as described below. You are cordially invited to attend the Meeting.

Please note that you may exercise your voting rights in writing, or electromagnetically, if you are unable to attend the Meeting in person. In such cases, please review the attached “Reference Materials Concerning the General Meeting of Shareholders” and exercise your voting rights.

Yours very truly,

Mitsubishi UFJ Lease & Finance Company Limited
Takahiro Yanai
President & CEO
5-1, Marunouchi 1-chome,
Chiyoda-ku, Tokyo

PARTICULARS

1. Date and Time of the Meeting: Thursday, June 28, 2018, at 10:00 a.m.
(Reception scheduled to open at 9:30 a.m.)
2. Place of the Meeting: Conference room of the Company
25F Shin-Marunouchi Building
at 5-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo
3. Matters to be dealt with at the Meeting:

Matters for Reporting:

1. The Details of Business Report for the 47th Fiscal Year (from April 1, 2017 to March 31, 2018) and the Consolidated Financial Statements, and Results of the Audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board.
2. The Details of the Financial Statements for the 47th Fiscal Year (from April 1, 2017 to March 31, 2018).

Matters for Resolution:

- | | |
|-------------------------|---|
| First Item of Business | Election of 11 (Eleven) Directors |
| Second Item of Business | Election of 3 (Three) Audit & Supervisory Board Members |

- End -

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- ◎ Of the documents required to be provided at the time of this notice of convocation of the Meeting, “Notes on Consolidated Financial Statements” and “Notes on Non-Consolidated Financial Statements” are not included in the attached documents, as they are disclosed on the Company’s website (<http://www.lf.mufg.jp/>), pursuant to laws and regulations, and the provisions of Article 15 of the Articles of Incorporation of the Company. The Consolidated Financial Statements and the Financial Statements audited by Audit & Supervisory Board Members and the Accounting Auditor in preparing the Audit Reports and Accounting Audit Reports comprise the documents included in the attached documents, “Notes on Consolidated Financial Statements” and “Notes on Non-Consolidated Financial Statements” disclosed on our website.
- ◎ If any matters included in the attached documents and Reference Materials Concerning the General Meeting of Shareholders are to be modified, we will post the revised matters on our website (<http://www.lf.mufg.jp/>).

Guidance on Exercising Voting Rights

If attending the Meeting in person

Please submit the enclosed voting right exercise form to the receptionist at the Meeting.

If you are unable to attend the Meeting in person, you can designate one shareholder holding voting rights as your proxy to attend the Meeting. In such case, however, a document evidencing his/her appointment as proxy is required.

(If you are able to attend the Meeting in person, you are not required to exercise your voting rights in writing (voting right exercise form) or via the Internet.)

Date and time of the Meeting ▶▶▶ Thursday, June 28, 2018, at 10:00 a.m.
(Reception scheduled to open at 9:30 a.m.)

If not attending the Meeting

■ Exercise of voting rights in writing (voting right exercise form)

Please indicate your votes for or against the items of business on the enclosed voting right exercise form and send the completed form to the Company by return mail.

Please note that if there is no indication of your vote for or against any item of business, we will deem that you have voted for that item of business.

Deadline ▶▶▶ Wednesday, June 27, 2018, reach the Company no later than 5:10 p.m.

■ Exercise of voting rights electromagnetically (via the Internet)

Please access the voting right exercise website (<https://evote.tr.mufig.jp/>) via the Internet, and exercise your voting rights.

Please note that the website is available in Japanese only.

Deadline ▶▶▶ Wednesday, June 27, 2018, no later than 5:10 p.m.

For details, please review the “Instructions for Exercising Voting Rights via the Internet” shown on page 4.

If any voting right is exercised both via the Internet and by voting right exercise form, the one exercised via the Internet will be deemed valid. In cases where any voting right is exercised more than once via the Internet, the last voting right exercised will be deemed valid.

Electronic Voting Right Exercise Platform	Nominee shareholders (including standing proxies) such as trust and custody service banks can use the electronic voting right exercise platform operated by ICJ, Inc., if they have made prior applications to use the platform.
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<Instructions for Exercising Voting Rights via the Internet>

Please use your “login ID” and “temporary password” provided on the voting right exercise form to log on to the voting right exercise website (<https://evote.tr.mufg.jp/>), and state your approval or disapproval by following the instructions on the screen. Please note that the website is available in Japanese only.

