MITSUBISHI UFJ FINANCIAL GROUP INC
Form 20-F
July 15, 2016
Table of Contents

As filed with the Securities and Exchange Commission on July 15, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 20-F

¨ **REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF**

THE SECURITIES EXCHANGE ACT OF 1934

OR

x **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF**

THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended March 31, 2016

OR

¨ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF**

THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

OR

¨ **SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF**

THE SECURITIES EXCHANGE ACT OF 1934

Date of event requiring this shell company report

Commission file number 000-54189

KABUSHIKI KAISHA MITSUBISHI UFJ FINANCIAL GROUP

(Exact name of Registrant as specified in its charter)

MITSUBISHI UFJ FINANCIAL GROUP, INC.

(Translation of Registrant s name into English)

Japan

(Jurisdiction of incorporation or organization)

7-1, Marunouchi 2-chome

Chiyoda-ku, Tokyo 100-8330

Japan

(Address of principal executive offices)

Kazutaka Yoneda, +81-3-3240-8111, +81-3-3240-7073, same address as above

(Name, Telephone, Facsimile number and Address of Company Contact Person)

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

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

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

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

Restricted Share Units granting rights to common stock under the UnionBanCal Corporation Stock Bonus Plan

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act:

$2,300,000,000 Fixed/Floating Rate Non-Cumulative Preferred Securities of MUFG Capital Finance 1 Limited, and Mitsubishi UFJ Financial Group, Inc. s Guarantee thereof

750,000,000 Fixed/Floating Rate Non-Cumulative Preferred Securities of MUFG Capital Finance 2 Limited, and Mitsubishi UFJ Financial Group, Inc. s Guarantee thereof

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

As of March 31, 2016, 14,168,853,820 shares of common stock (including 151,647,230 shares of common stock held by the registrant and its consolidated subsidiaries as treasury stock)

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

Yes x No ¨

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

Yes ¨ No x

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

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

Yes x No ¨

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

Yes x No ¨

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer x Accelerated filer ¨ Non-accelerated filer ¨

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

U.S. GAAP x International Financial Reporting Standards as issued by the International Accounting Standards Board ¨ Other ¨

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

Item 17 ¨ Item 18 ¨

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

Yes ¨ No x

TABLE OF CONTENTS

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

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

When we refer in this Annual Report to MUFG, we, us, our and the Group, we generally mean Mitsubishi UFJ Financial Group, Inc. and its consolidated subsidiaries, but from time to time as the context requires, we mean Mitsubishi UFJ Financial Group, Inc. as an individual legal entity. Similarly, references to MTFG and UFJ Holdings are to Mitsubishi Tokyo Financial Group, Inc. and to UFJ Holdings, Inc., as single entities, respectively, as well as to MTFG and UFJ Holdings and their respective consolidated subsidiaries, as the context requires. In addition, our commercial banking subsidiaries refers to The Bank of Tokyo-Mitsubishi UFJ, Ltd., or BTMU, and, as the context requires, its consolidated subsidiaries engaged in the commercial banking business. Our trust banking subsidiaries refers to Mitsubishi UFJ Trust and Banking Corporation, or MUTB, and, as the context requires, its consolidated subsidiaries engaged in the trust banking business. Our banking subsidiaries refers to BTMU and MUTB and, as the context requires, their respective consolidated

1

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

References to MUAH and MUB are to MUFG Americas Holdings Corporation and MUFG Union Bank, N.A., as single entities, respectively, as well as to MUAH and MUB and their respective consolidated subsidiaries, as the context requires.

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

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

References in this Annual Report to yen or ¥ are to Japanese yen, references to U.S. dollars, U.S. dollar, dollars, U.S.$ or $ are to Unit dollars, and references to euro or are to the currency of the member states of the European Monetary Union.

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

We usually hold the annual ordinary general meeting of shareholders of Mitsubishi UFJ Financial Group, Inc. in June of each year in Tokyo.

Table of Contents

Forward-Looking Statements

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

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

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

Our forward-looking statements are not guarantees of future performance and involve risks and uncertainties. Actual results may differ from those in the forward-looking statements as a result of various factors. We identify in this Annual Report in Item 3.D. Key Information Risk Factors, Item 4.B. Information on the Company Business Overview, Item 5. Operating and Financial Review and Prospects and elsewhere, some, but not necessarily all, of the important factors that could cause these differences.

We are under no obligation, and disclaim any obligation, to update or alter our forward-looking statements, whether as a result of new information, future events or otherwise.

Table of Contents

PART I

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

Not applicable.

Item 2. Offer Statistics and Expected Timetable.

Not applicable.

Item 3. Key Information.

A. Selected Financial Data

The selected statement of income data and selected balance sheet data set forth below has been derived from our audited consolidated financial statements.

Except for risk-adjusted capital ratios, which are calculated in accordance with Japanese banking regulations based on information derived from our consolidated financial statements prepared in accordance with accounting principles generally accepted in Japan, or Japanese GAAP, the selected financial data set forth below are derived from our consolidated financial statements prepared in accordance with U.S. GAAP.

You should read the selected financial data set forth below in conjunction with Item 5. Operating and Financial Review and Prospects, Selected Statistical Data and our consolidated financial statements and other financial data included elsewhere in this Annual Report. These data are qualified in their entirety by reference to all of that information.

Table of Contents

	Fiscal years ended March 31, 2012	2013	2014	2015	2016
	(in millions, except per share data and number of shares)				
Statement of income data:					
Interest income[1]	¥ 2,595,956	¥ 2,427,521	¥ 2,522,283	¥ 2,894,645	¥ 3,005,738
Interest expense	640,139	556,418	560,972	663,184	744,364
Net interest income	1,955,817	1,871,103	1,961,311	2,231,461	2,261,374
Provision (credit) for credit losses	223,809	144,542	(106,371)	86,998	231,862
Net interest income after provision (credit) for credit losses	1,732,008	1,726,561	2,067,682	2,144,463	2,029,512
Non-interest income	1,440,576	2,067,909	1,821,081	2,845,078	2,407,690
Non-interest expense	2,322,642	2,378,599	2,468,320	2,726,885	3,274,532
Income before income tax expense	849,942	1,415,871	1,420,443	2,262,656	1,162,670
Income tax expense	429,191	296,020	337,917	666,020	369,432
Net income before attribution of noncontrolling interests	420,751	1,119,851	1,082,526	1,596,636	793,238
Net income (loss) attributable to noncontrolling interests	4,520	50,727	67,133	65,509	(9,094)
Net income attributable to Mitsubishi UFJ Financial Group	¥ 416,231	¥ 1,069,124	¥ 1,015,393	¥ 1,531,127	¥ 802,332
Earnings applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 398,291	¥ 1,051,184	¥ 994,152	¥ 1,522,157	¥ 802,332
Amounts per share:					
Basic earnings per common share Earnings applicable to common shareholders of Mitsubishi UFJ Financial Group	¥ 28.17	¥ 74.30	¥ 70.21	¥ 107.81	¥ 57.78
Diluted earnings per common share Earnings applicable to common shareholders of Mitsubishi UFJ Financial Group	28.09	74.16	69.98	107.50	57.51
Number of shares used to calculate basic earnings per common share (in thousands)	14,140,136	14,148,060	14,158,698	14,118,469	13,885,842
Number of shares used to calculate diluted earnings per common share (in thousands)[2]	14,156,820	14,169,080	14,180,080	14,137,645	13,903,316
Cash dividends per share paid during the fiscal year:					
Common stock	¥ 12.00	¥ 12.00	¥ 14.00	¥ 18.00	¥ 18.00
	$ 0.15	$ 0.15	$ 0.14	$ 0.16	$ 0.15
Preferred stock (Class 5)[3]	¥ 115.00	¥ 115.00	¥ 115.00	¥ 57.50	
	$ 1.45	$ 1.42	$ 1.14	$ 0.57	
Preferred stock (Class 11)[4]	¥ 5.30	¥ 5.30	¥ 5.30	¥ 2.65	
	$ 0.07	$ 0.07	$ 0.05	$ 0.03	

	As of March 31, 2012	2013	2014	2015	2016
	(in millions)				
Balance sheet data:					
Total assets	¥ 215,202,514	¥ 230,559,276	¥ 253,661,077	¥ 280,886,326	¥ 292,570,296
Loans, net of allowance for credit losses	91,012,736	97,254,242	109,181,991	117,209,723	121,679,828
Total liabilities	206,344,067	219,617,296	240,909,633	265,604,985	277,722,029
Deposits	139,493,730	148,209,739	162,517,786	171,991,267	181,438,087
Long-term debt	12,593,062	12,182,358	14,498,678	19,968,735	21,972,077
Total equity	8,858,447	10,941,980	12,751,444	15,281,341	14,848,267
Capital stock	2,087,244	2,088,135	2,089,245	2,090,270	2,090,270

Table of Contents

	Fiscal years ended March 31,				
	2012	2013	2014	2015	2016
	(in millions, except percentages)				
Other financial data:					
Average balances:					
Interest-earning assets	¥ 184,179,147	¥ 193,824,256	¥ 212,176,348	¥ 237,247,664	¥ 252,715,743
Interest-bearing liabilities	165,420,569	173,399,441	189,413,309	210,101,348	221,146,989
Total assets	211,835,389	225,682,785	247,729,744	277,557,493	299,282,654
Total equity	8,594,310	9,244,530	10,683,098	13,002,955	15,285,766
Return on equity and assets:					
Earnings applicable to common shareholders as a percentage of average total assets	0.19%	0.47%	0.40%	0.55%	0.27%
Earnings applicable to common shareholders as a percentage of average total equity	4.63%	11.37%	9.31%	11.71%	5.25%
Dividends per common share as a percentage of basic earnings per common share	42.60%	16.15%	19.94%	16.70%	31.15%
Average total equity as a percentage of average total assets	4.06%	4.10%	4.31%	4.68%	5.11%
Net interest income as a percentage of average total interest-earning assets	1.06%	0.97%	0.92%	0.94%	0.89%
Credit quality data:					
Allowance for credit losses	¥ 1,285,507	¥ 1,335,987	¥ 1,094,420	¥ 1,055,479	¥ 1,111,130
Allowance for credit losses as a percentage of loans	1.39%	1.36%	0.99%	0.89%	0.90%
Impaired loans	¥ 2,031,868	¥ 2,200,766	¥ 1,861,027	¥ 1,686,806	¥ 1,725,150
Impaired loans as a percentage of loans	2.20%	2.23%	1.69%	1.43%	1.40%
Allowance for credit losses related to impaired loans as a percentage of impaired loans	42.92%	43.39%	40.32%	36.00%	42.60%
Net loan charge-offs	¥ 173,370	¥ 112,862	¥ 153,748	¥ 150,666	¥ 156,959
Net loan charge-offs as a percentage of average loans	0.20%	0.12%	0.15%	0.13%	0.13%
Average interest rate spread	1.02%	0.93%	0.89%	0.90%	0.85%
Risk-adjusted capital ratio calculated under Japanese GAAP(5)	14.72%	16.53%	15.43%	15.62%	16.01%

Notes:

(1) Interest income for the fiscal year ended March 31, 2012 includes a gain of ¥139,320 million on the conversion rate adjustment of Morgan Stanley s convertible preferred stock. Exclusive of the one-time gain associated with the conversion, interest income would have been lower for the fiscal year ended March 31, 2012.

(2) Includes the common shares that were potentially issuable upon conversion of the Class 11 Preferred Stock and stock acquisition rights.

(3) Preferred dividends were ¥57.5 per share and paid semi-annually. In April 2014, we acquired and cancelled all of the issued shares of First Series of Class 5 Preferred Stock. As a result, there is currently no issued Class 5 Preferred Stock. See Note 17 to our audited consolidated financial statements included elsewhere in this Annual Report.

(4) Preferred dividends were ¥2.65 per share and paid semi-annually. In August 2014, we acquired all of the issued shares of Class 11 Preferred Stock in exchange for 1,245 shares of our common stock held in treasury, and cancelled the acquired shares. See Note 17 to our audited consolidated financial statements included elsewhere in this Annual Report.

(5) Risk-adjusted capital ratios have been calculated in accordance with Japanese banking regulations as applicable on the relevant calculation date, based on information derived from our consolidated financial statements prepared in accordance with Japanese GAAP. The risk-adjusted capital ratios as of March 31, 2012, 2013, 2014 and 2015 have been revised from 14.91% to 14.72%, from 16.68% to 16.53%, from 15.53% to 15.43%, and from 15.68% to 15.62%, respectively. The revisions reflect corrections of errors in the risk weighting applied to certain assets, mostly residential mortgage loans, and certain other adjustments made under Basel I standards to obtain amounts that were used for floor adjustments in determining the amounts of risk-weighted assets under Basel III standards. Although these revisions did not affect our compliance with the applicable Japanese regulatory capital requirements, we voluntarily revised the information previously submitted to the FSA and publicly announced the revisions. For a description of the applicable capital ratio calculation and other requirements applicable, see Item 4.B. Information on the Company Business Overview Supervision and Regulation Japan Capital adequacy and Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Capital Adequacy.

Table of Contents

Exchange Rate Information

The tables below set forth, for each period indicated, certain information concerning the rate of exchange of Japanese yen per U.S. $1.00 based on exchange rate information found on Bloomberg. On July 1, 2016, the closing exchange rate was ¥102.91 to U.S.$1.00 and the inverse rate was U.S.$0.97 to ¥100.00.

	Year 2016					
	February	March	April	May	June	July(1)
High	121.47	114.55	112.58	111.43	110.81	103.39
Low	110.98	110.65	106.27	105.52	99.08	102.40

Note:
(1) Exchange rates on July 1, 2016.

	Fiscal years ended March 31,				
	2012	2013	2014	2015	2016
Average (of month-end rates)	¥ 78.90	¥ 83.32	¥ 100.38	¥ 110.82	¥ 120.10

B. Capitalization and Indebtedness

Not applicable.

C. Reasons for the Offer and Use of Proceeds

Not applicable.

D. Risk Factors

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

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

Risks Related to Our Business

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

Our performance is particularly affected by the general economic conditions of Japan where we are headquartered and conduct a significant amount of our business. As of March 31, 2016, 60.5% of our total assets were related to Japanese domestic assets, including Japanese national government and Japanese government agency bonds, which accounted for 66.2% of our total investment securities portfolio and 10.3% of our total assets, respectively. Interest and non-interest income in Japan represented 55.3% of our total interest and non-interest income for the fiscal year ended March 31, 2016. Furthermore, as of March 31, 2016, our loans in Japan accounted for 59.0% of our total loans outstanding.

There is significant uncertainty surrounding Japan s economy. For example, Japan s fiscal health and sovereign creditworthiness may deteriorate if the Japanese government s economic measures and the Bank of Japan s monetary policies prove ineffective or result in negative consequences. If the prices of Japanese government bonds decline rapidly, resulting in an unexpectedly sudden increase in interest rates, our investment

Table of Contents

securities portfolio as well as our lending, borrowing, trading and other operations may be negatively impacted. In recent periods, major credit rating agencies have downgraded the credit ratings of Japan s sovereign debt, including a downgrade by Moody s Investor Service, Inc. in December 2014, a downgrade by Fitch Ratings, Ltd. in April 2015 and downgrade by Standard and Poor s in September 2015. In addition, interest rates may suddenly increase as a result of a decision made by the Bank of Japan to end its interest rate policy, including the negative interest rate of minus 0.1% applied to certain current account amounts that financial institutions hold at the Bank of Japan, or a market expectation for such a decision. See Risks Related to Our Business Increases in interest rates could adversely affect the value of our bond portfolio.

Instability in the Japanese stock market and foreign currency exchange rates may also have a significant adverse impact on our asset and liability management as well as our results of operations. Various other factors, including stagnation or deterioration of economic and market conditions in other countries, and growing global competition, may also have a material negative impact on the Japanese economy. For a detailed discussion on the business environment in Japan and abroad, see Item 5. Operating and Financial Review and Prospects Business Environment.

Since our domestic loans in Japan accounted for a significant portion of our loan portfolio, deteriorating or stagnant economic conditions in Japan may cause adverse effects on our financial results, such as increases in credit costs, as the credit quality of some borrowers could deteriorate. For example, due to the intensifying global competition and weakening consumer spending in recent periods, some Japanese companies, including electronics manufacturers, have experienced significant financial difficulties. For a further discussion, see Risks Related to Our Business We may suffer additional credit-related losses in the future if our borrowers are unable to repay their loans as expected or if the measures we take in reaction to, or in anticipation of, our borrowers deteriorating repayment abilities prove inappropriate or insufficient.

Our domestic loan portfolio may also be adversely affected by interest rate fluctuations in Japan. For example, as a result of the Bank of Japan s interest rate policy and measures to repurchase Japanese government bonds in the market, the yield on many financial instruments and other market interest rates in Japan have declined to negative levels. If the Bank of Japan s policy and measures are maintained for an extended period, or if the Bank of Japan s negative interest rate is lowered from the current level, market interest rates may decline further, and our interest rate spread on our domestic loan portfolio may narrow further, reducing our net interest income.

If the global economy deteriorates further, our credit-related losses may increase, and the value of the financial instruments we hold may decrease, resulting in losses.

Global economic conditions remain volatile, and it is uncertain how the global economy will evolve over time. Factors that could negatively impact global market, both developed and emerging, include concerns over potentially serious ramifications of the result of the U.K. referendum in June 2016, where a majority voted to leave the European Union, the shift in the monetary policy in the United States, slowing economic growth in China in the midst of a shift in the government s economic policy, weakening economic conditions in commodity-exporting countries that have been affected by declining oil and other commodity prices, and the political turmoil in various regions around world. As of March 31, 2016, based principally on the domicile of the obligors, assets related to Europe accounted for approximately 9.0% of our total assets, assets related to Asia and Oceania excluding Japan accounted for approximately 8.6% of our total assets, and assets related to the United States accounted for approximately 18.0% of our total assets. If the global economy deteriorates or the global economic recovery significantly slows down again, the availability of credit may become limited, and some of our borrowers may default on their loan obligations to us, increasing our credit losses. In addition, concerns over the sovereign debt problem in some European countries may limit liquidity in the global financial markets. Some of our credit derivative transactions may also be negatively affected, including the protection we sold through single name credit default swaps, and index and basket credit default swaps. The notional amounts of these protections sold as of March 31, 2016 were ¥2,249.5 billion and ¥775.3 billion, respectively. In addition, if credit market conditions worsen, our capital funding structure may need to be adjusted or our funding costs may increase, which could have a material adverse impact on our financial condition and results of operations.

8

Table of Contents

Furthermore, we have incurred losses, and may incur further losses, as a result of changes in the fair value of our financial instruments resulting from weakening market conditions. For example, declines in the fair value of our investment securities, particularly equity investment securities, resulted in our recording impairment losses of ¥6.5billion, ¥5.9 billion and ¥37.2 billion for the fiscal years ended March 31, 2014, 2015 and 2016, respectively. As of March 31, 2016, approximately 31.6% of our total assets were financial instruments for which we measure fair value on a recurring basis, and less than 0.5% of our total assets were financial instruments for which we measure fair value on a non-recurring basis. Generally, in order to establish the fair value of these instruments, we rely on quoted prices. If the value of these financial instruments declines, a corresponding write-down may be recognized in our consolidated statements of income. In addition, because we hold a large amount of investment securities, short-term fluctuations in the value of our securities may trigger losses or exit costs for us to manage our risk. For more information on our valuation method for financial instruments, see Item 5. Operating and Financial Review and Prospects Critical Accounting Estimates.

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

As a major financial institution incorporated in Japan and operating in major international financial markets, our business operations, automatic teller machines, or ATMs, and other information technology systems, personnel, and facilities and other physical assets are subject to the risks of earthquakes, typhoons, floods and other natural disasters, terrorism, and other political and social conflicts, abduction, health epidemics, and other disruptions caused by external events, which are beyond our control. As a consequence of such external events, we may be required to incur significant costs and expenses for remedial measures or compensation to customers or transaction counterparties for resulting losses. We may suffer loss of facility, human and other resources. We may also suffer loss of business. In addition, such external events may have various other significant adverse effects, including deterioration in economic conditions, declines in the business performance of our borrowers and decreases in stock prices, which may result in higher credit costs or impairment or valuation losses on the financial instruments we hold. These effects could materially and adversely affect our business, operating results and financial condition.

As with other Japanese companies, we are exposed to heightened risks of large-scale natural disasters, particularly earthquakes. In particular, a large-scale earthquake occurring in the Tokyo metropolitan area could result in market disruptions or significant damage to, or losses of, tangible or human assets relating to our business and counterparties because many of our important business functions and many of the major Japanese companies and financial markets are located in the area. In addition, such an earthquake could cause a longer-term economic slowdown and a downgrade of Japan s sovereign credit rating due to increases in government spending for disaster recovery measures.

Our risk management policies and procedures may be insufficient to address the consequences of these external events, resulting in our inability to continue to operate a part or the whole of our business. In addition, our redundancy and backup measures may not be sufficient to avoid a material disruption in our operations, and our contingency and business continuity plans may not address all eventualities that may occur in the event of a material disruption caused by a large-scale natural disaster such as the March 2011 Great East Japan Earthquake, which led to tsunamis, soil liquefaction and fires, as well as electricity power supply shortages and electricity power conservation measures resulting from the suspension of the operations of the nuclear power plants.

We may suffer additional credit-related losses in the future if our borrowers are unable to repay their loans as expected or if the measures we take in reaction to, or in anticipation of, our borrowers deteriorating repayment abilities prove inappropriate or insufficient.

When we lend money or commit to lend money, we incur credit risk, which is the risk of losses if our borrowers do not repay their loans. We may incur significant credit losses or have to provide for a significant amount of additional allowance for credit losses if:

large borrowers become insolvent or must be restructured;

domestic or global economic conditions, either generally or in particular industries in which large borrowers operate, deteriorate;

the value of the collateral we hold, such as real estate or securities, declines; or

we are adversely affected by corporate credibility issues among our borrowers, to an extent that is worse than anticipated.

As a percentage of total loans, impaired loans, which primarily include nonaccrual loans and troubled debt restructurings, or TDRs, ranged from 1.40% to 2.23% as of the five most recent fiscal year-ends. As of March 31, 2016, impaired loans were ¥1,725.2 billion, representing 1.40% of our total outstanding loans. If the economic conditions in Japan or other parts of the world, in particular industries, including the energy and real estate industries, to which we have significant credit risk exposure worsen, our problem loans and credit-related expenses may increase. An increase in problem loans and credit-related expenses would adversely affect our results of operations, weaken our financial condition and erode our capital base.

We may provide additional loans, equity capital or other forms of support to troubled borrowers in order to facilitate their restructuring and revitalization efforts. We may also forbear from exercising some or all of our rights as a creditor against them, and we may forgive loans to them in conjunction with their debt restructurings. We may take these steps even when such steps might not be warranted from the perspective of our short-term or narrow economic interests or a technical analysis of our legal rights against those borrowers, in light of other factors such as our longer-term economic interests, and our commitment to support the Japanese economy. These practices may substantially increase our exposure to troubled borrowers and increase our losses. Credit losses may also increase if we elect, or are forced by economic or other considerations, to sell or write off our problem loans at a larger discount, in a larger amount or in a different time or manner, than we may otherwise want.

Although we, from time to time, enter into credit derivative transactions, including credit default swap contracts, to manage our credit risk exposure, such transactions may not provide the protection against credit defaults that we intended due to counterparty defaults or similar issues. The credit default swap contracts could also result in significant losses. As of March 31, 2016, the total notional amount of the protection we sold through single name credit default swaps and index and basket credit default swaps was ¥3.03 trillion. In addition, negative changes in financial market conditions may restrict the availability and liquidity of credit default swaps. For more information on our credit derivative transactions, see Note 24 to our consolidated financial statements included elsewhere in this Annual Report.

Our loan losses could prove to be materially different from our estimates and could materially exceed our current allowance for credit losses, in which case we may need to provide for additional allowance for credit losses and may also record credit losses beyond our allowance. Our allowance for credit losses in our loan portfolio is based on evaluations of customers creditworthiness and the value of collateral we hold. For the fiscal year ended March 31, 2016, we recorded ¥231.9 billion of provision for credit losses. Negative changes in economic conditions, government policies or our borrowers repayment abilities could require us to provide for additional allowance. While we try to diversify our loan portfolio to avoid concentration to any particular sector or borrower, our current credit exposure to energy and real estate sector is relatively large. For example, some companies in the Japanese electronics manufacturing industry have experienced significant declines in sales and financial difficulties due to increased global competition. Moreover, declining oil and other commodity prices have adversely affect the credit conditions of borrowers in the energy and related industries. As a result, our borrowers may incur financial and non-financial losses that exceed our estimations. In such case, we may need to provide for additional allowance for credit losses. Also, the regulatory standards or guidance on establishing allowances may also change, causing us to change some of the evaluations used in determining the allowances. As a result, we may need to provide for additional allowance for credit losses.

Our efforts to diversify our portfolio to avoid any concentration of credit risk exposures to particular industries or counterparties may prove insufficient. For example, our credit exposures to the energy and real estate industries are relatively high in comparison to other industries. The credit quality of borrowers in this sector do not necessarily correspond to general economic conditions in Japan or other part of the world, and adverse fluctuations in oil and other commodity prices or adverse developments in the real estate market may disproportionately increase our credit costs.

When there is an improvement in asset quality, credit for credit losses is recorded in our consolidated statements of income to reverse the allowance for credit losses to a level management deems appropriate. For example, for the fiscal years ended March 31, 2015 and 2016, while we recorded provisions for credit losses for our entire loan portfolio, we recorded ¥30.9 billion and ¥9.5 billion, respectively, of credit for credit losses for the Residential segment of our loan portfolio. However, we have historically more often provided for credit losses rather than recording credit for credit losses, and in future periods we may need to recognize a provision for credit losses, which may have a significant negative effect on our results of operations.

For more information on our loan portfolio, see Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Financial Condition Loan Portfolio.

If the Japanese stock market or other global markets decline in the future, we may incur losses on our securities portfolio and our capital ratios will be adversely affected.

A decline in Japanese stock prices could reduce the value of the Japanese domestic marketable equity securities that we hold, which accounted for 12.3% of our total investment securities portfolio, and 1.9% of our total assets, as of March 31, 2016. The Nikkei Stock Average, which is the average of 225 blue chip stocks listed on the Tokyo Stock Exchange, fluctuated throughout the fiscal year ended March 31, 2016, rising to an intra-day high of ¥20,868.03 on June 24, 2015 and declining to an intra-day low of ¥14,952.61 on February 12, 2016. As of July 1, 2016, the closing price of the Nikkei Stock Average was ¥15,682.48. Recent fluctuations in the Nikkei Stock Average have reflected the volatility in the global economy and investor sentiment as investors continue to observe the changes in economic and monetary policies mainly in Japan, the United States, the Eurozone and Asian countries. In addition, weakening or stagnant economic conditions in these and other regions may have a significant negative impact on Japanese companies, which in turn will cause their stock prices to decline. Concerns over the impact of geopolitical tensions and conflicts in various parts of the world on Japanese companies may also adversely affect stock prices in Japan. In addition, the global trend towards further reduction in risk assets could result in lower stock prices, and the recent trend in Japan towards strengthening corporate governance may subject public companies to stricter scrutiny. If stock market prices decline or do not improve, we may incur losses on our securities portfolio. Because we hold a large amount of Japanese domestic marketable equity securities, even short-term fluctuations in the value of our securities may trigger losses or exit costs for us to manage our risk. Declines in the Japanese stock market or other global markets may also materially and adversely affect our capital ratios and financial condition. For a detailed discussion of our holdings of marketable equity securities and the effect of market declines on our capital ratios, see Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Capital Adequacy and Selected Statistical Data Investment Portfolio. See also Item 5. Operating and Financial Review and Prospects Business Environment.

Increases in interest rates could adversely affect the value of our bond portfolio.

The aggregate carrying amount of the Japanese government and corporate bonds and foreign bonds, including U.S. Treasury bonds, that we held as of March 31, 2016 was 11.4% of our total assets. In particular, the Japanese national government and Japanese government agency bonds accounted for 10.3% of our total assets as of March 31, 2016. For a detailed discussion of our bond portfolio, see Selected Statistical Data Investment Portfolio.

The Bank of Japan has maintained a quantitative and qualitative monetary easing with negative interest rates policy and applied a negative interest rate of minus 0.1% to the Policy-Rate Balances, which are a part of current account amounts held by financial institutions at the Bank of Japan, while purchasing Japanese government bonds to increases its aggregate holding of such bonds by approximately ¥80 trillion each year. As a result, yields on many financial instruments and other market interest rates in Japan have declined to negative levels. If the policy is maintained in Japan for an extended period, or if the Bank of Japan s negative interest rate is lowered from the current level, market interest rates may decline further, and the yield on the Japanese

government bonds and other financial instruments that we hold may also decline. On the other hand, the value of our investment portfolio may decrease if interest rates increase rapidly or significantly because of heightened market expectations for tapering or cessation of the current policy in Japan. Separate from the Bank of Japan s monetary policies, interest rates could also significantly increase in the event that Japanese government bonds decline in value due to such factors as a decline in confidence in the Japanese government s fiscal administration, further issuances of Japanese government bonds in connection with emergency economic measures or in the event that interest rates on U.S. Treasury securities rise due to such factors as changes in the low interest rate policy in the United States. If relevant interest rates increase for these or other reasons, particularly if such increase is unexpected or sudden, we may incur significant losses on sales of, and valuation losses on, our bond portfolio. See Item 5. Operating and Financial Review and Prospects Business Environment.

Fluctuations in foreign currency exchange rates may result in transaction losses on translation of monetary assets and liabilities denominated in foreign currencies as well as foreign currency translation losses with respect to our foreign subsidiaries and equity method investees.

Fluctuations in foreign currency exchange rates against the Japanese yen create transaction gains or losses on the translation into Japanese yen of monetary assets and liabilities denominated in foreign currencies. To the extent that our foreign currency-denominated assets and liabilities are not matched in the same currency or appropriately hedged, we could incur losses due to future foreign exchange rate fluctuations. During the fiscal year ended March 31, 2016, the average balance of our foreign interest-earning assets was ¥99.10 trillion and the average balance of our foreign interest-bearing liabilities was ¥61.83 trillion, representing 39.2% of our average total interest-earning assets and 28.0% of our average total interest-bearing liabilities during the same period. Due to foreign currency exchange rate fluctuations, we may incur losses attributable to net transaction losses on the translation into Japanese yen of monetary assets and liabilities denominated in foreign currencies, net losses on currency derivative instruments entered into for trading purposes, and net losses on translation into Japanese yen of securities accounted for under the fair value option. In addition, we may incur foreign currency translation losses with respect to our foreign subsidiaries and equity method investees due to fluctuations in foreign currency exchange rates. The average exchange rate for the fiscal year ended March 31, 2016 was ¥120.14 per U.S.$1.00, compared to ¥109.93 per U.S.$1.00 for the previous fiscal year. The change in the average exchange rate of the Japanese yen against the U.S. dollar and other foreign currencies had the effect of increasing total revenue by ¥165.5 billion, increasing net interest income by ¥99.6 billion and income before income tax expense by ¥37.1 billion, respectively, for the fiscal year ended March 31, 2016. However, the exchange rate between the Japanese yen and the U.S. dollar was ¥112.57 as of March 31, 2016, compared to ¥120.13 to the U.S. dollar as of March 31, 2015. As a result, net foreign exchange losses related to the fair value option for the fiscal year ended March 31, 2016 were ¥1,058.0 billion, compared to net gains of ¥966.6 billion for the previous fiscal year. The Japanese yen further appreciated to ¥102.91 to the U.S. dollar on July 1, 2016. For more information on foreign exchange gains and losses and foreign currency translation gains and losses, see Item 5. Operating and Financial Review and Prospects Business Environment and Item 5.A. Operating and Financial Review and Prospects Operating Results.

We may become subject to regulatory actions or other legal proceedings relating to our transactions or other aspects of our operations, which could result in significant financial losses, restrictions on our operations and damage to our reputation.

We conduct our business subject to ongoing regulation and associated regulatory and legal risks. Global financial institutions, including us, currently face heightened regulatory scrutiny as a result of the concerns developing in the global financial sector, and growing public pressure to demand even greater regulatory surveillance following several high-profile scandals and risk management failures in the financial industry. In the current regulatory environment, we are subject to various regulatory inquiries or investigations from time to time in connection with various aspects of our business and operations. In addition, multiple government authorities with overlapping jurisdiction more frequently conduct investigations and take other regulatory actions in coordination with one another or separately on the same or related matters.

In November 2014, BTMU entered into a consent agreement with the New York State Department of Financial Services, or DFS, to resolve issues relating to instructions given to PricewaterhouseCoopers LLP, or PwC, and the disclosures made to DFS in connection with BTMU s 2007 and 2008 voluntary investigation of BTMU s U.S. dollar clearing activity toward countries under U.S. economic sanctions. BTMU had hired PwC to conduct a historical transaction review report in connection with that investigation, and voluntarily submitted the report to DFS s predecessor entity in 2008. Under the terms of the agreement with DFS, BTMU made a payment of $315 million to DFS, and agreed to take actions on persons involved in the matter at that time, relocate its U.S. Bank Secrecy Act/Anti-Money Laundering, or BSA/AML, and Office of Foreign Assets Control, or OFAC, sanctions compliance programs to New York, and extend, if regarded as necessary by DFS, the period during which an independent consultant is responsible for assessing BTMU s internal controls regarding compliance with applicable laws and regulations related to U.S. economic sanctions. In June 2013, BTMU reached an agreement with DFS regarding inappropriate operational processing of U.S. dollar clearing transactions with countries subject to OFAC sanctions during the period of 2002 to 2007. Under the terms of the June 2013 agreement, BTMU made a payment of $250 million to DFS and retained an independent consultant to conduct a compliance review of the relevant controls and related matters in BTMU s current operations. In December 2012, BTMU agreed to make a payment of approximately $8.6 million to OFAC to settle potential civil liability for apparent violations of certain U.S. sanctions regulations from 2006 to 2007. BTMU continues to cooperate closely with all relevant regulators and is undertaking necessary actions.

We have received requests and subpoenas for information from government agencies in some jurisdictions that are conducting investigations into past submissions made by panel members, including us, to the bodies that set various interbank benchmark rates as well as investigations into foreign exchange related practices of global financial institutions. We are cooperating with these investigations and have been conducting an internal investigation among other things. In connection with these matters, we and other financial institutions are involved as defendants in a number of civil lawsuits, including putative class actions, in the United States.

These developments or other similar matters may result in additional regulatory actions against us or agreements to make significant additional settlement payments. These developments or other matters to which we are subject from time to time may also expose us to substantial monetary damages, legal defense costs, criminal and civil liability, and restrictions on our business operations as well as damage to our reputation. The outcome of such matters, including the extent of the potential impact of any unfavorable outcome on our financial results, however, is inherently uncertain and difficult to predict. The extent of financial, human and other resources required to conduct any investigations or to implement any corrective or preventive measures is similarly uncertain and could be significant.

Legal and regulatory changes could have a negative impact on our business, financial condition and results of operations.

As a global financial services provider, our business is subject to ongoing changes in laws, regulations, policies, voluntary codes of practice and interpretations in Japan and other markets where we operate. Major global financial institutions currently face an increasingly stricter set of laws, regulations and standards as a result of the concerns enveloping the global financial sector. There is also growing political pressure to demand even greater internal compliance and risk management systems following several high-profile scandals and risk management failures in the financial industry. We may not be able to enhance our compliance risk management systems and programs, which, in some cases, are supported by third-party service providers, in a timely manner or as planned. Our risk management systems and programs may not be fully effective in preventing all violations of laws, regulations and rules applicable locally or on a global basis to our subsidiaries, offices and branches.

Our failure or inability to comply fully with applicable laws and regulations could lead to fines, public reprimands, damage to reputation, civil liability, enforced suspension of operations or, in extreme cases, withdrawal of authorization to operate, adversely affecting our business and results of operations. Legal or regulatory compliance failure may also adversely affect our ability to obtain regulatory approvals for future

Table of Contents

strategic initiatives. Furthermore, failure to take necessary corrective action, or the discovery of violations of laws in the process of further review of any of the matters mentioned above or in the process of implementing any corrective measures, could result in further regulatory action.

We could also be required to incur significant expenses to comply with new or revised regulations. For example, if we adopt a new information system infrastructure in the future, we may be required to incur significant additional costs for establishing and implementing effective internal controls, which may materially and adversely affect our financial condition and results of operations.

Future developments or changes in laws, regulations, policies, voluntary codes of practice and their effects are expected to require greater capital resources and significant management attention, and may require us to modify our business strategies and plans. For example, since March 31, 2013, Japanese banking institutions with international operations have become subject to stricter capital adequacy requirements adopted by the FSA based in part on the international regulatory framework generally known as Basel III. Furthermore, on March 31, 2016, the capital conservation buffer, countercyclical buffer and surcharge for global systematically important banks, or G-SIBs, became applicable to Japanese banking institutions with international operations, including us, and these additional capital adequacy requirements are expected to become stricter in phases over the next few years. For more information, see Risks Related to Our Business We may not be able to maintain our capital ratios above minimum required levels, which could result in the suspension of some or all of our operations. and Item 4.B. Information on the Company Business Overview Supervision and Regulation Japan.

Furthermore, regulatory reforms recently implemented, proposed and currently being debated in the United States may also significantly affect our business operations. For example, in February 2014, the Federal Reserve Board, or FRB, approved final rules strengthening supervision and regulation of large U.S. bank holding companies and foreign banking organizations. These final rules require a large foreign banking organization with $50 billion or more in U.S. combined assets excluding the assets held by its U.S. branches or agencies, such as us, to organize all of its U.S. bank and non-bank subsidiaries, with certain exceptions, under a U.S. intermediate holding company, or IHC, that is subject to U.S. capital requirements, capital stress testing, liquidity buffer requirements, and other enhanced prudential standards comparable to those applicable to top-tier U.S. bank holding companies of the same size. The IHC was required to have been established as of July 1, 2016. We have designated MUAH as our IHC, and are expending resources and management attention on establishing an appropriate governance structure with effective internal control systems for the IHC designed to ensure compliance with the rules on an on-going basis. See Item 4.B. Information on the Company Business Overview Supervision and Regulation United States.

Global financial regulatory reform measures may also have a significant impact on our business operations. For example, various international organizations, including the Financial Stability Board and the Basel Committee on Banking Supervision, are currently considering ways to address, among other things, credit valuation adjustment, or CVA, and leverage ratio requirements as well as revisions to methods of calculating the amount of risk-weighted assets. We intend to continue to monitor developments relating to global regulatory reforms.

Any adverse changes in the business of MUFG Americas Holdings Corporation, an indirect wholly-owned subsidiary in the United States, could significantly affect our results of operations.

MUAH, which is an indirect wholly owned subsidiary in the United States formerly called UnionBanCal Corporation, or UNBC, has historically contributed to a significant portion of net income attributable to the Mitsubishi UFJ Financial Group. MUAH reported net income of $647 million, $816 million and $573 million for the fiscal years ended December 31, 2013, 2014, and 2015 respectively. Any adverse developments which could arise at MUAH may have a significant negative impact on our results of operations and financial condition. The risks relating to MUAH have increased as MUAH has been expanding its business through acquisitions of

community banks and other financial-related businesses in the United States. If MUAH is unable to achieve the benefits expected from its business strategies, including its business expansion strategy through acquisitions of community banks and other financial-related businesses, we may suffer an adverse financial impact. For more information, see Item 4.B. Information on the Company Business Overview Global Business Group MUFG Union Bank, N.A. (MUB).

Other factors that have negatively affected, and could continue to negatively affect, MUAH s results of operations include difficult economic conditions, such as a downturn in the real estate and housing industries in California and other states within the United States, the fiscal challenges being experienced by the U.S. federal and California state governments, substantial competition in the banking markets in California and other states within the United States and uncertainty over the U.S. economy, as well as negative trends in debt ratings and interest rate uncertainties. In recent periods, declining oil and gas prices have adversely affected the credit conditions of borrowers in the energy sector and related industries, resulting in an increase in credit costs. In addition, since the financial crisis in 2008 and 2009, the U.S. banking industry has operated in an extremely low interest rate environment as a result of the highly accommodative monetary policy of the FRB, which has placed downward pressure on the net interest margins of U.S. banks, including MUAH. Although the FRB has announced an intention to raise its policy interest rate, the pace of any actual policy interest rate increase in the United States is subject to the FRB s future decision-making.

Significant costs may arise from enterprise-wide compliance and risk management requirements, or failure to comply, with applicable laws and regulations, such as the U.S. Bank Secrecy Act and related amendments under the USA PATRIOT Act, and any adverse impact of the implementation of the Dodd-Frank Act. In addition, the FRB and other U.S. bank regulators have adopted final rules to implement the Basel III global regulatory framework for U.S. banks and bank holding companies which require higher quality of capital, as well as significantly revise the calculations for risk-weighted assets. The FRB has also adopted final rules to implement various enhanced prudential standards required by the Dodd-Frank Act for larger U.S. bank holding companies, such as MUAH. These standards require the larger bank holding companies to meet enhanced capital, liquidity and leverage standards. Further, the FRB has adopted final regulations applicable to foreign banking organizations operating in the United States, which require MUFG s and BTMU s U.S. operations to be restructured and, subject to certain exceptions, conducted under a single U.S. IHC, with its own capital and liquidity requirements. Actions management may take in response to these regulatory changes may involve the issuance of additional capital or other measures. For more information, see Item 4.B. Information on the Company Business Overview Supervision and Regulation United States.

MUB, which is the principal subsidiary of MUAH, and reportedly other financial institutions have been the targets of various denial-of-service or other cyber-attacks as part of what appears to be a coordinated effort to disrupt the operations of financial institutions and potentially test their cybersecurity in advance of future and more advanced cyber-attacks. These denial-of-service attacks may require substantial resources to defend against and affect customer satisfaction and behavior. Moreover, MUB s information security measures may not be sufficient to defend against cyber-attacks and other information security breaches, in which case the consequences could be significant in terms of financial, reputational and other losses. In addition, there have been increasing efforts to breach data security at financial institutions as well as other types of companies, such as large retailers, or with respect to financial transactions, including through the use of social engineering schemes such as phishing. Even if cyber-attacks and similar tactics are not directed specifically at MUB, such attacks on other large institutions could disrupt the overall functioning of the U.S. or global financial system and undermine consumer confidence in banks generally to the detriment of other financial institutions, including MUB.

Any adverse changes in the business of Bank of Ayudhya, an indirect subsidiary in Thailand, could significantly affect our results of operations.

Any adverse changes in the business or management of Bank of Ayudhya Public Company Limited, or Krungsri, a major subsidiary in Thailand in which we hold a 76.88% ownership interest as of March 31, 2016,

15

Table of Contents

may negatively affect our financial condition and results of operations. Factors that may negatively affect Krungsri s financial condition and results of operations include:

- adverse economic conditions, substantial competition in the banking industry, volatile political and social conditions, natural disasters including floods, terrorism and armed conflicts, restrictions under applicable financial systems and regulations, or significant fluctuations in interest rates, foreign currency exchange rates, stock prices or commodity prices, in Southeast Asia, particularly in Thailand;
- the business performance of companies making investments in and entering into markets in the Southeast Asian region, as well as the condition of economies, financial systems, laws and financial markets in the countries where such companies primarily operate;
- losses from legal proceedings involving Krungsri;
- credit rating downgrades and declines in stock prices of Krungsri s borrowers, and bankruptcies of Krungsri s borrowers resulting from such factors;
- defaults on Krungsri s loans to individuals;
- adverse changes in the cooperative relationship between us and the other major shareholder of Krungsri; and
- costs incurred due to weaknesses in the internal controls and regulatory compliance systems of Krungsri or any of its subsidiaries.

In connection with our acquisition of Krungsri, we recorded ¥217.4 billion of goodwill. For the fiscal year ended March 31, 2016, we recognized ¥177.8 billion in impairment of goodwill relating to the Krungsri reporting unit, which is included in the Global Business Group segment. If the business of Krungsri further deteriorates, we may be required to record impairment losses, which could have a material adverse effect on our results of operations and financial condition. See Risks Related to Our Business If the goodwill recorded in connection with our acquisitions becomes impaired, we may be required to record impairment losses, which may adversely affect our financial results.

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

We continue to seek opportunities to expand the range of our products and services beyond our traditional banking, trust, and securities businesses, through development and introduction of new products and services or through acquisitions of or investments in financial institutions with products and services that complement our business. For example, taking advantage of our financial holding company status which enables us to underwrite securities, we are currently seeking to expand our corporate banking operations in the United States. In addition, the sophistication of financial products and management systems has been growing significantly in recent years. As a result, we are exposed to new and increasingly complex risks, while market and regulatory expectations that we manage these risk properly continue to rise. Some of the activities that our subsidiaries are expected to engage in, such as derivatives and foreign currency trading, present substantial risks. In some cases, we have only limited experience with the risks related to the expanded range of these products and services. In addition, we may not be able to successfully develop or operate the necessary information technology systems. As a result, we may not be able to foresee the risks relating to new products and services.