- (1) Exercising voting rights via the Internet is only available on the voting right exercise website designated by the Company (<https://evote.tr.mufg.jp/>) from your personal computer. (Please note that the website cannot be accessed from 2 a.m. to 5 a.m. each day.)
- (2) Depending on your Internet environment, you may not be able to use the website in cases where firewalls, etc. are used, anti-virus software is installed or a proxy server is used in connecting to the Internet, among others.
- (3) Voting rights may be exercised via the Internet no later than 5:10 p.m. on Wednesday, June 27, 2018. However, we encourage shareholders to exercise their voting rights at their earliest convenience. Should you have any concerns or inquiries, please contact our help desk.

Notes

- Please note that we request that shareholders who exercise their voting rights via the Internet to change their “temporary password” on the voting right exercise website in order to prevent unauthorized access (“spoofing”) by third parties other than the shareholders and to prevent tampering with the contents of the voting.
- A new “login ID” and “temporary password” are provided each time when a General Meeting of Shareholders is convened.
- Costs incurred in accessing the voting right exercise website (Internet access fees, telephone charge, etc.) are to be borne by the shareholders.

For inquiries regarding the system, etc. (Helpdesk)	Corporate Agency Division Mitsubishi UFJ Trust and Banking Corporation Phone: 0120-173-027 (Business hours: from 9:00 a.m. to 9:00 p.m., toll-free within Japan)
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[TRANSLATION]

REFERENCE MATERIALS CONCERNING
THE GENERAL MEETING OF SHAREHOLDERS

Items of Business and Reference Matters

First Item of Business Election of 11 (Eleven) Directors

Director Tadashi Kuroda will resign from his office as a Director on June 27, 2018 and the terms of office of the other 14 (fourteen) Directors will expire at the close of this Meeting. Accordingly, you are hereby requested to newly elect 11 (eleven) Directors, including 5 (five) Outside Directors, after the reduction of the number of Directors by 4 (four) so that decisions can be made strategically and flexibly at the Board of Directors.

The candidates are as follows:

Number	Candidate's Name		Current Position and Responsibility at the Company
1	Reappointment	Tadashi Shiraishi	Chairman (Representative Director)
2	Reappointment	Takahiro Yanai	President & CEO (Representative Director)
3	Reappointment	Toshimitsu Urabe	Deputy President (Representative Director) Operations in general
4	Reappointment	Tsuyoshi Nonoguchi	Senior Managing Director; In charge of Corporate Center
5	Reappointment	Hiroto Yamashita	Managing Director; In charge of Corporate Center
6	New appointment	Yoichi Shimoyama	Managing Executive Officer; In charge of Corporate Center
7	Reappointment	Teruyuki Minoura	Outside Director Independent Director Director
8	Reappointment	Toshio Haigou	Outside Director Director
9	Reappointment	Kiyoshi Kojima	Outside Director Director
10	Reappointment	Shinya Yoshida	Outside Director Director
11	New appointment	Naomi Hayashi	Outside Director
Outside Director ... Candidate for Outside Director			
Independent Director ... Candidate to be registered with the Tokyo Stock Exchange and the Nagoya Stock Exchange as independent director			

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies		Number of Company's Shares Owned
1	<div>Reappointment</div> Tadashi Shiraishi (February 17, 1953)	April 1975	Joined The Tokai Bank, Ltd.	25,300
		May 2009	Senior Managing Executive Officer and General Manager, Corporate Banking Group No. 2 of The Bank of Tokyo-Mitsubishi UFJ, Ltd.	
		June 2010	Deputy President of Mitsubishi UFJ Lease & Finance Company Limited (the Company) Concurrently served as Executive Officer of the Company	
		June 2012	President & CEO of the Company	
		June 2017	Chairman of the Company (incumbent)	
Reasons for proposing the candidate as Director Mr. Tadashi Shiraishi assumed the position of Deputy President of the Company in 2010 based on his wealth of management experience at major financial institutions of Japan. After having served as the President & CEO of the Company from 2012 to 2017, he has been presiding over the Board of Directors as the Chairman since 2017. As he has sufficient experience and knowledge regarding the globally developing business operations of the Company, we have determined that it is optimal for him to continue to take command of business as the Chairman and aim for sustainable growth and improvement of corporate value over the medium and long term. We are therefore reappointing him as a candidate for Director.				
2	<div>Reappointment</div> Takahiro Yanai (May 4, 1958)	April 1982	Joined The Mitsubishi Bank, Ltd.	1,900
		May 2012	Managing Executive Officer of The Bank of Tokyo-Mitsubishi UFJ Ltd. Managing Officer of Mitsubishi UFJ Financial Group, Inc.	
		June 2015	Managing Director of The Bank of Tokyo-Mitsubishi UFJ Ltd. Managing Executive Officer of Mitsubishi UFJ Financial Group, Inc.	
		May 2016	Senior Managing Executive Officer of The Bank of Tokyo-Mitsubishi UFJ Ltd.	
		June 2017	President & CEO of Mitsubishi UFJ Lease & Finance Company Limited (the Company) (incumbent) Concurrently serves as Executive Officer of the Company (incumbent)	
Reasons for proposing the candidate as Director Since 2017, Mr. Takahiro Yanai has served as the President & CEO of the Company as the chief of business execution based on a wealth of management experience at major financial institutions of Japan. As he has sufficient experience and knowledge regarding the globally developing business operations of the Company, we have determined that it is optimal for him to continue to take command of business as the President & CEO and aim for sustainable growth and improvement of corporate value over the medium and long term. We are therefore reappointing him as a candidate for Director.				

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies	Number of Company's Shares Owned
3	<div>Reappointment</div> Toshimitsu Urabe (October 2, 1954)	April 1978 Joined Mitsubishi Corporation April 2009 Senior Vice President and Deputy Chief Representative for China of Mitsubishi Corporation, and President of Mitsubishi Corporation (Hong Kong) Ltd. April 2011 Senior Vice President and Senior Assistant to Senior Executive Vice President, Human Resources of Mitsubishi Corporation April 2013 Executive Vice President, Group CEO, Business Service Group of Mitsubishi Corporation April 2017 Advisor of Mitsubishi Corporation June 2017 Deputy President of Mitsubishi UFJ Lease & Finance Company Limited (the Company) (incumbent) Concurrently serves as Executive Officer of the Company (incumbent) (Current responsibility) Operations in general	6,400
		Reasons for proposing the candidate as Director Mr. Toshimitsu Urabe assumed the position of Deputy President of the Company in 2017 based on his wealth of management experience at a major general trading company of Japan, and has been taking command of operations in general. As he has sufficient experience and knowledge enabling him to be responsible for the globally developing business operations of the Company, we have determined that it is optimal for him to continue to take command of operations in general as the Deputy President of the Company in order for the Company to aim for sustainable growth and improvement of corporate value over the medium and long term. We are therefore reappointing him as a candidate for Director.	

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies		Number of Company's Shares Owned
4	<div>Reappointment</div> Tsuyoshi Nonoguchi (September 26, 1960)	April 1984	Joined The Mitsubishi Bank, Ltd.	12,000
		June 2011	Executive Officer and General Manager, Corporate Banking Business Promotion Division of The Bank of Tokyo-Mitsubishi UFJ, Ltd.	
June 2012	Deputy General Manager, Credit Supervision Department No. 1 of Mitsubishi UFJ Lease & Finance Company Limited (the Company)			
June 2012	Managing Executive Officer and General Manager, Credit Supervision Department No. 1 of the Company			
June 2013	Managing Director of the Company Concurrently serves as Executive Officer of the Company (incumbent)			
May 2016	Commissioned as General Manager, International Credit Supervision Department of the Company			
		June 2016	Senior Managing Director of the Company (incumbent) (Current responsibility) In charge of Corporate Center	
Reasons for proposing the candidate as Director Mr. Tsuyoshi Nonoguchi has a wealth of experience at financial institutions, as well as experience and knowledge in the corporate division accumulated through being involved in the globally developing business operations of the Company. We expect him to utilize this background and continue to contribute to the sustained growth and improvement of corporate value over the medium and long term as the Executive Director. We are therefore reappointing him as a candidate for Director.				