As we expand the geographic scope of our business, we will also be exposed to risks that are unique to particular jurisdictions or markets. For example, in an effort to further develop our operations in Asia, BTMU entered into a capital and business alliance with Vietnam Joint Stock Commercial Bank for Industry and Trade in December 2012 and acquired approximately 20% of the ordinary shares of the Vietnamese bank in May 2013. In addition, BTMU purchased 72.01% of the outstanding shares of Krungsri in December 2013 and acquired

Table of Contents

additional shares in January 2015, increasing BTMU s ownership interest to 76.88%. Furthermore, in April 2016, BTMU acquired a 20.0% equity interest, on a fully diluted basis, in Security Bank Corporation in the Philippines. In some cases, we hold minority stakes in financial institutions as we seek to enter new markets or jurisdictions by collaborating with a local business partner. In such circumstances, the controlling shareholder may make or cause to be made business decisions that are inconsistent with our interests and, as a result, we may be unable to achieve the goals initially set out for the expansion strategy. In addition, we may be unable to staff our newly expanded operations with qualified individuals familiar with local legal and regulatory requirements and business practices, exposing us to legal, regulatory, operational and other risks.

Our risk management systems may prove to be inadequate and may not work in all cases or to the degree required locally and globally for all of our subsidiaries, offices and branches. The increasing market, credit, compliance and regulatory risks in relation to the expanding scope of our products, services and trading activities or expanding our business beyond our traditional markets, could result in us incurring substantial losses. In addition, our efforts to offer new products and services or penetrate new markets may not succeed if product or market opportunities develop more slowly than expected, if our new products and services are not well accepted among customers, or if the profitability of opportunities is undermined by competitive pressures. For more information on our recent acquisition transactions, see Item 5. Operating and Financial Review and Prospects Recent Developments.

Unanticipated economic changes in, and measures taken in response to such changes by, emerging market countries could result in additional losses.

We are increasingly active, through a network of branches and subsidiaries, in emerging market countries, particularly countries in Asia, Latin America, Central and Eastern Europe, and the Middle East. For example, based primarily on the domicile of the obligors, our assets in Europe, Asia and Oceania excluding Japan, and other areas excluding Japan and the United States, were ¥26.19 trillion, ¥25.02 trillion and ¥11.64 trillion, representing 9.0%, 8.6% and 4.0% of our total assets as of March 31, 2016, respectively. The economies of emerging market countries can be volatile and susceptible to adverse changes and trends in the global financial markets. For example, a decline in the value of local currencies of these countries could negatively affect the creditworthiness of some of our borrowers in these countries. The loans we have made to borrowers and banks in these countries are often denominated in U.S. dollars, euro or other foreign currencies. These borrowers often do not hedge the loans to protect against fluctuations in the values of local currencies. A devaluation of the local currency would make it more difficult for a borrower earning income in that currency to pay its debts to us and other foreign lenders. In addition, some countries in which we operate may attempt to support the value of their currencies by raising domestic interest rates. If this happens, the borrowers in these countries would have to devote more of their resources to repaying their domestic obligations, which may adversely affect their ability to repay their debts to us and other foreign lenders. The limited credit availability resulting from these conditions may adversely affect economic conditions in some countries. This could cause a further deterioration of the credit quality of borrowers and banks in those countries and cause us to incur further losses. In addition, should there be excessively rapid economic growth and increasing inflationary pressure in some of the emerging market countries, such developments could adversely affect the wider regional and global economies. Some emerging market countries may also change their monetary or other economic policies in response to economic and political instabilities or pressures, which are difficult to predict. See Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Financial Condition.

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

We have a global strategic alliance with Morgan Stanley, under which we operate two joint venture securities companies in Japan, engage in joint corporate finance operations in the United States and pursue other cooperative opportunities. We hold approximately 22.3% of the voting rights in Morgan Stanley as of March 31, 2016 and continue to hold approximately $521.4 million of perpetual non-cumulative non-convertible preferred stock with a 10% dividend. In addition, we currently have two representatives on Morgan Stanley s board of directors.

17

Table of Contents

We initially entered into this strategic alliance in October 2008 with a view towards long-term cooperation with Morgan Stanley, and currently plan to deepen the strategic alliance. However, due to any unexpected changes in social, economic or financial conditions, changes in the regulatory environment, or any failure to integrate or share staff, products or services, or to operate, manage or implement the business strategy of the securities joint venture companies or other cooperative opportunities as planned, we may be unable to achieve the expected synergies from this alliance.

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

In addition, with our current investment in Morgan Stanley, we have neither a controlling interest in, nor control over the business operations of Morgan Stanley. If Morgan Stanley makes any business decisions that are inconsistent with our interests, we may be unable to achieve the goals initially set out for the strategic alliance. Furthermore, although we do not control Morgan Stanley, given the magnitude of our investment, if Morgan Stanley encounters financial or other business difficulties due to adverse changes in the economy, regulatory environment or other factors, we may suffer a financial loss on our investment or damage to our reputation. For example, we recorded an impairment loss of ¥579.5 billion on our investment in Morgan Stanley s common stock for the fiscal year ended March 31, 2012.

We apply equity method accounting to our investment in Morgan Stanley in our consolidated financial statements. As a result, Morgan Stanley s performance affects our results of operations. In addition fluctuations in Morgan Stanley s stock price or in our equity ownership interest in Morgan Stanley may cause us to recognize additional losses on our investment in Morgan Stanley.

We may incur further losses as a result of financial difficulties relating to other financial institutions, both directly and through the effect they may have on the overall banking environment and on their borrowers.

Some domestic and foreign financial institutions, including banks, non-bank lending and credit institutions, securities companies and insurance companies, have experienced declining asset quality, capital adequacy and other financial problems. This or similar future developments may lead to severe liquidity and solvency problems, which have in the past resulted in the liquidation, government control or restructuring of affected institutions. In addition, allegations or governmental prosecution of improper trading activities or inappropriate business conduct of a specific financial institution could also negatively affect the public perception of other global financial institutions individually and the global financial industry as a whole. These developments may adversely affect our financial results.

Financial difficulties relating to financial institutions could adversely affect us because we have extended loans, some of which may need to be classified as impaired loans, to banks, securities companies, insurance companies and other financial institutions that are not our consolidated subsidiaries. Our loans to banks and other financial institutions have been more than 5% of our total loans as of each year-end in the three fiscal years ended March 31, 2016, with the percentage increasing from 13.8% to 15.3% between March 31, 2015 and March 31, 2016. We may also be adversely affected because we are a shareholder of some other banks and financial institutions that are not our consolidated subsidiaries, including our shareholdings in Japanese regional banks and our 22.3% voting interest in Morgan Stanley as of March 31, 2016. If some of the financial institutions to which we have exposure experience financial difficulties, we may need to provide financial support to them even when such support might not be warranted from the perspective of our narrow economic interests because such institutions may be systematically important to the Japanese or global financial system.

We may also be adversely affected because we enter into transactions, such as derivative transactions, in the ordinary course of business, with other banks and financial institutions as counterparties. For example, we enter into credit derivatives with banks, broker-dealers, insurance companies and other financial institutions for managing credit risk exposures, for facilitating client transactions, and for proprietary trading purposes. The notional amount of the protection we sold through these instruments was ¥3.03 trillion as of March 31, 2016.

In addition, financial difficulties relating to financial institutions could indirectly have an adverse effect on us because:

- we may be requested to participate in providing assistance to support distressed financial institutions that are not our consolidated subsidiaries;

- the government may elect to provide regulatory, tax, funding or other benefits to those financial institutions to strengthen their capital, facilitate their sale or otherwise, which in turn may increase their competitiveness against us;

- deposit insurance premiums could rise if deposit insurance funds prove to be inadequate;

- bankruptcies or government support or control of financial institutions could generally undermine confidence in financial institutions or adversely affect the overall banking environment;

- failures or financial difficulties experienced by other financial institutions could result in additional regulations or requirements that increase the cost of business for us; and

- negative media coverage of the financial industry, regardless of its accuracy and applicability to us, could affect customer or investor sentiment, harm our reputation and have a materially adverse effect on our business or the price of our securities.

Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results.

We have a large loan portfolio in the consumer lending industry as well as large shareholdings in subsidiaries and equity method investees in the consumer finance industry. Our domestic loans to consumers amount to approximately one-seventh of our total outstanding loans. Of this amount, the consumer loans provided by Mitsubishi UFJ NICOS, Co., Ltd., which is our primary consumer financing subsidiary, were ¥593.9 billion as of March 31, 2016, compared to ¥564.6 billion as of March 31, 2015.

Mitsubishi UFJ NICOS s consumer loan portfolio has been adversely affected by a series of regulatory reforms recently implemented in Japan, which has affected the consumer lending industry in recent years. In December 2006, the Japanese Diet passed legislation to reform the regulations relating to the consumer lending business, including amendments to the Act Regulating the Receipt of Contributions, the Receipt of Deposits, and Interest Rates, which, effective June 18, 2010, reduced the maximum permissible interest rate from 29.2% per annum to 20% per annum. The regulatory reforms also included amendments to the Money Lending Business Act, which, effective June 18, 2010, abolished the so-called gray-zone interest. Gray-zone interest refers to interest rates exceeding the limits stipulated by the Interest Rate Restriction Act (between 15% per annum to 20% per annum depending on the amount of principal). Prior to June 18, 2010, gray-zone interest was permitted under certain conditions set forth in the Money Lending Business Act. As a result of the regulatory reforms, all interest rates are now subject to the lower limits imposed by the Interest Rate Restriction Act, compelling lending institutions, including our consumer finance subsidiaries and equity method investees, to lower the interest rates they charge borrowers. The regulations that became effective on June 18, 2010 also have had a further negative impact on the business of consumer finance companies as one of the new regulations requires, among other things, consumer finance companies to limit their lending to a single customer to a maximum of one third of the customer s annual income regardless of the customer s repayment capability, significantly affecting consumer financing companies.

The regulations and regulatory reforms affecting the consumer finance business were one of the main factors that contributed to the decrease in interest income attributable to our consumer finance business. Our

Table of Contents

interest income attributable to the consumer finance business was approximately ¥190 billion and ¥160 billion for the fiscal years ended March 31, 2009 and 2010, respectively. However, following the regulatory changes in June 2010, our interest income attributable to the consumer finance business substantially decreased. For the fiscal year ended March 31, 2016, our interest income attributable to the consumer finance business was approximately ¥91 billion.

In addition, as a result of decisions by the Supreme Court of Japan prior to June 18, 2010 imposing stringent requirements under the Money Lending Business Act for charging gray-zone interest rates, consumer finance companies have experienced a significant increase in borrowers claims for reimbursement of previously collected interest payments in excess of the limits stipulated by the Interest Rate Restriction Act.

Following the various legal developments in June 2010 and other industry developments, Mitsubishi UFJ NICOS revised its estimate of allowance for repayment of excess interest by updating management s future forecast to reflect new reimbursement claims information and other data. As of March 31, 2014, 2015 and 2016, we had ¥54.1 billion, ¥36.3 billion and ¥47.2 billion of allowance for repayment of excess interest, respectively. For the same periods, one of our equity method investees engaged in consumer lending, ACOM CO., LTD., had a negative impact of ¥18.0 billion, ¥19.7 billion and ¥22.4 billion, respectively, on net equity in losses of equity method investees in our consolidated statements of income. We intend to carefully monitor future developments and trends.

These developments have adversely affected, and these and any future developments may further adversely affect, the operations and financial condition of our subsidiaries, equity method investees and borrowers which are engaged in consumer lending, which in turn may affect the value of our related shareholdings and loan portfolio.

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

In recent years, the Japanese financial system has been undergoing significant changes and regulatory barriers to competition have been reduced. In particular, any further reform of the Japanese postal savings system, under which the Japan Post Group companies, including Japan Post Bank Co., Ltd., were established in October 2007, could substantially increase competition within the financial services industry as Japan Post Bank, with the largest deposit base and branch network in Japan, may begin to offer financial services in competition with our business operations generating fee income. In November 2015, shares of Japan Post Holdings Co., Ltd., Japan Post Bank Co., Ltd. and Japan Post Insurance Co., Ltd. were listed on the Tokyo Stock Exchange. In the initial public offering, approximately 11% of the shares in each of the Japan Post companies were sold. The Japanese government is expected to sell additional shares in Japan Post Holdings, and Japan Post Holdings is also expected to sell additional shares in the Japan Post Bank and Japan Post Insurance in the future. Under the current postal privatization law, Japan Post Bank and Japan Post Insurance may enter into new business areas upon obtaining government approvals, and if Japan Post Holdings equity holdings decrease to 50% or below, the two subsidiaries will be allowed to enter into new business areas upon submission of a notice to the government. In such case, the Japan Post Group companies may seek to enter into new financial businesses and increasingly compete with us. In addition, in April 2016, the limit on deposits that Japan Post Bank can accept from each depositor was raised from ¥10 million to ¥13 million pursuant to a revised government ordinance. Since Japan Post Bank is one of the world s largest holders of deposits, this change may increase Japan Post Bank s competitive position as banks rely on deposits as a cost-effective source of funding.

Competition may further increase as U.S. and European financial institutions have recently been regaining and enhancing their competitive strength and advances in information and communications technology have allowed non-financial institutions to enter the financial services industry. We also face intensifying competition in areas of our strategic expansion. For example, the Japanese mega banks, including us, and other major international banks have been expanding their operations in the Asian market, where leading local banks have recently been growing and increasing their presence. In addition, there has been significant consolidation and

20

convergence among financial institutions domestically and globally, and this trend may continue in the future and further increase competition in the market. A number of large commercial banks and other broad-based financial services firms have merged or formed strategic alliances with, or have acquired, other financial institutions both in Japan and overseas. As a result of the strategic alliance and the joint venture companies that we formed with Morgan Stanley, we may be perceived as a competitor by some of the financial institutions with which we had a more cooperative relationship in the past. In addition, recent advances in information and communication technology have allowed non-financial institutions to enter the financial services industry with alternative services, and such new entrants could become substantial competition to us. The ongoing global financial regulatory reforms may also lead to changes in the competitive environment for financial institutions. If we are unable to compete effectively in this more competitive and deregulated business environment, our business, results of operations and financial condition will be adversely affected. For a more detailed discussion of our competition in Japan, see Item 4.B. Information on the Company Business Overview Competition.

Future changes in accounting standards or methods could have a negative impact on our business and results of operations.

Future developments or changes in accounting standards are unpredictable and beyond our control. For example, in response to the recent instabilities in global financial markets, several international organizations which set accounting standards have released proposals to revise standards on accounting for financial instruments. Accounting standards applicable to financial instruments remain subject to debate and revision by international organizations which set accounting standards. If the current accounting standards change in the future, the reported values of some of our financial instruments may need to be modified, and such modification could have a significant impact on our financial results or financial condition. In addition, the bodies that interpret the accounting standards may change their interpretations, or we may elect to modify our accounting methods to improve our financial reporting, and such change or modification may also have a significant impact on our financial results or financial condition. For more information, see Item 5. Operating and Financial Review and Prospects Critical Accounting Estimates.

We could also be required to incur significant expenses to comply with new accounting standards and regulations. For example, if we adopt a new accounting system in the future, we may be required to incur significant additional costs for establishing and implementing effective internal controls, which may materially and adversely affect our financial condition and results of operations.

Transactions with counterparties in countries designated by the U.S. Department of State as state sponsors of terrorism may lead some potential customers and investors in the United States and other countries to avoid doing business with us or investing in our shares.

We, through our subsidiaries, engage in business activities with entities in or affiliated with Iran, including transactions with counterparties owned or controlled by the Iranian government, and our commercial banking subsidiary has a representative office in Iran. The U.S. Department of State has designated Iran and other countries as state sponsors of terrorism, and U.S. law generally prohibits U.S. persons from doing business with such countries. We currently have business activities with entities in or affiliated with such countries in accordance with our policies and procedures designed to ensure compliance with regulations applicable in the jurisdictions in which we operate.

We have loan transactions with counterparties in or affiliated with Iran, the outstanding balance of which was approximately $0.8 million, representing less than 0.0001% of our total assets, as of March 31, 2016. We do not have any loans outstanding to the financial institutions specifically listed by the U.S. government. In addition to such loan transactions, our other transactions with counterparties in or affiliated with countries designated as state sponsors of terrorism consist of receiving deposits or holding assets on behalf of individuals residing in Japan who are citizens of countries designated as state sponsors of terrorism, processing payments to or from entities in or affiliated with these countries on behalf of our customers, and issuing letters of credit and guarantees in connection with transactions with entities in or affiliated with such countries by our customers.

Table of Contents

These transactions do not have a material impact on our business or financial condition. For a further discussion of transactions required to be disclosed under the U.S. Iran Threat Reduction and Syria Human Rights Act of 2012, see Item 4.B. Information on the Company Business Overview Supervision and Regulation United States Disclosure pursuant to Section 13(r) of the Securities Exchange Act of 1934.

We are aware of initiatives by U.S. governmental entities and non-government entities, including institutional investors such as pension funds, to adopt or consider adopting laws, regulations or policies prohibiting transactions with or investment in, or requiring divestment from, entities doing business with Iran and other countries identified as state sponsors of terrorism. It is possible that such initiatives may result in our being unable to gain or retain entities subject to such prohibitions as customers, counter-parties or investors in our shares. In addition, depending on socio-political developments, our reputation may suffer due to our transactions with counterparties in or affiliated with these countries. The above circumstances could have an adverse effect on our business and financial condition.

Global financial institutions, including us, have become subject to an increasingly complex set of sanctions laws and regulations in recent years, and this regulatory environment is expected to continue. Moreover, the measures proposed or adopted vary across the major jurisdictions, increasing the cost and resources necessary to design and implement an appropriate global compliance program. The U.S. federal government and some state governments in the United States have enacted legislation designed to limit economic and financial transactions with Iran by limiting the ability of financial institutions that may have engaged in any one of a broad range of activities related to Iran to conduct various transactions in the relevant jurisdictions. The Japanese government has also implemented a series of measures under the Foreign Exchange and Foreign Trade Act, such as freezing the assets of persons involved in Iran s sensitive nuclear activities and development of nuclear weapon delivery systems, and our most recently modified policies and procedures take into account the current Japanese regulatory requirements. There remains a risk of potential U.S. regulatory action against us, however, if U.S. regulators perceive the modified policies and procedures not to be in compliance with applicable regulations.

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

We, as a holding company, and our Japanese banking subsidiaries are required to maintain risk-weighted capital ratios above the levels specified in the capital adequacy guidelines of the FSA which have been revised as of March 31, 2013, as described below. As of March 31, 2016, our total risk-adjusted capital ratio was 16.01% compared to the minimum risk-adjusted capital ratio required of 8.00%, our Tier 1 capital ratio was 13.24% compared to the minimum Tier 1 capital ratio required of 6.00%, and our Common Equity Tier 1 capital ratio was 11.63% compared to the minimum Common Equity Tier 1 capital ratio required of 4.50%. Our capital ratios are calculated in accordance with Japanese banking regulations based on information derived from our financial statements prepared in accordance with Japanese GAAP. In addition, some of our subsidiaries are also subject to the capital adequacy rules of various foreign countries, including the United States where each of MUFG, BTMU, MUTB, and MUAH is a financial holding company under the U.S. Bank Holding Company Act. We or our banking subsidiaries may be unable to continue to satisfy the capital adequacy requirements because of:

- increases in our and our banking subsidiaries credit risk assets and expected losses because of fluctuations in our or our banking subsidiaries portfolios due to deterioration in the creditworthiness of borrowers and the issuers of equity and debt securities;

- difficulty in refinancing or issuing instruments upon redemption or at maturity of such instruments to raise capital under terms and conditions similar to prior financings or issuances;

- declines in the value of our or our banking subsidiaries securities portfolios;

adverse changes in foreign currency exchange rates;

adverse revisions to the capital ratio requirements;

Table of Contents

reductions in the value of our or our banking subsidiaries deferred tax assets; and

other adverse developments.

The Group of Central Bank Governors and Heads of Supervision has made a series of announcements regarding the new global regulatory framework, which has been referred to as Basel III, to strengthen the regulation, supervision and risk management of the banking sector. Various Basel III measures are being phased in from the calendar year 2013, including those designed to raise the level of minimum capital requirements and to establish an internationally harmonized leverage ratio and a global minimum liquidity standard. In addition, the Basel Committee on Banking Supervision has proposed additional loss absorbency requirements to supplement the Common Equity Tier 1 capital requirement ranging from 1% to 3.5% for G-SIBs, depending on the bank s systemic importance. The Financial Stability Board identified us as a G-SIB in its most recent annual report published in November 2015, and indicated that, as a G-SIB, we would be required to hold an additional 1.5% of Common Equity Tier 1 capital. The group of banks identified as G-SIBs is expected to be updated annually. The stricter capital requirements are expected to be implemented in phases between January 1, 2016 and December 31, 2018 and will become fully effective on January 1, 2019. Based on the Basel III framework, the Japanese capital ratio framework has been revised to implement the more stringent requirements, which are being implemented in phases beginning on March 31, 2013. Likewise, local banking regulators outside of Japan, such as those in the United States, have begun, or are expected, to revise the capital and liquidity requirements imposed on our subsidiaries and operations in those countries to implement the more stringent requirements of Basel III as adopted in those countries.

In November 2015, the Financial Stability Board issued the final Total Loss-Absorbing Capacity, or TLAC, standard for G-SIBs, including us. The TLAC standard defines a minimum requirement for the instruments and liabilities that should be readily available to absorb losses in resolution. Under the standard, each G-SIB is required to hold TLAC debt in an amount not less than 16% of its risk-weighted assets and 6% of the applicable Basel III leverage ratio denominator by January 1, 2019, and not less than 18% of its risk-weighted assets and 6.75% of the applicable Basel III leverage ratio denominator by January 1, 2022. The Financial Stability Board s standard is subject to regulatory implementation in each jurisdiction, including Japan, and specific requirements as implemented in Japan may not be the same as the Financial Stability Board s TLAC standard. Although the FSA has not yet finalized TLAC requirements for Japanese G-SIBs, we have commenced issuing senior debt securities that are intended to qualify as TLAC debt. However, there is no assurance that our senior debt securities will qualify as such, and we may have difficulty meeting the TLAC requirements.

Under the capital adequacy guidelines of the FSA, which have been revised in connection with the adoption of Basel III, there is a transitional measure relating to the inclusion as a capital item of capital raising instruments issued in or prior to March 2013, and such instruments can be included as a capital item when calculating capital ratios to the extent permitted by the transitional measure. Such capital raising instruments may require refinancing upon the expiration of the transition period during which such instruments can be included as a capital item in the calculation of capital ratios. However, in order for newly issued capital raising instruments, other than common stock, to be included as a capital item in the calculation of capital ratios under the capital adequacy guidelines, such instruments must have a clause in their terms and conditions that requires them to be written off or converted into common stock upon the occurrence of certain events, including when the issuing financial institution is deemed non-viable or when the issuing financial institution s capital ratios decline below prescribed levels. As a result, under certain market conditions, we may be unable to refinance or issue capital raising instruments under terms and conditions similar to those of capital raising instruments issued in or prior to March 2013. If such circumstances arise, our and our banking subsidiaries capital could be reduced, and our and our bank subsidiaries capital ratios could decrease.

In addition, under the FSA s capital adequacy guidelines, deferred tax assets can be included as a capital item when calculating capital ratios up to a prescribed amount. However, this upper limit is expected to be reduced in phases. If, and to the extent, the amount of deferred tax assets exceeds this limit and cannot be included in Common Equity Tier 1 capital, our and our banking subsidiaries capital ratios could decrease.

Table of Contents

If our capital ratios fall below required levels, the FSA could require us to take a variety of corrective actions, including withdrawal from all international operations or suspension of all or part of our business operations. In addition, if the capital ratios of our subsidiaries subject to capital adequacy rules of foreign jurisdictions fall below the required levels, the local regulators could also take action against them that may result in reputational damage or financial losses to us. Since maintaining our capital ratios at acceptable levels is crucial to our business, our management devotes a significant amount of attention and resources to capital ratio related issues and may also significantly alter our business strategy or operations if our capital ratios decline to unacceptable levels. For a discussion of our capital ratios and the related regulatory guidelines, see Item 4.B. Information on the Company Business Overview Supervision and Regulation and Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Capital Adequacy.

If the goodwill recorded in connection with our acquisitions becomes impaired, we may be required to record impairment losses, which may adversely affect our financial results.

In accordance with U.S. GAAP, we account for our business combinations using the acquisition method of accounting. We recorded the excess of the purchase price over the fair value of the assets and liabilities of the acquired companies as goodwill. U.S. GAAP requires us to test goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that goodwill may be impaired. As of March 31, 2016, the total balance of goodwill was ¥454.4 billion.

For the fiscal year ended March 31, 2016, we recognized ¥4.3 billion in impairment of goodwill relating to a reporting unit within the Trust Assets Business Group segment as we readjusted our future cash flow projection of the reporting unit in this segment, considering the relevant subsidiaries recent business performance. We also recognized ¥151.7 billion in impairment of goodwill relating to the reporting unit other than MUAH and Krungsri within the Global Business Group segment as our stock price decreased from ¥743.7 on March 31, 2015 to ¥521.5 on March 31, 2016. Our stock price was adversely impacted by the Bank of Japan s announcement of implementation in January 2016 of the negative interest rate on certain current account amounts that financial institutions hold at the Bank of Japan, and the appreciation of the Japanese yen against other major currencies. In addition, we recognized ¥177.8 billion in impairment of goodwill relating to the Krungsri reporting unit within the Global Business Group segment as Krungsri s stock price declined from THB44.75 on December 31, 2014 to THB29.75 on December 31, 2015. Krungsri s stock price was adversely impacted by the slowing economic growth in Thailand. Accordingly, the fair values of these reporting units were considered to have fallen below their carrying amounts. As a result, the carrying amounts of the reporting units goodwill exceeded the implied fair values of the reporting units goodwill, and the impairment losses were recognized on the related goodwill. See Item 5.B. Operating and Financial Review and Prospects Operating Results Impairment of goodwill.

We may be required to record additional impairment losses relating to goodwill in future periods if the fair value of any of our reporting units declines below the fair value of related assets net of liabilities. Any additional impairment losses will negatively affect our financial results, and the price of our securities could be adversely affected. For a detailed discussion of our periodic testing of goodwill for impairment and the goodwill recorded, see Item 5. Operating and Financial Review and Prospects Critical Accounting Estimates Accounting for Goodwill and Intangible Assets.

A downgrade of our credit ratings could adversely affect our ability to access and maintain liquidity.

Any downgrade of the credit ratings assigned to us or our debt securities by Moody s, Fitch, Standard & Poor s or any other credit rating agency could increase the cost, or decrease the availability, of our funding, particularly in U.S. dollars and other foreign currencies, adversely affect our liquidity position or net interest margin, trigger additional collateral or funding obligations, and result in losses of depositors, investors and counterparties willing or permitted to transact with us, thereby reducing our ability to generate income and weakening our financial position.

Rating agencies regularly evaluate us and our major subsidiaries as well as our and their respective debt securities. Their ratings are based on a number of factors, including their assessment of the relative financial strength of MUFG or of the relevant subsidiary, as well as conditions generally affecting the financial services

Table of Contents

industry in Japan or on a global basis, some of which are not entirely within our control. As a result of changes in their evaluation of these factors or in their rating methodologies, rating agencies may downgrade our, or our subsidiaries , ratings.

In December 2014, Moody s downgraded the long-term credit ratings of BTMU and MUTB by one-notch from Aa3 to A1, the long-term credit rating of MUSHD by one-notch from A2 to A3, and the short-term credit rating of MUSHD by one-notch from P-1 to P-2. These downgrades followed the downgrade of the rating assigned to the Government of Japan from Aa3 to A1. In November 2015, Standard and Poor s changed the credit rating outlook for MUFG, BTMU and MUTB from stable to negative, following S&P s revision of its view on the economic risk trend in Japan s banking sector from stable to negative. In addition, in June 2016, Fitch changed the credit rating outlook of MUFG, BTMU and MUTB from stable to negative, following Fitch s change in the credit rating outlook for the Government of Japan from stable to negative.

Assuming all of the relevant credit rating agencies downgraded the credit ratings of MUFG, BTMU, MUTB and MUSHD by one-notch on March 31, 2016, we estimate that MUFG and its three main subsidiaries would have been required to provide additional collateral under their derivative contracts as of the same date of approximately ¥7.9 billion. Assuming a two-notch downgrade by all of the relevant credit rating agencies occurred on the same date, we estimate that the additional collateral requirements for MUFG, BTMU, MUTB and MUSHD under their derivative contracts as of the same date would have been approximately ¥14.4 billion. For additional information on the impact of recent downgrades, see Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Financial Condition Sources of Funding and Liquidity.

Failure to safeguard personal and other confidential information may result in liability, reputational damage or financial losses.

As our operations expand in volume, complexity and geographic scope, we are exposed to increased risk of confidential information in our possession being lost, leaked, altered or falsified as a result of human or system error, misconduct, unlawful behavior or scheme, unauthorized access or natural or human-caused disasters. Our information systems and information management policies and procedures may not be sufficient to safeguard confidential information against such risks.

As a financial institution in possession of customer information, we are required to treat personal and other confidential information as required by the Act on the Protection of Personal Information and the Act on the Use of Personal Identification Numbers in the Administration of Government Affairs, as well as the Banking Law and the Financial Instruments and Exchange Act of Japan. In the event that personal information in our possession about our customers or employees is leaked or improperly accessed and subsequently misused, we may be subject to liability and regulatory action. We may have to provide compensation for economic loss and emotional distress arising out of a failure to protect such information. In addition, such incidents could create a negative public perception of our operations, systems or brand, which may in turn decrease customer and market confidence and materially and adversely affect our business, operating results and financial condition.

Moreover, any loss, leakage, alteration or falsification of confidential information, or any malfunction or failure of our information systems, may result in significant disruptions to our business operations or plans or may require us to incur significant financial, human and other resources to implement corrective measures or enhance our information systems and information management policies and procedures.

Our operations are highly dependent on our information, communications and transaction management systems and are subject to an increasing risk of cyber-attacks and other information security threats and to changes in the business and regulatory environment.

Our information, communications and transaction management systems constitute a core infrastructure for our operations. Given our global operations with an extensive network of branches and offices, the proper functioning of our information, communications and transaction management systems is critical to our ability to efficiently and accurately process a large volume of transactions, ensure adequate internal controls, appropriately

Table of Contents

manage various risks, and otherwise service our clients and customers. Cyber-attacks and other forms of unauthorized access and computer viruses are becoming increasingly more sophisticated and more difficult to predict, detect and prevent. For instance, bank internal financial transaction systems or automatic teller machines may become the target of cyber-attacks for monetary gain, and bank internal information systems may become the target of confidential information theft. In addition, banks websites or customer internet banking systems may become the target of cyber-attacks for political and other purposes. These cyber threats could cause disruptions to, and malfunctions of, such systems and result in unintended releases of confidential and proprietary information stored in or transmitted through the systems, interruptions in the operations of our clients, customers and counterparties, and deterioration in our ability to service our clients and customers. In addition, our banking and other transaction management systems may not meet all applicable business and regulatory requirements in an environment where such requirements are becoming increasingly sophisticated and complicated. These consequences could result in financial losses, including costs and expenses incurred in connection with countermeasures and improvements as well as compensation to affected parties, lead to regulatory actions, diminish our clients and customers satisfaction with and confidence in us, and harm our reputation in the market, which could in turn adversely affect our business, financial condition and results of operations.

Risks Related to Owning Our Shares

It may not be possible for investors to effect service of process within the United States upon us or our directors or management members, or to enforce against us or those persons judgments obtained in U.S. courts predicated upon the civil liability provisions of the U.S. federal or state securities laws.

We are a joint stock company incorporated under the laws of Japan. Almost all of our directors or management members reside outside the United States. Many of our assets and the assets of these persons are located in Japan and elsewhere outside the United States. It may not be possible, therefore, for U.S. investors to effect service of process within the United States upon us or these persons or to enforce, against us or these persons, judgments obtained in the U.S. courts predicated upon the civil liability provisions of the U.S. federal or state securities laws.

We believe there is doubt as to the enforceability in Japan, in original actions or in actions brought in Japanese courts to enforce judgments of U.S. courts, of claims predicated solely upon the U.S. federal or state securities laws mainly because the Civil Execution Act of Japan requires Japanese courts to deny requests for the enforcement of judgments of foreign courts if foreign judgments fail to satisfy the requirements prescribed by the Civil Execution Act, including:

- the jurisdiction of the foreign court be recognized under laws, regulations, treaties or conventions;
- proper service of process be made on relevant defendants, or relevant defendants be given appropriate protection if such service is not received;
- the judgment and proceedings of the foreign court not be repugnant to public policy as applied in Japan; and
- there exist reciprocity as to the recognition by a court of the relevant foreign jurisdiction of a final judgment of a Japanese court.

Judgments obtained in the U.S. courts predicated upon the civil liability provisions of the U.S. federal or state securities laws may not satisfy these requirements.

Risks Related to Owning Our American Depositary Shares

As a holder of American Depositary Shares, you have fewer rights than a shareholder of record in our shareholder register since you must act through the depositary to exercise these rights.

The rights of our shareholders under Japanese law to take actions such as voting, receiving dividends and distributions, bringing derivative actions, examining our accounting books and records and exercising appraisal

Table of Contents

rights are available only to shareholders of record. Because the depositary, through its custodian, is the record holder of the shares underlying the American Depositary Shares, or ADSs, only the depositary can exercise shareholder rights relating to the deposited shares. ADS holders, in their capacity, will not be able to directly bring a derivative action, examine our accounting books and records and exercise appraisal rights. We have appointed The Bank of New York Mellon as depositary, and we have the authority to replace the depositary.

Pursuant to the deposit agreement among us, the depositary and a holder of ADSs, the depositary will make efforts to exercise voting or any other rights associated with shares underlying ADSs in accordance with the instructions given by ADS holders, and to pay to ADS holders dividends and distributions collected from us. However, the depositary can exercise reasonable discretion in carrying out the instructions or making distributions, and is not liable for failure to do so as long as it has acted in good faith. Therefore, ADS holders may not be able to exercise voting or any other rights in the manner that they had intended, or may lose some or all of the value of the dividends or the distributions. Moreover, the depositary agreement that governs the obligations of the depositary may be amended or terminated by us and the depositary without ADS holders consent, notice, or any reason. As a result, ADS holders may be prevented from having the rights in connection with the deposited shares exercised in the way ADS holders had wished or at all.

ADS holders are dependent on the depositary to receive our communications. We send to the depositary all of our communications to ADS holders, including annual reports, notices and voting materials, in Japanese. ADS holders may not receive all of our communications with shareholders of record in our shareholder register in the same manner or on an equal basis. In addition, ADS holders may not be able to exercise their rights as ADS holders due to delays in the depositary transmitting our shareholder communications to ADS holders. For a detailed discussion of the rights of ADS holders and the terms of the deposit agreement, see Item 10.B. Additional Information Memorandum and Articles of Association American Depositary Shares.

Item 4. Information on the Company.

A. History and Development of the Company

Mitsubishi UFJ Financial Group, Inc.

MUFG is a bank holding company incorporated as a joint stock company (*kabushiki kaisha*) under the Companies Act of Japan. We are the holding company for The Bank of Tokyo-Mitsubishi UFJ, Ltd., or BTMU, Mitsubishi UFJ Trust and Banking Corporation, or MUTB, Mitsubishi UFJ Securities Holdings Co., Ltd., or MUSHD, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., or MUMSS, Mitsubishi UFJ NICOS Co., Ltd., and other companies engaged in a wide range of financial businesses.

On April 2, 2001, The Bank of Tokyo-Mitsubishi, Ltd., Mitsubishi Trust and Banking Corporation, or Mitsubishi Trust Bank, and Nippon Trust and Banking Co., Ltd. established Mitsubishi Tokyo Financial Group, Inc., or MTFG, to be a holding company for the three entities. Before that, each of the banks had been a publicly traded company. On April 2, 2001, through a stock-for-stock exchange, they became wholly-owned subsidiaries of MTFG, and the former shareholders of the three banks became shareholders of MTFG. Nippon Trust and Banking was later merged into Mitsubishi Trust Bank.

On June 29, 2005, the merger agreement between MTFG and UFJ Holdings was approved at the general shareholders meetings of MTFG and UFJ Holdings. As the surviving entity, MTFG was renamed Mitsubishi UFJ Financial Group, Inc. The merger of the two bank holding companies was completed on October 1, 2005.

On September 30, 2007, MUSHD, which was then called Mitsubishi UFJ Securities Co., Ltd., or MUS, became our wholly-owned subsidiary through a share exchange transaction.

On October 13, 2008, we formed a global strategic alliance with Morgan Stanley and, as part of the alliance, made an equity investment in Morgan Stanley in the form of convertible and non-convertible preferred stock, and subsequently appointed a representative to Morgan Stanley s board of directors.

Table of Contents

On October 21, 2008, we completed a tender offer for outstanding shares of ACOM CO., LTD. common stock, raising our ownership in ACOM to approximately 40%.

On November 4, 2008, BTMU completed the acquisition of all of the shares of common stock of UnionBanCal Corporation, or UNBC, not previously owned by BTMU and, as a result, UNBC became a wholly-owned indirect subsidiary of MUFG.

On May 1, 2010, we and Morgan Stanley integrated our securities and investment banking businesses in Japan into two joint venture securities companies, one of which is MUMSS. MUMSS was created by spinning off the wholesale and retail securities businesses conducted in Japan from MUSHD and subsequently assuming certain operations in Japan from a subsidiary of Morgan Stanley.

On June 30, 2011, we converted all of our Morgan Stanley s convertible preferred stock into Morgan Stanley s common stock, resulting in our holding approximately 22.4% of the voting rights in Morgan Stanley. Further, we appointed a second representative to Morgan Stanley s board of directors on July 20, 2011. Following the conversion on June 30, 2011, Morgan Stanley became our equity-method affiliate. As of March 31, 2016, we held approximately 22.3% of the voting rights in Morgan Stanley and had two representatives appointed to Morgan Stanley s board of directors. We and Morgan Stanley continue to pursue a variety of business opportunities in Japan and abroad in accordance with the global strategic alliance.

On December 18, 2013, we acquired approximately 72.0% of the total outstanding shares of Krungsri through BTMU. As a result of the transaction, Krungsri has become a consolidated subsidiary of BTMU.

On July 1, 2014, we integrated BTMU s operations in the Americas region with UNBC s operations, and changed UNBC s corporate name to MUFG Americas Holdings Corporation, or MUAH. On the same day, Union Bank, N.A., which is MUAH s principal subsidiary and our primary operating subsidiary in the United States, was also renamed MUFG Union Bank, N.A., or MUB. MUAH currently oversees BTMU s operations in the Americas region as well as the operations of MUB.

On January 5, 2015, BTMU integrated its Bangkok branch with Krungsri through a contribution in kind of the BTMU Bangkok branch business to Krungsri, and BTMU received newly issued shares of Krungsri common stock. As a result of this transaction, BTMU s ownership interest in Krungsri increased to 76.9%.

Our registered address is 7-1, Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8330, Japan, and our telephone number is 81-3-3240-8111.

For a discussion of recent developments, see Item 5. Operating and Financial Review and Prospects Recent Developments.

The Bank of Tokyo-Mitsubishi UFJ, Ltd.

BTMU is a major commercial banking organization in Japan that provides a broad range of domestic and international banking services from its offices in Japan and around the world. BTMU s registered head office is located at 7-1, Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8388, Japan, and its telephone number is 81-3-3240-1111. BTMU is a joint stock company (*kabushiki kaisha*) incorporated in Japan under the Companies Act.

BTMU was formed through the merger, on January 1, 2006, of Bank of Tokyo-Mitsubishi and UFJ Bank Limited after their respective parent companies, MTFG and UFJ Holdings, merged to form MUFG on October 1, 2005.

Bank of Tokyo-Mitsubishi was formed through the merger, on April 1, 1996, of The Mitsubishi Bank, Limited and The Bank of Tokyo, Ltd.

The origins of Mitsubishi Bank can be traced to the Mitsubishi Exchange Office, a money exchange house established in 1880 by Yataro Iwasaki, the founder of the Mitsubishi industrial, commercial and financial group.

Table of Contents

In 1895, the Mitsubishi Exchange Office was succeeded by the Banking Division of the Mitsubishi Goshi Kaisha, the holding company of the Mitsubishi group of companies. Mitsubishi Bank had been a principal bank to many of the Mitsubishi group companies but broadened its relationships to cover a wide range of Japanese industries, small and medium-sized companies and individuals.

Bank of Tokyo was established in 1946 as a successor to The Yokohama Specie Bank, Ltd., a special foreign exchange bank established in 1880. When the government of Japan promulgated the Foreign Exchange Bank Law in 1954, Bank of Tokyo became the only bank licensed under that law. Because of its license, Bank of Tokyo received special consideration from the Ministry of Finance in establishing its offices abroad and in many other aspects relating to foreign exchange and international finance.

UFJ Bank was formed through the merger, on January 15, 2002, of The Sanwa Bank, Limited and The Tokai Bank, Limited.

Sanwa Bank was established in 1933 when the three Osaka-based banks, the Konoike Bank, the Yamaguchi Bank, and the Sanjyushi Bank merged. Sanwa Bank was known as a city bank having the longest history in Japan, since the foundation of Konoike Bank can be traced back to the Konoike Exchange Office established in 1656. The origin of Yamaguchi Bank was also a money exchange house, established in 1863. Sanjyushi Bank was founded by influential fiber wholesalers in 1878. The corporate philosophy of Sanwa Bank had been the creation of premier banking services especially for small and medium-sized companies and individuals.

Tokai Bank was established in 1941 when the three Nagoya-based banks, the Aichi Bank, the Ito Bank, and the Nagoya Bank merged. In 1896, Aichi Bank took over businesses of the Jyuichi Bank established by wholesalers in 1877 and the Hyakusanjyushi Bank established in 1878. Ito Bank and Nagoya Bank were established in 1881 and 1882, respectively. Tokai Bank had expanded the commercial banking business to contribute to economic growth mainly of the Chubu area in Japan, which is known for its manufacturing industries, especially automobiles.

Mitsubishi UFJ Trust and Banking Corporation

MUTB is a major trust bank in Japan, providing trust and banking services to meet the financing and investment needs of clients in Japan and the rest of Asia, as well as in the United States and Europe. MUTB s registered head office is located at 4-5, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-8212, Japan, and its telephone number is 81-3-3212-1211. MUTB is a joint stock company *(kabushiki kaisha)* incorporated in Japan under the Companies Act.

MUTB was formed on October 1, 2005 through the merger of Mitsubishi Trust Bank and UFJ Trust Bank Limited. As the surviving entity, Mitsubishi Trust Bank was renamed Mitsubishi UFJ Trust and Banking Corporation.

Mitsubishi Trust Bank traces its history to The Mitsubishi Trust Company, Limited, which was founded by the leading members of the Mitsubishi group companies in 1927. The Japanese banking and financial industry was reconstructed after World War II and, in 1948, Mitsubishi Trust Bank was authorized to engage in the commercial banking business, in addition to its trust business, under the new name Asahi Trust & Banking Corporation. In 1952, the bank changed its name again to The Mitsubishi Trust and Banking Corporation.

Nippon Trust and Banking and The Tokyo Trust Bank, Ltd., which were previously subsidiaries of Bank of Tokyo-Mitsubishi, was merged into Mitsubishi Trust Bank on October 1, 2001.

UFJ Trust Bank was founded in 1959 as The Toyo Trust & Banking Company, Limited, or Toyo Trust Bank. The Sanwa Trust & Banking Company, Limited, which was a subsidiary of Sanwa Bank, was merged into Toyo Trust Bank on October 1, 1999. The Tokai Trust & Banking Company, Limited, which was a subsidiary of Tokai Bank, was merged into Toyo Trust Bank on July 1, 2001. Toyo Trust Bank was renamed UFJ Trust Bank Limited on January 15, 2002.

Table of Contents

Mitsubishi UFJ Securities Holdings Co., Ltd.

MUSHD is a wholly-owned subsidiary of MUFG. MUSHD functions as an intermediate holding company of MUFG s global securities and investment banking businesses. MUSHD s registered head office is located at 5-2, Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-0005, Japan, and its telephone number is 81-3-6213-2550. MUSHD is a joint stock company (*kabushiki kaisha*) incorporated in Japan under the Companies Act. MUSHD has major overseas subsidiaries in London, New York, Hong Kong, Singapore and Geneva.

In April 2010, MUSHD, which was previously called Mitsubishi UFJ Securities Co., Ltd., or MUS, became an intermediate holding company by spinning off its securities and investment banking business operations to a wholly-owned operating subsidiary established in December 2009, currently MUMSS. Upon the consummation of the corporate spin-off transaction, the intermediate holding company was renamed Mitsubishi UFJ Securities Holdings Co., Ltd. and the operating subsidiary was renamed Mitsubishi UFJ Securities Co., Ltd. The operating subsidiary was subsequently renamed MUMSS in May 2010 upon integration of our securities operations in Japan with those of Morgan Stanley.

MUS was formed through the merger between Mitsubishi Securities Co., Ltd. and UFJ Tsubasa Securities Co., Ltd. on October 1, 2005, with Mitsubishi Securities being the surviving entity. The surviving entity was renamed Mitsubishi UFJ Securities Co., Ltd. and, in September 2007, became our wholly-owned subsidiary through a share exchange transaction.

Mitsubishi Securities was formed in September 2002 through a merger of Bank of Tokyo-Mitsubishi s securities subsidiaries and affiliate, KOKUSAI Securities Co., Ltd., Tokyo-Mitsubishi Securities Co., Ltd. and Tokyo-Mitsubishi Personal Securities Co., Ltd., and Mitsubishi Trust Bank s securities affiliate, Issei Securities Co., Ltd. In July 2005, MTFG made Mitsubishi Securities a directly-held subsidiary by acquiring all of the shares of Mitsubishi Securities common stock held by Bank of Tokyo-Mitsubishi and Mitsubishi Trust Bank.

Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.

MUMSS is our core securities and investment banking subsidiary. MUMSS was created in May 2010 as one of the two Japanese joint venture securities companies between Morgan Stanley and us as part of our global strategic alliance. MUMSS succeeded to the investment banking operations conducted in Japan by a subsidiary of Morgan Stanley and the wholesale and retail securities businesses conducted in Japan by MUS. MUFG, through MUSHD, holds 60% voting and economic interests in MUMSS. MUMSS s registered head office is located at 5-2 Marunouchi 2-chome, Chiyoda-ku, Tokyo, 100-0005 Japan, and its telephone number is 81-3-6213-8500. MUMSS is a joint stock company (*kabushiki kaisha*) incorporated in Japan under the Companies Act. For more information on our joint venture securities companies, see B. Business Overview Global Strategic Alliance with Morgan Stanley.

Mitsubishi UFJ NICOS Co., Ltd.

Mitsubishi UFJ NICOS is a major credit card company in Japan that issues credit cards, including those issued under the MUFG, NICOS, UFJ and DC brands, and provides a broad range of credit card and other related services for its card members in Japan. Mitsubishi UFJ NICOS is a consolidated subsidiary of MUFG. Mitsubishi UFJ NICOS s registered head office is located at 33-5, Hongo 3-chome, Bunkyo-ku, Tokyo 113-8411, Japan, and its telephone number is 81-3-3811-3111. Mitsubishi UFJ NICOS is a joint stock company (*kabushiki kaisha*) incorporated in Japan under the Companies Act.

On August 1, 2008, Mitsubishi UFJ NICOS became a wholly-owned subsidiary of MUFG through a share exchange transaction. On the same day, we entered into a share transfer agreement with The Norinchukin Bank, or Norinchukin, under which we sold some of our shares of Mitsubishi UFJ NICOS common stock to Norinchukin. Currently, Mitsubishi UFJ NICOS is a consolidated subsidiary of MUFG. In March 2011, we and Norinchukin made additional equity investments in Mitsubishi UFJ NICOS in proportion to our and Norinchukin s respective beneficial ownership of approximately 85% and 15%, respectively.

Table of Contents

Mitsubishi UFJ NICOS was formed through the merger, on April 1, 2007, of UFJ NICOS Co., Ltd. and DC Card Co., Ltd. As the surviving entity, UFJ NICOS Co., Ltd. was renamed Mitsubishi UFJ NICOS Co., Ltd.

UFJ NICOS was formed through the merger, on October 1, 2005, of Nippon Shinpan Co., Ltd. and UFJ Card Co., Ltd. Originally founded in 1951 and listed on the Tokyo Stock Exchange in 1961, Nippon Shinpan was a leading company in the consumer credit business in Japan. Nippon Shinpan became a subsidiary of MUFG at the time of the merger with UFJ Card.

Prior to the merger between MTFG and UFJ Holdings in October 2005, DC Card was a subsidiary of MTFG while UFJ Card was a subsidiary of UFJ Holdings.

B. Business Overview

We are one of the world s largest and most diversified financial groups with total assets of ¥292.57 trillion as of March 31, 2016. The Group is comprised of BTMU, MUTB, MUMSS (through MUSHD), Mitsubishi UFJ NICOS and other subsidiaries and affiliates, for which we are the holding company. As a bank holding company, we are regulated under the Banking Law of Japan. Our services include commercial banking, trust banking, securities, credit cards, consumer finance, asset management, leasing and many more fields of financial services. The Group has the largest overseas network among the Japanese banks, comprised of offices and subsidiaries, including MUB and Krungsri, in about 50 countries.

Since April 2004, we have adopted an integrated business group system comprising our core business areas, which serve as the Group s core sources of net operating profit. As of March 31, 2016, we had five business segments: Retail Banking Business, Corporate Banking Business, Trust Assets Business, Global Business and Global Markets Business.

MUFG s role as the holding company is to strategically manage and coordinate the activities of these business segments. Group-wide strategies are determined by the holding company and executed by the banking subsidiaries and other subsidiaries. In October 2008, each of MUFG, BTMU, MUTB and UNBC (now MUAH) became a financial holding company under the U.S. Bank Holding Company Act. For more information, see Item 3.D. Key Information Risk Factors Risks Related to Our Business We may not be able to maintain our capital ratios above minimum required levels, which could result in the suspension of some or all of our operations and B. Information on the Company Business Overview Supervision and Regulation United States.

MUFG Management Policy

MUFG Group has formulated the Group Corporate Vision to clarify the nature of the Group s overall mission and the type of group it should aspire to be, and as a shared principle to unify the hearts and minds of Group employees, while meeting the expectations of our customers and society. Throughout the Group, the people of MUFG are working under three shared values Integrity and Responsibility, Professionalism and Teamwork, and Challenging Ourselves to Grow while aiming to be the world s most trusted financial group.

Table of Contents

We have declared our message to the world as Quality for You, with management s emphasis on quality. Quality for You means that by providing high-quality services, we aspire to help improve the quality of the lives of individual customers and the quality of each corporate customer. The You expresses the basic stance of MUFG that we seek to contribute not only to the development of our individual customers but also communities and society. We believe that delivering superior quality services, reliability, and global coverage will result in more profound and enduring contributions to society.

Medium- and long-term management strategy

The operating environment for financial institutions is transforming substantially amidst such trends as the changes in consumption patterns stemming from the aging of the Japanese population and its declining birthrate and the advance of information and communications technology. It is crucial to the further progress of the MUFG Group for us to maintain an accurate understanding of such changes, and undertake evolution and reformation of our business model as a preemptive response to these changes. Based on this recognition, the MUFG Group turned its eye toward expected operating environment changes over the next decade, and launched a new medium-term business plan, which outlines the strategies that we intend to implement over the first three years of this period from the fiscal year ending March 31, 2016 to the fiscal year ending March 31, 2018. The basic policy of the medium-term business plan is defined as Evolution and reformation to achieve sustainable growth for MUFG, and we have formulated Group business strategies and administrative practices and business foundation strategies of the plan based on three strategic focuses: Customer perspective, Group-driven approach, and Productivity improvements. Customer perspective calls on us to develop businesses based on changing customer needs. Group-driven approach inspires us to bolster inter-Group company unity and consider how to optimize our business on a Group-wide basis. Productivity improvements encapsulates our commitment to boosting competitiveness by pursuing higher levels of rationality and efficiency.

For the Group business strategies, we are seeking to enhance support for wealth accumulation and stimulation of consumption for individuals, contribute to the growth of small and medium-sized enterprises, and link contribution to the revitalization of the Japanese economy with the stable growth of MUFG in Japan. Globally, we aim to enhance and expand businesses by evolving and reforming our Corporate & Investment Banking, or CIB, model, sales and trading operation, and asset management and investor services operations. We are also working to further reinforce transaction banking operations and strengthen commercial banking platforms in Asia and the Unites States to construct a next-generation business base.

For the administrative practices and business foundation strategies, MUFG aims to streamline Group-wide operations and create administration practices that are appropriate for a global systemically important financial institution with maintaining a strong capital base as the first priority. This is expected to enable us continue to operate a business model that evolves and transforms on a Group-wide and global basis while taking steps to respond to the higher expectations of outside stakeholders.

Retail Banking Business Group

The Retail Banking Business Group covers all retail businesses, including commercial banking, trust banking and securities businesses, and offers a full range of banking products and services, including financial consulting services, to retail customers in Japan. This business group integrates the retail businesses of BTMU, MUTB, MUMSS and other affiliate companies of MUFG. We offer a full range of bank deposit products, including a non-interest-bearing deposit account that is redeemable on demand and intended primarily for payment and settlement functions. We also offer a variety of asset management and asset administration services, and trust products and other investment products, as well as other products and services described below.

Business Environment and Management Strategy

In Japan, the trends of decreasing birthrate and aging population continue to accelerate. We are also seeing increasing polarization of income and assets while the spread of information and communications technology is bringing further diversification of settlement methods. In this environment, we see MUFG contributing to sustained economic growth in Japan in two ways (1) by promoting a shift to investments from savings through our asset management business, and promoting the circulation of funds in the economy; and (2) by revitalizing personal consumption through our settlement and consumer finance businesses. We aim to become the top financial group in the retail business segment, chosen by a wide variety of customers with our business spanning the generations.

Service Improvement Project

BTMU has launched a project titled Do *Smart* with an aim to improve the quality of services for individual customers. In order to contribute to the lifelong wellbeing of customers and their families, this project focuses on enhancing online banking services with smartphones and other devices, and providing customized consulting to satisfy their needs.

Responding to Investment Needs

We aim to ensure that customers can adequately inform themselves of investment opportunities by providing various mediums such as appointments with representatives, seminars at branches with investment experts as lecturers, and investment consultation sessions on weekends and national holidays, and during evening hours. We have also been expanding our product lines, adding services such as investment trusts and foreign currency deposits, in order to be better able to respond to customers various investment needs. In addition, we have been working proactively to promote the Japanese individual savings account system, generally referred to as the Nippon Individual Savings Account, or NISA, program, which offers tax exemptions on capital gains and dividend income for investments up to ¥1.2 million a year for a maximum of five years. Moreover, in January 2016, we launched a similar tax exemption program for customers who are under the age of 20 called the Junior NISA program. This program is intended to allow parents and grandparents to open and transfer their financial assets to savings accounts for the benefit of their children or grandchildren, through which investments may be made for up to ¥0.8 million a year for a maximum of five years. As of March 31, 2016, we had approximately 909,719 NISA and Junior NISA accounts.

We have focused on strengthening collaboration among group companies. For example, foreign bonds made available by MUMSS and other group securities companies are also available at BTMU and MUTB. Also, BTMU provides Retail Money Desk services at 64 branches across Japan, where investment experts seconded from MUMSS respond to customers sophisticated investment needs. We have implemented methods that are designed to better communicate information regarding product and service options to customers. The use of tablet computers enables BTMU s sales representatives to propose products and services that match individual customers needs by showing them the latest market information, detailed information on major products and services, and asset management and life-plan simulations. All MUTB branches now offer Private Account, an asset management account service through which each customer can consult with his or her portfolio manager in person to manage investments according to a personalized plan.

Responding to Insurance Needs

BTMU acts as a sales channel for a variety of insurance products, including annuity insurance, single premium whole life insurance, flat-rate premium whole life insurance, medical insurance, cancer insurance and nursing-care insurance. Insurance-sales specialists (insurance planners) and staff members who have taken insurance-sales and other relevant training take care of customers various insurance needs. Individual annuity insurance, whole life insurance and medical insurance plans are available at all MUTB branches. Continued efforts will be made to further reinforce product lines and sales framework.

Responding to Needs Relating to Inheritance, Gift and Real Estate

MUTB offers a number of services including a testamentary trust service called *Ishindenshin* which helps customers prepare, maintain and execute wills, an inheritance planning service called *Shisan Shokei Planning* which helps customers manage and analyze financial assets and real estate properties comprehensively, and an inheritance procedure support service called *Wakachi Ai* which helps customers navigate the necessary procedures upon inheritance. BTMU and MUMSS also offer inheritance-related products and services, serving as sales agents of MUTB. MUTB s asset management service called *Zutto Anshin Shintaku*, which helps customers and their families protect their funds and allows them to receive funds according to their chosen plan, received the Nikkei Veritas Award in the Nikkei Excellent Products & Services Awards for 2012. In April 2013, an educational fund gift trust product called *Magoyorokobu* was launched. BTMU also sells this product as a sales agent of MUTB. In June 2014, MUTB launched a new trust product called *Okuru shiawase*, a life-time gift trust product with services to assist customers with the execution of the gift. In April 2015, MUTB also began offering a new wedding and child-rearing support trust, a gift trust product through which customers can provide their children, grandchildren and others with support in the form of funds for their financial needs in connection with marriage and child-rearing. MUTB and Mitsubishi UFJ Real Estate Services offer real estate brokerage services for both investment and business properties and residential properties, responding to customers various real-estate-related needs.

Responding to Loan Needs

Under the Bank of Japan s negative interest rate policy, decreasing market interest rates has resulted in stronger demand for housing loans in Japan, which provides a business opportunity for us. With respect to housing loans, BTMU offers Loans with Supplemental Health Insurance for Seven Major Illnesses through a third party insurance company to help with loan payments in case of unexpected major illnesses such as cancer or heart attacks, a group credit life insurance plan which is mandatory for housing loans, with reduced qualification requirements (*Wide Danshin*) and a preferred interest rate plan (*Gunto Ureshii Housing Loan*). MUTB also offers housing loan plans incorporating *Wide Danshin* and other plans to respond to customers needs. BTMU also offers Card Loans and Purpose-Specific Term Loans, depending on customers needs. A card loan service called BANQUIC offers access to cash as quickly as in 40 minutes after the submission of an application through a video teller machine. Also, online applications are accepted 24 hours a day, 365 days a year, and the underwriting process can be completed as quickly as in 30 minutes. Applications are also accepted over the phone. Net DE Loan is a purpose-specific term loan, which BTMU-account-holder customers can, in most circumstances, apply for without visiting a bank branch. This loan can be used to pay for education, motor vehicle purchases and other purposes.

Responding to Internet Banking Needs

BTMU and MUTB offer Internet banking services called Mitsubishi Tokyo UFJ Direct and Mitsubishi UFJ Trust Direct, respectively, which allow customers to, among other things, transfer money, check their

34

balance, make time deposits, make investments, apply for housing loans, and consult specialists regarding investments. In 2013, transaction screens of Mitsubishi Tokyo UFJ Direct were renewed, making the service even more user-friendly. The number of users has grown to approximately 16 million as of March 31, 2016. As a countermeasure to increasing online fraud and other crimes, in March 2015, BTMU started to distribute key cards through which customers can obtain a one-time temporary pass code to access their online banking accounts.

Jibun Bank Corporation was founded by BTMU in collaboration with KDDI Corporation in June 2008. The convenience that Jibun Bank offers by allowing users to execute transactions at any time on their cellphones has attracted customers in a wide age group. In addition to enabling users to check their balance and transfer money, Jibun Bank offers other products and services such as yen-denominated time deposits, foreign currency deposits, and, since June 2013, Jibun Bank FX (over-the-counter foreign exchange margin trading). As of March 31, 2016, Jibun Bank had approximately 2.1 million retail customer accounts with a total balance of deposits of ¥746 billion.

Payment Business

Mitsubishi UFJ NICOS offers a variety of credit cards, including MUFG Card (Gold Card), a credit card with an annual fee starting at as low as ¥2,000. With five international credit card brands (JCB, Visa, Master Card®, American Express® and China UnionPay) available, MUFG Card is designed to meet customers various needs. BTMU s Mitsubishi Tokyo UFJ VISA offers various reward programs, such as cash-back in exchange for earned points. To accommodate the diverse needs of consumers, Mitsubishi Tokyo UFJ VISA Debit card was launched in November 2013. The number of debit cards issued was approximately 814,000 as of March 31, 2016.

Development of Branch and ATM Networks

We have an extensive network of branches in the greater Tokyo, Nagoya and Osaka areas. BTMU and MUTB have a nationwide ATM network, making use of convenience store ATMs and partnerships with other banks in addition to BTMU s and MUTB s own ATMs. In an effort to improve access to its ATMs, BTMU increased its ATM locations and extended operating hours and transaction-fee-free hours in 2013. At the same time, BTMU introduced a revised fee schedule for using partner banks ATMs and transferring money using ATMs.

Finance Facilitation

We believe that finance facilitation for customers is one of our most important social responsibilities and strive to exemplify that standard. Although the Act Concerning Temporary Measures to Facilitate Financing for Small and Medium-sized Firms and Others has expired in Japan, our basic policy has not changed. We seek to offer consultation and otherwise deal attentively with small and medium-sized enterprise customers who wish to modify terms and conditions for repayment.

Strengthening the Compliance Framework

We have been making efforts to strengthen our frameworks for customer protection and legal compliance. BTMU has 260 compliance specialists stationed at its branches across the country. As for MUTB, branches are given guidance by compliance officers based in the Head

Office. We intend to continue to strictly monitor the legal compliance associated with selling financial products and services.

Corporate Banking Business Group

The Corporate Banking Business Group covers domestic corporate businesses, including commercial banking, investment banking, trust banking and securities businesses, as well as businesses outside of Japan assisting mainly Japanese companies in executing and expanding their operations. Through the integration of these business lines, diverse financial products and services are provided mainly to our Japanese corporate customers, from large corporations to small and medium-sized enterprises. The business group has clarified strategic domains, sales channels and methods to match the different growth stages and financial needs of our corporate customers.

Responding to Large Corporation s Needs

We offer large Japanese corporations advanced financial solutions such as derivatives, securitization, syndicated loans and structured finance. Faced with the diversified and globalized needs of our customers, we also provide sophisticated solutions and strategic proposals through collaboration between MUFG group companies and BTMU overseas offices.

Responding to Small and Medium-sized Enterprise s Needs

We provide various financial solutions, such as loans and fund management, remittance and foreign exchange services, to meet the requirements of small and medium-sized enterprise customers. We also help our customers develop business strategies, such as overseas expansions, inheritance-related business transfers and stock listings.

Transaction Banking

We support customers capital management by focusing on their cash management systems among affiliated group companies and trade finance, while taking advantage of our global network. Our sophisticated services and commitment to quality have helped customers enhance their global manufacturing and sales networks.

Investment Banking

A large part of our investment banking business in Japan is provided by MUMSS which was formed in May 2010 through the integration of the domestic wholesale and retail securities business previously conducted by MUS and the investment banking business conducted by Morgan Stanley Japan. See Global Strategic Alliance with Morgan Stanley below.

Trust Banking

MUTB s experience and know-how in corporate real estate strategy consulting, real estate brokerage and appraisal services, shareholder registry management services, shareholder and investor relations consulting, and executive and employee incentive plan services also enable us to offer services tailored to the financial strategies of each client, including securitization of real estate, receivables and other assets.

Focusing on infrastructure development

We have been focusing on financing deals in the area of infrastructure development, such as electric power, renewable energy and railroads, by leveraging our experience, know-how and global network, and have built an extensive track record as a leading global project finance bank. We are determined to contribute further to the overseas business development and business opportunities enhancement of Japanese corporations by providing financial support, including leasing, to enable them to respond to the anticipated expansion and diversification of social infrastructure projects. See Item 5. Operating and Financial Review and Prospects Recent Developments.

Trust Assets Business Group

The Trust Assets Business Group covers asset management and administration services for products such as pension trusts and security trusts by integrating the trust banking expertise of MUTB and the international strengths of BTMU. The business group provides a full range of services to corporate and pension funds, including stable and secure pension fund management and administration, advice on pension schemes, and payment of benefits to scheme members.

Our Trust Assets Business Group combines MUTB s trust assets business, comprising trust assets management services, asset administration and custodial services, and the businesses of Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A., or MIBL, which was renamed from Mitsubishi UFJ Global Custody S.A. on May 1, 2016, Mitsubishi UFJ Fund Services Holdings Limited, or MFS, and Mitsubishi UFJ Kokusai Asset Management Co., Ltd., which was formed on July 1, 2015 through the merger between two of our asset management subsidiaries in Japan, Mitsubishi UFJ Asset Management Co., Ltd. and KOKUSAI Asset Management Co., Ltd.

Under the brand of MUFG Investor Services, MUTB, MIBL and MFS provide a full suite of global asset administration services, including fund administration, custody, securities lending and foreign exchange as a one-stop shop. In December 2015, MFS acquired UBS Asset Management s Alternative Fund Services business. Through this transaction, we aim to enhance our competitiveness and scale of operations in the global fund administration market, which is expected to grow significantly amid the global trend of tightening financial regulations. In April 2016, MUTB acquired Capital Analytics II LLC, Neuberger Berman Group LLC s fund management company, and renamed it MUFG Capital Analytics LLC. Through this transaction, we aim to establish a fund administration business function for private equity funds in the United States, which are expected to grow rapidly.

Mitsubishi UFJ Kokusai Asset Management provides investment trust products mainly to individual customers and corporate clients in Japan.

With an aim to further enhance its business, MUTB has entered into strategic alliances with overseas asset management companies, including Aberdeen Asset Management PLC, a U.K. asset manager, and AMP Capital Holdings Limited, an Australian asset manager.

Global Business Group

The Global Business Group is charged with the responsibility of effectively coordinating and enhancing our group-wide efforts to strengthen and expand our businesses outside Japan. The Global Business Group is designed to bring together the leadership in, and enhance the coordination for, our business strategies outside Japan on a group-wide basis.

Global business development has been an important pillar of our growth strategy. Aiming to further raise our presence in the global financial market, we have shifted our approach from one where each of our group companies individually promoted its global business to a more group-wide approach. The new approach is designed to enable us to exercise our comprehensive expertise to provide our customers with value-added solutions and services more effectively.

Global financial regulations have become increasingly stringent in major financial markets, including the United States and Europe. In addition, the economic growth in developing markets, which have increased in importance for our global business, has recently weakened due to China s economic slowdown and declining prices of natural resources. As a result, the business environment surrounding the international financial industry is becoming more complex. Furthermore, customers financing needs are becoming more diverse and sophisticated as their activities have become more globalized.

Amidst this dynamic environment, the Global Business Group covers our businesses outside Japan, including corporate and commercial banking services such as loans, deposits and cash management, retail banking, trust assets, and securities businesses (with the retail banking and trust assets businesses being conducted through MUB in the United States and Krungsri in Thailand). Through a global network of more than 1,150 offices outside of Japan, we provide customers with financial products and services that meet their increasingly diverse and sophisticated financing needs.

CIB (Corporate and Investment Banking)

Our global CIB business primarily serves large corporations, financial institutions, and sovereign and multinational organizations with a comprehensive set of solutions for their financing needs. Through our global network of offices and branches, we provide a full range of services, such as project finance, export credit agency, finance, and financing through asset-backed commercial papers. We also provide investment banking services such as debt/equity issuance and M&A advisory services to help our customers develop their financial strategies and realize their goals. In order to meet customers various financing needs, we have established a customer-oriented coverage model through which we coordinate our product experts who offer innovative financing services globally. We are one of the world s top providers of project finance, one of the core businesses of CIB. We provide professional services in arranging limited-recourse finance and offering financial advice in various sectors, including natural resources, power, and infrastructure, backed by our experience, expertise, knowledge, and global network.

Transaction Banking

We have Transaction Banking offices in eight locations around the globe through which we provide commercial banking products and services primarily for large corporations and financial institutions in managing and processing domestic and cross-border payments, mitigating risks in international trade, and providing working capital optimization. We have established the Transaction Banking Group within BTMU, which oversees its entire transaction banking operations globally, in order to enhance governance, management and quality of services in these operations. Under the Transaction Banking Group, a team of approximately 2,000 officers provides customers with support for their domestic, regional and global trade finance and cash management programs through our extensive global network.

MUFG Union Bank, N.A. (MUB)

MUB is the primary subsidiary of MUAH, which is a wholly owned subsidiary of BTMU and is a bank holding company in the United States. Effective July 1, 2014, BTMU s operations in the Americas region were integrated with MUAH s operations. MUAH oversees BTMU s operations in the Americas region and MUB is the primary operating entity of BTMU in the United States. MUB is a leading regional bank in California, ranked by the Federal Deposit Insurance Corporation, or FDIC, as the 18th largest bank in the United States in terms of total deposits as of June 2015. MUB provides a wide range of financial services to consumers, small businesses, middle-market companies and major corporations, primarily in California, Oregon, Washington, and Texas as well as nationally and internationally.

In April 2015, Stephen E. Cummings, a former UBS executive, was appointed President & CEO of MUB and Managing Executive Officer of BTMU with authority over all of BTMU s U.S. businesses. Mr. Cummings is the first non-Japanese CEO of our operations in the United States, where we aim to expand our business and strengthen our governance. Following the appointment of the new CEO, Donna Dellosso joined as CRO for the Americas and Christopher Perretta joined as CIOO for the Americas. As a result, 13 of the 15 policy-making officers of MUB are locally hired in the United States.

In October 2015, MUB reorganized its former commercial banking business into the following three groups: Regional Banking, U.S. Wholesale Banking, and Investment Banking & Markets. The new organization structure is designed to operate more efficiently and with higher productivity.

Effective July 1, 2016, MUAH was designated as MUFG s U.S. intermediate holding company, or IHC, to comply with the FRB s enhanced prudential standards. As of that date, BTMU, MUTB and MUSHD transferred to MUAH their ownership interests in their U.S. subsidiaries and affiliates, namely, BTMU Capital Corporation, BTMU Securities, Inc., MUFG Americas Capital Company, Morgan Stanley MUFG Loan Partners, LLC, MUFG Fund Services (USA) LLC, and MUFG Securities Americas Inc.

See Item 3.D. Key Information Risk Factors Risks Related to Our Business Any adverse changes in the business of MUFG Americas Holdings Corporation, an indirect wholly-owned subsidiary in the United States, could significantly affect our results of operations.

Bank of Ayudhya Public Company Limited (Krungsri)

Krungsri is a major subsidiary of BTMU in Thailand. Krungsri provides a comprehensive range of banking, consumer finance, investment, asset management, and other financial products and services to individual consumers, small and medium-sized enterprises, and large corporations mainly in Thailand. In addition, Krungsri s consolidated subsidiaries include a major credit card issuer in Thailand as well as a major automobile financing service provider, an asset management company, and a microfinance service provider in Thailand.

In January 2015, BTMU integrated its Bangkok Branch with Krungsri to comply with the Thai regulatory requirement generally referred to as the one presence policy, which limits financial conglomerates to a single licensed deposit taking entity in Thailand. As of March 31, 2016, BTMU holds a 76.88% ownership interest in Krungsri. By combining Krungsri s local franchise with competitive presence in the retail and SME banking markets in Thailand with BTMU s global financial expertise, we seek to offer a wider range of high-value financial services to a more diverse and larger customer base.

In January 2016, MUFG announced that Krungsri had agreed with the shareholders of Hattha Kaksekar Limited, or HKL, a financial institution in Cambodia, to acquire all of the outstanding shares of HKL. This acquisition is expected to enable MUFG and BTMU to tap into the growth of the Cambodian market by leveraging the knowhow of Ngern Tid Lor Co., Ltd., a subsidiary of Krungsri engaged in microfinance in Thailand, with an aim to promote and develop the microfinance business.

See Item 5. Operating and Financial Review and Prospects Recent Developments and Item 3.D. Key Information Risk Factors Risks Related to Our Business Any adverse changes in the business of Bank of Ayudhya, an indirect subsidiary in Thailand, could significantly affect our results of operations.

Activities in Asia

We have been expanding our operations in Asia in an effort to further develop our businesses abroad. We have opened four overseas branches and one overseas representative office since January 2015, namely, Yangon branch in Myanmar, Colombo representative office in Sri Lanka, Kowloon branch in Hong Kong, BTMU (China) Fuzhou branch, and Kaohsiung branch in Taiwan.

In addition, in April 2016, BTMU acquired a 20.0% equity interest, on a fully diluted basis, in Security Bank Corporation, a leading commercial bank in the Philippines, as part of BTMU s capital and business alliance with Security Bank.

See Item 5. Operating and Financial Review and Prospects Recent Developments and Item 3.D. Key Information Risk Factors Risks Related to Our Business Our strategy to expand the range of our financial products and services and the geographic scope of our business globally may fail if we are unable to anticipate or manage new or expanded risks that entail such expansion.

Global Markets Business Group

The Global Markets Business Group covers the businesses specialized in financial markets products such as sales and trading, asset and liability management, and strategic investments globally on a group-wide basis.

The establishment of the Global Markets Business Group in July 2012 resulted in the expansion of the coordination between the Global Business Group and the Global Markets Business Group at BTMU and the collaboration between the two Groups and MUSHD s foreign subsidiaries on some of those subsidiaries sales and trading businesses. Through this collaboration, we sought to strengthen the cooperation between BTMU and MUSHD of their markets businesses and to expand our client base while improving our trading capabilities to seize interest rate and foreign exchange market opportunities for loans and corporate bond transactions. In April 2014, MUTB began to participate in the Global Markets Business Group in an effort to more fully enhance our group-wide capabilities.

Sales and Trading

We provide financing, hedging, and investing solutions to our retail, corporate, institutional, and governmental clients, through foreign exchange, bonds, equities, derivatives, and money market products. We are actively developing innovative financial products and services to offer and provide through our global network, which is designed to promptly meet diverse customer requirements.

Asset and Liability Management

We manage our interest and liquidity risks residing in our balance sheets through, among other things, transactions designed to manage profit and loss impact attributable to interest rate movements based on our balance sheet forecasts, while aiming to maximize our profit at the same time primarily by investing in highly liquid government bonds such as Japanese government bonds and U.S. treasury bonds and also by utilizing other financial products such as interest rate swaps and cross currency swaps.

Strategic Investments

We seek to enhance our profitability and diversify our portfolios by investing in financial products such as corporate bonds and funds.

Global Strategic Alliance with Morgan Stanley

As of March 31, 2016, we held approximately 432 million shares of Morgan Stanley s common stock representing approximately 22.3 % of the voting rights in Morgan Stanley and Series C Preferred Stock with a face value of approximately $ 521.4 million and 10% dividend. As of the same date, we had two representatives appointed to Morgan Stanley s board of directors. We adopted the equity method of accounting for our investment in Morgan Stanley beginning with the fiscal year ended March 31, 2012.

In conjunction with Morgan Stanley, we formed two securities joint venture companies in May 2010 to integrate our respective Japanese securities companies. We converted the wholesale and retail securities businesses conducted in Japan by MUS into MUMSS. Morgan Stanley contributed the investment banking operations conducted in Japan by its former wholly-owned subsidiary, Morgan Stanley Japan, to MUMSS, and converted the sales and trading and capital markets businesses conducted in Japan by Morgan Stanley Japan into an entity called Morgan Stanley MUFG Securities, Co., Ltd., or MSMS. We hold a 60% economic interest in MUMSS and MSMS, and Morgan Stanley holds a 40% economic interest in MUMSS and MSMS. We hold a 60% voting interest and Morgan Stanley holds a 40% voting interest in MUMSS, and we hold a 49% voting interest and Morgan Stanley holds a 51% voting interest in MSMS. Morgan Stanley s and our economic and voting interests in the securities joint venture companies are held through intermediate holding companies. We have retained control of MUMSS and we account for our interest in MSMS under the equity method due to our significant influence over MSMS. The board of directors of MUMSS has fifteen members, nine of whom are designated by us and six of whom are designated by Morgan Stanley. The board of directors of MSMS has ten members, six of whom are designated by Morgan Stanley and four of whom are designated by us. The CEO of MUMSS is designated by us and the CEO of MSMS is designated by Morgan Stanley.

Table of Contents

We have also expanded the scope of our global strategic alliance with Morgan Stanley into other geographies and businesses, including (1) a loan marketing joint venture that provides clients in the United States with access to the world-class lending and capital markets services from both companies, (2) business referral arrangements in Asia, Europe, the Middle East and Africa, covering capital markets, loans, fixed income sales and other businesses, (3) global commodities referral arrangements whereby BTMU and its affiliates refer clients in need of commodities-related hedging solutions to certain affiliates of Morgan Stanley, and (4) an employee secondment program to share best practices and expertise in a wide range of business areas.

Mitsubishi UFJ Morgan Stanley PB Securities Co., Ltd., in which MUMSS holds 75%, and BTMU holds the remaining 25%, of the voting rights, has an agreement with Morgan Stanley. Mitsubishi UFJ Morgan Stanley PB Securities leverages MUFG s broad customer base, utilizes Morgan Stanley s global and high quality insight, and further its collaborations with other group companies by strengthening its coordination with MUMSS. It aims for further development of its wealth management business, which is one of the largest in Japan.

See Item 3.D. Key Information Risk Factors Risks Related to Our Business If our strategic alliance with Morgan Stanley fails, we could suffer financial or reputational loss.

Competition

We face strong competition in all of our principal areas of operation. The structural reforms in financial industry regulations and recent developments in financial markets have resulted in some significant changes in the Japanese financial system and prompted banks to merge or reorganize their operations, thus changing the nature of competition from other financial institutions as well as from other types of businesses.

Japan

Since their formation in 2000 and 2001, the so-called Japanese mega bank groups, including us, the Mizuho Financial Group and the Sumitomo Mitsui Financial Group, have continued to expand their businesses and take measures designed to enhance their financial group capabilities. For example, in July 2013, Mizuho Bank, Ltd. and Mizuho Corporate Bank, Ltd. merged, and the merged entity presently operates under the corporate name of Mizuho Bank, Ltd. In November 2015, SMBC Trust Bank, Ltd., a subsidiary of Sumitomo Mitsui Financial Group, acquired the retail banking business of Citibank Japan, Ltd.

Heightened competition among the mega bank groups is currently expected in various financial sectors as they have recently announced plans to expand, or have expanded, their respective businesses. For example, in the securities sector, in May 2010, in conjunction with Morgan Stanley, we created two securities joint venture companies in Japan, MUMSS and MSMS, by integrating the operations of MUS and Morgan Stanley Japan. In January 2013, Mizuho Securities and Mizuho Investors Securities Co., Ltd. merged. For a discussion of the two securities joint venture companies created by us and Morgan Stanley, see B. Business Overview Global Strategic Alliance with Morgan Stanley.

In the retail business sector, customers often have needs for a broad range of financial products and services, such as investment trusts and insurance products. Recently, competition has increased due to the development of new products and distribution channels. For example, Japanese banks compete with one another by developing innovative proprietary computer technologies that allow them to deliver basic banking services in a more efficient manner and to create sophisticated new products in response to customer demand. Competition has also increased since the introduction in January 2014 of the Japanese individual savings account system, generally referred to as the NISA program, which currently offers tax exemptions on capital gains and dividend income for investments up to ¥1.2 million a year for a maximum of five years. In addition, in December 2015, Sumitomo Mitsui Trust Bank, Ltd. acquired Citi Cards Japan, Inc., which previously operated the credit card business of Citigroup Inc. in Japan.

In the private banking sector, competition among the mega bank groups has intensified as a result of recent corporate actions designed to strengthen their operations. We made Mitsubishi UFJ Merrill Lynch PB Securities Co., Ltd. a wholly owned subsidiary in December 2012 to enhance our private banking services for high net-worth customers, and changed its name to Mitsubishi UFJ Morgan Stanley PB Securities, Ltd. in March 2014. In October 2013, Sumitomo Mitsui Banking Corporation acquired the former Société Générale Private Banking Japan, Ltd. from Société Générale S.A. and changed its name to SMBC Trust Bank, Ltd.

In the consumer finance sector, recent regulatory reforms and legal developments have negatively impacted the business environment, resulting in failures of several consumer finance companies and intensified competition among consumer finance companies that have remained in business, particularly among those affiliated with the mega banks. In April 2012, Promise Co., Ltd. became a wholly owned subsidiary of the Sumitomo Mitsui Financial Group, and changed its name as SMBC Consumer Finance Co., Ltd. in July 2012. See Item 3.D. Key Information Risk Factors Risks Related to Our Business Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results.

The trust assets business is an area that is becoming increasingly competitive because of regulatory changes in the industry that have expanded the products and services that can be offered since the mid-2000s. In addition, there is growing corporate demand for changes in the trust regulatory environment, such as reforms of the pension system and related accounting regulations under Japanese GAAP. Competition may increase in the future as changes are made to respond to such corporate demand and regulatory barriers to entry are lowered. Competition is also expected to intensify as a result of recent integrations and entrants in the industry. For example, in April 2011, Sumitomo Trust and Banking and Chuo Mitsui Trust Holdings, Inc. established Sumitomo Mitsui Trust Holdings, Inc., a holding company, to integrate their operations. In April 2012, Sumitomo Trust and Banking, The Chuo Mitsui Trust and Banking Company, Limited and Chuo Mitsui Asset Trust and Banking Company, Limited, the three trust bank subsidiaries of Sumitomo Mitsui Trust Holdings, merged, and the surviving entity was renamed Sumitomo Mitsui Trust Bank. In July 2015, two of our asset management subsidiaries in Japan, Mitsubishi UFJ Asset Management Co., Ltd. and KOKUSAI Asset Management Co., Ltd. merged, and the surviving entity presently operates under the corporate name of Mitsubishi UFJ Kokusai Asset Management Co., Ltd. In August 2015, JP Asset Management Co., Ltd. was established as a joint venture with the Japan Post Group, Sumitomo Mitsui Trust Bank and Nomura Holdings, Inc. holding 50%, 30% and 20% equity interests, respectively, in the joint venture. In March 2016, the Mizuho Financial Group announced plans to integrate on October 1, 2016, Mizuho Asset Management Co., Ltd., Shinko Asset Management Co., Ltd. and the asset management business of Mizuho Trust & Banking Co., Ltd., all of which are asset management subsidiaries of the Mizuho Financial Group in Japan, and DIAM Co., Ltd., which is an asset management joint venture between the Mizuho Financial Group and Dai-ichi Life Insurance Company in Japan.

In recent years, the Japanese government has identified several governmental financial institutions as candidates to privatize. In particular, in November 2015, shares of Japan Post Holdings Co., Ltd., Japan Post Bank Co., Ltd. and Japan Post Insurance Co., Ltd. were listed on the Tokyo Stock Exchange. In the initial public offering, approximately 11% of the shares in each of the Japan Post companies were sold. The Japanese government is expected to sell additional shares in Japan Post Holdings and cause Japan Post Holdings to sell additional shares in the Japan Post Bank and Japan Post Insurance in the future. Under the current postal privatization law, Japan Post Bank and Japan Post Insurance may enter into new business areas upon obtaining government approvals, and if Japan Post Holdings equity holdings decrease to 50% or below, the two companies will be allowed to enter into new business areas upon submission of a notice to the government. In such case, the Japan Post Group companies may seek to enter into new financial businesses and increasingly compete with us. In addition, in April 2016, the limit on deposits that Japan Post Bank can accept from each depositor was raised from ¥10 million to ¥13 million pursuant to a revised government ordinance. Since Japan Post Bank is one of the world s largest holders of deposits, this change may increase Japan Post Bank s competitive position as banks rely on deposits as a cost-effective source of funding. See Item 3.D. Key Information Risk Factors Risks Related to Our Business Our business may be adversely affected by competitive pressures, which have partly increased due to regulatory changes and recent market changes in the financial industry domestically and globally and B. Business Overview The Japanese Financial System Government Financial Institutions.

The mega bank groups face significant competition with other financial groups as well as companies that have traditionally not been engaged in banking services. For example, the Nomura Group has been a major player in the securities market in Japan. In addition, various Japanese non-bank financial institutions and non-financial companies have entered into the Japanese banking sector. For example, Orix Corporation, a non-bank financial institution, as well as the Seven & i Holdings Co., Ltd., Sony Corporation and Aeon Co., Ltd., which were non-financial companies, offer various banking services, often through non-traditional distribution channels.

Foreign

In the United States, we face substantial competition in all aspects of our business. We face competition from other large U.S. and non-U.S. money-center banks, as well as from similar institutions that provide financial services. Through MUB, we currently compete principally with U.S. and non-U.S. money-center and regional banks, thrift institutions, asset management companies, investment advisory companies, consumer finance companies, credit unions and other financial institutions.

In other international markets, we face competition from commercial banks and similar financial institutions, particularly major international banks and the leading domestic banks in the local financial markets in which we conduct business. For example, Japanese mega banks, including us, and other major international banks have been expanding their operations in the Asian market, where leading local banks also have been growing and increasing their presence recently. Furthermore, we are aiming to expand our retail and small and medium-sized enterprise businesses along with our corporate banking business in South East Asia through our acquisition of Krungsri in Thailand, and compete with leading local banks in such businesses.

In addition, we may face further competition as a result of recent investments, mergers and other business tie-ups among global financial institutions.

The Japanese Financial System

Japanese financial institutions may be categorized into three types:

- the central bank, namely the Bank of Japan;
- private banking institutions; and
- government financial institutions.

The Bank of Japan

The Bank of Japan s role is to maintain price stability and the stability of the financial system to ensure a solid foundation for sound economic development.

Private Banking Institutions

Private banking institutions in Japan are commonly classified into two categories (the following numbers are based on information published by the FSA available as of June 9, 2016:

- ordinary banks (125 ordinary banks and 54 foreign commercial banks with ordinary banking operations); and
- trust banks (16 trust banks, including two Japanese subsidiaries of foreign financial institutions).

Table of Contents

Ordinary banks in turn are classified as city banks, of which there are four, including BTMU, and regional banks, of which there are 106 and other banks, of which there are 15. In general, the operations of ordinary banks correspond to commercial banking operations in the United States. City banks and regional banks are distinguished based on head office location as well as the size and scope of their operations.

The city banks are generally considered to constitute the largest and most influential group of banks in Japan. Generally, these banks are based in large cities, such as Tokyo and Osaka, and operate nationally through networks of branch offices. The city banks provide a wide variety of banking and other financial products and services to large corporate customers, including the major industrial companies in Japan, as well as small and medium-sized companies and retail customers.

With some exceptions, the regional banks tend to be much smaller in terms of total assets than the city banks. Each of the regional banks is based in one of the Japanese prefectures and extends its operations into neighboring prefectures. Their customers are mostly regional enterprises and local public utilities. The regional banks also lend to large corporations. In line with the recent trend among financial institutions toward mergers or business tie-ups, various regional banks have announced or are currently negotiating or pursuing integration transactions.

Trust banks, including MUTB, provide various trust services relating to money trusts, pension trusts and investment trusts and offer other services relating to real estate, stock transfer agency and testamentary services as well as banking services.

In recent years, almost all of the city banks have consolidated with other city banks and in some cases, integrated with trust banks. Consolidation or integration among these banks was achieved, in most cases, through the use of a bank holding company.

In addition to ordinary banks and trust banks, other private financial institutions in Japan, including banks operated by non-financial companies, shinkin banks, or credit associations, and credit cooperatives, are engaged primarily in making loans to small businesses and individuals.

Government Financial Institutions

There are a number of government financial institutions in Japan, which are corporations wholly owned or majority-owned by the government and operate under the government s supervision. Their funds are provided mainly from government sources. Certain types of operations undertaken by these institutions have been or are planned to be assumed by, or integrated with the operations of, private corporations through privatizations and other measures.

Among them are the following:

The Development Bank of Japan, which was established for the purpose of contributing to the economic development of Japan by extending long-term loans, mainly to primary and secondary sector industries, and which was reorganized as a joint stock company in October 2008 as part of its ongoing privatization process, with the government being required by law to continue to hold 50% or more of the shares in the bank until the completion of certain specified investment operations, which the bank is required to endeavor to achieve by March 2026, and more than one-third for an unspecified period thereafter;

Japan Finance Corporation, which was formed in October 2008, through the merger of the international financial operations of the former Japan Bank for International Cooperation, National Life Finance Corporation, Agriculture, Forestry and Fisheries Finance Corporation, and Japan Finance Corporation for Small and Medium Enterprise, for the primary purposes of supplementing and encouraging the private financing of exports, imports, overseas investments and overseas economic cooperation, and supplementing private financing to the general public, small and medium-sized enterprises and those engaged in agriculture, forestry and fishery. In April 2012, Japan Finance Corporation spun off its international operations to create Japan Bank for International Cooperation as a separate government-owned entity;

Japan Housing Finance Agency, which was originally established in June 1950 as the Government Housing Loan Corporation for the purpose of providing housing loans to the general public, and which was reorganized as an incorporated administrative agency and started to specialize in securitization of housing loans in April 2007; and

The Japan Post Group companies, a group of joint stock companies including Japan Post Bank, which were formed in October 2007 as part of the Japanese government s privatization plan for the former Japan Post, a government-run public services corporation, which had been the Postal Service Agency until March 2003. In November 2015, approximately 11% of the outstanding shares of each of Japan Post Bank, Japan Post Insurance and Japan Post Holdings were sold to the public, and these companies are currently listed on the Tokyo Stock Exchange.

Supervision and Regulation

Japan

Supervision. The FSA is responsible for supervising and overseeing financial institutions, making policy for the overall Japanese financial system and conducting insolvency proceedings with respect to financial institutions. The Bank of Japan, as the central bank for financial institutions, also has supervisory authority over banks in Japan, based primarily on its contractual agreements and transactions with the banks.

The Banking Law. Among the various laws that regulate financial institutions, the Banking Law and its subordinated orders and ordinances are regarded as the fundamental law for ordinary banks and other private financial institutions. The Banking Law addresses capital adequacy, inspections and reporting to banks and bank holding companies, as well as the scope of business activities, disclosure, accounting, limitation on granting credit and standards for arm s length transactions for them. Bank holding companies, banks and other financial institutions are required to establish an appropriate system to better cope with conflicts of interest that may arise from their business operations.

Legislation has recently been passed by, or introduced to, the Diet to amend various financial regulation related laws, including the Banking Law, which includes certain deregulations on restrictions for shareholdings by banks. For example, although a bank is generally prohibited from holding more than 5% of the outstanding shares of another company (other than certain financial institutions) under the Banking Law, the bank may be exempt from such requirement and allowed to hold more than 5% of the outstanding shares of such company under amendments to the Banking Law that became effective in April 2014, if, among other exempted cases, a bank s shareholding contributes to revitalizing a company s business or the local economy related to such company. In May 2016, the Diet passed legislation to amend the Banking Law to allow banks and bank holding companies with the FSA s approval to hold controlling interests in certain financial technology companies. The amendments to the Banking Law will become effective as of a date to be specified in a cabinet order, which is expected to be prior to June 3, 2017.

Bank holding company regulations. A bank holding company is prohibited from carrying out any business other than the management of its subsidiaries and other incidental businesses. A bank holding company may have any of the following as a subsidiary: a bank, a securities company, an insurance company, a foreign subsidiary that is engaged in the banking, securities or insurance business and any company that is engaged in a finance-related business, such as a credit card company, a leasing company or an investment advisory company. Certain companies that are designated by a ministerial ordinance as those that cultivate new business fields may also become the subsidiaries of a bank holding company.