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies	Number of Company's Shares Owned
5	<div>Reappointment</div> Hiroto Yamashita (February 21, 1958)	April 1982 Joined The Tokai Bank, Ltd. July 2007 General Manager, Hanoi Branch of The Bank of Tokyo-Mitsubishi UFJ, Ltd. November 2010 Deputy General Manager, International Department of Mitsubishi UFJ Lease & Finance Company Limited (the Company) July 2011 Deputy General Manager, Corporate & Strategic Planning Department of the Company June 2012 Executive Officer and General Manager, Corporate & Strategic Planning Department of the Company May 2014 Managing Executive Officer and General Manager, Corporate & Strategic Planning Department of the Company June 2015 Managing Director of the Company (incumbent) Concurrently serves as Executive Officer of the Company (incumbent) (Current responsibility) In charge of Corporate Center	0
Reasons for proposing the candidate as Director Mr. Hiroto Yamashita has a wealth of experience at financial institutions, as well as experience and knowledge in the corporate division accumulated through being involved in the globally developing business operations of the Company. We expect him to utilize this background and continue to contribute to the sustained growth and improvement of corporate value over the medium and long term as the Executive Director. We are therefore reappointing him as a candidate for Director.			

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies		Number of Company's Shares Owned
6	<div>New appointment</div> <div>Yoichi Shimoyama (May 21, 1958)</div>	April 1982 April 2012 April 2014 April 2017 June 2017	Joined Mitsubishi Corporation Senior Vice President and General Manager, Finance Dept. of Mitsubishi Corporation Senior Vice President and Deputy Regional CEO, East Asia of Mitsubishi Corporation, and President of Mitsubishi Corporation (Hong Kong) Limited Advisor of Mitsubishi Corporation Managing Executive Officer of Mitsubishi UFJ Lease & Finance Company Limited (incumbent) (Current responsibility) In charge of Corporate Center	2,500
	Reasons for proposing the candidate as Director Mr. Yoichi Shimoyama has a wealth of experience at a major general trading company of Japan as well as sufficient experience and knowledge enabling him to be responsible for the globally developing business operations of the Company. We expect him to contribute to the sustained growth and improvement of corporate value over the medium and long term. We are therefore newly appointing him as a candidate for Director.			

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies		Number of Company's Shares Owned
7	<div>Reappointment</div> <div>Outside Director</div> <div>Independent Director</div> <div>Teruyuki Minoura (October 5, 1943)</div>	April 1967	Joined Toyota Motor Co., Ltd.	0
		June 2003	Senior Managing Director, Member of the Board of Directors of TOYOTA MOTOR CORPORATION	
		June 2004	Executive Vice President of DAIHATSU MOTOR CO., LTD. (DAIHATSU)	
		June 2005	President of DAIHATSU	
		June 2010	Chairman of Toyota Boshoku Corporation (Toyota Boshoku)	
		June 2012	Senior Advisor to the Board of Toyota Boshoku	
		June 2013	Director of Mitsubishi UFJ Lease & Finance Company Limited (incumbent)	
Reasons for proposing the candidate as Director				
Mr. Teruyuki Minoura has a wealth of management experience and deep insight gained at major manufacturing companies of Japan. We expect him to utilize this background and continue to contribute to the appropriate decision-making and oversight of overall management by the Board of Directors as Outside Director based on his objective perspective independent from the Company's management team engaged in business execution. We are therefore reappointing him as a candidate for Director.				
Attendance at Board of Directors meetings (FY2017): 11 out of 11 times (100%)				
Term of office as an Outside Director: 5 years				

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies	Number of Company's Shares Owned
8	<div>Reappointment</div> <div>Outside Director</div> Toshio Haigou (September 25, 1957)	April 1981 Joined the Nagoya Railroad Co., Ltd. (Nagoya Railroad) July 2008 General Manager in charge of Supervision No. 1, Affiliated Business Department of Nagoya Railroad June 2012 Director of Nagoya Railroad July 2012 General Manager, Business Planning Department of Nagoya Railroad June 2014 Managing Director of Nagoya Railroad Director of Mitsubishi UFJ Lease & Finance Company Limited (incumbent) June 2016 Senior Managing Director of Nagoya Railroad (incumbent) Division Director, Group Control HQ of Nagoya Railroad (incumbent) (Important Status in Other Companies) Senior Managing Director and Division Director, Group Control HQ of Nagoya Railroad	0
		Reasons for proposing the candidate as Director	
		Mr. Toshio Haigou has a wealth of management experience and deep insight gained at a major railroad company of Japan. We expect him to utilize this background and continue to contribute to the appropriate decision-making and oversight of overall management by the Board of Directors as Outside Director based on his practical perspective. We are therefore reappointing him as a candidate for Director.	
		Attendance at Board of Directors meetings (FY2017): 9 out of 11 times (81%)	
		Term of office as an Outside Director: 4 years	

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies	Number of Company's Shares Owned
9	<div>Reappointment</div> <div>Outside Director</div> Kiyoshi Kojima (April 1, 1959)	April 1983 Joined Hitachi Credit Corporation April 2009 Vice President and Executive Officer of Hitachi Capital Corporation April 2012 Senior Vice President and Executive Officer of Hitachi Capital Corporation April 2015 Senior Vice President and Executive Officer of Hitachi Capital Corporation Concurrently served as Managing Director of Hitachi Capital Asia Pacific Pte. Ltd. April 2017 Associate of Hitachi Capital Corporation (executive-level treatment) June 2017 Director of Hitachi Capital Corporation (incumbent) Director of Mitsubishi UFJ Lease & Finance Company Limited (incumbent) (Important Status in Other Companies) Director of Hitachi Capital Corporation	0
		Reasons for proposing the candidate as Director	
		Mr. Kiyoshi Kojima has a wealth of management experience at Hitachi Capital Corporation and deep insight in the financial business. We expect him to utilize this background and contribute to the appropriate decision-making and oversight of overall management by the Board of Directors as Outside Director based on his practical perspective. We are therefore reappointing him as a candidate for Director.	
		Attendance at Board of Directors meetings (FY2017): 8 out of 8 times (100%) The Board of Directors meeting was held 8 (eight) times after Mr. Kiyoshi Kojima assumed office at the Annual General Meeting of Shareholders in June 2017.	
		Term of office as an Outside Director: 1 year	

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies	Number of Company's Shares Owned
10	<div>Reappointment</div> <div>Outside Director</div> Shinya Yoshida (December 8, 1960)	April 1985 Joined Mitsubishi Corporation April 2009 General Manager of Corporate Strategy & Planning Department of Mitsubishi Corporation April 2013 Senior Vice President and General Manager of Corporate Strategy & Planning Department of Mitsubishi Corporation April 2016 Executive Vice President, Group CEO, Industrial Finance, Logistics & Development Group of Mitsubishi Corporation (incumbent) June 2016 Director of Mitsubishi UFJ Lease & Finance Company Limited (incumbent)	0
		(Important Status in Other Companies) Executive Vice President, Group CEO, Industrial Finance, Logistics & Development Group of Mitsubishi Corporation	
		Reasons for proposing the candidate as Director Mr. Shinya Yoshida has a wealth of management experience at a major general trading company of Japan and deep insight in the financial business. We expect him to utilize this background and continue to contribute to the appropriate decision-making and oversight of overall management by the Board of Directors as Outside Director based on his practical perspective. We are therefore reappointing him as a candidate for Director.	
		Attendance at Board of Directors meetings (FY2017): 9 out of 11 times (81%)	
		Term of office as an Outside Director: 2 years	

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in Other Companies	Number of Company's Shares Owned
11	<div>New Appointment</div> <div>Outside Director</div> Naomi Hayashi (March 16, 1965)	April 1987 June 2013 July 2015 January 2017 April 2018 May 2018 (Important Status in Other Companies) Managing Corporate Executive & Group CSO of Mitsubishi UFJ Financial Group, Inc. Managing Executive Officer & CSO of MUFG Bank, Ltd.	0
Reasons for proposing the candidate as Director Mr. Naomi Hayashi has a wealth of management experience at major financial institutions of Japan and deep insight in the financial business. We expect him to utilize this background and contribute to the appropriate decision-making and oversight of overall management by the Board of Directors as Outside Director based on his practical perspective. We are therefore newly appointing him as a candidate for Director.			