Table of Contents

In addition, under the amendments to the Banking Law passed by the Diet in May 2016, a bank holding company (i) will be required to perform certain specified functions as a bank holding company to ensure effective management of its subsidiaries and (ii) will be allowed to engage in certain specified common operations of its subsidiaries so as to improve the efficiency of the operations of its group companies.

Capital adequacy. The capital adequacy guidelines adopted by the FSA that are applicable to Japanese bank holding companies and banks with international operations closely follow the risk-weighted approach introduced by the Basel Committee on Banking Supervision of the Bank for International Settlements.

Basel II, as adopted by the FSA, has been applied to Japanese banks since March 31, 2007. Certain provisions of Basel III have been adopted by the FSA for Japanese banking institutions with international operations conducted through their foreign offices. Basel III is based on Basel II s comprehensive regulatory framework which is built on three pillars : (1) minimum capital requirements, (2) the self-regulation of financial institutions based on supervisory review process, and (3) market discipline through the disclosure of information.

The Group of Central Bank Governors and Heads of Supervision reached an agreement on the new global regulatory framework, which has been referred to as Basel III, in July and September 2010. In December 2010, the Basel Committee agreed on the details of the Basel III rules. The agreement on Basel III includes the following: (1) raising the quality of capital to ensure banks are able to better absorb losses both on a going concern basis and on a gone concern basis, (2) increasing the risk coverage of the capital framework, in particular for trading activities, securitizations, exposures to off-balance sheet vehicles and counterparty credit exposures arising from derivatives, (3) raising the level of minimum capital requirements, including an increase in the minimum common equity requirement from 2% to 4.5%, which was phased in between January 1, 2013 and the end of the calendar year 2014, and a capital conservation buffer of 2.5%, which is expected to be phased in between January 1, 2016 and the end of the calendar year 2018, bringing the total common equity requirement to 7%, (4) introducing an internationally harmonized leverage ratio to serve as a backstop to the risk-based capital measure and to contain the build-up of excessive leverage in the system, (5) raising standards for the supervisory review process (Pillar 2) and public disclosures (Pillar 3), together with additional guidance in the areas of valuation practices, stress testing, liquidity risk management, corporate governance and compensation, (6) introducing minimum global liquidity standards consisting of both a short term liquidity coverage ratio and a longer term structural net stable funding ratio, and (7) promoting the build-up of capital buffers that can be drawn down in periods of stress, including both a capital conservation buffer and a countercyclical buffer to protect the banking sector from periods of excess credit growth.

Under Basel III, Common Equity Tier 1, Tier 1 and total capital ratios are used to assess capital adequacy, which ratios are determined by dividing applicable capital components by risk-weighted assets. Total capital is defined as the sum of Tier 1 and Tier 2 capital.

Under Basel III, Tier 1 capital is defined to include Common Equity Tier 1 and Additional Tier 1 capital. Common Equity Tier 1 capital is a new category of capital primarily consisting of:

- common stock,
- capital surplus,
- retained earnings, and

accumulated other comprehensive income (progressively phased into the capital ratio calculation over several years).

Regulatory adjustments including certain intangible fixed assets, such as goodwill, and defined benefit pension fund net assets (prepaid pension costs) will be deducted from Common Equity Tier 1 capital. The amount of adjustments to be deducted will increase progressively over time.

Table of Contents

Additional Tier 1 capital generally consists of Basel III compliant preferred securities and, during the transition period, other capital that meets Tier I requirements under the former Basel II standards, net of regulatory adjustments. Subject to transitional measures, adjustments are made to Additional Tier 1 capital for items including intangible fixed assets, such as goodwill, and foreign currency translation adjustments, with the amounts of such adjustments to Additional Tier 1 capital progressively decreasing over time.

Tier 2 capital generally consists of:

- Basel III compliant subordinated obligations,
- during the transition period, capital that meets Tier II requirements under the former Basel II standards,
- allowances for credit losses, and
- non-controlling interests in subsidiaries Tier 2 capital instruments.

Subject to transitional measures, certain items including 45% of unrealized profit on available-for-sale securities and revaluation of land are reflected in Tier 2 capital with the amounts progressively decreasing over time.

In order to qualify as Tier 1 or Tier 2 capital under Basel III, applicable instruments such as preferred shares and subordinated debt must have a clause in their terms and conditions that requires them to be written-off or forced to be converted into common stock upon the occurrence of certain trigger events.

Risk-weighted assets are the sum of risk-weighted assets compiled for credit risk purposes, quotient of dividing the amount equivalent to market risk by 8%, and quotient of dividing the amount equivalent to operational risk by 8%, and also include any amount to be added due to transitional measures as well as floor adjustments, if necessary. Risk-weighted assets include the capital charge of the credit valuation adjustment, or CVA, the credit risk related to asset value correlation multiplier for large financial institutions, the 250% risk-weighted threshold items not deducted from Common Equity Tier 1 capital, and certain Basel II capital deductions that were converted to risk-weighted assets under Basel III, such as securitizations and significant investments in commercial entities. Certain Basel III provisions were adopted by the FSA with transitional measures and became effective March 31, 2013.

The capital ratio standards applicable to us are as follows:

- a minimum total capital ratio of 8.0%,
- a minimum Tier 1 capital ratio of 6.0%, and

a minimum Common Equity Tier 1 capital ratio of 4.5%.

These minimum capital ratios are applicable to MUFG on a consolidated basis and to BTMU and MUTB on a consolidated as well as stand-alone basis.

We have been granted an approval by the FSA to exclude the majority of our investment in Morgan Stanley from being subject to double gearing adjustments. The approval was granted for a 10-year period, but the approval amount will be phased out by 20% each year starting from March 31, 2019. As of March 31, 2016, a full application of double gearing adjustments with respect to our investment in Morgan Stanley would have reduced our Common Equity Tier 1 capital ratio by approximately 0.7%.

The Financial Stability Board identified us as a global systematically important bank, or G-SIB, in its most recent annual report published in November 2015, and is expected to update the list of G-SIB annually. In December 2015, the FSA also designated us as a G-SIB as well as a domestic systemically important bank generally referred to as a D-SIB.

Effective March 31, 2016, the FSA s capital conservation buffer, countercyclical buffer and G-SIB surcharge requirements became applicable to Japanese banking institutions with international operations conducted through foreign offices. The requirements are currently being phased in and, as of March 31, 2016, we are required to maintain a capital conservation buffer of 0.625% and a G-SIB surcharge of 0.375% in addition to the 4.50% minimum Common Equity Tier 1 capital ratio. As of the same date, no countercyclical buffer is applicable to us. When fully implemented on March 31, 2019, we will be required to maintain a capital conservation buffer of 2.5%, a countercyclical buffer of up to 2.5%, and a G-SIB surcharge of 1.5%, assuming we will be in Bucket 2 of the G-SIB list.

For a discussion on our capital ratios, see Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Capital Adequacy.

In determining capital ratios under the FSA guidelines reflecting Basel III, we and our banking subsidiaries used the Advanced Internal Ratings-Based approach, or the AIRB approach, to calculate capital requirements for credit risk as of March 31, 2016. The Standardized Approach is used for some subsidiaries that are considered to be immaterial to the overall MUFG capital requirements, and MUAH has adopted a phased rollout of the internal ratings-based approach. Market risk is reflected in the risk-weighted assets by applying the Internal Models Approach to calculate general market risk and the Standardized Measurement Method to calculate specific risk. Under the Internal Models Approach, we principally use a historical simulation model to calculate value-at-risk, or VaR, amounts by estimating the profit and loss on our portfolio by applying actual fluctuations in historical market rates and prices over a fixed period. Under the FSA guidelines reflecting Basel III, we reflect operational risk in the risk-weighted assets by using the Standardized Approach and the Advanced Measurement Approach. The Basel Committee on Banking Supervision has issued proposals to revise the current market risk framework, including stricter measures relating to some of our investment securities portfolio. For more information, see Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk Operational Risk Management.

Prompt corrective action system. Under the prompt corrective action system, the FSA may take corrective action, if a bank or a bank holding company fails to meet the minimum capital adequacy ratio. These actions include requiring such bank or bank holding company to formulate and implement capital improvement measures, requiring it to reduce assets or take other specific actions, and issuing an order to suspend all or part of its business operations.

Prompt warning system. Under the prompt warning system, the FSA may take precautionary measures to maintain and promote the sound operations of financial institutions, even before those financial institutions become subject to prompt corrective actions. These measures require a financial institution to enhance profitability, credit risk management, stability and cash flows.

Deposit insurance system and government measures for troubled financial institutions. The Deposit Insurance Act is intended to protect depositors if a financial institution fails to meet its obligations. The Deposit Insurance Corporation was established in accordance with the Deposit Insurance Act.

City banks, including BTMU, regional banks, trust banks, including MUTB, and various other credit institutions participate in the deposit insurance system on a compulsory basis.

Under the Deposit Insurance Act, the maximum amount of protection is ¥10 million per customer within one bank. The ¥10 million maximum applies to all deposits except for non-interest bearing deposits, which are non-interest bearing deposits redeemable on demand and maintained by depositors primarily in settlement accounts for payment and settlement purposes. Deposits in settlement accounts are fully protected without a maximum amount limitation. Certain types of deposits are not covered by the deposit insurance system, such as foreign currency deposits and negotiable certificates of deposit. As of April 1, 2016, the Deposit Insurance Corporation charged an insurance premium equal to 0.054% per year on the deposits in the settlement accounts, and a premium equal to 0.041% per year on the deposits in other accounts.

Under the Deposit Insurance Act, a Financial Reorganization Administrator can be appointed by the Prime Minister if a bank s liabilities exceed its obligations or has suspended, or is likely to suspend, repayment of deposits.

The Financial Reorganization Administrator will take control of the assets of the troubled bank, dispose of the assets and search for another institution willing to take over the troubled bank s business. The troubled bank s business may also be transferred to a bridge bank established by the Deposit Insurance Corporation to enable the troubled bank s operations to be maintained and continue temporarily, and the bridge bank will seek to transfer the troubled bank s assets to another financial institution or dissolve the troubled bank. The Deposit Insurance Corporation protects deposits, as described above, either by providing financial aid for costs incurred by the financial institution succeeding the insolvent bank or by paying insurance money directly to depositors. The financial aid provided by the Deposit Insurance Corporation may take the form of a monetary grant, loan or deposit of funds, purchase of assets, guarantee or assumption of debt, subscription for preferred stock, or loss sharing.

The Deposit Insurance Act also provides for exceptional measures to cope with systemic risk in the financial industry. Where the Prime Minister recognizes that the failure of a bank which falls into any of (i) through (iii) below may cause an extremely grave problem to the maintenance of the financial order in Japan or the region where the bank is operating, or systemic risk, if none of the measures described in (i) through (iii) below is implemented, the Prime Minister may, following deliberation by the Financial Crisis Response Council, confirm (*nintei*) the need to take any of the following measures: (i) if the bank does not fall into either of the categories described in (ii) or (iii) below, the Deposit Insurance Corporation may subscribe for shares or subordinated bonds of, or extend subordinated loans to the bank, or subscribe for shares of the bank holding company of the bank, in order to enhance the bank s regulatory capital (Item 1 measures (*dai ichigo sochi*)); (ii) if the bank has suspended, or is likely to suspend, repayment of deposits, or its liabilities exceed its assets, financial aid exceeding the pay-off cost may be made available to the bank (Item 2 measures (*dai nigo sochi*)); and (iii) if the bank has suspended, or is likely suspend, repayment of deposits, and its liabilities exceed its assets, and the systemic risk cannot be avoided by the measures mentioned in (ii) above, the Deposit Insurance Corporation may acquire all of the bank s shares (Item 3 measures (*dai sango sochi*)). The expenses for the implementation of the above measures will be borne by the banking industry, with an exception under which the Japanese government may provide partial subsidies for such expenses.

Under the new orderly resolution regime established by amendments to the Deposit Insurance Act that were promulgated in June 2013 and became effective on March 6, 2014, financial institutions, including banks, insurance companies and securities companies and their holding companies, are subject to the regime. Further, where the Prime Minister recognizes that the failure of a financial institution which falls into either of (a) or (b) below may cause a significant disruption to the Japanese financial market or system in Japan if measures described in (a) or measures described in (b) are not taken, the Prime Minister may, following deliberation by the Financial Response Crisis Council, confirm (*nintei*) that any of the following measures need to be applied to the financial institution:

(a) if the financial institution is not a financial institution whose liabilities exceed its assets, the financial institution shall be placed under the special supervision by the Deposit Insurance Corporation over the financial institution s business operations and management and the disposal of the financial institution s assets, and the Deposit Insurance Corporation may provide the financial institution with loans or guarantees necessary to avoid the risk of significant disruption to the financial system in Japan, or subscribe for shares or subordinated bonds of, or extend subordinated loans to, the financial institution, taking into consideration the financial condition of the financial institution (Specified Item 1 measures (*tokutei dai ichigo sochi*) under Article 126-2, Paragraph 1, Item 1 of the Deposit Insurance Act); or

(b) if the financial institution is a financial institution whose liabilities exceed, or are likely to exceed, its assets or which has suspended, or is likely to suspend, payments on its obligations, the financial institution shall be placed under the special supervision by the Deposit Insurance Corporation over the financial institution s business operations and management and the disposal of the financial institution s assets, and the Deposit Insurance Corporation may provide financial aid necessary to assist a merger, business transfer, corporate split or other reorganization activities for the failed financial institution (Specified Item 2 measures (*tokutei dai nigo sochi*) under Article 126-2, Paragraph 1, Item 2 of the Deposit Insurance Act).

Table of Contents

If the Prime Minister confirms that any of the measures set out in (b) above needs to be applied to a failed financial institution, the Prime Minister may order that the failed financial institution s business operations and management and the disposal of the failed financial institution s assets be placed under the special control of the Deposit Insurance Corporation. The business or liabilities of the financial institution subject to the special supervision or the special control of the Deposit Insurance Corporation as set forth above may also be transferred to a bridge financial institution established by the Deposit Insurance Corporation to enable the financial institution s operations to be maintained and continue temporarily, or the financial institution s liabilities to be repaid, and the bridge financial institution will seek to transfer the financial institution s business or liabilities to another financial institution or dissolve the financial institution. The financial aid provided by the Deposit Insurance Corporation to assist a merger, business transfer, corporate split or other reorganization in respect of the failed financial institution set out in (b) above may take the form of a monetary grant, loan or deposit of funds, purchase of assets, guarantee or assumption of debts, subscription for preferred stock or subordinated bonds, subordinated loan, or loss sharing. If the Deposit Insurance Corporation has provided such financial assistance, the Prime Minister may designate the movable assets and claims of the failed financial institution as not subject to attachment under Article 126-16 of the Deposit Insurance Act, and such merger, business transfer, corporate split or other reorganization may be conducted outside of the court-administrated insolvency proceedings. If the financial institution subject to the special supervision or the special control by the Deposit Insurance Corporation as set forth above has liabilities that exceed, or are likely to exceed, its assets, or has suspended, or is likely to suspend, payments on its obligations, the financial institution may transfer all or a material portion of its business or all or a material portion of shares of its subsidiaries or implement corporate split or certain other corporate actions with court permission in lieu of any shareholder resolutions under Article 126-13 of the Deposit Insurance Act. In addition, the Deposit Insurance Corporation must request other financial institution creditors of the failed financial institution to refrain from exercising their rights against the failed financial institution until measures necessary to avoid the risk of significant disruption to the financial system in Japan have been taken, if it is recognized that exercising of their rights is likely to make the orderly resolution of the failed financial institution difficult.

The expenses for implementation of the measures under this regime will be borne by the financial industry, with an exception under which the Japanese government may provide partial subsidies for such expenses within the limit to be specified in the government budget in cases where it is likely to cause extremely serious hindrance to the maintenance of the credit system in Japan or significant turmoil in the Japanese financial market or system if such expenses are to be borne only by the financial industry.

According to the announcement made by the FSA in March 2014, (i) Additional Tier 1 instruments and Tier 2 instruments under Basel III issued by a bank must be written down or converted into common shares when the Prime Minister confirms (*nintei*) that Item 2 measures (*dai nigo sochi*), Item 3 measures (*dai sango sochi*), or Specified Item 2 measures (*tokutei dai nigo sochi*) need to be applied to the bank and (ii) Additional Tier 1 instruments and Tier 2 instruments under Basel III issued by a bank holding company must be written down or converted into common shares when the Prime Minister confirms (*nintei*) that Specified Item 2 measures (*tokutei dai nigo sochi*) need to be applied to the bank holding company.

Recovery and resolution plan. In November 2015, the Financial Stability Board published the latest list of G-SIBs, which includes us. The list is annually updated by the Financial Stability Board each November. A recovery and resolution plan must be put in place for each G-SIB, and the plans must be regularly reviewed and updated. In Japan, under the Comprehensive Guidelines for Supervision of Major Banks, etc., financial institutions identified as G-SIBs must, as part of their crisis management, prepare and submit a recovery plan, including triggers for the implementation of the recovery plan and an analysis of recovery options, to the FSA, and the FSA must prepare a resolution plan to apply to each G-SIB.

Total loss-absorbing capacity. In November 2015, the Financial Stability Board issued the final Total Loss-Absorbing Capacity, or TLAC, standard for G-SIBs, including us. The Financial Stability Board s TLAC standard is designed to ensure that if a G-SIB fails, it has sufficient loss-absorbing and recapitalization capacity available in resolution to implement an orderly resolution that minimizes impacts on financial stability, ensures the continuity of critical functions, and avoids exposing public funds to loss. The Financial Stability Board s TLAC standard defines a minimum requirement for the instruments and liabilities that should be readily available to absorb losses in resolution but allows each resolution authority s power under the applicable resolution law to expose other liabilities to loss through bail-in or the application of other resolution tools. The Financial Stability Board s TLAC standard requires a G-SIB to hold TLAC in an amount not less than 16% of its risk-weighted assets and 6% of the applicable Basel III leverage ratio denominator by January 1, 2019, and not less than 18% of its risk-weighted assets and 6.75% of the applicable Basel III leverage ratio denominator by January 1, 2022.

Following the publication of the final TLAC standards for G-SIBs by the Financial Stability Board in November 2015, the FSA published an explanatory paper outlining its approach for the introduction of the TLAC framework in Japan on April 15, 2016. According to the FSA s approach, which is subject to change based on future international discussions, the preferred resolution strategy for G-SIBs in Japan is SPE resolution, in which resolution powers are applied to the top-level entity of a banking group by a single national resolution authority. To implement this SPE resolution strategy effectively, the FSA plans to require bank holding companies of Japanese G-SIBs, which will be the resolution entities, to (i) meet the minimum external TLAC requirements provided under the Financial Stability Board s TLAC standard, and (ii) cause their material subsidiaries that are designated as systemically important by the FSA, including but not limited to certain material sub-groups as provided in the Financial Stability Board s TLAC standard, to maintain a certain level of capital and debt recognized by the FSA as having Internal TLAC. In addition, under the approach, Japanese G-SIBs would be allowed to count the Japanese Deposit Insurance Fund Reserves in an amount equivalent to 2.5% of their consolidated risk-weighted assets from 2019 and 3.5% of their consolidated risk-weighted assets from 2022 as external TLAC.

Furthermore, under the SPE resolution strategy provided for in the approach, while the actual measures to be taken will be determined on a case-by-case basis considering the actual condition of the relevant Japanese G-SIB in crisis, a possible model of Japanese G-SIB resolution will be:

(i) Certain measures are taken with the involvement of the relevant authority with respect to the Internal TLAC obligations that the relevant material subsidiaries of the bank holding company of the relevant Japanese G-SIB owe to the bank holding company so as to cause the bank holding company to absorb the losses incurred by such material subsidiaries.

(ii) After the bank holding company absorbs the losses of its material subsidiaries, if it fulfills the requirements for the application of Specified Item 2 measures (*tokutei dai nigo sochi*) set forth in Article 126-2, Paragraph 1, Item 2 of the Deposit Insurance Act, the Prime Minister confirms that Specified Item 2 measures (*tokutei dai nigo sochi*) need to be applied to the bank holding company and orders its operations and assets to be placed under the special control of the Deposit Insurance Corporation. At this point, Basel III-eligible Additional Tier 1 instruments and Tier 2 instruments issued by the bank holding company are written off or converted into equity under the terms of such instruments prior to the loss absorption of external TLAC-eligible senior debt liabilities issued by the bank holding company. In addition, the Prime Minister prohibits by its designation creditors of the bank holding company from attaching any of its movable assets and claims which are to be transferred to a bridge financial institution established by the Deposit Insurance Corporation pursuant to Article 126-16 of the Deposit Insurance Act.

(iii) The bank holding company transfers its systemically important assets and liabilities (including shares of its material subsidiaries) to a bridge financial institution with court permission in lieu of any shareholder resolutions under Article 126-13 of the Deposit Insurance Act, under a decision by the Prime Minister that the bridge financial institution succeed the business of the bank holding company. It is expected that the bank holding company s obligations with respect to external TLAC-eligible senior notes would not be transferred to the bridge financial institution and would remain as the bank holding company s liabilities.

(iv) After transferring its systemically important assets and liabilities, the Deposit Insurance Corporation files a petition for the commencement of a bankruptcy proceeding against the bank holding company through which it will be dissolved, and the creditors of the bank holding company, including the holders of external TLAC-eligible senior notes, will receive liquidation distributions out of the residual assets of the bank holding company, as a result of which they may absorb losses.

See Item 3.D. Key Information Risk Factors Risks Related to Our Business We may not be able to maintain our capital ratios above minimum required levels, which could result in the suspension of some or all of our operations.

Liquidity Coverage Ratio. Japanese banks and bank holding companies with international operations are required to disclose their LCRs calculated in accordance with the methodology prescribed in the FSA guidance that has been adopted to implement the relevant Basel III standard. The LCR is a measure to determine whether a bank has a sufficient amount of high-quality liquid assets to survive in a 30-day financial stress scenario, including sizable deposit outflows, inability to issue new bonds or access the interbank market, stoppage of the collateralized funding market, need for additional collateral in connection with derivative transactions, and significant outflows of cash under commitment lines to customers. Once a bank or bank holding company fails to meet the minimum LCR of 100%, it is required to immediately report such failure to the FSA. If the FSA deems the financial condition of the bank or bank holding company to be serious, the FSA may issue a business improvement order. A minimum LCR of 70% is required in 2016, and the required minimum ratio is expected to be raised annually by 10 percentage points to 100% by 2019.

Net Stable Funding Ratio. The NSFR is a measure to determine whether a bank has sustainable and long-term liabilities and capital for its assets and activities. The Basel Committee on Banking Supervision issued the final standard of NSFR in October 2014. The standard is expected to become applicable by January 1, 2018. In Japan, details of the NSFR requirements are currently under discussion.

Leverage Ratio. Japanese banks and bank holding companies with international operations are required to disclose their leverage ratios calculated in accordance with the methodology prescribed in the FSA guidance that has been adopted to implement the relevant Basel III standard. The leverage ratio is designed for monitoring and preventing the build-up of excessive leverage in the banking sector and is expressed as the ratio of Tier 1 capital to total balance sheet assets adjusted in accordance with the FSA guidance. The Basel Committee on Banking Supervision s currently proposed minimum leverage ratio is 3% with additional requirements for G-SIBs. The Committee is expected to make any adjustments to the minimum leverage ratio by the end of the calendar year 2017 and implement the final minimum leverage ratio requirement that reflects any such adjustments in 2018.

Other major developments relating to international bank capital regulatory standards. In July 2015, the Basel Committee on Banking Supervision published a consultation paper Review of the Credit Valuation Adjustment Risk Framework. Credit valuation adjustment, or CVA, is an adjustment to the fair value of derivative instruments to account for counterparty credit risk. The proposals are designed to ensure that all important factors of CVA risk and CVA hedges are covered in the Basel regulatory capital standard, align the capital standard with the fair value measurement of CVA employed under various accounting standards, and ensure consistency with the Basel Committee on Banking Supervision s proposed revisions to the market risk framework. The consultation paper proposed three approaches for CVA risk measurement Internal Model Approach, Standardized Approach and Basic Approach. Depending on the final designs and calibrations, these revisions and reforms could change the regulatory capital calculation and the level of capital requirement for each of the banks subject to the relevant standards, including us.

In December 2015, the Basel Committee on Banking Supervision published a second consultation paper on revisions to the Standardized Approach for credit risk. The proposed revisions are designed to establish a capital framework that better balances simplicity and risk sensitivity, promote comparability by reducing variability in risk-weighted assets across banks and jurisdictions, and ensure that the Standardized Approach constitutes a suitable alternative to and complement the Internal Ratings-Based approach. The consultation paper includes, among other things, reintroduction of external ratings, a lower risk weight for small and medium-sized

enterprises, and higher credit conversion factors, which are percentages used to convert off-balance sheet items to credit-equivalent risk assets, to be applied to unconditionally cancellable commitments for corporate customers.

In January 2016, the Basel Committee on Banking Supervision announced a revised capital standard for market risk. The revised market risk framework, which will become effective January 1, 2019, revises the boundary between the trading book and banking book, the Internal Models Approach for market risk and the Standardized Approach for market risk, shifts from value-at-risk to an expected shortfall measure of risk under stress, allows for supervisory approval and removal of internal models at the trading desk level, and incorporates the risk of market illiquidity. We are continuously working to enhance our market risk framework both to respond to the revised framework as well as changes in the markets where we operate.

In January 2016, the Group of Central Bank Governors and Heads of Supervision, or GHOS, agreed on the use of a Tier 1 definition of capital for the calculation of the leverage ratio and a minimum level of 3%, and discussed additional leverage ratio requirements for G-SIBs. The GHOS is expected to finalize the leverage ratio calibration within the calendar year 2016, and the final minimum leverage ratio requirement is expected to be implemented in 2018. In April 2016, the Basel Committee on Banking Supervision published a consultation paper proposing revisions to exposure measures, including the Credit Conversion Factor for off-balance sheet items, and additional requirements for G-SIBs.

In March 2016, the Basel Committee on Banking Supervision published a consultation paper Reducing variation in credit risk-weighted assets constraints on the use of internal model approaches. The proposed changes include a number of complementary measures that aim to: (i) reduce the complexity of the regulatory framework and improve comparability, and (ii) address excessive variability in the capital requirements for credit risk. The consultation paper discusses, among other things, removing the option to use the IRB approaches for certain exposures, adopting exposure-level, model-parameter floors for portfolios where the IRB approaches remain available, and clarifying and substantially expanding the definition of commitment.

In March 2016, the Basel Committee on Banking Supervision published a second consultation paper Standardized Measurement Approach for operational risk. The Committee is proposing to remove the Advanced Measurement Approach (AMA) from the regulatory framework. The revised operational risk capital framework will be based on a single non-model-based method for the estimation of operational risk capital, which is called the Standardised Measurement Approach. The Basel Committee on Banking Supervision aims to promote consistency and comparability in operational risk capital measurement by combining financial statement information and banks internal loss experience.

In April 2016, the Basel Committee on Banking Supervision has issued standards for Interest Rate Risk in the Banking Book, or IRRBB. The standards revise the Committee s 2004 Principles for the management and supervision of interest rate risk, which set out supervisory expectations for a bank s identification, measurement, monitoring and control of IRRBB as well as their supervision. The key enhancements for a bank s IRRBB management processes are in areas such as the development of interest rate shock scenarios, as well as key behavioral and modelling assumptions to be considered by banks in their measurement of IRRBB; bank s total capital to 15% of a bank s Tier 1 capital. The revised standards are expected to be implemented by the calendar year 2018.

Inspection and reporting. By evaluating banks systems of self-assessment, inspecting their accounts and reviewing their compliance with laws and regulations, the FSA monitors the financial soundness of banks, including the status and performance of their control systems for business activities. The FSA applies the Financial Inspection Rating System, or FIRST, to major banks. By providing inspection results in the form of graded evaluations (i.e., ratings), the FSA expects this rating system to motivate financial institutions to voluntarily improve their management and operations. Additionally, the FSA currently takes the better regulation approach in its financial regulation and supervision. This consists of four pillars: (1) optimal combination of rules-based and principles-based supervisory approaches, (2) timely recognition of priority issues

Table of Contents

and effective responses, (3) encouraging voluntary efforts by financial firms and placing greater emphasis on providing them with incentives, and (4) improving the transparency and predictability of regulatory actions, in pursuit of improvement of the quality of financial regulation and supervision.

In addition, the FSA s current policy for monitoring financial institutions places a greater emphasis on (i) ending Japan s deflation and building an economic growth cycle, and (ii) maintaining the soundness and integrity of the financial system and financial institutions so as to ensure the availability of efficient and stable financial services in Japan. Under this policy, the FSA is expected to increase monitoring of, and communication with, financial institutions, particularly large global financial institutions, including us, and enhance cooperation with financial regulatory bodies in other jurisdictions. The FSA, if necessary to secure the sound and appropriate operations of a bank s business, may request the submission of reports or materials from, or conduct an on-site inspection of, the bank or the bank holding company.

Furthermore, the Securities and Exchange Surveillance Commission of Japan inspects banks in connection with their securities business as well as financial instruments business operators, such as securities firms. The Bank of Japan also conducts inspections of banks. The Bank of Japan Law provides that the Bank of Japan and financial institutions may agree as to the form of inspection to be conducted by the Bank of Japan.

Laws limiting shareholdings of banks. The provisions of the Antimonopoly Act that generally prohibit a bank from holding more than 5% of another company s voting rights do not apply to a bank holding company. However, the Banking Law prohibits a bank holding company and its subsidiaries from holding, on an aggregated basis, more than 15% of the voting rights of companies other than those which can legally become subsidiaries of bank holding companies. There have recently been enacted and proposed legislation to amend various financial regulation related laws, including the Banking Law, which includes certain deregulations on restrictions for shareholdings by banks, as described above.

In addition, a bank is prohibited from holding shares in other companies exceeding the aggregate of its Common Equity Tier 1 capital amount and Additional Tier 1 capital amount. For a detailed discussion on the capital requirements for Japanese banks, see Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Review Capital Adequacy.

Restrictions on exposures to single large counterparties. The Banking Law prohibits banks and bank holding companies (on a consolidated basis with their subsidiaries and affiliates) from having exposures exceeding 25% of the sum of their Tier 1 and Tier 2 capital to a single counterparty (on a consolidated basis with its subsidiaries and specially related parties as defined in the law). The Banking Law is expected to be amended in light of the Basel Committee on Banking Supervision s final standard published in April 2014, which, among other things, (1) requires all exposures to a counterparty or a group of connected counterparties equal to or exceeding 10% of Tier 1 capital to be reported to national supervisors and (2) prohibits a large exposure exceeding 25% of Tier 1 capital.

Financial Instruments and Exchange Act. The Financial Instruments and Exchange Act provides protection for investors and also regulates sales of a wide range of financial instruments and services, requiring financial institutions to improve their sales rules and strengthen compliance frameworks and procedures. Among the instruments that the Japanese banks deal in, derivatives, foreign currency-denominated deposits, and variable insurance and annuity products are subject to regulations covered by the sales-related rules of conduct under the law.

Article 33 of the Financial Instruments and Exchange Act generally prohibits banks from engaging in securities transactions. However, bank holding companies and banks may, through a domestic or overseas securities subsidiary, conduct all types of securities businesses, with appropriate approval from the FSA. Similarly, registered banks are permitted to provide securities intermediation services and engage in certain other similar types of securities related transactions, including retail sales of investment funds and government and municipal bonds.

Table of Contents

Subsidiaries of bank holding companies engaging in the securities business are subject to the supervision of the FSA as financial instruments business operators. The Prime Minister has the authority to regulate the securities industry and securities companies, which authority is delegated to the Commissioner of the FSA under the Financial Instruments and Exchange Act. In addition, the Securities and Exchange Surveillance Commission, an external agency of the FSA, is independent from the FSA s other bureaus and is vested with the authority to conduct day-to-day monitoring of the securities markets and to investigate irregular activities that hinder fair trading of securities, including inspections of securities companies as well as banks in connection with their securities business. Furthermore, the Commissioner of the FSA delegates certain authority to the Director General of the Local Finance Bureau to inspect local securities companies and their branches. A violation of applicable laws and ordinances may result in various administrative sanctions, including revocation of registration, suspension of business or an order to discharge any director or executive officer who has failed to comply with applicable laws and ordinances. Securities companies are also subject to the rules and regulations of the Japanese stock exchanges and the Japan Securities Dealers Association, a self-regulatory organization of securities companies.

Act on Sales, etc. of Financial Instruments. The Act on Sales, etc. of Financial Instruments was enacted to protect customers from incurring unexpected losses as a result of purchasing financial instruments. Under this act, sellers of financial instruments have a duty to their potential customers to explain important matters such as the nature and magnitude of risks involved regarding the financial instruments that they intend to sell. If a seller fails to comply with the duty, there is a rebuttable presumption that the loss suffered by the customer due to the seller s failure to explain is equal to the amount of decrease in the value of the purchased financial instruments.

Anti-money laundering laws. Under the Act on Prevention of Transfer of Criminal Proceeds, specified business operators, including financial institutions, are required to verify customer identification data, preserve transaction records, and file Suspicions Transaction Reports with the FSA or other regulatory authorities in cases where any asset received through their business operations is suspected of being criminal proceeds.

Most recent amendments to the Act will become effective on October 1, 2016. Major revisions include (1) enhancement of customer due diligence including identification of beneficial owners who are natural persons controlling corporate customers through voting rights or other means, and (2) stricter requirements for the risk-based approach through assessment of money laundering and terrorist financing risks and application of adequate resources effectively to mitigate such risks.

Acts concerning trust business conducted by financial institutions. Under the Trust Business Act, joint stock companies that are licensed by the Prime Minister as trust companies, including non-financial companies, are allowed to conduct trust business. In addition, under the Act on Provision, etc. of Trust Business by Financial Institutions, banks and other financial institutions, as permitted by the Prime Minister, are able to conduct trust business. The Trust Business Act provides for a separate type of registration for trustees who conduct only administration type trust business. The Trust Business Act also provides for various duties imposed on the trustee in accordance with and in addition to the Trust Act.

Regulatory developments relating to lending to small and medium-sized firms and others. The Act Concerning Temporary Measures to Facilitate Financing for Small and Medium-sized Firms and Others required financial institutions, among other things, to make an effort to reduce their customers burden of loan repayment by employing methods such as modifying the term of loans at the request of eligible borrowers, including small and medium-sized firms and individual home loan borrowers. This legislation also required financial institutions to internally establish a system to implement the requirements of the legislation and periodically make public disclosure of and report to the relevant authority on the status of implementation. Although this legislation expired on March 31, 2013, the FSA continues to encourage financial institutions to continue to provide support to small and medium-sized firms by revising the Inspection Manual, Supervisory Policy and Ordinance for Enforcement of the Baking Law in order to encourage financial institutions to modify the terms of loans, provide smooth financing, and take active roles in supporting operations of such firms.

Table of Contents

Act on the Protection of Personal Information. With regard to protection of personal information, the Act on the Protection of Personal Information requires, among other things, Japanese banking institutions to limit the use of personal information to the stated purposes and to properly manage the personal information in their possession, and forbids them from providing personal information to third parties without consent. If a bank violates certain provisions of the act, the FSA may advise or order the bank to take proper action. In addition, the Banking Law and the Financial Instruments and Exchange Act contain certain provisions with respect to appropriate handling of customer information.

Act on the Use of Personal Identification Numbers in the Administration of Government Affairs. Pursuant to the Act on the Use of Personal Identification Numbers in the Administration of Government Affairs, which became effective in October 2015, the Japanese government has adopted a Social Security and Tax Number System, which is designed to (1) improve social security services, (2) enhance public convenience in obtaining government services, and (3) increase the efficiency of the administration of government affairs. Under this system, a 12-digit unique number will be assigned to each resident of Japan to identify and manage information relating to the resident for government service and tax purposes. Effective October 2015, financial institutions are required to implement measures to ensure that such customer information will be protected from inappropriate disclosure and other unauthorized use.

Act Concerning Protection of Depositors from Illegal Withdrawals Made by Counterfeit or Stolen Cards. The Act on Protection, etc. of Depositors and Postal Saving Holders from Unauthorized Automated Withdrawal, etc. Using Counterfeit Cards, etc. and Stolen Cards, etc. requires financial institutions to establish internal systems to prevent illegal withdrawals of deposits made using counterfeit or stolen bank cards. The act also requires a financial institution to compensate depositors for any amount illegally withdrawn using stolen bank cards except in certain cases, including those where the financial institution can verify that it acted in good faith without negligence and there was gross negligence on the part of the relevant depositor. In addition, the act provides that illegal withdrawals with counterfeit bank cards are invalid unless the financial institution acted in good faith without negligence and there was gross negligence on the part of the relevant account holder.

Government reforms to restrict maximum interest rates on consumer lending business. In December 2006, the Diet passed legislation to reform the regulations relating to the consumer lending business, including amendments to the Act Regulating the Receipt of Contributions, Receipt of Deposits and Interest Rates which, effective June 18, 2010, reduced the maximum permissible interest rate from 29.2% per annum to 20% per annum. The regulatory reforms also included amendments to the Law Concerning Lending Business which, effective June 18, 2010, abolished the so-called gray-zone interest. Gray-zone interest refers to interest rates exceeding the limits stipulated by the Interest Rate Restriction Act (between 15% per annum to 20% per annum depending on the amount of principal). Prior to June 18, 2010, gray-zone interests were permitted under certain conditions set forth in the Law Concerning Lending Business. As a result of the regulatory reforms, all interest rates are now subject to the lower limits imposed by the Interest Rate Restriction Act, compelling lending institutions, including our consumer finance subsidiaries and equity method investees, to lower the interest rates they charge borrowers. Furthermore, the new regulations, which became effective on June 18, 2010, require, among other things, consumer finance companies to limit their lending to a single customer to a maximum of one third of the customer s annual income regardless of the customer s repayment capability.

In addition, as a result of decisions made by the Supreme Court of Japan prior to June 18, 2010, imposing stringent requirements for charging such gray-zone interest rates, consumer finance companies have been responding to borrowers claims for reimbursement of previously collected interest payments in excess of the limits stipulated by the Interest Rate Restriction Act. See Item 3.D. Key Information Risk Factors Risks Related to Our Business Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results.

Table of Contents

United States

As a result of our operations in the United States, we are subject to extensive U.S. federal and state supervision and regulation.

Overall supervision and regulation. We are subject to supervision, regulation and examination with respect to our U.S. operations by the FRB pursuant to the U.S. Bank Holding Company Act of 1956, as amended, or the BHCA, and the International Banking Act of 1978, as amended, or the IBA, because we are a bank holding company and a foreign banking organization, respectively, as defined pursuant to those statutes. The FRB functions as our umbrella supervisor under amendments to the BHCA effected by the Gramm-Leach-Bliley Act of 1999, which among other things:

- prohibited further expansion of the types of activities in which bank holding companies, acting directly or through non-bank subsidiaries, may engage;
- authorized qualifying bank holding companies to opt to become financial holding companies, and thereby acquire the authority to engage in an expanded list of activities; and
- modified the role of the FRB by specifying new relationships between the FRB and the functional regulators of non-bank subsidiaries of both bank holding companies and financial holding companies.

The BHCA generally prohibits each of a bank holding company and a foreign banking organization that maintains branches or agencies in the United States from, directly or indirectly, acquiring more than 5% of the voting shares of any company engaged in non-banking activities in the United States unless the bank holding company or foreign banking organization has elected to become a financial holding company, as discussed above, or the FRB has determined, by order or regulation, that such activities are so closely related to banking as to be a proper incident thereto and has granted its approval to the bank holding company or foreign banking organization for such an acquisition. The BHCA also requires a bank holding company or foreign banking organization that maintains branches or agencies in the United States to obtain the prior approval of an appropriate federal banking authority before acquiring, directly or indirectly, the ownership of more than 5% of the voting shares or control of any U.S. bank or bank holding company. In addition, under the BHCA, a U.S. bank or a U.S. branch or agency of a foreign bank is prohibited from engaging in various tying arrangements involving it or its affiliates in connection with any extension of credit, sale or lease of any property or provision of any services.

On October 6, 2008, we became a financial holding company in the United States. At the same time, BTMU, MUTB, and UNBC (now MUAH), which are also bank holding companies, elected to become financial holding companies. As noted above, as a financial holding company we are authorized to engage in an expanded list of activities. These activities include those deemed to be financial in nature or incidental to such financial activity, including among other things merchant banking, insurance underwriting, and a full range of securities activities. In addition, we are permitted to engage in certain specified non-banking activities deemed to be closely related to banking, without prior notice to or approval from the FRB. To date, we have utilized this expanded authority by electing to engage in certain securities activities, including securities underwriting, indirectly through certain of our securities subsidiaries. In order to maintain our status as a financial holding company that allows us to expand our activities, we must continue to meet certain standards established by the FRB. Those standards require that we exceed the minimum standards applicable to bank holding companies that have not elected to become financial holding companies. These higher standards include meeting the well capitalized and well managed standards for financial holding companies as defined in the regulations of the FRB. In addition, as a financial holding company, we must ensure that our U.S. banking subsidiaries identified below meet certain minimum standards under the Community Reinvestment Act of 1977. At this time, we continue to comply with these standards.

U.S. branches and agencies of subsidiary Japanese banks. Under the authority of the IBA, our banking subsidiaries, BTMU and MUTB, operate five branches, two agencies and seven representative offices in the

Table of Contents

United States. BTMU operates branches in Los Angeles, California; Chicago, Illinois; and two branches in New York, New York; agencies in Houston and Dallas, Texas; and representative offices in Washington, D.C; San Francisco, California; Seattle, Washington; Atlanta, Georgia; Minneapolis, Minnesota; Jersey City, New Jersey; and Florence, Kentucky. MUTB operates a branch in New York, New York.

The IBA provides, among other things, that the FRB may examine U.S. branches and agencies of foreign banks, and each branch and agency shall be subject to on-site examination by the appropriate federal or state bank supervisor as frequently as would a U.S. bank. The IBA also provides that if the FRB determines that a foreign bank is not subject to comprehensive supervision or regulation on a consolidated basis by the appropriate authorities in its home country, or if there is reasonable cause to believe that the foreign bank or its affiliate has committed a violation of law or engaged in an unsafe or unsound banking practice in the United States, the FRB may order the foreign bank to terminate activities conducted at a branch or agency in the United States.

U.S. branches and agencies of foreign banks must be licensed, and are also supervised and regulated, by a state or by the Office of the Comptroller of the Currency, or the OCC, the federal regulator of U.S. national banks. All of the branches and agencies of BTMU and MUTB in the United States are state-licensed. Under U.S. federal banking laws, state-licensed branches and agencies of foreign banks may engage only in activities that would be permissible for their federally-licensed counterparts, unless the FRB determines that the additional activity is consistent with safe and sound practices. U.S. federal banking laws also subject state-licensed branches and agencies to the single-borrower lending limits that apply to federal branches and agencies, which generally are the same as the lending limits applicable to national banks, but are based on the capital of the entire foreign bank.

As an example of state supervision, the branches of BTMU and MUTB in New York are licensed by the New York State Department of Financial Services, or DFS, pursuant to the New York Banking Law. Under the New York Banking Law and the Superintendent s Regulations, each of BTMU and MUTB must maintain with banks in the State of New York eligible assets as defined and in amounts determined by the Superintendent. These New York branches must also submit written reports concerning their assets and liabilities and other matters, to the extent required by the Superintendent, and are examined at periodic intervals by the DFS. In addition, the Superintendent is authorized to take possession of the business and property of BTMU and MUTB located in New York whenever events specified in the New York Banking Law occur.

U.S. banking subsidiaries. We indirectly own and control one U.S. bank: MUFG Union Bank, N.A. or MUB (known prior to July 1, 2014 as Union Bank, N.A.), through BTMU and its subsidiary, MUAH, a registered bank holding company.

MUB is a national bank subject to the supervision, examination and regulatory authority of the OCC pursuant to the National Bank Act.

The OCC is an independent bureau of the U.S. Department of the Treasury. In regulating national banks such as MUB, the OCC has the power to examine those banks; approve or deny applications for new charters, branches, capital, or other changes in corporate or banking structure; take supervisory actions against national banks that do not comply with laws and regulations or that otherwise engage in unsound practices; remove officers and directors, negotiate agreements to change banking practices, and issue cease and desist orders as well as civil money penalties; and issue rules and regulations, legal interpretations, and corporate decisions governing investments, lending, and other practices. The OCC s staff of bank examiners conducts on-site reviews and provides sustained supervision of national banks. Examiners analyze loan and investment portfolios, funds management, capital, earnings, liquidity, and sensitivity to market risk for national banks. Examiners also review internal controls, internal and external audit, and compliance with law, and evaluate management s ability to identify and control risk.

In addition, the FDIC insures the deposits of MUB up to legally specified maximum amounts. In the event of a failure of an FDIC-insured bank, the FDIC is virtually certain to be appointed as receiver, and would resolve the failure under provisions of the Federal Deposit Insurance Act. In the liquidation or other resolution of a failed FDIC-insured depository institution, deposits in its U.S. offices and other claims for administrative expenses and employee compensation are afforded priority over other general unsecured claims, including deposits in offices outside the United States, non-deposit claims in all offices and claims of a parent company. Moreover, under longstanding FRB policy, a bank holding company is expected to act as a source of financial strength for its banking subsidiaries and to commit resources to support such banks.

Bank capital requirements and capital distributions. MUB is subject to applicable risk-based and leverage capital guidelines issued by U.S. regulators for banks and bank holding companies. In addition, BTMU and MUTB, as foreign banking organizations that have U.S. branches and agencies and that are controlled by us as a financial holding company, are subject to the FRB s requirements that they be well-capitalized based on Japan s risk based capital standards, as well as well managed. MUB, BTMU, MUTB, and MUAH are all well capitalized as defined under, and otherwise comply with, all U.S. regulatory capital requirements applicable to them. The Federal Deposit Insurance Corporation Improvement Act of 1991, or FDICIA, provides, among other things, for expanded regulation of insured depository institutions, including banks, and their parent holding companies. As required by FDICIA, the federal banking agencies have established five capital tiers ranging from well capitalized to critically undercapitalized for insured depository institutions. As an institution s capital position deteriorates, the federal banking regulators may take progressively stronger actions, such as further restricting affiliate transactions, activities, asset growth or interest payments. In addition, FDICIA generally prohibits an insured depository institution from making capital distributions, including the payment of dividends, or the payment of any management fee to its holding company, if the insured depository institution would subsequently become undercapitalized.

The availability of dividends from insured depository institutions in the United States is limited by various other statutes and regulations. The National Bank Act and other federal laws prohibit the payment of dividends by a national bank under various circumstances and limit the amount a national bank can pay without the prior approval of the OCC. In addition, state-chartered banking institutions are subject to dividend limitations imposed by applicable federal and state laws.

Other regulated U.S. subsidiaries. Our non-bank subsidiaries that engage in securities-related activities in the United States are regulated by appropriate functional regulators, such as the SEC, any self-regulatory organizations of which they are members, and the appropriate state regulatory agencies. These non-bank subsidiaries are required to meet separate minimum capital standards as imposed by those regulatory authorities.

Anti-Money Laundering Initiatives and the USA PATRIOT Act. A major focus of U.S. governmental policy relating to financial institutions in recent years has been aimed at preventing money laundering and terrorist financing. The USA PATRIOT Act of 2001 substantially broadened the scope of U.S. anti-money laundering laws and regulations by imposing significant new compliance and due diligence obligations, creating new crimes and penalties and expanding the extra-territorial jurisdiction of the United States. The U.S. Department of the Treasury has issued a number of regulations that impose obligations on financial institutions to maintain appropriate policies, procedures and controls to detect, prevent and report money laundering and terrorist financing, and to verify the identity of their customers. In addition, the bank regulatory agencies carefully scrutinize the adequacy of an institution s policies, procedures and controls. As a result, there has been an increased number of regulatory sanctions and law enforcement authorities have been taking a more active role in enforcing these laws. Failure of a financial institution to maintain and implement adequate policies, procedures and controls to prevent money laundering and terrorist financing could in some cases have serious legal and reputational consequences for the institution, including the incurrence of expenses to enhance the relevant programs, the imposition of limitations on the scope of their operations and the imposition of fines and other monetary penalties.

Foreign Corrupt Practices Act. In recent years, U.S. regulatory and enforcement agencies including the SEC and the U.S. Department of Justice have significantly increased their enforcement efforts of the Foreign

59

Corrupt Practices Act, or the FCPA. The FCPA prohibits U.S. securities issuers, U.S. domestic entities, and parties doing substantial business within the United States (including their shareholders, directors, agents, officers, and employees) from making improper payments to non-U.S. government officials in order to obtain or retain business. The FCPA also requires U.S. securities issuers to keep their books and records in detail, accurately, and in such a way that they fairly reflect all transactions and dispositions of assets. Those enforcement efforts have targeted a wide range of U.S. and foreign-based entities and have been based on a broad variety of alleged fact patterns, and in a number of cases have resulted in the imposition of substantial criminal and civil penalties or in agreed payments in settlement of alleged violations. Failure of a financial institution doing business in the United States to maintain adequate policies, procedures, internal controls, and books and records on a global basis that address compliance with FCPA requirements could in some cases have serious legal and reputational consequences for the institution, including the incurrence of expenses to enhance the relevant programs and the imposition of fines and other monetary penalties.

Regulatory Reform Legislation. In response to the global financial crisis and the perception that lax supervision of the financial industry in the United States may have been a contributing cause, legislation designed to reform the system for supervision and regulation of financial firms doing business in the United States, the so-called Dodd-Frank Act, was signed into law on July 21, 2010. The Dodd-Frank Act is complex and extensive in its coverage and contains a wide range of provisions that would affect financial institutions operating in the United States, including our U.S. operations. Included among these provisions are sweeping reforms designed to reduce systemic risk presented by very large financial firms, promote enhanced supervision, regulation, and prudential standards for financial firms, establish comprehensive supervision of financial markets, impose new limitations on permissible financial institution activities and investments, expand regulation of the derivatives markets, protect consumers and investors from financial abuse, and provide the government with the tools needed to manage a financial crisis. Many aspects of the legislation require subsequent regulatory action by supervisory agencies for full implementation. Key provisions that impact our operations are summarized below. However certain regulatory rules under the Dodd-Frank Act are not yet finalized, require further interpretive guidance by the relevant supervisory agencies, or do not yet require us to fully implement compliance procedures. Accordingly, while the legislation has an impact on our operations, including the imposition of significant compliance costs, we are unable to assess with certainty the full degree of impact of the Dodd-Frank Act on our operations at this time.

Among the components of the Dodd-Frank Act that have impacted or may impact our operations are the provisions relating to enhanced prudential standards, including capital, liquidity and structural requirements, the Volcker Rule, derivatives regulation, credit reporting, resolution plans, incentive-based compensation, the establishment of the Consumer Financial Protection Bureau, and debit interchange fees. Although certain of the regulatory rules regarding the foregoing components are still pending, as noted above, based on information currently available to us, other than the Volcker Rule and derivatives regulations as discussed below, the impact of these components is expected to be mainly limited to our U.S. operations and not to be material to us on a consolidated basis. We intend to continue to monitor developments relating to the Dodd-Frank Act and the potential impact on our activities inside and outside of the United States.

With respect to the Dodd-Frank Act provisions related to enhanced prudential standards, in February 2014 the FRB issued final rules that established enhanced prudential standards for the U.S. operations of foreign banking organizations such as MUFG. These rules required us to organize by July 1, 2016 all of our U.S. bank and non-bank subsidiaries, with certain limited exceptions, under a U.S. IHC, that is subject to U.S. capital requirements and enhanced prudential standards comparable to those applicable to top-tier U.S. bank holding companies of the same size. Under these rules, we were required to change the structure of our U.S. operations, including the manner in which we oversee and manage those operations, and may be required to inject additional capital into our U.S. operations. We have designated MUAH as our IHC.

Our existing U.S. bank holding company subsidiary, MUAH, is subject to various U.S. prudential requirements and has become subject to others with the designation of MUAH as our IHC as of July 1, 2016.

MUAH was previously subject to risk-based and leverage capital requirements, liquidity requirements, and other enhanced prudential standards applicable to large U.S. bank holding companies. MUAH was also subject to capital planning and stress testing requirements. MUAH is now subject to the capital planning and stress testing requirements and certain enhanced prudential standards applicable to IHCs. On June 23, 2016, the FRB released the results of the 2015 Dodd-Frank Act stress tests. It found that, even in the severely adverse economic stress test scenario, MUAH would maintain capital ratios well above the required minimum levels. On June 29, 2016, the FRB announced that it had no objections to the capital plan submitted by MUAH as part of the 2016 Comprehensive Capital Analysis and Review.

The FRB has the authority to examine an IHC and any of its subsidiaries. U.S. leverage requirements applicable to the IHC will take effect beginning in January 2018. The FRB has also stated that it intends, through future rulemakings, to apply the Basel III liquidity coverage ratio and net stable funding ratio to the U.S. operations of some or all large foreign banking organizations. Our combined U.S. operations, including BTMU s and MUTB s branches, are also subject to certain requirements related to liquidity and risk management.

The Volcker Rule was issued in final form by the Federal Reserve in December 2013. Under the Volcker Rule, we are required to cease conducting certain proprietary trading activities, which means trading in securities and financial instruments for our own account, subject to certain exceptions, including market-making, hedging, and underwriting activities if such activities are conducted within a rigorous compliance framework. We are also restricted from engaging in certain activities regarding hedge funds and private equity funds, or covered funds. While the Volcker Rule excludes restrictions on such activities conducted solely outside of the United States, the regulatory definition of such exempted activities is narrow and complex and in some cases requires further clarification. Our proprietary trading and covered funds activities are generally executed outside of the United States, but certain activities within the United States could potentially have fallen within the scope of the Rule. We have undertaken steps that we believe are appropriate to bring our activities and investments into compliance with the Rule. Given the limited amount of restricted activities in which we previously engaged within the United States, we do not expect the implementation of the Volcker Rule to be material to our operations.

U.S. regulators continue to issue final regulations and regulatory determinations governing swaps and derivatives markets as contemplated by the Dodd-Frank Act. To date, BTMU and Mitsubishi UFJ Securities International, plc, have registered as swap dealers with the U.S. Commodity Futures Trading Commission, or CFTC. Depending on the finalization of regulations and regulatory determinations governing swaps and derivatives markets under the Dodd-Frank Act, as well as the activities of our other subsidiaries located inside and outside of the United States, our other subsidiaries may have to register as swap dealers with, or be subject to the regulations of, the CFTC and/or SEC. Regulation of swap dealers by the CFTC and SEC imposes numerous corporate governance, business conduct, capital, margin, reporting, clearing, execution, and other regulatory requirements on our operations, which may adversely impact our derivatives businesses and make us less competitive than those competitors that are not subject to the same regulations. Although many regulations applicable to swap dealers are already in effect, it is difficult to assess the full impact of these requirements because some of the most important regulatory determinations have not yet been implemented or finalized. For example, U.S. regulators have adopted guidance and rules on the application of U.S. regulations to activities of registered swap dealers outside of the United States. The extraterritorial application of swap dealer regulatory requirements imposes significant operational and compliance burdens on our swaps activities outside of the United States.

On March 16, 2016, the FRB issued a Notice of Proposed Rulemaking regarding single counterparty credit limits (SCCL) for large banking organizations. The SCCL re-proposal is considered the last major piece of regulatory action needed to implement Section 165(e) of the Dodd-Frank Act. Specifically, Section 165(e) was a response to the concern that failure or financial distress of one large, interconnected financial institution could cascade through the U.S. financial system and impair the financial condition of that firm s counterparties, including other large, interconnected firms. Section 165(e) generally, and the SCCL re-proposal specifically, seek to mitigate this risk by limiting the aggregate exposure among such financial institutions and their counterparties. If the re-proposal is adopted in its current form as final, it is likely to have an impact on us; however, as the re-proposal is not yet finalized, we cannot fully assess that impact. We filed comments on the re-proposal in June 2016 and will continue to monitor developments as they progress.

Foreign Account Tax Compliance Act. The Hiring Incentives to Restore Employment Act was enacted in March 2010 and contains provisions commonly referred to as the Foreign Account Tax Compliance Act, or FATCA. The U.S. Treasury, acting through the Internal Revenue Service, or the IRS, issued the final regulations of FATCA in January 2013.

The FATCA framework has been expanded with the introduction of Intergovernmental Agreements between the U.S. Treasury and foreign governments, which pursue a framework for intergovernmental cooperation to facilitate the implementation of FATCA. The United States and Japan have entered into an Intergovernmental Agreement.

We have developed internal procedures and processes that we believe address the regulatory requirements under FATCA. However, doing so has required us to develop extensive systems capabilities and internal processes to identify and report U.S. account holders who are subject to FATCA requirements, which has been a complex and costly process requiring significant internal resources. If our procedures and processes are determined not to be adequate to meet the requirements of FATCA, we could potentially be subject to serious legal and reputational consequences, including the imposition of withholding taxes on certain amounts payable to us from U.S. sources, and could be required to expend additional resources to enhance our systems, procedures and processes and take other measures in response to such consequences.

Capital Adequacy. MUAH and MUB are required to maintain minimum capital ratios in accordance with rules issued by the U.S. Federal banking agencies. In July 2013, the U.S. Federal banking agencies issued final rules to implement the Basel Committee on Banking Supervision s capital guidance for U.S. banking organizations, or U.S. Basel III. These rules establish more restrictive capital definitions, create additional categories and higher risk weightings for certain asset classes and off-balance sheet exposures, higher minimum capital and leverage ratios and capital conservation buffers that will be added to the minimum capital requirements. These rules supersede the U.S. federal banking agencies general risk-based capital rules generally referred to as Basel I, the advanced approaches rules generally referred to as Basel II, which are applicable to certain large banking organizations, and leverage rules, and are subject to certain transition provisions. MUAH became subject to the U.S. Basel III capital rules in January 2015, with certain provisions subject to a phase-in period, while MUB continues to be subject to the U.S. Basel III capital rules which became effective for advanced approaches institutions on January 1, 2014. The U.S. Basel III capital rules are scheduled to be substantially phased in by January 1, 2019.

Both MUAH and MUB are subject to the following regulatory minimum risk-based capital ratios: (1) 4.5% of Common Equity Tier 1 capital ratio, (2) 6.0% of Tier 1 capital ratio and (3) 8.0% of total capital ratio. Failure to meet minimum capital requirements can initiate certain mandatory, and possibly additional discretionary, actions by regulators that, if undertaken, could have a material effect on MUAH s consolidated financial statements.

In addition to these regulatory minimum ratio requirements, MUAH and MUB will become subject to a fully phased-in capital conservation buffer requirement of 2.5%. The phase-in period for the capital conservation buffer commenced on January 1, 2016 at 0.625% with applicable rates increasing in each successive January until its full implementation on January 1, 2019. MUAH and MUB are also subject to a Tier 1 leverage ratio regulatory minimum requirement of 4% and a well-capitalized prompt corrective action standard of 5%.

MUB has opted into the advanced approaches capital rules. As an advanced approaches opt-in bank, MUB will become subject to the supplementary leverage ratio on January 1, 2018. The supplementary leverage ratio will impose an additional minimum leverage requirement of

3%, with the expectation that this ratio will increase.

MUB may also be subject to an additional counter cyclical capital buffer requirement ranging from 0.0% to 2.5% of risk-weighted assets if fully implemented. This additional capital buffer will be imposed upon the determination of the appropriate U.S. banking agency that financial markets are experiencing a period of excessive ease in credit markets associated with a material increase in credit system-wide risk, with the maximum buffer reflecting an assessment of elevated financial-system vulnerabilities. The consequences for MUAH and MUB of falling below these buffers will be the imposition of limitations on the percentage of earnings that may be paid in the subsequent financial year as capital distributions or as discretionary bonus payments to executive officers.

In October 2015, the FRB proposed long-term debt and TLAC requirements for U.S. globally systemically important bank holding companies and U.S. IHCs of non-U.S. globally systemically important banks, including MUAH. Under the proposed requirements, a covered IHC would be required to maintain a minimum amount of eligible long-term debt issued to a non-U.S. parent entity that could be cancelled or converted to equity in order to absorb losses and recapitalize the IHC s operating subsidiaries at or near the point of resolution. A covered IHC would also be required to maintain a minimum level of eligible TLAC issued to a non-U.S. parent entity consisting of regulatory capital and eligible long-term debt and maintain related buffers consisting of Common Equity Tier 1 capital. In addition, an IHC would be restricted from issuing short-term debt and certain other types of liabilities that are structurally senior to eligible long-term debt. If adopted as proposed, these requirements and restrictions would apply as of January 1, 2019, with certain stricter minimum requirements to be phased in on January 1, 2022.

For more information, see Item 5.B. Operating and Financial Review and Prospects Liquidity and Capital Resources Capital Adequacy and Note 22 to our audited consolidated financial statements included elsewhere in this Annual Report.

Disclosure pursuant to Section 13(r) of the US Securities Exchange Act of 1934

Section 13(r) of the U.S. Securities Exchange Act of 1934 (Exchange Act) requires an issuer to disclose whether it or any of its affiliates knowingly engaged in certain activities, transactions or dealings relating to Iran or with natural persons or entities designated by the U.S. government under specified Executive Orders. The scope of activities that must be reported includes activities not prohibited by U.S. law and conducted outside the United States in compliance with applicable local law.

During the fiscal year ended March 31, 2016, one of our non-U.S. subsidiaries engaged in business activities with entities in, or affiliated with, Iran, including counterparties owned or controlled by the Iranian government. These activities were consistent with rules and regulations applicable to the non-U.S. subsidiary. Specifically, our non-U.S. banking subsidiary, BTMU, issued letters of credit and guarantees and provided remittance and other settlement services mainly in connection with customer transactions related to the purchase and exportation of Iranian crude oil to Japan, and in some cases, in connection with other petroleum-related transactions with Iran by its customers. These transactions did not involve U.S. dollars nor clearing services of U.S. banks for the settlement of payments, and were reviewed for compliance with applicable U.S. and non-U.S. laws and regulations. For the fiscal year ended March 31, 2016, the aggregate interest and fee income relating to these transactions was less than ¥130 million, representing less than 0.005% of our total interest and fee income. Some of these transactions were conducted through the use of non-U.S. dollar correspondent accounts and other similar settlement accounts maintained with BTMU outside the United States by Iranian financial institutions and other entities in, or affiliated with, Iran. In addition to such accounts, BTMU receives deposits in Japan from, and provides settlement services in Japan to, fewer than ten Iranian government-related entities and fewer than 100 Iranian government-related individuals such as Iranian diplomats, and maintains settlement accounts outside the United States for certain other financial institutions specified in Executive Order 13382, which settlement accounts were frozen in accordance with applicable laws and regulations. For the fiscal year ended March 31, 2016, the average aggregate balance of deposits held in these accounts represented less than 0.05% of the average balance of our total deposits. The fee income from the transactions attributable to these account holders was less than ¥5 million, representing less than 0.001% of our total fee income. BTMU also holds loans that were arranged prior to changes in applicable laws and regulations to borrowers in, or affiliated with, Iran, including entities owned by the Iranian government, the outstanding balance of which was less than ¥200 million, representing less than 0.001% of our total loans, as of March 31, 2016. For the fiscal year ended March 31, 2016, the aggregate gross interest and fee income relating to these loan transactions was less than ¥50 million, representing less than 0.005% of our total interest and fee income.

In addition, in accordance with the Joint Plan of Action agreed to among the P5+1 (the United States, United Kingdom, Germany, France, Russia and China) and Iran in November 2013(which was subsequently finalized in July 2015), BTMU has been providing settlement services in connection with humanitarian trade to assist Iran in meeting its domestic needs, namely food, agricultural products, medicine and medical devices, since April 2014. The overall framework for these settlement services was based on an agreement between U.S. and Japanese authorities, and the relevant U.S. regulator has authorized the settlement services as compliant with applicable U.S. laws and regulations. The purchasers of the humanitarian goods were entities in, or affiliated with, Iran, including entities related to the Iranian government. The sellers of the humanitarian goods were entities permitted by U.S. and Japanese regulators. These transactions did not involve U.S. dollars nor clearing services of U.S. banks for the settlement of payments. These transactions were conducted through the use of special purpose yen accounts maintained with BTMU outside the United States by an Iranian financial institution which is affiliated with the Iranian government but through which these transactions were permitted to be settled. BTMU intends to continue to provide the settlement services in connection with the exports of humanitarian goods to Iran in close coordination with U.S. and Japanese authorities.

BTMU will continue to participate in these types of transactions. In addition, following Implementation Day, BTMU has begun to participate in a broader range of banking transactions involving Iran, subject to remaining Japanese and international sanctions.

C. Organizational Structure

The following chart presents our corporate structure summary as of March 31, 2016:

Notes:

(1) The ownership of BTMU Capital Corporation was transferred to MUAH on July 1, 2016.
(2) Mitsubishi UFJ Trust & Banking Corporation (U.S.A) is currently under voluntary liquidation.
(3) Mitsubishi UFJ Global Custody S.A. was renamed Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A. on May 1, 2016.
(4) Mitsubishi UFJ Securities International plc was renamed MUFG Securities EMEA plc on July 1, 2016.
(5) The ownership of Mitsubishi UFJ Securities (USA), Inc. was transferred to MUAH and was renamed MUFG Securities Americas Inc. on July 1, 2016.
(6) Mitsubishi UFJ Securities (Singapore), Limited was renamed MUFG Securities Asia (Singapore) Limited on July 1, 2016.
(7) Consumer finance subsidiaries.

Set forth below is a list of our principal consolidated subsidiaries as of March 31, 2016:

Notes:

(1) The ownership of BTMU Capital Corporation was transferred to MUAH on July 1, 2016.
(2) Mitsubishi UFJ Trust & Banking Corporation (U.S.A) is currently under voluntary liquidation.
(3) Mitsubishi UFJ Global Custody S.A. was renamed Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A. on May 1, 2016.
(4) Mitsubishi UFJ Securities International plc was renamed MUFG Securities EMEA plc on July 1, 2016.
(5) The ownership of Mitsubishi UFJ Securities (USA), Inc. was transferred to MUAH and was renamed MUFG Securities Americas Inc. on July 1, 2016.
(6) Mitsubishi UFJ Securities (Singapore), Limited was renamed MUFG Securities Asia (Singapore) Limited on July 1, 2016.

Table of Contents

D. Property, Plant and Equipment

Premises and equipment as of March 31, 2015 and 2016 consisted of the following:

	As of March 31, 2015	As of March 31, 2016
	(in millions)	
Land	¥ 409,271	¥ 394,782
Buildings	760,974	767,810
Equipment and furniture	615,540	654,099
Leasehold improvements	282,179	287,831
Construction in progress	35,773	38,491
Total	2,103,737	2,143,013
Less accumulated depreciation	1,121,532	1,137,108
Premises and equipment net	¥ 982,205	¥1,005,905

Our registered address is 7-1, Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8330, Japan. As of March 31, 2016, we and our subsidiaries conducted our operations either in premises we owned or in properties we leased.

The following table presents the book values of our material offices and other properties as of March 31, 2016:

	Book Value (in millions)
Owned land	¥ 394,782
Owned buildings	224,208

The buildings and land we own are primarily used by us and our subsidiaries as offices and branches. Most of the buildings and land we own are free from material encumbrances.

During the fiscal year ended March 31, 2016, we invested approximately ¥140.7 billion, primarily for office renovations and relocation.

Item 4A. Unresolved Staff Comments.

None.

Table of Contents

Item 5. Operating and Financial Review and Prospects.

The following discussion and analysis should be read in conjunction with Item 3.A. Key Information Selected Financial Data, Selected Statistical Data and our consolidated financial statements and related notes included elsewhere in this Annual Report.

Table of Contents

Introduction

We are the holding company for The Bank of Tokyo-Mitsubishi UFJ, Ltd., or BTMU, Mitsubishi UFJ Trust and Banking Corporation, or MUTB, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., or MUMSS (through Mitsubishi UFJ Securities Holdings Co., Ltd., or MUSHD, an intermediate holding company), Mitsubishi UFJ NICOS Co., Ltd. and other subsidiaries. Through our subsidiaries and affiliated companies, we engage in a broad range of financial businesses and services, including commercial banking, investment banking, trust banking and asset management services, securities businesses, and credit card businesses, and provide related services to individuals and corporate customers in Japan and abroad.

Summary of Our Recent Financial Results

The following table presents some key figures relating to our financial results:

	Fiscal years ended March 31,		
	2014	2015	2016
	(in billions, except per share data)		
Net interest income	¥ 1,961.3	¥ 2,231.5	¥2,261.4
Provision (credit) for credit losses	(106.4)	87.0	231.9
Non-interest income	1,821.0	2,845.1	2,407.7
Non-interest expense	2,468.3	2,726.9	3,274.5
Income before income tax expense	1,420.4	2,262.7	1,162.7
Net income before attribution of noncontrolling interests	1,082.5	1,596.6	793.2
Net income attributable to Mitsubishi UFJ Financial Group	1,015.4	1,531.1	802.3
Diluted earnings per common share Earnings applicable to common shareholders of Mitsubishi UFJ Financial Group	69.98	107.50	57.51

We reported net income attributable to Mitsubishi UFJ Financial Group of ¥802.3 billion for the fiscal year ended March 31, 2016, a decrease of ¥728.8 billion from ¥1,531.1 billion for the fiscal year ended March 31, 2015. This decrease is primarily due to a decrease in non-interest income reflecting lower trading account profits, and an increase in non-interest expense reflecting an increase in impairment of goodwill and impairment of intangible assets. Domestic net income attributable to Mitsubishi UFJ Financial Group was ¥185.4 billion, and foreign net income attributable to Mitsubishi UFJ Financial Group was ¥616.9 billion, for the fiscal year ended March 31, 2016. Asia and Oceania excluding Japan, Europe, the United States, and other areas including Canada, Latin America, the Caribbean and the Middle East contributed ¥196.7 billion, ¥162.6 billion, ¥173.4 billion and ¥84.2 billion, respectively, to foreign net income attributable to Mitsubishi UFJ Financial Group.

For the fiscal year ended March 31, 2016, our domestic revenue, which consists of interest income and non-interest income attributable to our operations in Japan, was ¥2,995.6 billion, while our total foreign revenue, which consists of interest income and non-interest income attributable to our operations outside of Japan, was ¥2,417.8 billion, with revenue attributable to our operations in Asia and Oceania excluding Japan contributing ¥981.1 billion, the United States contributing ¥800.7 billion, and Europe contributing ¥326.4 billion. As a percentage of total revenue, domestic revenue increased to 55.3% for the fiscal year ended March 31, 2016 from 52.6% for the previous fiscal year.

More specifically, our net income attributable to Mitsubishi UFJ Financial Group for the fiscal year ended March 31, 2016 mainly reflected the following:

Net interest income. Net interest income for the fiscal year ended March 31, 2016 was ¥2,261.4 billion, an increase of ¥29.9 billion from ¥2,231.5 billion for the fiscal year ended March 31, 2015. Interest income increased ¥111.1 billion while interest expense increased ¥81.2 billion. The increase in interest income reflected higher interest income from foreign loans due to an increased balance of loan assets. The increase was partially offset by a decrease in interest income from domestic loans due to lower interest rates and intensified competition among lending institutions. The increase in interest expense reflected higher interest payments on foreign deposits due to an increased balance of such deposits, and larger long-term debt primarily reflecting our bond issuances.

The average interest spread decreased 0.05 percentage points to 0.85% for the fiscal year ended March 31, 2016 from 0.90% for the fiscal year ended March 31, 2015. Major factors that reduced the spread include lower interest rates on loans and short-term lending booked at domestic and foreign offices and higher interest rates on short-term U.S. dollar funding and deposits booked at domestic offices. Higher interest expense on domestic deposits was attributable to reduced net profits from trading in derivatives embedded in structured deposits.

The following table shows changes in our net interest income by changes in volume and by changes in rates for the fiscal year ended March 31, 2015 compared to the fiscal year ended March 31, 2014, and the fiscal year ended March 31, 2016 compared to the fiscal year ended March 31, 2015:

	Fiscal Year Ended March 31, 2014 versus Fiscal Year Ended March 31, 2015			Fiscal Year Ended March 31, 2015 versus Fiscal Year Ended March 31, 2016		
	Increase (decrease) due to changes in			Increase (decrease) due to changes in		
	Volume[1]	Rate[1]	Net change	Volume[1]	Rate[1]	Net change
	(in millions)					
Domestic	¥ (23,228)	¥ 17,836	¥ (5,392)	¥ (44,666)	¥ (70,017)	¥ (114,683)
Foreign	194,317	81,225	275,542	183,402	(38,806)	144,596
Total	¥ 171,089	¥ 99,061	¥ 270,150	¥ 138,736	¥ (108,823)	¥ 29,913

Note:
(1) Volume/rate variance is allocated based on the percentage relationship of changes in volume and changes in rate to the total net change.

The following table is a summary of the average balances of interest-earning assets and interest-bearing liabilities, the average interest rates, the interest rate spread, and the average balance of non-interest-bearing liabilities for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,					
	2014		2015		2016	
	Average balance	Average rate	Average balance	Average rate	Average balance	Average rate
	(in billions, except percentages)					
Interest-earning assets:						
Domestic	¥ 135,087.3	0.87%	¥ 146,830.0	0.79%	¥153,612.6	0.71%
Foreign	77,089.0	1.75	90,417.7	1.92	99,103.1	1.93
Total	¥ 212,176.3	1.19%	¥ 237,247.7	1.22%	¥252,715.7	1.19%
Financed by:						
Interest-bearing liabilities:						
Domestic	¥ 141,878.0	0.18%	¥ 151,998.8	0.16%	¥159,323.2	0.19%
Foreign	47,535.3	0.64	58,102.5	0.73	61,823.8	0.72

Total	189,413.3	0.30	210,101.3	0.32	221,147.0	0.34
Non-interest-bearing liabilities	22,763.0		27,146.4		31,568.7	
Total	¥ 212,176.3	0.26%	¥ 237,247.7	0.28%	¥252,715.7	0.29%
Interest rate spread		0.89%		0.90%		0.85%
Net interest income as a percentage of total interest-earning assets		0.92%		0.94%		0.89%

70

Table of Contents

Provision (credit) for credit losses. For the fiscal year ended March 31, 2016, we recorded ¥231.9 billion of provision for credit losses, compared to ¥87.0 billion for the previous fiscal year. The provision for credit losses recorded for the fiscal year ended March 31, 2016 mainly reflected further deterioration in the business and financial performance of a large borrower in the domestic electronics manufacturing industry, and deterioration in the credit conditions of borrowers in the energy sector, which were adversely affected by declining oil and other commodity prices.

Non-interest income. The following table is a summary of our non-interest income for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,		
	2014	2015	2016
		(in billions)	
Fees and commissions income	¥ 1,294.1	¥ 1,401.0	¥1,475.9
Foreign exchange gains (losses) net	(61.8)	(113.1)	192.1
Trading account profits (losses) net	(33.9)	1,148.7	276.7
Investment securities gains net	303.5	154.7	232.3
Equity in earnings of equity method investees net	110.5	172.9	176.9
Gains on sales of loans	17.7	15.0	12.2
Government grant for transfer of substitutional portion of Employees Pension Fund Plans	115.2		
Other non-interest income	75.7	65.9	41.6
Total non-interest income	¥ 1,821.0	¥ 2,845.1	¥2,407.7

Total non-interest income for the fiscal year ended March 31, 2016 was ¥2,407.7 billion, a decrease of ¥437.4 billion from ¥2,845.1 billion for the fiscal year ended March 31, 2015. The decrease was mainly due to lower trading account profits, partially offset by an increase in foreign exchange gains.

We recorded net trading account profits of ¥276.7 billion for the fiscal year ended March 31, 2016, compared to ¥1,148.7 billion for the previous fiscal year. This was mainly due to a decrease of ¥847.2 billion in net profits on trading account securities under the fair value option. This decrease reflected lower fair values of U.S. Treasury bonds. Net profits on trading account securities also decreased as trading amounts of Japanese government bonds in the market decreased. Net foreign exchange gains for the fiscal year ended March 31, 2016 were ¥192.1 billion, compared to ¥113.1 billion of net losses for the fiscal year ended March 31, 2015. As the Japanese yen appreciated against other major currencies during the fiscal year ended March 31, 2016, the translated Japanese yen value of monetary liabilities denominated in foreign currencies declined, resulting in an increase in net foreign exchange gains on other than derivative contracts. Higher trading gains on currency options and currency swaps also resulted in an increase in net foreign exchange gains on derivative contracts. These increases were partially offset by larger foreign exchange losses related to the fair value option.

Table of Contents

Non-interest expense. The following table is a summary of our non-interest expense for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31, 2014	2015	2016
		(in billions)	
Salaries and employee benefits	¥ 1,029.6	¥ 1,097.5	¥1,158.9
Occupancy expenses net	158.4	168.7	182.8
Fees and commissions expenses	222.0	248.1	285.4
Outsourcing expenses, including data processing	216.7	241.7	244.7
Depreciation of premises and equipment	103.7	108.6	99.7
Amortization of intangible assets	198.1	222.4	237.3
Impairment of intangible assets	0.3	0.7	117.7
Insurance premiums, including deposit insurance	101.1	115.5	91.9
Communications	50.9	54.7	58.3
Taxes and public charges	69.5	96.6	93.7
Impairment of goodwill	7.8	3.4	333.7
Other non-interest expenses	310.2	369.0	370.4
Total non-interest expense	¥ 2,468.3	¥ 2,726.9	¥3,274.5

Non-interest expense for the fiscal year ended March 31, 2016 was ¥3,274.5 billion, an increase of ¥547.6 billion from ¥2,726.9 billion for the fiscal year ended March 31, 2015. This increase was mainly attributable to an increase of ¥330.3 billion in impairment of goodwill relating to reporting units in the Trust Assets Business Group and Global Business Group segments, as well as an increase of ¥117.0 billion in impairment of intangible assets due to larger impairment on the core deposit intangible held by BTMU.

Core Business Groups

We operate our main businesses under an integrated business group system. This integrates the operations of BTMU, MUTB, MUMSS (through MUSHD), Mitsubishi UFJ NICOS and other subsidiaries in the following five business groups Retail Banking, Corporate Banking, Trust Assets, Global, and Global Markets, each of which is treated as a business segment. These five businesses serve as the core sources of our revenue. From April 1, 2015, Krungsri, which did not belong to any of the five business groups, started to be included as part of the Global Business Group. Operations that were not covered under these five business groups, which mainly consist of the corporate center of MUFG, BTMU, MUTB and MUMSS and the elimination of net revenues among business segments, were classified under Other. For further information, see A. Operating Results Business Segment Analysis.

Our business segment information is based on financial information prepared in accordance with Japanese GAAP, as adjusted in accordance with internal management accounting rules and practices and is not consistent with our consolidated financial statements included elsewhere in this Annual Report, which have been prepared in accordance with U.S. GAAP. For information on a reconciliation of operating profit under our internal management reporting system to income before income tax expense shown on the consolidated statements of income, see Note 30 to our consolidated financial statements included elsewhere in this Annual Report.

The following table sets forth the relative contributions to operating profit for the fiscal year ended March 31, 2016 of the five core business groups and Other based on our business segment information:

	Retail Banking Business Group	Corporate Banking Business Group	Trust Assets Business Group	Global Business Group: Other than MUAH/ Krungsri	Global Business Group: MUAH	Global Business Group: Krungsri	Global Business Group: Total	Global Markets Business Group	Other	Total
	(in billions)									
Net revenue	¥ 1,259.2	¥ 911.2	¥ 172.2	¥ 579.7	¥ 437.9	¥ 261.6	¥ 1,279.2	¥ 633.8	¥ (9.4)	¥ 4,246.2
Operating expenses	972.6	450.9	102.0	365.8	318.0	131.2	815.0	207.1	147.6	2,695.2
Operating profit (loss)	¥ 286.6	¥ 460.3	¥ 70.2	¥ 213.9	¥ 119.9	¥ 130.4	¥ 464.2	¥ 426.7	¥ (157.0)	¥ 1,551.0

Summary of Our Recent Financial Condition

The following table presents some key asset figures:

	As of March 31, 2015	As of March 31, 2016
	(in trillions)	
Total assets	¥ 280.89	¥ 292.57
Net loans	117.21	121.68
Loans, net of unearned income, unamortized premiums and deferred loan fees	118.27	122.79
Allowance for credit losses	(1.06)	(1.11)
Investment securities	52.21	45.65
Available-for-sale securities	47.49	41.23
Held-to-maturity securities	4.13	3.87
Trading account assets	46.90	50.83
Trading securities	30.18	29.33
Trading derivative assets	16.72	21.50
Interest-earning deposits in other banks	37.36	41.02
Cash and due from banks	3.35	8.66

Total assets as of March 31, 2016 were ¥292.57 trillion, an increase of ¥11.68 trillion from ¥280.89 trillion as of March 31, 2015. As of March 31, 2016, compared to March 31, 2015, domestic assets increased ¥7.72 trillion to ¥177.00 trillion, and foreign assets increased ¥3.96 trillion to ¥115.57 trillion.

The increase in total assets is primarily due to higher volumes of both domestic and foreign loans, cash and due from banks, interest-earning deposits in other banks and interest rate derivatives, partly offset by a decrease in investment securities.

Total loans outstanding as of March 31, 2016 were ¥122.79 trillion, an increase of ¥4.52 trillion from ¥118.27 trillion as of March 31, 2015. This increase in domestic loans was mainly due to higher funding needs by national government institutions as government spending increased. The increase in foreign loans was primarily due to increased lending activity in the United States, where economic conditions continued to improve at a moderate pace and lending volumes increased with respect to U.S. non-bank finance companies, including U.S. subsidiaries of Japanese manufacturing, securities and insurance companies.

Cash and due from banks increased ¥5.31 trillion to ¥8.66 trillion as of March 31, 2016 from ¥3.35 trillion as of March 31, 2015, mainly due to an increase in the volume of deposits with the Bank of Japan. Interest-earning deposits in other banks as of March 31, 2016 were ¥41.02 trillion, an increase of ¥3.66 trillion from ¥37.36 trillion as of March 31, 2015 mainly due to increased interest-earning deposits with the Bank of Japan. We increased our deposits with the Bank of Japan in response to a shift in customer preference from keeping their funds in the money markets to having their funds deposited in clearing and deposit accounts with us to avoid the impact of negative interest rates on their investments in Japan.

Table of Contents

Trading account assets as of March 31, 2016 were ¥50.83 trillion, compared to ¥46.90 trillion as of March 31, 2015. This increase is primarily due to an increase in the fair values of interest rate derivatives reflecting generally declining market interest rates.

Total investment securities as of March 31, 2016 were ¥45.65 trillion, a decrease of ¥6.56 trillion from ¥52.21 trillion as of March 31, 2015. This was mainly due to a reduction in our holding of Japanese government bonds to manage interest rate fluctuation risks particularly in light of the Bank of Japan s quantitative and qualitative monetary easing with negative interest rates and measures to purchase Japanese government bonds in the market.

The following table presents some key liability figures:

	As of March 31, 2015	As of March 31, 2016
	(in trillions)	
Total liabilities	¥ 265.61	¥277.72
Total deposits	171.99	181.44
Domestic	125.80	135.48
Overseas	46.19	45.96
Payables under repurchase agreements	20.73	22.11
Other short-term borrowings	11.55	9.36
Trading account liabilities	17.03	21.03
Long-term debt	19.97	21.97

Total liabilities as of March 31, 2016 were ¥277.72 trillion, an increase of ¥12.11 trillion from ¥265.61 trillion as of March 31, 2015. The increase was mainly due to increases in domestic deposits, trading account liabilities and long-term debt. The increase in domestic deposits reflected a shift in investor preference from money markets to deposits due to the introduction of negative interest rates in Japan. The increase in trading account liabilities was due to an increase in the fair values of interest rate derivatives. Long-term debt increased because of additional long-term borrowings and issuances of bonds.

Shareholders Equity

The following table presents some key shareholders equity figures:

	As of March 31, 2015	As of March 31, 2016
	(in trillions)	
Total Mitsubishi UFJ Financial Group shareholders equity	¥ 14.68	¥14.27
Retained earnings	3.66	4.22
Accumulated other comprehensive income, net of taxes	3.07	2.30

Capital Ratios

The following tables present our risk-adjusted capital ratios in accordance with Basel III as of March 31, 2015 and 2016. Underlying figures are calculated in accordance with Japanese banking regulations based on information derived from our consolidated and non-consolidated financial statements prepared in accordance with Japanese GAAP, as required by the FSA. The figures in the tables below are rounded down.

Table of Contents

Common Equity Tier 1 capital ratios (minimum capital ratio required: 4.50%)

	As of March 31, 2015[2][5]	2016
MUFG (consolidated)[1]	11.09%	11.63%
BTMU (consolidated)	10.77	11.08
BTMU (stand-alone)	11.76	12.30
MUTB (consolidated)	14.70	16.01
MUTB (stand-alone)	14.31	16.58

Tier 1 Capital ratios (minimum capital ratio required: 6.00%)

	As of March 31, 2015[3][5]	2016
MUFG (consolidated)	12.58%	13.24%
BTMU (consolidated)	12.21	12.71
BTMU (stand-alone)	13.38	14.25
MUTB (consolidated)	15.26	16.82
MUTB (stand-alone)	14.86	17.45

Total Capital ratios (minimum capital ratio required: 8.00%)

	As of March 31, 2015[4][5]	2016
MUFG (consolidated)	15.62%	16.01%
BTMU (consolidated)	15.45	15.66
BTMU (stand-alone)	17.03	17.51
MUTB (consolidated)	19.15	19.97
MUTB (stand-alone)	19.11	21.08

Notes:

(1) Effective March 31, 2016, the FSA s capital conservation buffer, countercyclical buffer and G-SIB surcharge requirements became applicable to Japanese banking institutions with international operations conducted through foreign offices. As a result, in addition to the 4.50% minimum Common Equity Tier 1 capital ratio, MUFG is required to maintain a capital conservation buffer of 0.625% and a G-SIB surcharge of 0.375% as of March 31, 2016. As of the same date, the countercyclical buffer applicable to MUFG is nil.

(2) Common Equity Tier 1 capital ratio for MUFG as of March 31, 2015 has been revised from 11.14% to 11.09% on a consolidated basis. Common Equity Tier 1 capital ratio for BTMU as of March 31, 2015 has been revised from 10.88% to 10.77% on a consolidated basis and 11.90% to 11.76% on a stand-alone basis. Common Equity Tier 1 capital ratio for MUTB as of March 31, 2015 has been revised from 14.35% to 14.31% on a stand-alone basis.

(3) Tier 1 capital ratio for MUFG as of March 31, 2015 has been revised from 12.62% to 12.58% on a consolidated basis. Tier 1 capital ratio for BTMU as of March 31, 2015 has been revised from 12.33% to 12.21% on a consolidated basis and 13.54% to 13.38% on a stand-alone basis. Tier 1 capital ratio for MUTB as of March 31, 2015 has been revised from 14.90% to 14.86% on a stand-alone basis.

(4) Total capital ratio for MUFG as of March 31, 2015 has been revised from 15.68% to 15.62% on a consolidated basis. Total capital ratio for BTMU as of March 31, 2015 has been revised from 15.61% to 15.45% on a consolidated basis and 17.23% to 17.03% on a stand-alone basis. Total capital ratio for MUTB as of March 31, 2015 has been revised from 19.16% to 19.11% on a stand-alone basis.

(5) The revisions reflect corrections of errors in the risk weighting applied to certain assets, mostly residential mortgage loans, and certain other adjustments made under Basel I standards to obtain amounts that were used for floor adjustments in determining the amounts of risk-weighted assets of MUFG, BTMU and MUTB under Basel III standards. Although these revisions did not affect our compliance with the applicable Japanese regulatory capital requirements, we voluntarily revised the information previously submitted to the FSA and publicly announced the revisions.

Our management believes that, as of March 31, 2016, we were in compliance with all capital adequacy requirements to which we were subject.

Table of Contents

Leverage Ratios

The following table presents our leverage ratios in accordance with Basel III as of March 31, 2015 and 2016. Underlying figures are calculated in accordance with Japanese banking regulations based on information derived from our consolidated and non-consolidated financial statements prepared in accordance with Japanese GAAP, as required by the FSA. The figures in the table below are rounded down. The Basel Committee on Banking Supervision s currently proposed minimum leverage ratio is 3%.

	March 31, 2015	March 31, 2016
MUFG (consolidated)	4.72%	4.79%
BTMU (consolidated)	4.64	4.79
MUTB (consolidated)	4.72	4.28

Liquidity Coverage Ratios

The following table presents our liquidity coverage ratios in accordance with Basel III as of September 30, 2015 and March 31, 2016. Underlying figures are calculated in accordance with Japanese banking regulations based on information derived from our consolidated and non-consolidated financial statements prepared in accordance with Japanese GAAP, as required by the FSA. The percentages in the table below are rounded down. The minimum ratios required as of September 30, 2015 and March 31, 2016 were 60% and 70%, respectively.

	September 30, 2015(1)	March 31, 2016(2)
MUFG (consolidated)	130.4%	130.0%
BTMU (consolidated)	130.8	133.9
BTMU (stand-alone)	141.3	144.2
MUTB (consolidated)	154.6	119.4
MUTB (stand-alone)	182.3	135.9

Notes:

(1) Each of the ratios is calculated by dividing the month-end average balance of High-Quality Liquid Assets as of the end of July, August and September 2015 by the monthly average amount of total net cash outflows for the same three months.
(2) Each of the ratios is calculated by dividing the month-end average balance of High-Quality Liquid Assets as of the end of January, February and March 2016 by the monthly average amount of total net cash outflows for the same three months.

Business Environment

Through our subsidiaries and affiliated companies, we engage in a broad range of financial businesses and services, including commercial banking, investment banking, trust banking, asset management, securities and credit card businesses, and provide related services to individuals primarily in Japan and the United States and to corporate customers around the world. Our results of operations and financial condition are exposed to changes in various external economic factors, including:

general economic conditions,

interest rates,

foreign currency exchange rates, and

stock and real estate prices.

During the fiscal year ended March 31, 2016, uncertainties surrounding the global economy grew, particularly in the latter half of the fiscal year. Although the economic conditions in developed countries remained on gradually improving trends, concerns over the prolonged slowdown of the Chinese economy and declining oil and other commodity prices adversely affected global stock markets.

Table of Contents

In Japan, under the Abenomics policy introduced in 2012 and the Bank of Japan s quantitative and qualitative monetary easing policy introduced in April 2013 and expanded in October 2014, economic conditions continued to gradually improve, but the momentum weakened as concerns grew over the effectiveness of the government s economic measures in the longer-term. In the United States, the economy remained on a recovering trend with an improving employment environment, but declining oil and other commodity prices negatively impacted the energy and related sectors. The Eurozone economy was positively affected by the depreciation of the Euro against the U.S. dollar and declining oil and other commodity prices, while concerns over the fiscal conditions in Greece and other peripheral countries still remained. Moreover, the result of the U.K. referendum in June 2016 with a majority voting to leave the European Union added further volatility and uncertainty in the financial market.