(Notes)

1. The candidate Mr. Toshio Haigou is a Senior Managing Director of the Nagoya Railroad Co., Ltd. There is a transactional relationship including lease contracts between the Nagoya Railroad Co., Ltd. and the Company; however, the amount is less than 1% of the consolidated operating revenues of the Nagoya Railroad Co., Ltd. or the consolidated revenues of the Company for FY2017. He will assume the position of Executive Vice-President of the Nagoya Railroad Co., Ltd. as of June 27, 2018.
2. The candidate Mr. Naomi Hayashi will assume the position of Member of the Board of Directors, Managing Executive Officer (Representative Director) & CSO of MUFG Bank, Ltd., which is one of the major lenders of the Company, as of June 27, 2018. There is a transactional relationship including lease contracts and borrowings between MUFG Bank, Ltd. and the Company.
3. There are no special interests between any of the other candidates and the Company.
4. The candidate Mr. Tsuyoshi Nonoguchi will be elected as Outside Director of Hitachi Capital Corporation at its annual general meeting of shareholders, which will be held June 21, 2018.
5. To enable Outside Directors to fully perform their expected roles, the Company has stipulated in its current Articles of Incorporation that the Company may enter into an agreement with Outside Directors which limits their liability for damages to the Company due to the negligence of their duties to a certain extent. Accordingly, the Company intends to enter into a limited liability agreement with Mr. Naomi Hayashi. In addition, the Company

has already entered into limited liability agreements with Messrs. Teruyuki Minoura, Toshio Haigou, Kiyoshi Kojima, and Shinya Yoshida and intends to extend such agreements.

The following provides a summary of such agreements.

- 1) Where an Outside Director is found liable for damages to the Company due to negligence of his/her duties, he/she shall assume such liability for damages limited to the greater of a previously determined amount of 8 million yen or more, or the minimum amount of liability for damages prescribed in Article 425, Paragraph 1 of the Companies Act.
- 2) The limitation of liability mentioned above shall apply only where an Outside Director performs his/her duties in good faith and his/her conduct incurring such liability is not grossly negligent of his/her duties.

Second Item of Business Election of 3 (Three) Audit & Supervisory Board Members

Mr. Kazuhide Yamauchi will resign from his office as an Audit & Supervisory Board Member at the close of this Meeting. Also, the terms of office of Mr. Shota Yasuda and Mr. Shinichiro Hayakawa will expire at the close of this Meeting. Accordingly, you are hereby requested to newly elect 3 (three) Audit & Supervisory Board Members.

The candidate is as follows:

The Company has already obtained approval from the Audit & Supervisory Board with respect to the proposal of this item of business.

Number	Candidate's Name		Current Position at the Company
1	New appointment	Naoki Matsumuro	Managing Executive Officer General Manager, Risk Management Department
2	Reappointment	Shota Yasuda	Outside Audit & Supervisory Board Member Audit & Supervisory Board Member
3	New appointment	Hiroyasu Nakata	Outside Audit & Supervisory Board Member Independent Auditor
Outside Audit & Supervisory Board Member		...	Candidate for Outside Audit & Supervisory Board Member
Independent Auditor		...	Candidate to be registered with the Tokyo Stock Exchange and the Nagoya Stock Exchange as independent auditor