Economic Environment in Japan

During the fiscal year ended March 31, 2016, Japan s economy stayed on a moderately improving trend, although manufacturing and exports weakened mainly due to the slowdown in emerging economies. Interest rates continued to decline under the Bank of Japan s monetary policy. In January 2016, the Bank of Japan commenced a quantitative and qualitative monetary easing with negative interest rates policy and applied a negative interest rate of minus 0.1% to the Policy-Rate Balances , which are a part of current account amounts held by financial institutions at the Bank of Japan, in an effort to achieve the price stability target of 2%. The stock market experienced significant volatility during the fiscal year, with stock prices on an upward trend until August 2015 and the Nikkei Stock Average rising above ¥20,000 for the first time in 15 years, while the Japanese yen depreciated against the U.S. dollar. However, stock prices began to decline in late August 2015 and have since been on a declining trend as concerns grew over the slowdown of the Chinese economy and declining oil and other commodity prices, while the Japanese yen has been on an appreciating trend against the U.S. dollar and the Euro since late August 2015.

The following table sets forth the seasonally adjusted growth rates of Japan s real GDP and its components on a quarter-on-quarter basis for the periods indicated:

	Calendar Year											(Unit: %)
		2013			2014				2015			2016
	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
Gross Domestic Product	0.7	0.5	(0.1)	1.3	(2.0)	(0.7)	0.5	1.3	(0.4)	0.4	(0.4)	0.5
Private Consumption	0.9	0.3	0.0	2.2	(4.9)	0.0	0.6	0.2	(0.8)	0.5	(0.8)	0.6
Private Residential Investment	1.3	4.1	3.1	2.2	(10.7)	(7.1)	(0.3)	2.1	2.2	1.7	(1.0)	(0.7)
Private Non-Residential Investment	2.9	0.3	0.9	4.8	(4.2)	(0.4)	(0.1)	3.2	(1.2)	0.8	1.3	(0.7)
Government Consumption	0.6	0.1	(0.1)	(0.1)	(0.2)	0.3	0.3	0.3	0.4	0.2	0.7	0.7
Public Investment	3.8	4.8	0.5	(1.8)	(2.9)	1.0	0.9	(2.3)	2.8	(2.4)	(3.6)	(0.7)
Exports	3.0	(0.4)	0.1	5.9	0.0	1.5	3.4	2.2	(4.8)	2.6	(0.8)	0.6
Imports	3.2	1.8	2.9	5.8	(4.3)	1.0	1.1	1.5	(2.5)	1.7	(1.1)	(0.4)

Source: Cabinet Office, Government of Japan

During the fiscal year ended March 31, 2016, Japan s GDP growth lacked strong momentum. Private consumption was stagnant without strong stimuli to increase spending. Although exports to the United States and the Eurozone generally grew, exports to China and other emerging markets, particularly countries that produce oil and gas, decreased.

Table of Contents

The following table sets forth the growth rates of Japan s nationwide consumer price indices on a year-on-year basis for the periods indicated:

	Calendar Year													(Unit: %)
					2015							2016		
	Apr.	May	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May
Consumer Price Index	0.6	0.5	0.4	0.2	0.2	0.0	0.3	0.3	0.2	0.0	0.3	(0.1)	(0.3)	(0.4)

Source: Ministry of Internal Affairs and Communications of Japan

Japan s Consumer Price Index, or CPI, began to decline towards the end of the fiscal year ended March 31, 2016, despite the anti-deflation monetary measures of the Bank of Japan, which are designed to achieve a price stability target of 2% in terms of the year-on-year rate of growth in the CPI.

The following table sets forth Japan s nationwide unemployment rates for the periods indicated:

	Calendar Year													(Unit: %)
					2015							2016		
	Apr.	May	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May
Unemployment Rate	3.3	3.3	3.4	3.3	3.4	3.4	3.1	3.3	3.3	3.2	3.3	3.2	3.2	3.2

Source: Ministry of Internal Affairs and Communications of Japan

As the Bank of Japan enhanced its quantitative and qualitative monetary easing policy, interest rates in Japan remained at historical low levels. After the 10-year Japanese government bond yield rose to around 0.5% in May and June 2015, with heightened expectations for an increase in U.S. policy interest rates, the yield began to decline again. In January 2016, the Bank of Japan commenced a quantitative and qualitative monetary easing with negative interest rates policy, increased the Bank of Japan s aggregate holding of Japanese government bonds by approximately ¥80 trillion each year and applied a negative interest rate of minus 0.1% to the Policy-Rate Balances, which are a part of current account amounts held by financial institutions at the Bank of Japan aiming to achieve the price stability target of 2%. Short-term interest rates declined to below zero and the 10-year Japanese government bond yield turned negative in February 2016 and has since remained below zero. Reflecting investor risk aversion in response to the result of the U.K. referendum in June 2016, the 10-year Japanese government bond yield decreased further and reached negative 0.296%, currently fluctuating around negative 0.285%.

The following chart shows the interest rate trends in Japan since April 2014:

Source: Bank of Japan

Table of Contents

The closing price of the Nikkei Stock Average, which is the average of 225 blue chip stocks listed on the Tokyo Stock Exchange, increased ¥1,661, or 8.6%, from ¥19,206.99 on March 31, 2015 to ¥20,868.03 on June 24, 2015 and remained at that level until August 2015, as the Japanese yen depreciated against other major currencies such as the U.S. dollar and the Euro. However, stock prices declined globally in August 2015 as concerns over the slowdown of the Chinese economic growth arose following the devaluation of the Chinese yuan and oil prices decreased further. After declining to ¥15,000 in February 2016, the Nikkei Stock Average rose to ¥17,000. Reflecting investor risk aversion in response to the result of the U.K. referendum held in June 2016, the Nikkei Stock Average went down again to ¥14,864.01, currently fluctuating around ¥15,500.

The following chart shows the daily closing price of the Nikkei Stock Average since April 2014:

The exchange rate between the Japanese yen and the U.S. dollar was ¥120.13 to the U.S. dollar as of March 31, 2015 and ¥112.57 to the U.S. dollar as of March 31, 2016. The exchange rate generally fluctuated between ¥120 to the U.S. dollar and ¥125 to the U.S. dollar from March 2015 to December 2015, while reaching ¥125.63 to the U.S. dollar on June 5, 2015, as expectations heightened for an increase in U.S. policy interest rates. The depreciating trend reversed in January 2016, with the Japanese yen appreciating to below ¥110 to the U.S. dollar in early April 2016, as risk-averse sentiment heightened in the financial market. Reflecting investor risk aversion in response to the result of the U.K. referendum in June 2016, the Japanese yen appreciated further against the U.S. dollar and reached ¥99.02 to the U.S. dollar, currently fluctuating around ¥100.50 to the U.S. dollar.

Table of Contents

The following chart shows the foreign exchange rates expressed in Japanese yen per U.S. dollar since April 2014:

Source: Bank of Japan

The exchange rate between the Japanese yen and the Euro was ¥128.91 to the Euro as of March 31, 2015 and ¥128.11 to the Euro as of March 31, 2016. Although the exchange rate reached the level of ¥140 in June 2016, the Euro depreciated to around ¥125 against the Japanese yen reflecting the negative interest rate policy of the European Central Bank, or ECB, maintained throughout the period. Reflecting investor risk aversion in response to the result of the U.K. referendum in June 2016, the Japanese yen appreciated further against the Euro and reached ¥109.57 to the Euro, currently fluctuating around ¥112.00 to the Euro.

According to a land price survey conducted by the Japanese government, the average residential land price in Japan declined 0.2% between January 1, 2015 and January 1, 2016. The average commercial land price in Japan increased 0.9% during the same period. In the three major metropolitan areas of Tokyo, Osaka and Nagoya, the average residential land price increased 0.6%, 0.1% and 0.8%, respectively, between January 1, 2015 and January 1, 2016, and the average commercial land price in those areas also increased 2.7%, 3.3% and 2.7%, respectively, during the same period. In the local regions of Japan, which consist of regions other than the three major metropolitan areas, the average residential land price declined 0.7% between January 1, 2015 and January 1, 2016, and the average commercial land price also declined 0.5% during the same period.

According to Teikoku Databank, a Japanese research institution, the number of companies that filed for legal bankruptcy in Japan from April 2015 to March 2016, was 8,408 bankruptcies, a decrease of 7.0% from the previous fiscal year. The number has decreased for the past seven consecutive years and fell below 9,000 for the first time in ten years. On a quarterly basis, the number declined year-on-year for fourteen consecutive quarters through the second quarter of the fiscal year ended March 31, 2016. After increasing in the third quarter, the number declined again in the fourth quarter. The total liabilities of companies that filed for legal bankruptcy in Japan in the twelve months ended March 31, 2016 was ¥1.906 billion, the second lowest since 2000. By industry, the number of companies that filed for legal bankruptcy in Japan during the same period decreased in each industry category. In particular, the number in each of the construction, manufacturing and warehousing industries was the lowest since the fiscal year ended March 31, 2001. However, the number of legal bankruptcy filings associated with the negative impact of the slowdown of the Chinese economy increased 57.4% to 96 in the fiscal year ended March 31, 2016, compared to the previous fiscal year.

Table of Contents

International Financial Markets

During the fiscal year ended March 31, 2016, the U.S. economy generally continued its recovery with improved labor and income statistics while the energy industry and other related sectors were affected by declining oil and other commodity prices. The Eurozone economy generally continued to experience a low growth rate with continuing economic difficulties in some European peripheral countries and relatively low inflation rates. Asian economies also faced a slowdown, especially in China where GDP growth fell to below 7%.

U.S. Economy

The U.S. economy continued to improve during the fiscal year ended March 31, 2016, with positive GDP growth mainly driven by stronger personal consumption and private residential investment. The FRB raised the target range for the federal funds rate to between 0.25% and 0.5% in December 2015, marking the first interest rate increase in nearly a decade. In addition to the central bank s monetary policy, there still remain various factors that could adversely affect the U.S. economy, including fluctuations in commodity prices and geopolitical conflicts.

The following table sets forth the growth rates of U.S. real GDP and its components on a quarter-on-quarter basis for the periods indicated:

	Calendar Year											(Unit: %)
	2013			2014				2015				2016
	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
Gross Domestic Product	1.1	3.0	3.8	(0.9)	4.6	4.3	2.1	0.6	3.9	2.0	1.4	1.1
Personal Consumption Expenditures	1.4	1.7	3.5	1.3	3.8	3.5	4.3	1.8	3.6	3.0	2.4	1.5
Gross Private Domestic Investment	5.2	13.7	4.2	(2.5)	12.6	7.4	2.1	8.6	5.0	(0.7)	(1.0)	(1.8)
Fixed Investment	2.6	3.8	5.1	6.0	5.6	7.9	2.5	3.3	5.2	3.7	0.4	(0.4)
Non-residential	1.0	3.5	8.7	8.3	4.4	9.0	0.7	1.6	4.1	2.6	(2.1)	(4.5)
Residential	9.1	4.9	(8.1)	(2.8)	10.4	3.4	10.0	10.1	9.3	8.2	10.1	15.6
Government Consumption Expenditures and Gross Investment	(2.0)	(2.2)	(2.7)	0.0	1.2	1.8	(1.4)	(0.1)	2.6	1.8	0.1	1.3
Exports	4.9	4.2	10.9	(6.7)	9.8	1.8	5.4	(6.0)	5.1	0.7	(2.0)	0.3
Imports	5.5	2.4	1.0	2.8	9.6	(0.8)	10.3	7.1	3.0	2.3	(0.7)	(0.5)

Source: U.S. Department of Commerce Bureau of Economic Analysis

The Consumer Price Index for All Urban Consumers, or CPI-U, rose 0.9% before seasonal adjustment over the 12 months ended March 31, 2016. CPI-U on a seasonally adjusted month-on-month basis increased 0.4% in April 2016 and 0.2% in May 2016.

The Dow Jones Industrial Average decreased $91.03, or 0.51%, from $17,776.12 on March 31, 2015 to $17,685.09 on March 31, 2016. The index fluctuated around $18,000 between April 2015 and July 2015, and declined to below $17,000 in August 2015 as concerns over the strength of the Chinese economy arose following the devaluation of the Chinese yuan, resulting in risk-averse behavior by market participants. The index rose back to nearly $18,000 in October 2015 as investor demand gradually recovered, and fluctuated around $17,500 for the remainder of the calendar year 2015. However, reflecting the risk-averse behavior in reaction to concerns about the Chinese economy and declining oil prices, the index decreased to below $16,000 again in January 2016. Subsequently, the trend reversed again as the market expectation for the FRB s decision to raise policy interest rates waned, and the index rose to above $18,000 in April 2016. Reflecting investor risk aversion in response to the result of the U.K. referendum in June 2016, the Dow Jones Industrial Average decreased to $17,063.08, currently fluctuating around $17,500.

Table of Contents

Interest rates on U.S. Treasury bonds were volatile in the fiscal year ended March 31, 2016, reflecting the uncertainty surrounding the FRB s monetary policy. The 10-year U.S. Treasury bond yield decreased from 1.92% on March 31, 2015 to 1.76% on March 31, 2016. With interest rates globally on an upward trend, influenced by interest rates increasing rapidly in European bond markets in May 2015, the yield reached nearly 2.5% in June 2015. However, as concerns over the strength of the Chinese economy arose in August 2015 and investors sought comparatively safer assets, the yield decreased to around 2.0% in late September 2015. After October 2015, the yield reflected the anticipated 0.25% policy interest rate increase by the FRB, and fluctuated around 2.2% for the remainder of the calendar year 2015. However, as risk-averse sentiment rose in the market again, the yield declined to 1.7% in February 2016 and has since fluctuated around that level. Reflecting investor risk aversion in response to the result of the U.K. referendum in June 2016, the 10-year U.S. Treasury bond yield decreased further to 1.38%, currently fluctuating around 1.40%

Housing prices showed some signs of improvement during the fiscal year ended March 31, 2016. As of March 31, 2016, the Federal Housing Finance Agency s U.S. house price index exhibited a nineteenth consecutive quarterly increase in the purchase-only, seasonally adjusted index. This also marked the seventeenth consecutive quarter where the house price index showed an increase compared to the same quarter of the previous year.

The following table sets forth U.S. unemployment rates on a month-on-month basis for the periods indicated:

	Calendar Year														(Unit: %)
	2015									2016					
	Apr.	May	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May	Jun.
Unemployment Rate	5.4	5.5	5.3	5.3	5.1	5.1	5.0	5.0	5.0	4.9	4.9	5.0	5.0	4.7	4.9

Source: United States Department of Labor, Bureau of Labor Statistics, BLS Information

Eurozone Economy

The following table sets forth the growth rates of the Eurozone real GDP and its main expenditure components on a quarter-on-quarter basis for the periods indicated:

	Calendar Year										(Unit: %)
	2013			2014				2015			2016
	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
Gross Domestic Product	0.4	0.3	0.2	0.2	0.1	0.3	0.4	0.6	0.4	0.3	0.4	0.6
Private Final Consumption	0.2	0.3	0.2	0.0	0.2	0.4	0.6	0.4	0.3	0.5	0.3	0.6
Gross Fixed Capital Formation	0.8	0.9	0.3	0.4	(0.4)	0.5	0.5	1.5	0.1	0.5	1.4	0.8
Government Final Consumption	0.1	0.2	0.2	0.2	0.2	0.3	0.1	0.5	0.3	0.3	0.5	0.4
Exports	1.2	0.5	1.1	0.8	1.0	1.6	1.2	1.5	1.6	0.4	0.7	0.4
Imports	1.1	1.3	0.6	1.1	1.1	1.5	1.1	2.3	0.9	1.3	1.4	0.7

Source: European Central Bank Eurosystem

The Eurozone s economic growth continued at a slow rate during the fiscal year ended March 31, 2016, positively affected by the depreciation of the Euro against the U.S. dollar and declining oil and other commodity prices, while concerns over the fiscal conditions in Greece and other peripheral countries still remained.

During the fiscal year ended March 31, 2016, the ECB maintained low interest rates and a quantitative easing policy, which included a program to purchase 60 billion in bonds each month to revitalize the Eurozone economy and counter deflation. In December 2015, the ECB adjusted the interest rate on the deposit facility by 10 basis points to negative 0.30% and extended the bond purchase program by six months until at least

Table of Contents

March 2017. In March 2016, the interest rates on the main refinancing operations, the marginal lending facility and the deposit facility decreased to 0.00%, 0.25% and negative 0.40%, respectively.

Long-term interest rates in the Eurozone, including German Bunds and French Obligations Assimilables du Trésor, or OATs, fluctuated significantly during the fiscal year ended March 31, 2016. The yield on 10-year German Bunds remained at low levels of around 0.1% in April 2015 as the ECB continued to purchase such bonds. Low yields adversely affected the market demand for such bonds, and the yield on 10-year German Bunds rose to nearly 1.0% in June 2015 and remained volatile as investors sold down their holdings of such bonds for risk reduction purposes. The yield on 10-year German Bunds was on a declining trend after June 2015 as the risk tolerance of investors gradually recovered, and decreased to and remained between approximately 0.15% and 0.30% in March 2016, while the yields on German Bunds with shorter maturities fell into the negative range as the ECB adjusted the interest rate on its deposit facility down to negative rates. The yield on 10-year French OATs similarly declined to below 0.4% in April 2015, rose to around 1.3% in June 2015, and declined again to around 0.45% in June 2016. Reflecting investor risk aversion in response to the result of the U.K. referendum in June 2016, the yields on 10-year German Bund and 10-year French OATs decreased to negative 0.205% and 0.101%, respectively.

The following table sets forth Eurozone unemployment rates on a month-on-month basis for the periods indicated:

	Calendar Year													(Unit: %)
					2015							2016		
	Apr.	May	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May
Unemployment Rate	11.1	11.0	11.0	10.8	10.7	10.6	10.6	10.5	10.5	10.4	10.3	10.2	10.2	10.1

Source: European Central Bank Eurosystem

Asian Economy

In Asia excluding Japan, economic growth stagnated. In particular, China s economic growth continued to decelerate, and its real GDP growth rate declined to below 7% in the calendar year 2015 mainly due to suppressed investment. In other Asian economies, while low inflation contributed to improved private consumption, weak exports negatively affected their growth. The real GDP growth rates of Thailand, Indonesia and the Philippines were around 3%, 5% and 7%, respectively, for the quarter ended March 31, 2016 compared to the immediately preceding quarter.

Recent Developments

During the fiscal year ended March 31, 2016, we continued to pursue global growth opportunities, including opportunities to expand our business in Southeast Asia and the operations of MUB in the United States. We plan to continue to selectively review and consider growth opportunities that will enhance our global competitiveness. We will monitor regulatory developments and pursue prudent transactions that will create a strong capital structure to enable us to contribute to the real economy, both domestically and globally, as a provider of a stable source of funds and high quality financial services. In order to respond to the increasingly complex market and legal risks, we continue to endeavor to enhance our compliance and internal control frameworks.

Redemption of Preferred Securities Issued by Special Purpose Company

In May 2016, we decided to redeem in full $2.3 billion of U.S. dollar-denominated non-cumulative preferred securities issued by an overseas special purpose company in the Cayman Islands called MUFG Capital Finance 1 Limited and 750.0 million of euro-denominated non-cumulative preferred securities issued by another overseas special purpose company in the Cayman Islands called MUFG Capital Finance 2 Limited. The effective date of the planned redemption is July 25, 2016. We have decided to redeem these preferred securities because, under the Basel III standard, these preferred securities would no longer be considered Tier 1 capital after their first call date, which is July 25, 2016. Based on the Japanese GAAP information used to calculate our capital ratios as of March 31, 2016, we estimate that the planned redemption in July 2016 would result in a decline in our capital ratios by approximately 0.1 percentage point.

Issuances of Senior Debt Securities for TLAC Purposes

In March 2016, we issued to global institutional investors $5 billion aggregate principal amount of senior notes that were intended to qualify as Total Loss Absorbing Capacity, or TLAC, debt. In April 2016, we issued an additional $2 billion aggregate principal amount of such notes.

Under the Financial Stability Board s TLAC standard, we are required to hold TLAC debt in an amount not less than 16% of our risk-weighted assets and 6% of the applicable Basel III leverage ratio denominator by January 1, 2019. We plan to issue additional TLAC-eligible senior debt securities to meet the requirements, although TLAC requirements for Japanese financial institutions, including us, have not yet been finalized. See Item 4.B. Information on the Company Business Overview Supervision and Regulation Japan Total loss-absorbing capacity.

Issuances of Basel III-Compliant Domestic Subordinated Bonds

In March 2016, we issued in a public offering in Japan ¥300.0 billion aggregate principal amount of unsecured perpetual subordinated Additional Tier 1 notes. These notes are subject to our discretion to cease interest payments and a write-down of the principal upon the occurrence of certain events, including when our Common Equity Tier 1 capital ratio declines below 5.125%, when we are deemed to be at risk of becoming non-viable or when we become subject to bankruptcy proceedings, but, following any write-down, the principal may be reinstated to the extent permitted by the Japanese banking regulator.

In October 2015, we issued in a public offering in Japan ¥150.0 billion aggregate principal amount of unsecured perpetual subordinated Additional Tier 1 notes with similar terms. It was our first offering of Basel III-compliant subordinated bonds to the public. We expect to issue additional Basel III-compliant subordinated bonds to enhance our regulatory capital.

Implementation of Share Repurchase Programs

During May and June 2016, we repurchased 190,614,800 shares of our common stock for ¥99,999,963,346 under a share repurchase program that was adopted in May 2016 and completed in June 2016. Under the program, we were authorized by the Board of Directors to repurchase up to the lesser of an aggregate of 230,000,000 shares of our common stock and an aggregate of ¥100.0 billion between May 17, 2016 and June 30, 2016. Based on the Japanese GAAP information used to calculate our capital ratios as of March 31, 2016, we estimate that the May 2016 program would result in a decline in our capital ratios by approximately 0.1 percentage point.

During November and December 2015, we repurchased 121,703,700 shares of our common stock for ¥99,999,982,169 under a share repurchase program that was adopted in November 2015 and completed in December 2015. Under the program, we were authorized by the Board of Directors to repurchase up to the lesser of an aggregate of 140,000,000 shares of our common stock and an aggregate of ¥100.0 billion between November 16, 2015 and December 31, 2015. Based on the Japanese GAAP information used to calculate our capital ratios as of September 30, 2015, we estimate that the November 2015 program would result in a decline in our capital ratios by approximately 0.1 percentage point.

During May and June 2015, we repurchased 111,151,800 shares of our common stock for ¥99,999,972,728 under a share repurchase program that was adopted in May 2015 and completed in June 2015. Under the program, we were authorized by the Board of Directors to repurchase up to the lesser of an aggregate of 160,000,000 shares of our common stock and an aggregate of ¥100.0 billion between May 18, 2015 and July 31, 2015. Based on the Japanese GAAP information used to calculate our capital ratios as of March 31, 2015, the May 2015 program resulted in a decline in our capital ratios by approximately 0.1 percentage point.

The purposes of the above three programs were to enhance shareholder value, to improve our capital efficiency and to allow the implementation of flexible capital policies in response to changes in the business environment.

Business and Capital Alliance with Hitachi

In May 2016, MUFG, BTMU and Mitsubishi UFJ Lease & Finance Company Limited, or MUL, agreed with Hitachi, Ltd., and Hitachi Capital Corporation, or HC, to form a business alliance to strengthen the financial operations of MUL and HC, including building an open financial platform. In addition, MUFG and MUL agreed to acquire 23.0% and 4.2% of the outstanding shares of HC, respectively, from Hitachi for ¥3,400 per share in August 2016, subject to a final share purchase agreement, regulatory approval and other conditions precedent. HC also agreed to acquire 26,678,000 shares of MUL from the market. Furthermore, each of MUFG and MUL expects to appoint a representative to HC s board of directors, and HC expects to appoint a representative to MUL s board of directors, subject to shareholder approval necessary for such appointments. The five parties to the alliance plan to engage in further discussions with an aim to agree on details of the financial platform, while MUL and HC are expected to commence a discussion at a later date, as appropriate, on ways to further strengthen their relationship, including, as an option, integrating their operations in the future.

Capital and Business Alliance with Security Bank Corporation

In April 2016, BTMU acquired a 20.0% equity interest, on a fully diluted basis, in Security Bank Corporation, a leading commercial bank in the Philippines, through a private placement of newly issued common shares and preferred shares with voting rights for 245 Philippine peso per common share and 0.1 Philippine peso per preferred share, or 36.9 billion Philippine peso, or ¥91.3 billion, in the aggregate. As part of the capital and business alliance between BTMU and Security Bank, BTMU has two directors on Security Bank s board of directors. Security Bank is listed on the Philippines Stock Exchange and is not part of any local conglomerate in the Philippines. Security Bank is expected to be treated as an equity method investee of BTMU. BTMU and Security Bank will collaborate to offer enhanced services by leveraging their expertise and customer bases.

Mitsubishi UFJ Fund Services Acquisition of UBS Global Asset Management s Alternative Fund Services Business

In December 2015, Mitsubishi UFJ Fund Services Holdings Limited, a global asset servicing subsidiary of MUTB, acquired the alternative fund services business of UBS Global Asset Management, a global fund administrator providing professional services for hedge funds, funds of hedge funds, private equity funds and real estate structures, for ¥24.6 billion in cash and recorded ¥2.7 billion of goodwill and ¥7.6 billion of intangible assets. We provide a full suite of global asset administration services, including fund administration, custody, securities lending and foreign exchange as a one stop shop under the MUFG Investor Services brand, and through acquisitions completed in recent periods, have enhanced our competitiveness and scale of operations in the global fund administration market with the aim to be a global industry-leading fund administrator. As a result of the acquisition in December 2015, we became the seventh largest fund service provider in the world in terms of assets under administration with total assets under administration of $266 billion across 2,300 funds. We intend to continue to seek opportunities to strengthen our operational abilities, to further improve the quality of our services, and to expand our global network through acquisitions and investments.

Implementation of Measures to Comply with U.S. Enhanced Prudential Standards

Effective July 1, 2016, MUAH was designated as our U.S. intermediate holding company to comply with the FRB s enhanced prudential standards. As of the same date, BTMU, MUTB and MUSHD transferred to MUAH their ownership interests in their U.S. subsidiaries and affiliates, namely, BTMU Capital Corporation, BTMU Securities, Inc., MUFG Americas Capital Company, Morgan Stanley MUFG Loan Partners, LLC, MUFG Fund Services (USA) LLC, and MUFG Securities Americas Inc. In addition, as of the same date, BTMU transferred 3.8% of its own 100% ownership interest in MUAH to MUFG. Resources and management attention are being expended to implement an appropriate governance structure with an effective internal control system for our U.S. bank and non-bank subsidiaries to comply with applicable regulatory requirements.

Table of Contents

Exposures to Selected European Countries

Several European countries, including Italy, Spain, Portugal, Ireland and Greece, have recently been experiencing weakness in their economic and fiscal situations in varying degrees of severity. We are closely monitoring our exposures in these countries.

The following table sets forth information about our aggregate exposure to selected European countries of BTMU, MUTB and MUSHD, which were the subsidiaries holding the exposure, as of March 31, 2016. The information in the table is categorized by counterparties, consisting of sovereign, non-sovereign financial institutions and non-sovereign non-financial institutions, and by type of financial instruments, which include loans, securities, derivatives and credit default swap, or CDS, protection (sold and bought). The securities exposure includes held-to-maturity, available-for-sale and trading securities. The information included in the table below is based on information compiled for internal risk management purposes only, and not for financial accounting purposes. The exposures are determined based on the country in which the borrower s head office is located. However, in the case of a subsidiary located in a country different from that in which its parent company is located, the country exposure is determined based on the country in which the subsidiary is located.

	March 31, 2016						
	Loans (funded and unfunded)	Securities(1)	Derivatives(2)	CDS protection sold(3)	Gross exposure (funded and unfunded)	CDS protection bought(3)	Net exposure(4)
	(in billions)						
Italy	$4.8	$0.2	$0.9	$0.1	$6.0	$0.4	$5.6
Sovereign							
Financial Institutions	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Others	4.8	0.2	0.9	0.1	6.0	0.4	5.6
Spain	3.4	0.2	0.0	0.0	3.6	0.1	3.5
Sovereign							
Financial Institutions	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Others	3.4	0.2	0.0	0.0	3.6	0.1	3.5
Portugal	0.3	0.0	0.0		0.3	0.0	0.3
Sovereign			0.0		0.0		0.0
Financial Institutions							
Others	0.3	0.0	0.0		0.3	0.0	0.3
Ireland	0.7	0.0	0.0		0.7		0.7
Sovereign							
Financial Institutions		(0.0)	0.0		(0.0)		(0.0)
Others	0.7	0.0	0.0		0.7		0.7
Greece							
Sovereign							
Financial Institutions							
Others							
Total	$9.2	$0.4	$0.9	$0.1	$10.6	$0.5	$10.1
Sovereign			0.0		0.0		0.0
Financial Institutions	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Others	9.2	0.4	0.9	0.1	10.6	0.5	10.1

Notes:

(1) Securities include held-to-maturity securities, available-for-sale securities, and trading securities. Held-to-maturity securities are shown at amortized cost, and available-for-sale securities and trading securities are shown at fair value.
(2) Derivatives amounts represent current exposures, taking into consideration legally enforceable master netting agreements.
(3) CDS protection amounts represent notional amounts.

(4) Net exposure represents gross exposure (funded and unfunded), net of CDS protection bought.
(5) To the extent financial instruments are originally denominated in currencies other than U.S. dollars, the exposure amounts have been translated into U.S. dollars at an internal exchange rate used for our internal risk management purposes as of March 31, 2016.
(6) Negative amounts represent short positions.

Table of Contents

Based on information collected for internal risk management purposes as of March 31, 2016, the consolidated exposure of BTMU, MUTB and MUSHD listed above to Italy, Spain, Portugal, Ireland and Greece represented less than 1.0% of our total assets.

As of March 31, 2016, other than BTMU, MUFG group companies had limited exposures to those European countries. As of the same date, BTMU, MUTB and MUSHD held no sovereign bonds issued by those European countries.

As of March 31, 2016, we had a net exposure totalling $10.1 billion relating to the European peripheral countries identified in the table above. These exposures mainly consisted of commercial loan exposures to corporations and structured finance transactions. Our exposures to Italy and Spain mainly related to the infrastructure sector, such as electricity, gas and telecommunications. Our loan-related exposures to financial institutions in those countries were limited and not material.

In addition to these exposures, we also have indirect exposures. Examples of indirect exposures include country risk exposures related to the collateral received on secured financing transactions. These indirect exposures are managed in the normal course of business through our credit, market and operational risk management framework.

Critical Accounting Estimates

Our consolidated financial statements included elsewhere in this Annual Report are prepared in accordance with U.S. GAAP. Many of the accounting policies require management to make difficult, complex or subjective judgments regarding the valuation of assets and liabilities. The accounting policies are fundamental to understanding our operating and financial review and prospects. The notes to our consolidated financial statements included elsewhere in this Annual Report provide a summary of our significant accounting policies. The following is a summary of the critical accounting estimates:

Allowance for Credit Losses

The allowance for credit losses represents management s best estimate of probable losses in our loan portfolio. The evaluation process, including credit-ratings and self-assessments, involves a number of estimates and judgments. The allowance is based on two principles of accounting guidance: (1) the guidance on contingencies requires that losses be accrued when they are probable of occurring and can be estimated, and (2) the guidance on accounting by creditors for impairment of a loan requires that losses be accrued based on the difference between the loan balance, on the one hand, and the present value of expected future cash flows discounted at the loan s original effective interest rate, the fair value of collateral or the loan s observable market value, on the other hand.

We divide our loan portfolio into the following segments Commercial, Residential, Card, MUAH and Krungsri based on the segments used to determine the allowance for credit losses. We further divide the Commercial segment into classes based on initial measurement attributes, risk characteristics, and our approach to monitoring and assessing credit risk. We determine the appropriate level of the allowance for credit losses for each of our loan portfolios by evaluating various factors and assumptions, such as the borrower s credit rating, collateral value, historical loss experience, and probability of insolvency based on the number of actual delinquencies as well as existing economic conditions. We update these factors and assumptions on a regular basis and upon the occurrence of unexpected changes in the economic environment.

For the Commercial, MUAH and Krungsri segments, our allowance for credit losses primarily consists of allocated allowances. The allocated allowance comprises (1) an allowance for loans individually evaluated for impairment, (2) an allowance for large groups of smaller-balance homogeneous loans, and (3) a formula allowance. The allocated allowance within the Commercial segment also includes an allowance for country risk exposure. The allowance for country risk exposure within the Commercial segment covers transfer risk which is not specifically covered by other types of allowance. Both the allowance for country risk exposure and the formula allowance are provided for performing loans that are not subject to either the allowance for loans individually evaluated for impairment or the allowance for large groups of smaller-balance homogeneous loans.

The allowance for credit losses within the MUAH segment also includes an unallocated allowance which captures losses that are attributable to economic events in various industry or geographic sectors whose impact on our loan portfolio in this segment have occurred but have yet to be recognized in the allocated allowance.

For the Residential and Card segments, the loans are smaller-balance homogeneous loans that are pooled by the risk ratings based on the number of delinquencies. We principally determine the allowance for credit losses based on the probability of insolvency, the number of actual delinquencies and historical loss experience.

For all portfolio segments, key elements relating to the policies and discipline used in determining the allowance for credit losses are our credit classification and the related borrower categorization process. Each of these components is determined based on estimates subject to change when actual events occur. The categorization is based on conditions that may affect the ability of borrowers to service their debt, taking into consideration current financial information, historical payment experience, credit documentation, public information, analyses of relevant industry segments and current trends. In determining the appropriate level of allowance, we evaluate the probable loss by category of loan based on its type and characteristics.

In addition to the allowance for credit losses on our loan portfolio, we maintain an allowance for credit losses on off-balance sheet credit instruments, including commitments to extend credit, a variety of guarantees and standby letters of credit and other financial instruments. This allowance is included in other liabilities.

Determining the adequacy of the allowance for credit losses requires the exercise of considerable judgment and the use of estimates, such as those discussed above. Our actual losses could be more or less than the estimates. To the extent that actual losses differ from management s estimates, additional provisions for credit losses may be required that would adversely impact our operating results and financial condition in future periods. For further information regarding our methodologies used in establishing the allowance for credit losses by portfolio segments and allowance for credit losses policies, see Note 1 to our consolidated financial statements included elsewhere in this Annual Report and B. Liquidity and Capital Resources Financial Condition Loan Portfolio.

For more information on our credit and borrower ratings, see Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk Credit Risk Management.

Impairment of Investment Securities

U.S. GAAP requires the recognition in earnings of an impairment loss on investment securities for a decline in fair value that is other than temporary. Determination of whether a decline is other than temporary often involves estimating the outcome of future events. Management judgment is required in determining whether factors exist that indicate that an impairment loss has been incurred at the balance sheet date. These judgments are based on subjective as well as objective factors. We conduct a review semi-annually to identify and evaluate investment securities that have indications of possible impairment. The assessment of other-than-temporary impairment requires judgment and therefore can have an impact on the results of operations. Impairment is evaluated considering various factors, and their significance varies from case to case.

Debt and marketable equity securities. In determining whether a decline in fair value below cost is other than temporary for a particular equity security, we generally consider factors such as the ability and positive intent to hold the investments for a period of time sufficient to allow for any anticipated recovery in fair value. In addition, an other-than-temporary impairment is recognized in earnings for marketable equity securities when one of the following criteria is met:

the fair value of investments is 20% or more below cost as of the end of the reporting period,

due to the financial condition and near-term prospects of the issuer, the issuer is categorized as Likely to become Bankrupt, Virtually Bankrupt or Bankrupt or de facto Bankrupt status under the Japanese banking regulations, the fair value of the investment has been below cost for six months or longer, or

the fair value of the securities is below cost and a decision has been made to sell the securities.

For debt securities, an other-than-temporary impairment is recognized in earnings if we have an intent to sell a debt security or if it is more likely than not we will be required to sell the debt security before recovery of its amortized cost basis. When we do not intend to sell a debt security and if it is more likely than not that we will not be required to sell the debt security before recovery of its amortized cost basis, the credit component of an other-than-temporary impairment of the debt security is recognized in earnings, but the noncredit component is recognized in accumulated other comprehensive income.

Certain securities held by BTMU, MUTB and certain other subsidiaries, which primarily consist of debt securities issued by the Japanese national government and generally considered to be of minimal credit risk, are determined not to be impaired as the respective subsidiaries do not have an intention to sell the securities, or it is more likely than not that those subsidiaries will not be required to sell before recovery of their amortized cost basis.

The determination of other-than-temporary impairment for certain debt securities held by MUAH, which primarily consist of residential mortgage-backed securities and certain asset-backed securities, is made on the basis of a cash flow analysis and monitoring of the performance of such securities, as well as whether MUAH intends to sell, or is more likely than not required to sell, the securities before recovery of their amortized cost basis.

Nonmarketable equity securities. Nonmarketable equity securities include unlisted preferred securities mainly issued by public companies as well as equity securities of companies that are not publicly traded or are thinly traded. The securities consist of cost-method investments, which are primarily carried at cost because their fair values are not readily determinable. For nonmarketable equity securities issued by public companies, such as preferred stock convertible to marketable common stock in the future, we estimate fair value using commonly accepted valuation models, such as option pricing models based on a number of factors, including the quoted market price of the underlying marketable common stock, volatility and dividend repayments as appropriate, to determine if the investment is impaired in each reporting period. If the fair value of the investment is less than the cost of the investment, we proceed to evaluate whether the impairment is other than temporary. When the decline is other than temporary, those nonmarketable equity securities issued by public companies are written down to fair value estimated by commonly accepted valuation models.

With respect to the other nonmarketable equity securities, we perform a test to determine whether any impairment indicator exists with respect to each cost-method investment in each reporting period. The primary method we use to identify impairment indicators is a comparison of our share in an investee s net assets to the carrying amount of our investment in the investee. We also consider whether significant adverse changes in the regulatory, economic or technological environment have occurred with respect to the investee. We periodically monitor the status of each investee including the credit ratings, which are generally updated once a year based on the annual financial statements of issuers. In addition, if an event that could impact the credit rating of an issuer occurs, we reassess the appropriateness of the credit rating assigned to the issuer in order to maintain an updated credit rating. If an impairment indicator exists, we estimate the fair value of the cost-method investment. If the fair value of the investment is less than the cost of the investment, we proceed to conduct the other-than-temporary impairment evaluation. When we determine that the decline is other than temporary, such remaining nonmarketable equity securities are written down to the estimated fair value, determined based on such factors as the ratio of our investment in the issuer to the issuer s net assets and the latest transaction price, if applicable.

Equity method investees. We determine whether any loss on investments is other than temporary, through consideration of various factors, such as the length of time and the extent to which the fair value has been less than cost, the financial condition and near-term prospects of the investees, and our intent and ability to retain the

investment in the investees for a period of time sufficient to allow for any anticipated recovery in the fair value. We also evaluate additional factors, such as the condition and trend of the economic cycle, and trends in the general market.

Our assessment of potential impairment involves risks and uncertainties depending on market conditions that are global or regional in nature and the condition of specific issuers or industries, as well as management s subjective assessment of the estimated future performance of investments. If we later conclude that a decline is other than temporary, the impairment loss may significantly affect our operating results and financial condition in future periods.

For further information on the amount of the impairment losses and the aggregate amount of unrealized gross losses on investment securities, see Note 3 to our consolidated financial statements included elsewhere in this Annual Report.

Allowance for Repayment of Excess Interest

We maintain an allowance for repayment of excess interest based on our estimate of the potential liability exposure. Our estimate of the potential liability exposure represents the estimated amount of claims for repayment of excess interest to be received in the future. We expect that any such claim will be made on the basis of a 2006 ruling of the Japanese Supreme Court, or the Ruling. Under the Ruling, lenders are generally required to reimburse borrowers for interest payments made in excess of the limits stipulated by the Interest Rate Restriction Act upon receiving claims for reimbursement, despite the then-effective provisions of the Law Concerning Lending Business that exempted a lender from this requirement if the lender provided required notices to the borrower and met other specified requirements, and the borrower voluntarily made the interest payment.

While we have not entered into any consumer loan agreement after April 2007 that imposes an interest rate exceeding the limits stipulated by the Interest Rate Restriction Act, we need to estimate the number of possible claims for reimbursement of excess interest payments. To determine the allowance for repayment of excess interest, we analyze the historical number of repayment claims we have received, the amount of such claims, borrowers profiles, the actual amount of reimbursements we have made, management s future forecasts, and other events that are expected to possibly affect the repayment claim trends in order to arrive at our best estimate of the potential liability. We believe that the provision for repayment of excess interest is adequate and the allowance is at the appropriate amount to absorb probable losses, so that the impact of future claims for reimbursement of excess interest will not have a material adverse effect on our financial position and results of operations. The allowance is recorded as a liability in Other liabilities.

For further information, see Note 27 to our consolidated financial statements included elsewhere in this Annual Report and Item 3.D. Key Information Risk Factors Risks Related to Our Business Because of our loans to consumers and our shareholdings in companies engaged in consumer lending, changes in the business or regulatory environment for consumer finance companies in Japan may further adversely affect our financial results.

Income Taxes

Valuation of deferred tax assets. A valuation allowance for deferred tax assets is recognized if, based on the weight of available evidence, it is more likely than not that some portion or all of the deferred tax assets will not be realized. All available evidence, both positive and negative, is considered to determine whether, based on the weight of that evidence, a valuation allowance is needed. Future realization of the tax benefit of existing deductible temporary differences or carryforwards ultimately depends on the existence of sufficient taxable income.

In determining a valuation allowance, we perform a review of future reversals of existing taxable temporary differences, and future taxable income exclusive of reversing temporary differences. Future taxable income is developed from forecasted operating results, based on recent historical trends and approved business plans, the eligible carryforward periods and other relevant factors. For certain subsidiaries where strong negative evidence exists, such as cumulative losses and the expiration of unused operating loss carryforwards in recent years, a valuation allowance is recognized against the deferred tax assets to the extent that it is more likely than not that they will not be realized.

Forecasted operating results, which serve as the basis of our estimation of future taxable income, have a significant effect on the amount of the valuation allowance. In developing forecasted operating results, we assume that our operating performance is stable for certain entities where strong positive evidence exists, including core earnings based on past performance over a certain period of time. The actual results may be adversely affected by unexpected or sudden changes in interest rates as well as an increase in credit-related expenses due to the deterioration of economic conditions in Japan and material declines in the Japanese stock market to the extent that such impacts exceed our original forecast. In addition, near-term taxable income also influences the expiration of unused operating loss carryforwards since the Japanese corporate tax law permits operating losses to be deducted for a predetermined period generally no longer than seven years for losses generated prior to April 1, 2008 and nine years for losses generated in fiscal years ending after April 1, 2008. For further information on the amount of operating loss carryforwards and the expiration dates, see Note 7 to our consolidated financial statements included elsewhere in this Annual Report.

Because the establishment of the valuation allowance is an inherently uncertain process involving estimates as discussed above, the currently established valuation allowance may not be sufficient. If the estimated valuation allowance is not sufficient, we will incur additional deferred tax expenses, which could materially affect our operating results and financial condition in future periods.

Recognition and Measurement of Uncertain Tax Positions. We provide reserves for unrecognized tax benefits as required under the guidance on accounting for uncertainty in income taxes. In applying the guidance, we consider the relative risks and merits of positions taken in tax returns filed and to be filed, considering statutory, judicial, and regulatory guidance applicable to those positions. The guidance requires us to make assumptions and judgments about potential outcomes that lie outside of management s control. To the extent that the tax authorities disagree with our conclusions, and depending on the final resolution of those disagreements, our effective tax rate may be materially affected in the period of final settlement with tax authorities.

Accounting for Goodwill and Intangible Assets

Accounting for Goodwill. U.S. GAAP requires us to test goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that goodwill may be impaired, using a two-step process that begins with an estimation of the fair value of a reporting unit of our business, which is to be compared with the carrying amount of the unit, to identify potential impairment of goodwill. A reporting unit is an operating segment or component of an operating segment that constitutes a business for which discrete financial information is available and is regularly reviewed by management. The fair value of a reporting unit is defined as the amount at which the unit as a whole could be bought or sold in a current transaction between willing parties. For a reporting unit for which an observable quoted price is not available, the fair value is determined using an income approach. In the income approach, the present value of expected future cash flows is calculated by taking the net present value based on each reporting unit s internal forecasts. A control premium factor is also considered in relation to market capitalization.

If the carrying amount of a reporting unit exceeds its estimated fair value, the second step of the goodwill impairment test is performed to measure the amount of impairment loss recorded in our consolidated statements of income. This test requires comparison of the implied fair value of the unit s goodwill with the carrying amount of that goodwill. The estimate of the implied fair value of the reporting unit s goodwill requires us to allocate the

Table of Contents

fair value of a reporting unit to all of the assets and liabilities of that reporting unit, including unrecognized intangible assets, if any, since the implied fair value is determined as the excess of the fair value of a reporting unit over the net amounts assigned to its assets and liabilities in the allocation. Accordingly, the second step of the impairment test also requires an estimate of the fair value of individual assets and liabilities, including any unrecognized intangible assets that belong to that unit. A change in the estimation could have an impact on impairment recognition since it is driven by hypothetical assumptions, such as customer behavior and interest rate forecasts. The estimation is based on information available to management at the time the estimation is made.