Number	Candidate's Name (Date of Birth)	Career Summary, Position and Representative Status in Other Companies		Number of Company's Shares Owned
1	<div>New appointment</div> Naoki Matsumuro (January 16, 1962)	April 1984	Joined Central Leasing Co., Ltd.	23,576
		May 2012	General Manager, Osaka Business Department No. 3 of Mitsubishi UFJ Lease & Finance Company Limited (the Company)	
		July 2012	General Manager, Osaka Business Department No. 3 of the Company	
		May 2013	Deputy General Manager, Corporate & Strategic Planning Department of the Company	
		May 2014	General Manager, Risk Management Department of the Company	
		June 2014	Executive Officer and General Manager, Risk Management Department of the Company	
		May 2017	Managing Executive Officer and General Manager, Risk Management Department of the Company (incumbent)	
Reasons for proposing the candidate as Audit & Supervisory Board Member Mr. Naoki Matsumuro has a wealth of experience at the Company, having mainly engaged in operations related to corporate and strategic planning and risk management and served as Managing Executive Officer, as well as knowledge over finance and accounting, etc. We expect him to contribute to ensure the soundness of management of the Company by conducting audit from his practical perspective. We are therefore newly appointing him as a candidate for Audit & Supervisory Board Member.				

Number	Candidate's Name (Date of Birth)	Career Summary, Position and Representative Status in Other Companies		Number of Company's Shares Owned
2	<div>Reappointment</div> <div>Outside Audit & Supervisory Board</div> <div>Member</div> <div>Shota Yasuda (July 23, 1948)</div>	July 1971	Joined The Mitsubishi Bank, Ltd.	0
		June 1998	Director of The Bank of Tokyo-Mitsubishi, Ltd.	
		June 2001	Executive Officer and Senior Superintendent (in charge of Human Resources Office) of The Bank of Tokyo-Mitsubishi, Ltd.	
		May 2002	Managing Executive Officer of The Bank of Tokyo-Mitsubishi, Ltd.	
		January 2006	Senior Managing Director of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (BTMU)	
		June 2007	Full-time Corporate Auditor of Mitsubishi UFJ Financial Group, Inc. (MUFG)	
		June 2011	Full-time Corporate Auditor of BTMU	
		June 2014	Audit & Supervisory Board Member of Mitsubishi UFJ Lease & Finance Company Limited (incumbent)	
			Director of OMIKENSHEI CO., LTD. (incumbent)	
	Reasons for proposing the candidate as Audit & Supervisory Board Member			
	Mr. Shota Yasuda has a wealth of management experience at major financial institutions of Japan, as well as deep insight into the financial business. We expect him to utilize this background and continue to contribute to ensure the soundness of management of the Company as Outside Audit & Supervisory Board Member by conducting audit from his substantial perspective. We are therefore reappointing him as a candidate for Audit & Supervisory Board Member.			
	Attendance at Board of Directors meetings (FY2017):		10 out of 11 times (90%)	
	Attendance at Audit & Supervisory Board meetings (FY2017):		9 out of 10 times (90%)	
	Term of office as an Outside Audit & Supervisory Board Member: 4 years			

Number	Candidate's Name (Date of Birth)	Career Summary, Position and Representative Status in Other Companies	Number of Company's Shares Owned
3	<div> <div>New appointment</div> <div>Outside Audit & Supervisory Board Member</div> <div>Independent Auditor</div> </div> Hiroyasu Nakata (August 29, 1951)	April 1977 Completed the legal apprentice course at the Legal Training and Research Institute of the Supreme Court of Japan Admitted to the bar (Daini Tokyo Bar Association) (until March 1990) April 1990 Associate Professor at Faculty of Law and Economics, Chiba University June 1993 Professor at Faculty of Law and Economics, Chiba University April 1995 Professor at Faculty of Law, Hitotsubashi University April 1999 Professor of Graduate School of Law, Hitotsubashi University April 2003 Trustee of Hitotsubashi University April 2008 Professor at The University of Tokyo Graduate Schools for Law and Politics and The University of Tokyo Faculty of Law April 2015 Emeritus Professor of Hitotsubashi University April 2017 Professor at Waseda Law School (incumbent) June 2017 Emeritus Professor of The University of Tokyo (Important Status in Other Companies) Professor at Waseda Law School	0
Reasons for proposing the candidate as Audit & Supervisory Board Member Mr. Hiroyasu Nakata has a wealth of learning and knowledge as a university professor. We expect him to utilize this background and contribute to ensure the soundness of management of the Company as Outside Audit & Supervisory Board Member by conducting audit from his neutral and objective perspective. We are therefore newly appointing him as a candidate for Audit & Supervisory Board Member.			

(Notes)

- There are no special interests between the candidates and the Company.
- The candidate Mr. Shota Yasuda will retire from his office as a Director of OMIKENSHI CO., LTD. as of June 28, 2018.
- To enable Outside Audit & Supervisory Board Members to fully perform their expected roles, the Company has stipulated in its current Articles of Incorporation that the Company may enter into an agreement with Outside Audit & Supervisory Board Members which limits their liability for damages to the Company due to the negligence of their duties to a certain extent. Accordingly, the Company intends to enter into a limited liability agreement with Mr. Hiroyasu Nakata. In addition, the Company has already entered into a limited liability agreement with Mr. Shota Yasuda and intends to extend such agreement.
The following provides a summary of such agreements.
 - Where an Outside Audit & Supervisory Board Member is found liable for damages to the Company due to negligence of his/her duties, he/she shall assume such liability for damages limited to the greater of a previously determined amount of 8 million yen or more, or the minimum amount of liability for damages prescribed in Article 425, Paragraph 1 of the Companies Act.

- 2) The limitation of liability mentioned above shall apply only where an Outside Audit & Supervisory Board Member performs his/her duties in good faith and his/her conduct incurring such liability is not grossly negligent of his/her duties.
4. The Company will register Mr. Hiroyasu Nakata with the Tokyo Stock Exchange and the Nagoya Stock Exchange as independent auditor. He does not have any direct experience in corporate management, but we expect him to properly perform duties as an Outside Audit & Supervisory Board Member by utilizing his wealth of learning and knowledge as a university professor and conducting audit from his neutral and objective perspective.

<Reference>

● The Company's Selection Standards for Directors and Audit & Supervisory Board Members

1. Directors and Audit & Supervisory Board Members should be mentally and physically sound enough to execute business.
2. Directors and Audit & Supervisory Board Members should be persons who are well respected, possess excellent integrity and hold themselves to high ethical standards.
3. Directors and Audit & Supervisory Board Members should have a law-abiding spirit.
4. Directors and Audit & Supervisory Board Members should have the ability to make objective judgments regarding management and have excellent insight and perspicacity.
5. In addition to 1. to 4. above, Outside Directors should (i) have experience, achievements and knowledge in their fields of specialty, and (ii) be able to contribute to the implementation of appropriate decision making and management supervision of the Board of Directors.

● Independence Standards for Outside Directors and Audit & Supervisory Board Members

The Company shall judge the independence based upon the requirements for independent directors and audit & supervisory board members set forth by the financial instruments exchanges of Japan, such as the Tokyo Stock Exchange, through confirmation as to whether the candidate at any time in the past three years has fallen under any of the following (1) through (6), and consideration as to whether the individual is objectively and substantially independent:

- (1) A major shareholder (a shareholder holding 10% or more of the total voting rights) of the Company or an Executive (Note 1) thereof;
- (2) An Executive of a lender of the Company (Note 2) that exceeds the Company's standard;
- (3) An Executive of a business partner of the Company (Note 3) that exceeds the Company's standard;
- (4) A consultant, attorney-at-law, certified public accountant, or other person who provides professional services, that receives more than 10 million yen or more per fiscal year in monetary or other assets from the Company, excluding executive compensation;
- (5) A representative partner or partner of the Company's Accounting Auditor;
- (6) A person who belongs to an association which receives donations from the Company exceeding a certain amount (Note 4).

Note 1 An Executive refers to an Executive Director, Executive Officer, or other employees.

Note 2 A lender that exceeds the Company's standard refers to a lender from whom the amount the Company has borrowed exceeds 2% of the consolidated total assets of the Company.

Note 3 A business partner that exceeds the Company's standard refers to a business partner having dealings with the Company worth more than 2% of the consolidated net sales of the Company or of the business partner;

Note 4 Donations exceeding a certain amount refers to a donation exceeding 10 million yen per fiscal year.

Even if the candidate falls under any of the above (1) through (6), if said candidate is judged to be substantially independent and is registered as an independent director or audit & supervisory board member with the Financial Instruments Exchanges of Japan, such as the Tokyo Stock Exchange, the reason therefor shall be explained and disclosed at the time of the candidate's election as an Outside Director or Audit & Supervisory Board Member.