Accounting for Intangible Assets. Intangible assets are amortized over their estimated useful lives unless they have indefinite useful lives. Amortization for intangible assets is computed in a manner that best reflects the economic benefits of the intangible assets. Intangible assets having indefinite useful lives are subject to annual impairment tests. An impairment exists if the carrying value of an indefinite lived asset exceeds its fair value. For other intangible assets subject to amortization, an impairment is recognized if the carrying amount exceeds the fair value of the intangible asset. Each reporting period, we evaluate the remaining useful life of an intangible asset to determine whether events and circumstances warrant a revision to the remaining useful life. When the useful life of intangible assets that were previously not subject to amortization is determined to no longer be indefinite, for example, when unanticipated competition enters the market, the intangible asset becomes subject to amortization over the remaining period that it is expected to contribute to positive cash flows.

Accrued Severance Indemnities and Pension Liabilities

We have defined retirement benefit plans, including lump-sum severance indemnities and pension plans, which cover substantially all of our employees. Severance indemnities and pension costs are calculated based upon a number of actuarial assumptions, including discount rates, expected long-term rates of return on our plan assets and rates of increase in future compensation levels. In accordance with U.S. GAAP, actual results that differ from the assumptions are accumulated and amortized over future periods, and affect our recognized net periodic pension costs and accrued severance indemnities and pension obligations in future periods. Differences in actual experience or changes in assumptions may affect our financial condition and operating results in future periods.

The discount rates for the domestic plans are set to reflect the interest rates of high-quality fixed-rate instruments with maturities that correspond to the timing of future benefit payments.

In developing our assumptions for expected long-term rates of return, we refer to the historical average returns earned by the plan assets and the rates of return expected to be available for reinvestment of existing plan assets, which reflect recent changes in trends and economic conditions, including market prices. We also evaluate input from our actuaries, as well as their reviews of asset class return expectations.

Valuation of Financial Instruments

We measure certain financial assets and liabilities at fair value. The majority of such assets and liabilities are measured at fair value on a recurring basis, including trading securities, trading derivatives and investment securities. In addition, certain other assets and liabilities are measured at fair value on a non-recurring basis, including held for sale loans which are carried at the lower of cost or fair value, collateral dependent loans and nonmarketable equity securities subject to impairment.

We have elected the fair value option for certain foreign securities classified as available-for-sale securities, whose unrealized gains and losses are reported in income.

The guidance on the measurement of fair value defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement

Table of Contents

date. We have an established and documented process for determining fair value in accordance with the guidance. To determine fair value, we use quoted prices which include those provided from pricing vendors, where available. We generally obtain one price or quote per instrument and do not adjust it to determine fair value of the instrument. Certain asset-backed securities are valued based on non-binding quotes provided by independent broker-dealers where no or few observable inputs are available to measure fair value. We do not adjust such broker-dealer quotes to the extent that there is no evidence that would indicate that the quotes are not indicative of the fair values of the securities. We perform internal price verification procedures to ensure that the quotes provided from the independent broker-dealers are reasonable. Such verification procedures include analytical review of periodic price changes, comparison analysis between periodic price changes and changes of indices such as a credit default swap index, or inquiries regarding the underlying inputs and assumptions used by the broker-dealers such as probability of default, prepayment rate and discount margin. These verification procedures are periodically performed by independent risk management departments. For collateralized loan obligations, or CLOs, backed by general corporate loans, the fair value is determined by weighting the internal model valuation and the non-binding broker-dealer quotes. If quoted prices are not available to determine fair value of derivatives, the fair value is based upon valuation techniques that use, where possible, current market-based or independently sourced parameters, such as interest rates, yield curves, foreign exchange rates, volatilities and credit curves. The fair values of trading liabilities are determined by discounting future cash flows at a rate which incorporates our own creditworthiness. In addition, valuation adjustments may be made to ensure that the financial instruments are recorded at fair value. These adjustments include, but are not limited to, amounts that reflect counterparty credit quality, liquidity risk, and model risk. Our financial models are validated and periodically reviewed by risk management departments independent of divisions that created the models.

For a further discussion of the valuation techniques applied to the material assets or liabilities, see Note 32 to our consolidated financial statements included elsewhere in this Annual Report.

Accounting Changes and Recently Issued Accounting Pronouncements

See Accounting Changes and Recently Issued Accounting Pronouncements in Note 1 to our consolidated financial statements included elsewhere in this Annual Report.

A. Operating Results

Results of Operations

The following table sets forth a summary of our results of operations for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,		
	2014	2015	2016
		(in billions)	
Interest income	¥ 2,522.3	¥ 2,894.6	¥ 3,005.7
Interest expense	561.0	663.1	744.3
Net interest income	1,961.3	2,231.5	2,261.4
Provision (credit) for credit losses	(106.4)	87.0	231.9
Non-interest income	1,821.0	2,845.1	2,407.7
Non-interest expense	2,468.3	2,726.9	3,274.5

Income before income tax expense	1,420.4	2,262.7	1,162.7
Income tax expense	337.9	666.1	369.5
Net income before attribution of noncontrolling interests	¥ 1,082.5	¥ 1,596.6	¥ 793.2
Net income (loss) attributable to noncontrolling interests	67.1	65.5	(9.1)
Net income attributable to Mitsubishi UFJ Financial Group	¥ 1,015.4	¥ 1,531.1	¥ 802.3

Major components of our net income attributable to Mitsubishi UFJ Financial Group for the fiscal years ended March 31, 2014, 2015 and 2016 are discussed in further detail below.

Net Interest Income

The following table is a summary of the interest rate spread for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,					
	2014		2015		2016	
	Average balance	Average rate	Average balance	Average rate	Average balance	Average rate
	(in billions, except percentages)					
Interest-earning assets:						
Domestic	¥ 135,087.3	0.87%	¥ 146,830.0	0.79%	¥ 153,612.6	0.71%
Foreign	77,089.0	1.75	90,417.7	1.92	99,103.1	1.93
Total	¥ 212,176.3	1.19%	¥ 237,247.7	1.22%	¥ 252,715.7	1.19%
Financed by:						
Interest-bearing liabilities:						
Domestic	¥ 141,878.0	0.18%	¥ 151,998.8	0.16%	¥ 159,323.2	0.19%
Foreign	47,535.3	0.64	58,102.5	0.73	61,823.8	0.72
Total	189,413.3	0.30	210,101.3	0.32	221,147.0	0.34
Non-interest-bearing liabilities	22,763.0		27,146.4		31,568.7	
Total	¥ 212,176.3	0.26%	¥ 237,247.7	0.28%	¥ 252,715.7	0.29%
Interest rate spread		0.89%		0.90%		0.85%
Net interest income as a percentage of total interest-earning assets		0.92%		0.94%		0.89%

Net interest income is a function of:

- the amount of interest-earning assets,
- the amount of interest-bearing liabilities,
- the general level of interest rates,
- the so-called spread, or the difference between the rate of interest earned on interest-earning assets and the rate of interest paid on interest-bearing liabilities, and

the proportion of interest-earning assets financed by non-interest-bearing liabilities and equity.

Our net interest income for each of the fiscal years ended March 31, 2014, 2015 and 2016 was not materially affected by gains or losses resulting from interest rate and other derivative contracts. We use such derivative instruments to manage the risks affecting the values of our financial assets and liabilities. Although these contracts are generally entered into for risk management purposes, a majority of them do not meet the specific conditions to qualify for hedge accounting under U.S. GAAP and thus are accounted for as trading assets or liabilities. Any gains or losses resulting from such derivative instruments are recorded as part of Trading account profits net. For a detailed discussion of our risk management activities, see A. Operating Results Results of Operations Non-Interest Income and Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk.

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

Net interest income for the fiscal year ended March 31, 2016 was ¥2,261.4 billion, an increase of ¥29.9 billion from ¥2,231.5 billion for the fiscal year ended March 31, 2015. Both interest income and interest expense increased, with the increase in interest income exceeding the increase in interest expense, mainly reflecting a higher balance of our foreign loans. While the average interest rate spread (which is the average interest rate on interest-earning assets minus the average interest rate on interest-bearing liabilities) decreased, the average balance of interest-earning assets increased, primarily reflecting larger volumes of foreign loans and interest-earning deposits in other banks.

Interest income increased ¥111.1 billion to ¥3,005.7 billion for the fiscal year ended March 31, 2016 from ¥2,894.6 billion for the previous fiscal year. Of the ¥111.1 billion increase in interest income, ¥73.1 billion was attributable to interest income from loans. In particular, loans booked at foreign branches and subsidiaries improved with the average loan balance for the fiscal year ended March 31, 2016 increasing ¥6,131.9 billion, or 14.0%, compared to the previous fiscal year. The average interest rate on foreign loans for the fiscal year ended March 31, 2016 decreased 0.07 percentage points compared to the previous fiscal year, reflecting lower market interest rates. Interest income from the domestic loan business decreased ¥48.1 billion, or 5.7%, compared to the previous fiscal year due to declining interest rates and intensified competition among lending institutions in Japan. Interest income from deposits in other banks increased ¥18.4 billion, or 28.6%, mainly due to a higher balance of deposits in central banks, including the Bank of Japan. Interest income from foreign trading account assets increased ¥35.2 billion, or 10.0%, due to a higher balance of foreign currency-denominated trading securities in the commercial banking subsidiaries, partially offset by a decrease of ¥13.1 billion, or 28.5%, in interest income from domestic trading account assets.

Interest expense also increased ¥81.2 billion to ¥744.3 billion for the fiscal year ended March 31, 2016 from ¥663.1 billion for the previous fiscal year. Interest expense on interest-bearing foreign deposits increased ¥33.8 billion, or 13.7%, reflecting a ¥3,705.0 billion, or 9.9%, increase in the average balance of such deposits. Interest expense on long-term debt increased ¥32.0 billion, or 12.6%, due to higher balances of both domestic and foreign long-term debt despite lower average interest rates on such debt as we were able to finance at lower interest rates.

The average interest rate spread decreased 0.05 percentage points to 0.85% for the fiscal year ended March 31, 2016 from 0.90% for the previous fiscal year. For the fiscal year ended March 31, 2016, compared to the previous fiscal year, the average interest rate on interest-earning assets decreased 0.03 percentage points to 1.19% from 1.22%, while the average interest rate on interest-bearing liabilities increased 0.02 percentage points to 0.34% from 0.32%, which resulted in the overall decrease in the average interest rate spread. The average interest rate spread on domestic activities decreased 0.11 percentage points to 0.52% from 0.63%, while the average interest rate spread on foreign activities increased 0.02 percentage points to 1.21% from 1.19%. In Japan, while the average interest rate on interest-earning assets continued to decline, the average interest rate on interest-bearing liabilities slightly increased mainly because of higher interest rates on deposits and short-term borrowings. Interest expense on deposits includes profits and losses from derivatives embedded in structured deposits, where such interest expense is reduced by the amount of net profits and increased by the amount of net losses. For the fiscal year ended March 31, 2016, net profits from such derivatives significantly decreased compared to the previous fiscal year primarily due to lower customer demand for structured deposits as risk aversion heightened. In addition to interest expense on deposits, our cost of short-term U.S. dollar funding through funds purchased, and payables under repurchase agreements and securities lending transactions, also increased as interest rates in the United States were generally on a rising trend during the fiscal year ended March 31, 2016. The impact of these increases in interest expense on deposits and funding cost more than offset the continued downward pressure on interest rates in Japan. As for foreign interest-earning assets and foreign interest-bearing liabilities, interest rates remained, on average, relatively unchanged for the fiscal year ended March 31, 2016 compared to the previous fiscal year, as the impact of the overall increasing trend in interest rates in the United States was offset to a large extent by the overall decreasing trend in interest rates in the Eurozone, where the ECB adjusted its policy interest rates downward to negative rates.

The Bank of Japan has maintained a quantitative and qualitative monetary easing with negative interest rates policy and applied a negative interest rate of minus 0.1% to the Policy-Rate Balances, which are a part of current account amounts held by financial institutions at the Bank of Japan. As a result, the yield on many financial instruments and other market interest rates in Japan have declined to negative levels and the average interest rate on domestic assets continued to decline while the average rate on domestic liabilities reached historically low levels. If the policy is maintained in Japan for an extended period, or if the Bank of Japan s negative interest rate is lowered from the current level, market interest rates may decline further, and our interest rate spread on domestic activities will likely continue to be under severe pressure. Monetary easing policies adopted in foreign markets in Europe, Asia and other regions have placed downward pressure on short-term interest rates in recent periods. However, changes in monetary policies in the United States, declining oil and other commodity prices, concerns over potentially serious ramifications of the result of the U.K. referendum in June 2016, where a majority voted to leave the European Union, and the slowing growth in emerging economies have recently begun to add volatility in both long-term and short-term interest rates, affecting our interest spread. For further information on the Bank of Japan s monetary policy and recent interest rate fluctuations in Japan, see Business Environment Economic Environment in Japan.

The average interest-earning assets for the fiscal year ended March 31, 2016 were ¥252,715.7 billion, an increase of ¥15,468.0 billion from ¥237,247.7 billion for the fiscal year ended March 31, 2015. The average domestic interest-earning assets increased ¥6,782.6 billion to ¥153,612.6 billion mainly due to increases in interest-earning deposits in other banks, particularly the Bank of Japan. This was partially offset by a decrease in the balance of Japanese government bonds to manage interest rate fluctuation risks particularly in light of the Bank of Japan s quantitative and qualitative monetary easing with negative interest rates and measures to purchase Japanese government bonds in the market, which resulted in the yield on Japanese government bonds declining to negative levels. The average foreign interest-earning assets increased ¥8,685.4 billion to ¥99,103.1 billion mainly due to an increase in foreign loans. The increase in foreign loans was mainly due to increased lending activity in the Americas, particularly in the United States, where economic conditions continued to improve at a moderate pace.

The average interest-bearing liabilities for the fiscal year ended March 31, 2016 were ¥221,147.0 billion, an increase of ¥11,045.7 billion from ¥210,101.3 billion for the fiscal year ended March 31, 2015. The average domestic interest-bearing liabilities increased ¥7,324.4 billion to ¥159,323.2 billion mainly due to increases in interest-bearing deposits and long-term debt. The higher balance of domestic deposits was mainly due to an increase in domestic deposits in the banking subsidiaries as customer preference shifted due to the Bank of Japan s quantitative and qualitative monetary easing with negative interest rates policy. Following the implementation of the policy, the yield on various financial instruments and other market interest rates in Japan, including the yield on Japanese government bonds, declined to negative levels. Many financial institutions and money management funds reduced their investments in the money markets to avoid the impact of negative interest rates on their investments and their account amounts at the Bank of Japan. As a result, corporate customers moved their money invested in the money markets to deposit accounts. The increase in domestic long-term debt was mainly due to the issuances by MUFG of senior bonds to comply with the TLAC requirements and to maintain larger balances of foreign currency loans in the banking subsidiaries. The average foreign interest-bearing liabilities increased ¥3,721.3 billion to ¥61,823.8 billion mainly due to larger deposit balances.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

Net interest income for the fiscal year ended March 31, 2015 was ¥ 2,231.5 billion, an increase of ¥270.2 billion from ¥1,961.3 billion for the fiscal year ended March 31, 2014. Both interest income and interest expense increased, with the increase in interest income exceeding the increase in interest expense, mainly reflecting higher interest rates on, and higher balance of, our foreign loans. The average interest rate spread (which is the average interest rate on interest-earning assets minus the average interest rate on interest-bearing liabilities) increased, reflecting improved interest rate spreads on foreign activities. The average balance of interest-earning assets increased, primarily reflecting larger volumes of interest-earning deposits in other banks and loans.

Table of Contents

Interest income increased ¥372.3 billion to ¥2,894.6 billion for the fiscal year ended March 31, 2015 from ¥2,522.3 billion for the previous fiscal year. Of the ¥372.3 billion of increase in interest income, ¥317.5 billion was attributable to interest income from loans. In particular, loans booked at foreign branches and subsidiaries improved with the average loan balance for the fiscal year ended March 31, 2015 increasing ¥10,718.6 billion compared to the previous fiscal year. This reflected a higher lending volume and the depreciation of the Japanese yen against the U.S. dollar. The average interest rate on such loans for the fiscal year ended March 31, 2015 increased 0.28 percentage points compared to the previous fiscal year, reflecting the impact of the consolidation of Krungsri. Interest income from the domestic loan business decreased due to downward pressure on interest rates. Interest income from deposits in other banks increased ¥17.2 billion mainly due to a higher balance of deposits in central banks including the Bank of Japan and the FRB. Interest income from investment securities increased ¥41.4 billion due to a higher balance of foreign currency-denominated investment securities as well as a higher average interest rate on domestic investment securities, which mainly reflected increased dividends on domestic equity securities. These increases were partially offset by a decrease of ¥7.4 billion in interest income from trading account assets due to a decrease in the average balance of foreign currency-denominated trading securities in the commercial banking subsidiaries.

Interest expense also increased ¥102.1 billion to ¥663.1 billion for the fiscal year ended March 31, 2015 from ¥561.0 billion for the previous fiscal year. Interest expense on interest-bearing foreign deposits increased ¥85.6 billion, reflecting a ¥6,907.4 billion increase in the balance of such deposits and a 0.13 percentage point increase in the average interest rate on such deposits. This was mainly due to the impact of the consolidation of Krungsri. Interest expense on domestic interest-bearing deposits decreased ¥11.5 billion, reflecting downward pressure on interest rates in Japan. Interest expense on long-term debt increased ¥22.8 billion, reflecting higher balances of both domestic and foreign long-term borrowings, despite lower average interest rates on such borrowings as we were able to refinance at lower interest rates.

The average interest rate spread increased 0.01 percentage points to 0.90% for the fiscal year ended March 31, 2015 from 0.89% for the previous fiscal year. For the fiscal year ended March 31, 2015, compared to the previous fiscal year, the average interest rate on assets increased 0.03 percentage points to 1.22% from 1.19%, while the average interest rate on liabilities increased 0.02 percentage points to 0.32% from 0.30%, which resulted in the overall increase in the average interest rate spread. The average interest rate spread on foreign activities increased 0.08 percentage points to 1.19% from 1.11%, while the average interest rate spread on domestic activities decreased 0.06 percentage points to 0.63% from 0.69%. The wider interest rate spread on foreign activities was mainly because interest rates on interest-earning assets such as loans increased at steeper rates than interest rates on interest-bearing liabilities such as deposits and long-term debt. Lower short-term and long-term interest rates and intensified competition resulted in the decline in interest rates on domestic assets and liabilities. As interest rates on domestic interest-bearing liabilities remained at near-zero levels in the past two fiscal years, the decreases in interest rates on domestic interest-earning assets exceeded the decreases in interest rates on domestic interest-bearing liabilities.

In Japan, the Bank of Japan sought to keep short-term interest rates low by maintaining its quantitative and qualitative monetary easing policy throughout the past two fiscal years. As a result, the average interest rate on domestic assets continued to decline, while the average interest rate on domestic liabilities reached and remained at historically low levels. If the Bank of Japan continues to maintain its current policy on its short-term policy interest rate as well as other monetary easing policies, our interest rate spread on domestic activities will likely continue to be under severe pressure. Monetary easing policies adopted in foreign markets in the Americas, Europe, Asia and other regions have placed downward pressure on short-term interest rates in recent periods. However, changes in monetary policies in the United States and geopolitical issues around the world have recently begun to add volatility in both long-term and short-term interest rates, affecting our interest spread. For further information on the Bank of Japan s monetary policy and recent interest rate fluctuations in Japan, see Business Environment Economic Environment in Japan.

The average interest-earning assets for the fiscal year ended March 31, 2015 were ¥237,247.7 billion, an increase of ¥25,071.4 billion from ¥212,176.3 billion for the fiscal year ended March 31, 2014. The average domestic interest-earning assets increased ¥11,742.7 billion to ¥146,830.0 billion mainly due to increases in interest-earning deposits in other banks, particularly the Bank of Japan. This was partially offset by a decrease in the balance of Japanese government bonds held as available-for-sale securities as a result of sales of such bonds to reduce the risk of a sudden and drastic increase in short-term interest rates. The average foreign interest-earning assets increased ¥13,328.6 billion to ¥90,417.7 billion mainly due to an increase in foreign loans. The increase in foreign loans was mainly due to increased lending of MUB in the United States and the impact of the consolidation of Krungsri as well as the depreciation of the Japanese yen against the U.S. dollar.

The average interest-bearing liabilities for the fiscal year ended March 31, 2015 were ¥210,101.3 billion, an increase of ¥20,688.0 billion from ¥189,413.3 billion for the fiscal year ended March 31, 2014. The average domestic interest-bearing liabilities increased ¥10,120.8 billion to ¥151,998.8 billion mainly due to increases in interest-bearing deposits, short-term market funding and long-term debt. The higher balance of deposits was mainly due to increases in ordinary deposits in the banking subsidiaries, partially offset by decreases in term deposits in our commercial banking subsidiaries and negotiable certificates of deposit in our trust banking subsidiaries. The increase in short-term market funding was mainly due to an increase in payables under securities lending transactions in our securities subsidiaries. The increase in long-term debt is mainly due to increased long-term borrowings in our banking subsidiaries as part of their asset and liability management in light of continued low interest rates and a larger balance of loans. The average foreign interest-bearing liabilities increased ¥10,567.2 billion to ¥58,102.5 billion mainly due to increases in deposits in Krungsri, MUAH and foreign branches of our banking subsidiaries, as well as increases in other short-term borrowings and trading account liabilities as we began to switch funding sources from our group companies to third-party lenders in order to take advantage of the comparatively favorable market interest rate environment.

Provision (credit) for credit losses

Provision (credit) for credit losses is charged to operations to maintain the allowance for credit losses at a level deemed appropriate by management. For more information on our provision (credit) for credit losses and a description of the approach and methodology used to establish the allowance for credit losses, see B. Liquidity and Capital Resources Financial Condition Loan Portfolio Allowance policy.

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

We recorded ¥231.9 billion of provision for credit losses for the fiscal year ended March 31, 2016, compared to ¥87.0 billion for the previous fiscal year. By segment, for the fiscal year ended March 31, 2016, ¥117.1 billion, ¥0.9 billion, ¥47.4 billion and ¥76.0 billion of provision for credit losses were recorded in the Commercial, Card, MUAH and Krungsri segments, respectively, while ¥9.5 billion of credit for credit losses was recorded in the Residential segment. For the previous fiscal year, ¥22.6 billion, ¥2.6 billion and ¥94.6 billion of provision for credit losses were recorded in the Commercial, Card and Krungsri segments, respectively, while ¥30.9 billion and ¥1.9 billion of credit for credit losses were recorded in the Residential and MUAH segments, respectively.

The provision recorded in the Commercial segment for the fiscal year ended March 31, 2016 mainly reflected further deterioration in the business and financial performance of a large borrower in the domestic electronics manufacturing industry, and deterioration in the credit conditions of borrowers in the energy sector, which were adversely affected by declining oil and other commodity prices. The provision for credit losses in the MUAH segment for the fiscal year ended March 31, 2016 primarily reflected the deteriorated credit quality of borrowers in the oil and gas sector in MUAH s loan portfolio, particularly those that are engaged in the petroleum exploration and production business. The provision for credit losses in the Krungsri segment for the fiscal year ended March 31, 2016 mainly reflected the negative impact of the stagnant economic conditions in Thailand on the credit quality of the small and medium-sized enterprise portfolio and the retail and consumer finance portfolio.

98

The decrease in provision for credit losses in the Card segment for the fiscal year ended March 31, 2016 compared to the previous fiscal year was primarily due to an overall improvement in the credit quality of the portfolio as we continued to apply refined borrower screening, which we had originally implemented in June 2010 under regulatory reforms in the consumer finance industry, and the stable corporate environment in recent periods has contributed to higher income for borrowers in the segment. The credit for credit losses in the Residential segment reflected an overall improvement in the credit quality of the portfolio as the stable corporate environment in recent periods has contributed to higher income for borrowers in the segment.

We recorded ¥5.3 billion of credit for credit losses for our domestic loan portfolio for the fiscal year ended March 31, 2016, compared to credit for credit losses of ¥17.5 billion for the previous fiscal year. This reflected the improved credit quality of the Residential segment. We recorded ¥237.2 billion of provision for credit losses for our foreign portfolio for the fiscal year ended March 31, 2016, compared to provision for credit losses of ¥104.5 billion for the previous fiscal year. This increase was primarily attributable to the deteriorated credit conditions of overseas borrowers in the energy sector.

For more information, see B. Liquidity and Capital Resources Financial Condition Loan Portfolio.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

We recorded ¥ 87.0 billion of provision for credit losses for the fiscal year ended March 31, 2015, compared to credit for credit losses of ¥106.4 billion for the previous fiscal year. By segment, for the fiscal year ended March 31, 2015, ¥ 22.6 billion, ¥ 2.6 billion and ¥ 94.6 billion of provision for credit losses were recorded in the Commercial, Card and Krungsri segments, respectively, while ¥30.9 billion and ¥1.9 billion of credit for credit losses was recorded in the Residential and MUAH segments, respectively. For the previous fiscal year, ¥70.1 billion, ¥36.0 billion and ¥5.9 billion of credit for credit losses were recorded in the Commercial, Residential and MUAH segments, respectively, while ¥5.6 billion of provision for credit losses was recorded in the Card segment.

The provision recorded in the Commercial segment for the fiscal year ended March 31, 2015 mainly reflected significant deterioration in the operational and financial performance of a large borrower in the domestic electronics manufacturing industry. The provision recorded in the Krungsri segment primarily consisted of provisions of allowance for large groups of smaller-balance homogenous loans and formula allowance for loans that have been extended since the date of our acquisition of Krungsri, as well as provisions of allowance for loans individually evaluated for impairment particularly in the consumer and SME portfolios that were adversely affected by a slowdown in the economic growth in Thailand. The credit for credit losses recorded in the Residential segment was mainly because the stable corporate environment in recent periods contributed to higher income for borrowers in Japan.

We recorded ¥ 17.5 billion of credit for credit losses for our domestic loan portfolio for the fiscal year ended March 31, 2015, compared to credit for credit losses of ¥81.4 billion for the previous fiscal year. We recorded ¥104.5 billion of provision for credit losses for our foreign portfolio for the fiscal year ended March 31, 2015, compared to credit for credit losses of ¥25.0 billion for the previous fiscal year. The increase in provision for credit losses in our foreign portfolio was primarily attributable to the Krungsri segment.

Non-Interest Income

The following table is a summary of our non-interest income for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,		
	2014	2015	2016
		(in billions)	
Fees and commissions income[1]:			
Fees and commissions on deposits	¥ 46.1	¥ 57.1	¥ 58.9
Fees and commissions on remittances and transfers	158.8	168.1	169.1
Fees and commissions on foreign trading business	68.3	71.5	84.7
Fees and commissions on credit card business	157.2	179.7	193.6
Fees and commissions on security-related services	300.1	285.7	285.3
Fees and commissions on administration and management services for investment funds	126.7	141.1	149.9
Trust fees	105.7	106.9	110.1
Guarantee fees	52.6	53.0	44.7
Insurance commissions	39.7	63.3	69.5
Fees and commissions on real estate business	34.7	36.4	43.5
Other fees and commissions	204.2	238.2	266.6
Total	1,294.1	1,401.0	1,475.9
Foreign exchange gains (losses) net	(61.8)	(113.1)	192.1
Trading account profits (losses) net:			
Net profits (losses) on interest rate and other derivative contracts	(84.4)	(37.4)	434.4
Net profits (losses) on trading account securities, excluding derivatives	50.5	1,186.1	(157.7)
Total	(33.9)	1,148.7	276.7
Investment securities gains net:			
Net gains on sales of available-for-sale securities:			
Debt securities	128.8	71.2	110.9
Marketable equity securities	77.7	70.5	153.7
Impairment losses on available-for-sale securities:			
Debt securities	(2.6)	(3.5)	(1.0)
Marketable equity securities	(0.3)	(0.6)	(21.9)
Other	99.9	17.1	(9.4)
Total	303.5	154.7	232.3
Equity in earnings of equity method investees net	110.5	172.9	176.9
Gains on sales of loans	17.7	15.0	12.2
Government grant for transfer of substitutional portion of Employees Pension Fund Plans	115.2		
Other non-interest income	75.7	65.9	41.6
Total non-interest income	¥ 1,821.0	¥ 2,845.1	¥ 2,407.7

Note:

(1) Reflects the changes made to the components of fees and commissions in the fiscal year ended March 31, 2015. The following components were redefined in 2015 and certain reclassifications were made between the components: Fees and commissions on deposits, Fees and commissions on remittances and transfers, Fees and commissions on security-related services, Fees and commissions on administration and management services for investment funds and Other fees and commissions. The amounts for the fiscal year ended March 31, 2014 have been reclassified to conform to the presentation for the fiscal years ended March 31, 2015 and 2016.

Table of Contents

Non-interest income consists of the following:

Fees and commissions income

Fees and commissions income consist of the following:

Fees and commissions on deposits consist of fees and commissions charged for ATM transactions and other deposit and withdrawal services.

Fees and commissions on remittances and transfers consist of fees and commissions charged for settlement services such as domestic fund remittances, including those made through electronic banking.

Fees and commissions on foreign trading business consist of fees and commissions charged for fund collection and financing services related to foreign trading business activities.

Fees and commissions on credit card business consist of fees and commissions related to the credit card business such as interchange income, annual fees, royalty and other service charges from franchisees.

Fees and commissions on security-related services primarily consist of fees and commissions for sales and transfers of securities, including investment funds, underwriting, brokerage and advisory services, securitization arrangement services, and agency services for the calculation and payment of dividends.

Fees and commissions on administration and management services for investment funds primarily consist of fees and commissions earned on managing investment funds on behalf of clients.

Trust fees consist primarily of fees earned on fiduciary asset management and administration services for corporate pension plans and investment funds.

Guarantee fees consist of fees related to the guarantee business, including those charged for providing guarantees on residential mortgage loans and other loans.

Insurance commissions consist of commissions earned by acting as agent for insurance companies for the sale of insurance products.

Fees and commissions on real estate business primarily consist of fees from real estate agent services.

Other fees and commissions include various fees and commissions, such as arrangement fees and agent fees, other than the fees mentioned above.

Net foreign exchange gains (losses)

Net foreign exchange gains (losses) consist of the following:

Net foreign exchange gains (losses) on derivative contracts are net gains (losses) primarily on currency derivative instruments entered into for trading purposes. For more information on our derivative contracts, see Note 24 to our consolidated financial statements included elsewhere in this Annual Report.

Net foreign exchange gains (losses) on other than derivative contracts include foreign exchange trading gains (losses) as well as transaction gains (losses) on the translation into Japanese yen of monetary assets and liabilities denominated in foreign currencies. The transaction gains (losses) on the translation into Japanese yen fluctuate from period to period depending upon the spot rates at the end of each fiscal year. In principle, all transaction gains (losses) on translation of monetary assets and liabilities denominated in foreign currencies are included in current earnings.

Net foreign exchange gains (losses) related to the fair value option include transaction gains (losses) on the translation into Japanese yen of securities under the fair value option. For more information on the fair value option, see Note 32 to our consolidated financial statements included elsewhere in this Annual Report.

Table of Contents

Net trading account profits (losses)

Trading account assets and liabilities are carried at fair value and changes in the value of trading account assets and liabilities are recorded in net trading account profits (losses). Activities reported in our net trading account profits (losses) can generally be classified into two categories:

- trading purpose activities, which are conducted mainly for the purpose of generating profits either through transaction fees or arbitrage gains and involve frequent and short-term selling and buying of securities, commodities or others; and

- trading account assets relating to the application of certain accounting rules, which are generally not related to trading purpose activities, but simply classified as trading accounts due to the application of certain accounting rules.

Of the two categories, trading account assets relating to the application of certain accounting rules represent a smaller portion of our trading account profits for the fiscal year ended March 31, 2016.

We generally do not separate, for financial reporting purposes, customer originated trading activities from non-customer related, proprietary trading activities. When an order for a financial product is placed by a customer, a dealer offers a price which includes certain transaction fees, often referred to as the margin to the market price. The margin is determined by considering factors such as administrative costs, transaction amount and liquidity of the applicable financial product. Once the customer agrees to the offered price, the deal is completed and the position is recorded in our ledger as a single entry without any separation of components. To manage the risk relating to the customer side position, we often enter into an offsetting transaction with the market. Unrealized gains and losses as of the period-end for both the customer side position and the market side position are recorded within the same trading account profits and losses.

Net trading account profits (losses) consist of net profits (losses) on interest rate and other derivative contracts and net profits (losses) on trading account securities, excluding derivatives.

Net profits (losses) on interest rate and other derivative contracts are reported for net profits (losses) on derivative instruments which primarily relate to trading purpose activities and include:

- *Interest rate contracts*: Interest rate contracts are mainly utilized to manage interest rate risks which could arise from mismatches between assets and liabilities resulting from customer originated trading activities;

- *Equity contracts*: Equity contracts are mainly utilized to manage the risk that would arise from price fluctuations of stocks held in connection with customer transactions;

- *Commodity contracts*: Commodity contracts are mainly utilized to meet customers demand for hedging the risks relating to their transactions, and to diversify our portfolio; and

- *Credit derivatives*: Credit derivatives are mainly utilized as a part of our credit portfolio risk management.

Derivative instruments for trading purposes also include those used as hedges of net exposures rather than for specifically identified assets or liabilities, which do not meet the specific criteria for hedge accounting.

Net profits (losses) on trading account securities, excluding derivatives, consist of :

Net profits (losses) on trading account securities, which primarily consist of gains and losses on trading and valuation of trading securities which relate to trading purpose activities. Net profits (losses) on investment securities held by certain consolidated variable interest entities, or VIEs, are included in accordance with the applicable accounting rules.

Table of Contents

Net profits (losses) on trading account securities under the fair value option, which are classified into trading accounts profits (losses) in accordance with certain accounting rules. For more information on the fair value option, see Note 32 to our consolidated financial statements included elsewhere in this Annual Report.

Net investment securities gains (losses)

Net investment securities gains (losses) primarily include net gains (losses) on sales of marketable securities, particularly debt securities and marketable equity securities that are classified as available-for-sale securities. In addition, impairment losses are recognized and offset net investment securities gains when management concludes that declines in the fair value of investment securities are other than temporary.

Net equity in earnings (losses) of equity method investees

Net equity in earnings (losses) of equity method investees includes our equity interest in the earnings of our equity method investees and impairment losses on our investments in equity method investees.

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

Non-interest income decreased 437.4 billion to ¥2,407.7 billion for the fiscal year ended March 31, 2016 from ¥2,845.1 billion for the fiscal year ended March 31, 2015. This decrease was mainly attributable to a ¥1,343.8 billion decrease in net profits on trading account securities, excluding derivatives. This decrease was partially offset by a ¥471.8 billion increase in net profits on interest rate and other derivative contracts.

Fees and commissions income

Fees and commissions income increased ¥74.9 billion to ¥1,475.9 billion for the fiscal year ended March 31, 2016 from ¥1,401.0 billion for the fiscal year ended March 31, 2015. This increase was primarily due to an increase in fees and commissions on foreign trading business in domestic and overseas branches. Fees and commissions on credit card business also increased primarily due to an increased number of consumer finance clients and an increased volume of transactions achieved through improved cooperation between BTMU and Krungsri.

Net foreign exchange gains (losses)

The following table sets forth the details of our foreign exchange gains and losses for the fiscal years ended March 31, 2015 and 2016:

	Fiscal years ended March 31,	
	2015	**2016**

	(in billions)	
Foreign exchange gains (losses) net:		
Net foreign exchange gains (losses) on derivative contracts	¥ (217.5)	¥ 374.3
Net foreign exchange gains (losses) on other than derivative contracts	(862.2)	875.8
Net foreign exchange gains (losses) related to the fair value option	966.6	(1,058.0)
Total	¥ (113.1)	¥ 192.1

Net foreign exchange gains for the fiscal year ended March 31, 2016 were ¥192.1 billion, compared to ¥113.1 billion of net foreign exchange losses for the fiscal year ended March 31, 2015. This was mainly due to an increase of ¥1,738.0 billion in net foreign exchange gains on other than derivative contracts. As the Japanese yen appreciated against other major currencies during the fiscal year ended March 31, 2016, net foreign exchange gains on other than derivative contracts increased primarily due to the foreign exchange translation impact on the value of monetary liabilities denominated in foreign currencies in our commercial banking subsidiaries. Net foreign exchange gains on derivative contracts increased ¥591.8 billion, mainly reflecting higher trading gains on currency options and currency swaps in the banking subsidiaries. These increases were partially offset by larger losses on securities transactions due to the foreign exchange translation impact.

Net trading account profits (losses)

The following table sets forth details of our trading account profits and losses for the fiscal years ended March 31, 2015 and 2016:

	Fiscal years ended March 31, 2015	2016
	(in billions)	
Trading account profits (losses) net:		
Net profits (losses) on interest rate and other derivative contracts		
Interest rate contracts	¥ 261.6	¥ 243.7
Equity contracts	(255.1)	149.2
Commodity contracts	(6.3)	1.8
Credit derivatives	5.1	12.4
Other	(42.7)	27.3
Total	¥ (37.4)	¥ 434.4
Net profits (losses) on trading account securities, excluding derivatives		
Trading account securities	¥ 496.7	¥ 0.1
Trading account securities under the fair value option	689.4	(157.8)
Total	¥ 1,186.1	¥ (157.7)
Total	¥ 1,148.7	¥ 276.7

We recorded net trading account profits of ¥276.7 billion for the fiscal year ended March 31, 2016, compared to ¥1,148.7 billion for the fiscal year ended March 31, 2015. This decrease was mainly due to ¥157.8 billion of net losses on trading account securities under the fair value option for the fiscal year ended March 31, 2016, compared to ¥689.4 billion of net gains on such securities for the previous fiscal year. This resulted mainly from lower prices of U.S. Treasury securities as interest rates in the United States increased. In addition, net profits on trading account securities decreased ¥496.6 billion because lower trading volumes in, and smaller price increases of, Japanese government bonds. The volume of trading in Japanese government bonds in the market decreased in the fiscal year ended March 31, 2016 compared to the previous fiscal year. These decreases were partially offset by an improvement of ¥471.8 billion in net profits on interest rate and other derivative contracts, mainly reflecting higher fair values of, and larger trading profits on, equity contracts.

Net investment securities gains

Net investment securities gains increased ¥77.6 billion to ¥232.3 billion for the fiscal year ended March 31, 2016 from ¥154.7 billion for the fiscal year ended March 31, 2015. This increase was mainly due to an increase of ¥83.2 billion in net gains on sales of available-for-sale marketable equity securities as we continued to sell down our equity holdings in an effort to reduce the risk of stock price fluctuations. In addition, net gains on sales of available-for-sale debt securities increased ¥39.7 billion, reflecting the higher volume of sales of Japanese government bonds to reduce our holdings of such bonds as part of our asset and liability management and interest rate risk management measures. These increases were partially offset by larger impairment losses on available-for-sale equity securities, mainly reflecting the generally declining trend in stock prices in Japan.

Net equity in earnings of equity method investees

Net equity in earnings of equity method investees for the fiscal year ended March 31, 2016 was ¥176.9 billion, compared to ¥172.9 billion for the previous fiscal year, reflecting higher earnings of our equity method investees, including Morgan Stanley.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

Non-interest income increased ¥1,024.1 billion to ¥ 2,845.1 billion for the fiscal year ended March 31, 2015 from ¥1,821.0 billion for the fiscal year ended March 31, 2014. This increase was mainly attributable to a ¥1,135.6 billion increase in net profits on trading account securities, excluding derivatives. This increase was partially offset by a ¥148.8 billion decrease in net investments securities gains.

Fees and commissions income

Fees and commissions income increased ¥106.9 billion to ¥1,401.0 billion for the fiscal year ended March 31, 2015 from ¥1,294.1 billion for the fiscal year ended March 31, 2014. This increase was primarily due to the positive impact of the consolidation of Krungsri particularly on fees and commissions on remittances and transfers, fees and commissions on credit card business, fees and commissions on administration and management services for investment funds, and insurance commissions. Fees and commissions on deposits increased due to higher fees charged for domestic retail banking transactions conducted through channels operated by third-party business partners. Other fees and commissions also increased due to advisory fees received for a large-scale structured finance project. These increases were partially offset by a decrease in fees and commissions on security-related services due to lower brokerage commissions on equity securities, reflecting the less active Japanese equity market compare to the previous fiscal year.

Net foreign exchange losses

The following table sets forth the details of our foreign exchange gains and losses for the fiscal years ended March 31, 2014 and 2015:

	Fiscal years ended March 31,	
	2014	2015
	(in billions)	
Foreign exchange losses net:		
Net foreign exchange losses on derivative contracts	¥ (52.7)	¥ (217.5)
Net foreign exchange losses on other than derivative contracts	(2,026.4)	(862.2)
Net foreign exchange gains related to the fair value option	2,017.3	966.6
Total	¥ (61.8)	¥ (113.1)

Net foreign exchange losses for the fiscal year ended March 31, 2015 were ¥113.1 billion, compared to ¥61.8 billion of net foreign exchange losses for the fiscal year ended March 31, 2014. This was mainly due to a decrease of ¥1,050.7 billion in net foreign exchange gains related to the fair value option. The Japanese yen depreciated against other major currencies in the fiscal year ended March 31, 2014, and while the Japanese yen generally remained on a depreciating trend against other major currencies in the fiscal year ended March 31, 2015, the rate of depreciation was smaller, particularly against the U.S. dollar, and the depreciating trend reversed against the euro for extended periods. This was partially offset by an improvement of ¥1,164.2 billion in net foreign exchange losses on other than derivative contracts mainly due to lower foreign exchange translation losses on monetary liabilities denominated in foreign currencies in our commercial banking subsidiaries, reflecting the gradual depreciation of the Japanese yen against other major currencies.

Table of Contents

Net trading account profits (losses)

The following table sets forth details of our trading account profits and losses for the fiscal years ended March 31, 2014 and 2015:

	Fiscal years ended March 31, 2014	2015
	(in billions)	
Trading account profits (losses) net:		
Net losses on interest rate and other derivative contracts		
Interest rate contracts	¥ 29.9	¥ 261.6
Equity contracts	(104.7)	(255.1)
Commodity contracts	2.9	(6.3)
Credit derivatives	(6.4)	5.1
Other	(6.1)	(42.7)
Total	¥ (84.4)	¥ (37.4)
Net profits on trading account securities, excluding derivatives		
Trading account securities	¥ 276.5	¥ 496.7
Trading account securities under the fair value option	(226.0)	689.4
Total	¥ 50.5	¥ 1,186.1
Total	¥ (33.9)	¥ 1,148.7

We recorded net trading account profit of ¥1,148.7 billion for the fiscal year ended March 31, 2015, compared to net trading account losses of ¥33.9 billion for the fiscal year ended March 31, 2014. This was mainly due to an improvement of ¥915.4 billion in net profits on trading account securities under the fair value option, which primarily consisted of a ¥584.6 billion improvement in our commercial banking subsidiaries and a ¥332.5 billion improvement in our trust banking subsidiaries. These improvements reflected higher fair values of foreign currency denominated bonds, including U.S. Treasury bonds, as interest rates in the United States decreased. The improvements were also attributable to increases in fair values of Eurozone sovereign bonds, including German and French government bonds, as our banking subsidiaries increased their holdings of such bonds and interest rates decreased in Europe where economic conditions remained stagnant. Net profits on trading account securities also increased ¥220.2 billion primarily due to larger gains from the trading business in our securities subsidiaries taking advantage of declining long-term interest rates in Japan during the fiscal year ended March 31, 2015.

Net investment securities gains

Net investment securities gains decreased ¥148.8 billion to ¥154.7 billion for the fiscal year ended March 31, 2015 from ¥303.5 billion for the fiscal year ended March 31, 2014. This decrease was partly due to a decrease of ¥57.6 billion in net gains on sales of available-for-sale debt securities, reflecting reduced volumes of sales of Japanese government bonds, compared to the previous fiscal year when we decreased our holdings of such bonds as part of our asset and liability management and interest rate risk management measures. The decrease in net investment securities gains was also attributable to a decrease of ¥82.8 billion in net gains on sales of other investment securities as our banking subsidiaries reported comparatively higher gains on sales of preferred securities related to a specific customer in the fiscal year ended March 31, 2014.

Net equity in earnings of equity method investees

Net equity in earnings of equity method investees for the fiscal year ended March 31, 2015 was ¥172.9 billion, compared to ¥110.5 billion for the previous fiscal year, reflecting higher earnings of our equity method investees, including Morgan Stanley.

Table of Contents

Non-Interest Expense

The following table shows a summary of our non-interest expense for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,		
	2014	2015	2016
		(in billions)	
Salaries and employee benefits	¥ 1,029.6	¥ 1,097.5	¥ 1,158.9
Occupancy expenses net	158.4	168.7	182.8
Fees and commissions expenses	222.0	248.1	285.4
Outsourcing expenses, including data processing	216.7	241.7	244.7
Depreciation of premises and equipment	103.7	108.6	99.7
Amortization of intangible assets	198.1	222.4	237.3
Impairment of intangible assets	0.3	0.7	117.7
Insurance premiums, including deposit insurance	101.1	115.5	91.9
Communications	50.9	54.7	58.3
Taxes and public charges	69.5	96.6	93.7
Impairment of goodwill	7.8	3.4	333.7
Other non-interest expenses	310.2	369.0	370.4
Total non-interest expense	¥ 2,468.3	¥ 2,726.9	¥ 3,274.5

Non-interest expense consists of:

salaries and employee benefits, which include the amount of money paid as salaries and bonuses as well as the cost of fringe-benefits,

occupancy expenses net, which include the amount of money paid as rents for offices and other facilities,

fees and commissions expenses, which include the amount of money paid as fees and commissions on services received,

outsourcing expenses, including data processing, which include the amount of money paid for the outsourcing services, including IT-related services,

depreciation of premise and equipment, which includes the depreciation of the value of buildings, equipment and furniture through the passage of time,

amortization of intangible assets, which includes the amount of deductions of the cost of investments in software and other intangible assets over their estimated useful lives,

impairment of intangible assets, which includes the amount of reductions in the carrying amounts of intangible assets with indefinite useful lives in excess of their fair values, *insurance premiums, including deposits insurance*, which include the amount of money paid as the insurance premiums including the deposit insurance premiums paid to the Deposit Insurance Corporation of Japan

communications, which include the amount of money paid for communications such as postal services and telecommunications,

taxes and public charges, which include the amount of tax payments and other public charges,

provision for repayment of excess interest, which includes the amount of money reserved for the estimated amount of repayment of excess interest payments received in our consumer finance and credit card subsidiaries,

impairment of goodwill, which includes the amount of reductions in the carrying amount of goodwill recorded in connection with the acquisition of companies in excess of their fair values, and

other non-interest expenses.

Table of Contents

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

Non-interest expense increased ¥547.6 billion to ¥3,274.5 billion for the fiscal year ended March 31, 2016 from ¥2,726.9 billion for the previous fiscal year. Major factors affecting this increase are discussed below.

Salaries and employee benefits

Salaries and employee benefits for the fiscal year ended March 31, 2016 were ¥1,158.9 billion, an increase of ¥61.4 billion from ¥1,097.5 billion for the previous fiscal year. This increase was primarily due to an increase in salaries largely in MUAH to increase the headcount of qualified personnel to facilitate the process for its preparation for compliance with U.S. enhanced prudential standards rules, which became applicable on July 1, 2016.

Provision for repayment of excess interest

Provision for repayment of excess interest for the fiscal year ended March 31, 2016 was ¥31.0 billion, compared to nil for the fiscal year ended March 31, 2015. The provision was recognized as we began to receive more claims from borrowers than we had anticipated during the three months ended March 31, 2016. The provision is included in other non-interest expenses in our consolidated statements of income.

Impairment of goodwill

Impairment of goodwill for the fiscal year ended March 31, 2016 was ¥333.7 billion, an increase of ¥330.3 billion from ¥3.4 billion for the fiscal year ended March 31, 2015.

For the fiscal year ended March 31, 2016, we recognized ¥4.3 billion in impairment of goodwill relating to a reporting unit within the Trust Assets Business Group segment. We readjusted the future cash flow projection of the reporting unit in this segment, considering the relevant subsidiaries recent business performance. In light of this situation, the fair value of the reporting unit, which was based on its projected discounted future cash flow, fell below the carrying amount of the reporting unit. As a result of the required goodwill impairment test, the carrying amount of the reporting unit s goodwill exceeded the implied fair value of the reporting unit s goodwill, and the impairment loss was recognized on the related goodwill.

For the fiscal year ended March 31, 2016, we recognized ¥151.7 billion in impairment of goodwill relating to the reporting unit other than MUAH and Krungsri within the Global Business Group segment. The Bank of Japan announced implementation of the quantitative and qualitative monetary easing with negative interest rates policy in January 2016, and the benchmark yield turned and stayed negative through to the end of the fiscal year. Japanese stock prices have fallen, and the Japanese yen has appreciated against other major currencies since the start of the calendar year 2016, reflecting investors heightened risk aversion around the globe. As a result, MUFG s stock price declined from ¥743.7 on March 31, 2015 to ¥521.5 on March 31, 2016. Since the fair value of the reporting unit other than MUAH and Krungsri within the Global Business Group segment was estimated based on MUFG s stock price, this decline led to a decrease in MUFG s market capitalization and negatively affected the fair value of the reporting unit. In light of this situation, the fair value of the reporting unit fell below the carrying amount of the reporting unit. As a result of the required goodwill impairment test, the carrying amount of the reporting unit s goodwill exceeded the implied fair value of the reporting unit s goodwill, and the impairment loss was recognized on the related goodwill.

For the fiscal year ended March 31, 2016, we recognized ¥177.8 billion in impairment of goodwill relating to the Krungsri reporting unit within the Global Business Group segment. The economy in China continued to slow down due to weaker investment activity, while decreasing exports adversely affected other Asian economies, including Thailand. As a result of the slowdown in the Thai economic growth, Krungsri s stock price

Table of Contents

declined from THB44.75 on December 31, 2014 to THB29.75 on December 31, 2015. Since the fair value of the Krungsri reporting unit was estimated based on Krungsri s stock price, this decline led to a decrease in Krungsri s market capitalization and negatively affected the fair value of the reporting unit. In light of this situation, the fair value of the reporting unit fell below the carrying amount of the reporting unit. As a result of the required goodwill impairment test, the carrying amount of the reporting unit s goodwill exceeded the implied fair value of the reporting unit s goodwill, and the impairment loss was recognized on the related goodwill.

Impairment of intangible assets

Impairment of intangible assets for the fiscal year ended March 31, 2016 was ¥117.7 billion, compared to ¥0.7 billion for the previous fiscal year. This increase was primarily due to an increase in impairment on the core deposit intangible held by BTMU. The quantitative and qualitative monetary easing with negative interest rates policy of the Bank of Japan led to a decrease in the spread between the interest rate on BTMU s core deposit funding and alternative interest rates on BTMU s funding in the market. As a result, we reevaluated our core deposit intangible and recognized an impairment loss on BTMU s core deposit intangible. See Note 6 to our consolidated financial statements included elsewhere in this Annual Report.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

Non-interest expense increased ¥258.6 billion to ¥2,726.9 billion for the fiscal year ended March 31, 2015 from ¥2,468.3 billion for the previous fiscal year. Major factors affecting this change in non-interest expense are discussed below.

Salaries and employee benefits

Salaries and employee benefits for the fiscal year ended March 31, 2015 were ¥1,097.5 billion, an increase of ¥67.9 billion from ¥1,029.6 billion for the previous fiscal year. This increase was primarily due to an increase in salaries of ¥49.4 billion as a result of the consolidation of Krungsri. Salaries also increased in our commercial banking subsidiaries foreign offices and subsidiaries mainly due to the depreciation of the Japanese yen against the U.S. dollar.

Fees and commissions expenses

Fees and commissions expenses for the fiscal year ended March 31, 2015 was ¥248.1 billion, an increase of ¥26.1 billion from ¥222.0 billion for the fiscal year ended March 31, 2014. This increase was mainly due to the impact of the consolidation of Krungsri and large expenses relating to our consumer finance business.

Outsourcing expenses, including data processing

Outsourcing expenses, including data processing, for the fiscal year ended March 31, 2015 was ¥241.7 billion, an increase of ¥25.0 billion from ¥216.7 billion for the fiscal year ended March 31, 2014. A substantial portion of this increase was recorded in our commercial banking subsidiaries due to higher fees for upgrading system software in foreign branches and subsidiaries, including MUAH, in connection with the integration of their operations in the United States and the enhancement of their regulatory compliance system enhancement.

Amortization of intangible assets

Amortization of intangible assets for the fiscal year ended March 31, 2015 was ¥222.4 billion, an increase of ¥24.3 billion from ¥198.1 billion for the fiscal year ended March 31, 2014. This increase was mainly due to an increase in amortization of Krungsri s intangible assets such as customer relationships as Krungsri s intangible assets became subject to amortization in the fiscal year ended March 31, 2015. We recorded ¥124.3 billion of intangible assets relating to Krungsri s customer relationships as of the acquisition date of December 18, 2013. We decided to apply the fixed-installment depreciation method to these customer relationships for eight to 14-year periods, depending on the characteristics of each of the customer relationships.

Taxes and public charges

Taxes and public charges for the fiscal year ended March 31, 2015 was ¥96.6 billion, an increase of ¥27.1 billion from ¥69.5 billion for the fiscal year ended March 31, 2014. This increase was mainly due to the increase in the Japanese consumption tax rate from 5% to 8% in April 2014.

Other non-interest expenses

Other non-interest expenses for the fiscal year ended March 31, 2015 were ¥372.4 billion, an increase of ¥54.4 billion from ¥318.0 billion for the fiscal year ended March 31, 2014. This increase reflected BTMU s payment of $315 million, or ¥34.5 billion, to the New York State Department of Financial Services in November 2014. See Recent Developments.

Income Tax Expense

The following table shows a summary of our income tax expense for the fiscal years ended March 31, 2014, 2015 and 2016:

	Fiscal years ended March 31,		
	2014	2015	2016
	(in billions, except percentages)		
Income before income tax expense	¥ 1,420.4	¥ 2,262.7	¥ 1,162.7
Income tax expense	337.9	666.0	369.4
Effective income tax rate	23.8%	29.4%	31.8%
Combined normal effective statutory tax rate	38.0%	35.6%	33.9%

Reconciling items between the combined normal effective statutory tax rates and the effective income tax rates for the fiscal years ended March 31, 2014, 2015 and 2016 are summarized as follows:

	Fiscal years ended March 31,		
	2014	2015	2016
Combined normal effective statutory tax rate	38.0%	35.6%	33.9%
Increase (decrease) in taxes resulting from:			
Nondeductible expenses	0.2	0.1	0.3
Impairment of goodwill	0.2		9.7
Foreign tax credit and payments	(0.6)	(1.0)	(1.9)
Lower tax rates applicable to income of subsidiaries	(0.4)	(0.1)	(0.2)
Change in valuation allowance	(12.4)	(1.3)	(4.0)

Realization of previously unrecognized tax effects of subsidiaries	(0.1)		
Nontaxable dividends received	(3.3)	(1.6)	(1.9)
Undistributed earnings of subsidiaries	0.5	0.1	0.7
Tax and interest expense for uncertainty in income taxes		(0.2)	0.0
Enacted change in tax rates	1.2	(1.7)	(4.3)
Other net	0.5	(0.5)	(0.5)
Effective income tax rate	23.8%	29.4%	31.8%

Income taxes applicable to us in Japan are imposed by the national, prefectural and municipal governments, and the aggregate of these taxes resulted in a combined normal effective statutory tax rate of 38.0%, 35.6% and 33.9% for the fiscal year ended March 31, 2014, 2015 and 2016. Foreign subsidiaries are subject to income taxes of the jurisdictions in which they operate. These taxes are reflected in the effective income tax rate.

The effective income tax rate for the fiscal year ended March 31, 2016 was 31.8%, 2.1 percentage points lower than the combined normal effective statutory rate of 33.9%. The lower effective income tax rate was attributable to the effect of changes in tax law, resulting in a 4.3 percentage points decrease in the effective income tax rate. Under the 2016 Tax Reform enacted by the Japanese Diet on March 29, 2016, the effective statutory rate of corporate income tax will be reduced from approximately 33.9% to 31.5% starting in a corporation s fiscal year that begins on or after April 1, 2016. The tax reform legislation also includes changes in the limitation on the use of net operating loss carryforwards from 65% to 60% of taxable income for the period between April 1, 2016 and March 31, 2017, and from 50% to 55% for the period between April 1, 2017 and March 31, 2018, respectively, and a one-year reduction in the carryforward period of certain net operating loss carryforwards from ten years to nine years for the period between April 1, 2017 and March 31, 2018. The changes in tax laws resulted in a decrease of ¥50,081 million in income tax expense for the fiscal year ended March 31, 2016.

This lower effective income tax rate also reflected a valuation allowance release of ¥65.7 billion, which reduced our valuation allowance to ¥208.3 billion as of March 31, 2016 and resulted in a 4.0 percentage point reduction in the effective income tax rate. Generally, we reduce our valuation allowance to the extent that it is more likely than not that the deferred tax assets would be realized. For the fiscal year ended March 31, 2016, we recorded the valuation allowance release primarily because the profitability of a subsidiary improved. Management considered various factors, including the subsidiary s improved operating performance and cumulative operating results over the prior several years as well as the outlook regarding the subsidiary s prospective operating performance, and determined that sufficient positive evidence existed as of March 31, 2016 to conclude that it was more likely than not that a portion of the subsidiary s operating loss carryforwards reflected in our deferred tax assets would be realizable. As a result, our valuation allowance was reduced to the extent of that portion as of March 31, 2016.

The foregoing factors were offset by a 9.7 percentage point increase as a result of our recording an impairment of goodwill under U.S. GAAP, decreasing our income from continuing operations before income tax expense to ¥1,162.7 billion for the fiscal year ended March 31, 2016. Under Japanese tax law, such impairment was not deductible in computing our taxable income.

The effective income tax rate for the fiscal year ended March 31, 2015 was 29.4%, 6.2 percentage points lower than the combined normal effective statutory rate of 35.6%. This was partly due to our receipt of nontaxable dividends. Under Japanese tax law, a certain percentage of dividends received is regarded as nontaxable and excluded from gross revenue in computing taxable income. This creates a permanent difference between our taxable income for Japanese tax purposes and our income before income tax expense reported under U.S. GAAP. Another factor contributing to the lower effective income tax rate was a reduction in valuation allowances to the extent that it was more likely than not that the deferred tax assets would be realized mainly because certain subsidiaries were expected to remain profitable in future periods, considering the current business environment.

In addition, the lower effective income tax rate was also attributable to the effect of changes in tax law. Under the 2015 Tax Reform enacted by the Japanese Diet on March 31, 2015, the effective statutory rate of corporate income tax was reduced from approximately 35.6% to 33.9% starting in a corporation s fiscal year that begins on or after April 1, 2015. The tax reform legislation also includes changes in the limitation on the use of net operating loss carryforwards from 80% to 65% of taxable income for the two-year period between April 1, 2015 and March 31, 2017, and from 65% to 50% for the fiscal years beginning on or after April 1, 2017, respectively, and a one-year increase in the carryforward period of certain net operating loss carryforwards from nine years to ten years for the fiscal years beginning on or after April 1, 2017. The changes in tax laws resulted in a decrease of ¥39,966 million in income tax expense for the fiscal year ended March 31, 2015. Furthermore, the Tokyo Metropolitan Government Bureau of Taxation promulgated revisions to the local tax law in July 2015. The revisions reduced the combined normal effective statutory tax rate from approximately 33.9% as of March 31, 2015 to approximately 32.3% starting in a corporation s fiscal year that begins on or after April 1, 2016.

The effective income tax rate for the fiscal year ended March 31, 2014 was 23.8%, 14.2 percentage points lower than the combined normal effective statutory tax rate of 38.0%. This lower effective income tax rate

Table of Contents

primarily reflected a decrease in the valuation allowance against deferred tax assets which accounted for 12.4 percentage points of the difference between the combined normal effective statutory tax rate and the effective income tax rate. For the fiscal year ended March 31, 2014, we recorded a valuation allowance release on the basis of management s reassessment of the amount of our deferred tax assets that were more likely than not to be realized. As of March 31, 2014, management considered new evidence, both positive and negative, that could impact management s view with regard to future realization of deferred tax assets. As a result, among others,

a release of valuation allowance of ¥91.1 billion was due to the application of the consolidated corporate-tax system beginning with the fiscal year ending March 31, 2015. This is because MUFG would be able to utilize income in more profitable subsidiaries to realize the benefit of net operating loss carryforwards and existing deductible temporary differences recorded at MUFG. A consolidated basis for corporate income taxes results in the reporting of taxable income or loss based upon the combined profits or losses of the parent company and its wholly owned domestic subsidiaries. Management believes that the net operating loss carryforwards related to corporate taxes will be fully utilized by the application of the consolidated corporate-tax system; and

a release of valuation allowance of ¥45.9 billion was due to the profitability improvement of a certain subsidiary. Management considered various factors, including the improved operating performance and cumulative operating results over the prior several years of the subsidiary as well as the outlook regarding prospective operating performance of the subsidiary, and determined that sufficient positive evidence exists as of March 31, 2014, to conclude that it is more likely than not that additional deferred tax assets would be realizable.

On March 20, 2014, the Japanese Diet enacted the 2014 Tax Reform which terminated the temporary surtax levied on corporate income taxes one year earlier than the change in tax law on November 30, 2011 as described above. As a result, the effective statutory rate of corporate income tax for the fiscal year ending March 31, 2015 was set at approximately 35.6%. The change in tax law resulted in an increase of ¥16.7 billion in income tax expense for the fiscal year ended March 31, 2014.

Net income (loss) attributable to noncontrolling interests

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

We recorded net loss attributable to noncontrolling interests of ¥9.1 billion for the fiscal year ended March 31, 2016, compared to net income attributable to noncontrolling interests of ¥65.5 billion for the previous fiscal year. This decrease was mainly due to impairment of goodwill attributable to noncontrolling interests relating to Krungsri.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

We recorded net income attributable to noncontrolling interests of ¥65.5 billion for the fiscal year ended March 31, 2015, compared to ¥67.1 billion for the previous fiscal year.

Business Segment Analysis

We measure the performance of each of our business segments primarily in terms of operating profit. Operating profit and other segment information in this Annual Report are based on the financial information prepared in accordance with Japanese GAAP as adjusted in accordance with internal management accounting rules and practices. Accordingly, the format and information are not consistent with our consolidated financial statements prepared on the basis of U.S. GAAP. For example, operating profit does not reflect items such as a component of the provision (credit) for credit losses (primarily equivalent to the formula allowance under U.S. GAAP), foreign exchange gains (losses) and investment securities gains (losses). For a reconciliation of operating profit under the internal management reporting system to income before income tax expense shown on the consolidated statements of income, see Note 30 to our consolidated financial statements included elsewhere in this Annual Report. We do not use information on the segments total assets to allocate our resources and assess performance. Accordingly, business segment information on total assets is not presented.

We operate our main businesses under an integrated business group system, which integrates the operations of BTMU, MUTB, MUMSS (through MUSHD), Mitsubishi UFJ NICOS and other subsidiaries in the following five business groups Retail Banking, Corporate Banking, Trust Assets, Global, and Global Markets, each of which is treated as a business segment. These five businesses serve as the core sources of our revenue. Operations that are not covered under these five business groups, as well as the elimination of duplicated amounts of net revenues among business segments, are classified under Other as further described below.

The following is a brief explanation of our business segments for the fiscal year ended March 31, 2016:

Retail Banking Business Group Covers all domestic retail businesses, including commercial banking, trust banking and securities businesses. This business group integrates the retail businesses of BTMU, MUTB, MUMSS, Mitsubishi UFJ NICOS and other subsidiaries as well as retail product development, promotion and marketing in a single management structure. At the same time, this business group has developed and implemented MUFG Plaza, a one-stop, comprehensive financial services concept that provides integrated banking, trust and securities services.

Corporate Banking Business Group Covers all domestic corporate businesses, including commercial banking, investment banking, trust banking and securities businesses. Through the integration of these business lines, diverse financial products and services are provided to our corporate clients. This business group has clarified strategic domains, sales channels and methods to match the different growth stages and financial needs of our corporate clients.

Trust Assets Business Group Covers asset management and administration services for products such as pension trusts and security trusts by integrating the trust banking expertise of MUTB and the global network of BTMU. This business group provides a full range of services to corporate and other pension funds, including stable and secure pension fund management and administration, advice on pension schemes and payment of benefits to scheme members.

Global Business Group Covers businesses outside Japan, including commercial banking such as loans, deposits and cash management services, investment banking, retail banking, trust banking and securities businesses (with the retail banking and trust assets businesses being conducted through MUB, and Krungsri), through a global network of nearly 1,200 offices outside Japan to provide customers with financial products and services that meet their increasingly diverse and sophisticated financing needs.

MUB is one of the largest commercial banks in California by both total assets and total deposits. MUB provides a wide range of financial services to consumers, small businesses, middle market companies and major corporations, primarily in California, Oregon and Washington but also nationally and internationally. MUB s parent company is MUAH, which is a bank holding company in the United States.

Krungsri is one of the major commercial banks in Thailand and provides a comprehensive range of banking, consumer finance, investment, asset management, and other financial products and services to individual consumers, small and medium enterprises, and large corporations mainly in Thailand. Krungsri s consolidated subsidiaries include a major credit card issuer, a major automobile financing service provider, an asset management company, and a microfinance service provider in Thailand. MUFG holds a 76.88% ownership interest in Krungsri through BTMU as of March 31, 2016. The amounts for this segment in the table below represent the respective amounts before taking into account the noncontrolling interest.

Global Markets Business Group Covers asset and liability management and strategic investments of BTMU and MUTB, and sales and trading of financial products of BTMU, MUTB and MUSHD.

Other Consists mainly of the corporate centers of MUFG, BTMU, MUTB and MUMSS. The elimination of duplicated amounts of net revenues among business segments is also reflected in Other.

Table of Contents

Effective April 1, 2015, we began to include Krungsri as part of the Global Business Group, as shown in the table below.

In addition, effective April 1, 2015, we made modifications to our management accounting rules and practices to clarify the responsibility for profits of each business segment. The modifications had the following impact:

for the fiscal year ended March 31, 2015, reducing the operating profits of the Retail Banking Business Group, the Corporate Banking Business Group and the Trust Assets Business Group by ¥6.5 billion, ¥22.3 billion and ¥1.8 billion, respectively, and increasing the operating profits of the Global Business Group, the Global Markets Business Group and Other by ¥27.7 billion, ¥39.2 billion and ¥68.3 billion, respectively;

for the fiscal year ended March 31, 2014, reducing the operating profits of the Retail Banking Business Group, the Corporate Banking Business Group, the Trust Assets Business Group and the Global Business Group by ¥3.0 billion, ¥17.6 billion, ¥1.3 billion and ¥20.4 billion, respectively, and increasing the operating profits of the Global Markets Business Group and Other by ¥33.0 billion and ¥9.6 billion, respectively.

Prior period business segment information has been restated to enable comparisons between the relevant amounts for the fiscal years ended March 31, 2014, 2015 and 2016.

Effective April 1, 2015, the Integrated Retail Banking Business Group, the Integrated Corporate Banking Business Group, the Integrated Trust Assets Business Group, the Integrated Global Business Group and the Integrated Global Markets Business Group were renamed the Retail Banking Business Group, the Corporate Banking Business Group, the Trust Assets Business Group, the Global Business Group and the Global Markets Business Group, respectively.

For further information, see Note 30 to our consolidated financial statements included elsewhere in this Annual Report.

The following table set forth our business segment information for the fiscal years ended March 31, 2014, 2015 and 2016:

				Global Business Group						
	Retail Banking Business Group	Corporate Banking Business Group	Trust Assets Business Group	Other than MUAH/ Krungsri	MUAH	Krungsri	Total	Global Markets Business Group	Other	Total
					(in billions)					
Fiscal year ended March 31, 2014:										
Net revenue:	¥ 1,283.6	¥ 912.5	¥ 159.0	¥ 540.5	¥ 375.9	¥	¥ 916.4	¥ 604.7	¥ (12.8)	¥ 3,863.4
Operating expenses	952.2	444.6	95.4	292.9	266.9		559.8	185.0	163.0	2,400.0
Operating profit (loss)	¥ 331.4	¥ 467.9	¥ 63.6	¥ 247.6	¥ 109.0	¥	¥ 356.6	¥ 419.7	¥ (175.8)	¥ 1,463.4
Fiscal year ended March 31, 2015:										
Net revenue:	¥ 1,299.4	¥ 949.3	¥ 171.5	¥ 611.6	¥ 442.4	¥ 240.3	¥ 1,294.3	¥ 661.7	¥ (11.7)	¥ 4,364.5
Operating expenses	958.8	454.5	103.2	365.0	306.0	123.7	794.7	204.4	185.5	2,701.1

Operating profit (loss)	¥ 340.6	¥ 494.8	¥ 68.3	¥ 246.6	¥ 136.4	¥ 116.6	¥ 499.6	¥ 457.3	¥ (197.2)	¥ 1,663.4
Fiscal year ended March 31, 2016:										
Net revenue:	¥ 1,259.2	¥ 911.2	¥ 172.2	¥ 579.7	¥ 437.9	¥ 261.6	¥ 1,279.2	¥ 633.8	¥ (9.4)	¥ 4,246.2
Operating expenses	972.6	450.9	102.0	365.8	318.0	131.2	815.0	207.1	147.6	2,695.2
Operating profit (loss)	¥ 286.6	¥ 460.3	¥ 70.2	¥ 213.9	¥ 119.9	¥ 130.4	¥ 464.2	¥ 426.7	¥ (157.0)	¥ 1,551.0

Note:

In January 2015, we integrated the former BTMU Bangkok branch with Krungsri. In the above table, the net revenue, operating expenses and operating profit of the former BTMU Bangkok branch for the fiscal year ended March 31, 2015 are included in the Global Business Group, but not in Krungsri. The net revenue, operating expenses and operating profit of the former BTMU Bangkok branch were ¥21.9 billion, ¥7.5 billion and ¥14.4 billion for the fiscal year ended March 31, 2015, respectively.

Table of Contents

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

Retail Banking Business Group

Net revenue of the Retail Banking Business Group decreased ¥40.2 billion to ¥1,259.2 billion for the fiscal year ended March 31, 2016 from ¥1,299.4 billion for the fiscal year ended March 31, 2015. Net revenue of the Retail Banking Business Group mainly consists of domestic revenues from commercial banking operations, such as deposits and lending operations, and fees related to sales of investment products to retail customers, as well as fees received by subsidiaries within the Retail Banking Business Group. The decrease in net revenue was mainly attributable to lower net interest income from loans, such as residential loans, as both interest rate spreads and lending volumes decreased in Japan where interest rates continued to decline and the competition in the housing loan market continued to intensify. Fee income also decreased, particularly in the commercial banking and securities subsidiaries, primarily because of lower sales in investment financial instruments such as mutual funds.

Operating expenses of the Retail Banking Business Group increased ¥13.8 billion to ¥972.6 billion for the fiscal year ended March 31, 2016 from ¥958.8 billion for the fiscal year ended March 31, 2015.

Operating profit of the Retail Banking Business Group decreased ¥54.0 billion to ¥286.6 billion for the fiscal year ended March 31, 2016 from ¥340.6 billion for the fiscal year ended March 31, 2015.

Corporate Banking Business Group

Net revenue of the Corporate Banking Business Group decreased ¥38.1 billion to ¥911.2 billion for the fiscal year ended March 31, 2016 from ¥949.3 billion for the fiscal year ended March 31, 2015. Net revenue of the Corporate Banking Business Group mainly consists of domestic revenues from corporate lending and other commercial banking operations, investment banking and trust banking businesses in relation to corporate clients, as well as fees received by subsidiaries within the Corporate Banking Business Group. The lower net revenue was mainly due to a decrease in net interest income relating to corporate lending due to reduced interest rate spreads reflecting lower market interest rates, as well as a decrease in fee income from the investment banking businesses such as structured financing in our banking subsidiaries. These decreases were offset in part by increased fee income from the primary business, such as underwriting of equity and debt securities, in our securities subsidiaries.

Operating expenses of the Corporate Banking Business Group decreased ¥3.6 billion to ¥450.9 billion for the fiscal year ended March 31, 2016 from ¥454.5 billion for the fiscal year ended March 31, 2015. This decrease was mainly due to the reduced headcount in domestic branches and the reduced administrative costs through the implementation of a new system designed to improve the efficiency of daily administrative operations through enhanced collaboration among group companies.

Operating profit of the Corporate Banking Business Group decreased ¥34.5 billion to ¥460.3 billion for the fiscal year ended March 31, 2016 from ¥494.8 billion for the fiscal year ended March 31, 2015.

Trust Assets Business Group

Net revenue of the Trust Assets Business Group increased ¥0.7 billion to ¥172.2 billion for the fiscal year ended March 31, 2016 from ¥171.5 billion for the fiscal year ended March 31, 2015. Net revenue of the Trust Assets Business Group mainly consists of fees from asset management and administration services for products such as pension trusts and investment trusts. Net revenue of Trust Assets Business Group increased mainly due to an increase in income from the fund administration and custody services globally.

Operating expenses of the Trust Assets Business Group decreased ¥1.2 billion to ¥102.0 billion for the fiscal year ended March 31, 2016 from ¥103.2 billion for the fiscal year ended March 31, 2015.

Operating profit of the Trust Assets Business Group increased ¥1.9 billion to ¥70.2 billion for the fiscal year ended March 31, 2016 from ¥68.3 billion for the fiscal year ended March 31, 2015.

Table of Contents

Global Business Group

Net revenue of the Global Business Group decreased ¥15.1 billion to ¥1,279.2 billion for the fiscal year ended March 31, 2016 from ¥1,294.3 billion for the fiscal year ended March 31, 2015. Net revenue of the Global Business Group mainly consists of revenues from commercial banking businesses outside of Japan, including loan, deposit and cash management, investment banking, retail banking, trust banking and securities businesses. Net revenue of the Global Business Group was adversely affected by decreases in revenues in China, where the economic growth decelerated, in ASEAN, where economic conditions were negatively impacted by the economic slowdown in China and declining oil and other commodity prices. Net revenue of the Global Business Group was also negatively affected by the appreciation of the Japanese yen against other major currencies. These negative effects were partially offset by increased fees from our investment banking and advisory services relating to M&A transactions in the United States and the EMEA regions. Krungsri s net revenue also increased mainly due to the expanded scope and volume of its business as a result of its integration with BTMU s Bangkok branch and lower market interest rates that enabled Krungsri to reduce its funding costs.

Operating expenses of the Global Business Group increased ¥20.3 billion to ¥815.0 billion for the fiscal year ended March 31, 2016 from ¥794.7 billion for the fiscal year ended March 31, 2015, mainly due to increases in salaries in foreign branches of our commercial banking and securities subsidiaries for global financial regulatory compliance purposes, as well as higher costs for enhancing our global financial regulatory compliance system.

Operating profit of the Global Business Group decreased ¥35.4 billion to ¥464.2 billion for the fiscal year ended March 31, 2016 from ¥499.6 billion for the fiscal year ended March 31, 2015.

Global Markets Business Group

Net revenue of the Global Markets Business Group decreased ¥27.9 billion to ¥633.8 billion for the fiscal year ended March 31, 2016 from ¥661.7 billion for the fiscal year ended March 31, 2015. This decrease was mainly attributable to higher costs of hedging our exposures relating to our foreign currency denominated bond investment portfolio.

Operating expenses of the Global Markets Business Group increased ¥2.7 billion to ¥207.1 billion for the fiscal year ended March 31, 2016 from ¥204.4 billion for the fiscal year ended March 31, 2015.

Operating profit of the Global Markets Business Group decreased ¥30.6 billion to ¥426.7 billion for the fiscal year ended March 31, 2016 from ¥457.3 billion for the fiscal year ended March 31, 2015.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

Retail Banking Business Group

Net revenue of the Retail Banking Business Group increased ¥15.8 billion to ¥1,299.4 billion for the fiscal year ended March 31, 2015 from ¥1,283.6 billion for the fiscal year ended March 31, 2014. Net revenue of the Retail Banking Business Group mainly consists of domestic revenues from commercial banking operations, such as deposits and lending operations, and fees related to sales of investment products to retail customers, as well as fees received by subsidiaries within the Retail Banking Business Group. The increase in net revenue was mainly due to increases in volumes of consumer finance products and sales of financial products such as insurance products, despite the negative impact of lower interest income from loans such as residential loans due to lower interest rates and decreased volumes in the zero-interest rate and competitive housing market environment.

Operating expenses of the Retail Banking Business Group increased ¥6.6 billion to ¥958.8 billion for the fiscal year ended March 31, 2015 from ¥952.2 billion for the fiscal year ended March 31, 2014.

Operating profit of the Retail Banking Business Group increased ¥9.2 billion to ¥340.6 billion for the fiscal year ended March 31, 2015 from ¥331.4 billion for the fiscal year ended March 31, 2014.

Corporate Banking Business Group

Net revenue of the Corporate Banking Business Group increased ¥36.8 billion to ¥949.3 billion for the fiscal year ended March 31, 2015 from ¥912.5 billion for the fiscal year ended March 31, 2014. Net revenue of the Corporate Banking Business Group mainly consists of domestic revenues from corporate lending and other commercial banking operations, investment banking and trust banking businesses in relation to corporate clients, as well as fees received by subsidiaries within the Corporate Banking Business Group. The increase in net revenue was mainly from the investment banking businesses such as structured financing in our banking subsidiaries and from the primary and secondary businesses in our securities subsidiaries, reflecting improved market conditions in and outside of Japan.

Operating expenses of the Corporate Banking Business Group increased ¥9.9 billion to ¥454.5 billion for the fiscal year ended March 31, 2015 from ¥444.6 billion for the fiscal year ended March 31, 2014.

Operating profit of the Corporate Banking Business Group increased ¥26.9 billion to ¥494.8 billion for the fiscal year ended March 31, 2015 from ¥467.9 billion for the fiscal year ended March 31, 2014.

Trust Assets Business Group

Net revenue of the Trust Assets Business Group increased ¥12.5 billion to ¥171.5 billion for the fiscal year ended March 31, 2015 from ¥159.0 billion for the fiscal year ended March 31, 2014. Net revenue of the Trust Assets Business Group mainly consists of fees from asset management and administration services for products such as pension trusts and investment trusts. Improvements in market conditions since the introduction of Abenomics continued to have a positive impact on the businesses of the Trust Assets Business Group.

Operating expenses of the Trust Assets Business Group increased ¥7.8 billion to ¥103.2 billion for the fiscal year ended March 31, 2015 from ¥95.4 billion for the fiscal year ended March 31, 2014.

Operating profit of the Trust Assets Business Group increased ¥4.7 billion to ¥68.3 billion for the fiscal year ended March 31, 2015 from ¥63.6 billion for the fiscal year ended March 31, 2014.

Global Business Group

Net revenue of the Global Business Group increased ¥377.9 billion to ¥1,294.3 billion for the fiscal year ended March 31, 2015 from ¥916.4 billion for the fiscal year ended March 31, 2014. Net revenue of the Global Business Group mainly consists of revenues from commercial banking businesses outside of Japan, including loan, deposit and cash management, investment banking, retail banking, trust banking and securities businesses. The increase in net revenue mainly came from increases in fees and commissions income and interest income from loans to both Japanese and non-Japanese companies in Asia and the Americas. The depreciation of the Japanese yen, mainly against the U.S. dollar, also contributed to the increase in net revenue of the Global Business Group.

Operating expenses of the Global Business Group increased ¥234.9 billion to ¥794.7 billion for the fiscal year ended March 31, 2015 from ¥559.8 billion for the fiscal year ended March 31, 2014 mainly due to increases in salaries in foreign branches of our commercial banking and securities subsidiaries, the cost for enhancing our global financial regulatory compliance system and the depreciation of the Japanese yen against other major currencies.

Operating profit of the Global Business Group increased ¥143.0 billion to ¥499.6 billion for the fiscal year ended March 31, 2015 from ¥356.6 billion for the fiscal year ended March 31, 2014.

In December 2013, BTMU acquired a controlling interest in Krungsri. Accordingly, no business segment information was stated for the fiscal year ended March 31, 2014 in the above table.

Global Markets Business Group

Net revenue of the Global Markets Business Group increased ¥57.0 billion to ¥661.7 billion for the fiscal year ended March 31, 2015 from ¥604.7 billion for the fiscal year ended March 31, 2014. This increase was mainly due to higher capital gains, in the strategic investment business in our commercial and trust banking subsidiaries, reflecting improved stock prices in major markets, and higher gains in the sales and trading business in our commercial banking and security subsidiaries, reflecting higher volatility in the financial markets.

Operating expenses of the Global Markets Business Group increased ¥19.4 billion to ¥204.4 billion for the fiscal year ended March 31, 2015 from ¥185.0 billion for the fiscal year ended March 31, 2014, primarily due to an increase in salaries, including performance-based bonuses in our overseas securities subsidiaries, reflecting increased market activities.

Operating profit of the Global Markets Business Group increased ¥37.6 billion to ¥457.3 billion for the fiscal year ended March 31, 2015 from ¥419.7 billion for the fiscal year ended March 31, 2014.

Geographic Segment Analysis

The table below sets forth our total revenue, income (loss) before income tax expense (benefit) and net income (loss) attributable to Mitsubishi UFJ Financial Group on a geographic basis for the fiscal years ended March 31, 2014, 2015 and 2016. Assets, income and expenses attributable to foreign operations are allocated to geographical areas based on the domicile of the debtors and customers. In general, the MUFG Group has allocated all direct expenses and a proportionate share of general and administrative expenses to income derived from foreign loans and other transactions by the MUFG Group s foreign operations to the relevant foreign geographical areas. Certain charges, such as most impairment charges on goodwill, are recognized as domestic expenses. For further information, see Note 31 to our consolidated financial statements included elsewhere in this Annual Report.

	Fiscal years ended March 31,		
	2014	**2015**	**2016**
		(in billions)	
Total revenue (interest income and non-interest income):			
Domestic	¥ 3,110.1	¥ 3,016.4	¥2,995.6
Foreign:			
United States of America	219.0	715.5	800.7
Europe	155.0	521.4	326.4
Asia/Oceania excluding Japan	569.0	1,087.4	981.1
Other areas(1)	290.3	399.0	309.6
Total foreign	1,233.3	2,723.3	2,417.8
Total	¥ 4,343.3	¥ 5,739.7	¥5,413.4
Income (loss) before income tax expense (benefit):			
Domestic	¥ 1,157.8	¥ 1,003.4	¥494.1
Foreign:			
United States of America	(207.1)	200.2	58.8
Europe	11.6	354.5	120.9
Asia/Oceania excluding Japan	253.8	414.4	319.2
Other areas(1)	204.3	290.2	169.7

Total foreign	262.6	1,259.3	668.6
Total	¥ 1,420.4	¥ 2,262.7	¥1,162.7
Net income (loss) attributable to Mitsubishi UFJ Financial Group			
Domestic	¥ 859.8	¥ 410.7	¥185.4
Foreign:			
United States of America	(131.5)	187.3	173.4
Europe	6.5	309.8	162.6
Asia/Oceania excluding Japan	149.4	358.6	196.7
Other areas[1]	131.2	264.7	84.2
Total foreign	155.6	1,120.4	616.9
Total	¥ 1,015.4	¥ 1,531.1	¥802.3

Note:
(1) Other areas primarily include Canada, Latin America, the Caribbean and the Middle East.

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

Domestic net income attributable to Mitsubishi UFJ Financial Group decreased ¥225.3 billion to ¥185.4 billion for the fiscal year ended March 31, 2016 from ¥410.7 billion for the fiscal year ended March 31, 2015. This was mainly due to the impairment losses on goodwill relating to the Krungsri reporting unit and the reporting unit other than MUAH and Krungsri within the Global Business Group segment and a portion of the impairment loss on goodwill relating to a reporting unit within the Trust Assets Business Group segment, as well as lower interest income from the domestic loan business, and an increase in provision for credit losses during the fiscal year ended March 31, 2016.

Foreign net income attributable to Mitsubishi UFJ Financial Group decreased ¥503.5 billion to ¥616.9 billion for the fiscal year ended March 31, 2016 from ¥1,120.4 billion for the fiscal year ended March 31, 2015. The decrease in foreign net income was due to lower net income in Europe, Asia and other areas excluding the United States. The decrease in EMEA was mainly due to lower net trading profits from foreign bonds accounted for under the fair value option and interest rate derivatives, mainly reflecting the rapid increases in interest rates in Europe in May and June 2015. The decrease in Asia reflected the decelerated economic growth in China, and the stagnant economic conditions in ASEAN which were negatively impacted by the economic slowdown in China and declining oil and other commodity prices. The appreciation of the Japanese yen against the U.S. dollar and other major currencies also resulted in a decrease in the translated Japanese yen amount of net income. These decreases were partially offset by higher net income in the United States due to larger profits from the project finance business.

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

Domestic net income attributable to Mitsubishi UFJ Financial Group decreased ¥449.1 billion to ¥410.7 billion for the fiscal year ended March 31, 2015 from ¥859.8 billion for the fiscal year ended March 31, 2014. This was mainly due to lower interest income from the domestic loan business, an increase in provision for credit losses, and smaller gains on sales of available-for-sale securities during the fiscal year ended March 31, 2015.

Foreign net income attributable to Mitsubishi UFJ Financial Group increased ¥964.8 billion to ¥1,120.4 billion for the fiscal year ended March 31, 2015 from ¥155.6 billion for the fiscal year ended March 31, 2014. The increase in foreign net income was mainly due to an increase in net income in Europe, reflecting higher fair values of foreign currency denominated bonds related to the fair value option, including German and French government bonds, as our banking subsidiaries increased their holdings of such bonds and interest rates decreased in the region where economic conditions remained stagnant. The increase in foreign net income in the United States and Asia reflected increases in the loan balance of MUAH and Krungsri, and increases in lending interest rates in these regions.

Effect of Change in Exchange Rates on Foreign Currency Translation

Fiscal Year Ended March 31, 2016 Compared to Fiscal Year Ended March 31, 2015

The average exchange rate for the fiscal year ended March 31, 2016 was ¥120.14 per U.S.$1.00, compared to the average exchange rate of ¥109.93 per U.S.$1.00 for the previous fiscal year. The average exchange rate for the conversion of the U.S. dollar financial statements of some of our foreign subsidiaries for the fiscal year ended December 31, 2015 was ¥121.05 per U.S.$1.00, compared to the average exchange rate for the fiscal year ended December 31, 2014 of ¥105.85 per U.S.$1.00.

The change in the average exchange rate of the Japanese yen against the U.S. dollar and other foreign currencies had the effect of increasing total revenue by ¥165.5 billion, net interest income by ¥99.6 billion and income before income tax expense by ¥37.1 billion, respectively, for the fiscal year ended March 31, 2016.

Table of Contents

Fiscal Year Ended March 31, 2015 Compared to Fiscal Year Ended March 31, 2014

The average exchange rate for the fiscal year ended March 31, 2015 was ¥109.93 per U.S.$1.00, compared to the average exchange rate of ¥100.24 per U.S.$1.00 for the previous fiscal year. The average exchange rate for the conversion of the U.S. dollar financial statements of some of our foreign subsidiaries for the fiscal year ended December 31, 2014 was ¥105.85 per U.S.$1.00, compared to the average exchange rate for the fiscal year ended December 31, 2013 of ¥97.65 per U.S.$1.00.

The change in the average exchange rate of the Japanese yen against the U.S. dollar and other foreign currencies had the effect of increasing total revenue by ¥202.8 billion, net interest income by ¥85.5 billion and income before income tax expense by ¥105.2 billion, respectively, for the fiscal year ended March 31, 2015.

B. Liquidity and Capital Resources

Financial Condition

Total Assets

Our total assets as of March 31, 2016 were ¥292.57 trillion, an increase of ¥11.68 trillion from ¥280.89 trillion as of March 31, 2015. The increase in total assets mainly reflected increases in cash and due from banks of ¥5.31 trillion, interest-earning deposits in other banks of ¥3.66 trillion, trading account assets of ¥3.93 trillion, and loans (before allowance for credit losses) of ¥4.52 trillion, which were partially offset by a decrease in total investment securities of ¥6.56 trillion.

The following table shows our total assets as of March 31, 2015 and 2016 by geographic region based principally on the domicile of the obligors:

	As of March 31,	
	2015	2016
	(in trillions)	
Japan	¥ 169.28	¥177.00
Foreign:		
United States	46.33	52.72
Europe	27.72	26.19
Asia/Oceania excluding Japan	26.19	25.02
Other areas[(1)]	11.37	11.64
Total foreign	111.61	115.57
Total	¥ 280.89	¥292.57

Note:

(1) Other areas primarily include Canada, Latin America, the Caribbean and the Middle East.

We have allocated a substantial portion of our assets to international activities. As a result, reported amounts are affected by changes in the exchange rates of the Japanese yen against the U.S. dollar and other foreign currencies. Foreign assets are denominated primarily in U.S. dollars. The Japanese yen amount of foreign currency-denominated assets decreased as the relevant foreign exchange rates depreciated against the Japanese yen. For example, as of March 31, 2016 the exchange rate was ¥112.68 per U.S.$1.00, as compared with ¥120.17 as of March 31, 2015. This appreciation of the Japanese yen against the U.S. dollar and other foreign currencies between March 31, 2015 and March 31, 2016 resulted in a ¥5.92 trillion decrease in the Japanese yen amount of our total assets as of March 31, 2016.

Table of Contents

Loan Portfolio

The following table sets forth our loans outstanding, before deduction of allowance for credit losses, as of March 31, 2015 and 2016, based on the industry segment loan classifications as defined by the Bank of Japan for regulatory reporting purposes, which is not necessarily based on the use of proceeds:

	As of March 31,	
	2015	2016
	(in billions)	
Domestic:		
Manufacturing	¥ 11,703.4	¥ 12,158.6
Construction	977.9	913.2
Real estate	10,911.2	11,175.1
Services	2,684.4	2,503.4
Wholesale and retail	8,345.5	7,891.4
Banks and other financial institutions[1]	4,330.0	5,146.9
Communication and information services	1,527.8	1,509.9
Other industries	12,674.0	14,739.8
Consumer	16,720.6	16,397.6
Total domestic	69,874.8	72,435.9
Foreign:		
Governments and official institutions	1,052.1	1,125.0
Banks and other financial institutions[1]	11,973.0	13,654.4
Commercial and industrial	29,593.2	30,056.5
Other	6,065.8	5,818.7
Total foreign	48,684.1	50,654.6
Unearned income, unamortized premium net and deferred loan fees net	(293.7)	(299.5)
Total[2]	¥ 118,265.2	¥ 122,791.0

Notes:

(1) Loans to so-called non-bank finance companies are generally included in the Banks and other financial institutions category. Non-bank finance companies are primarily engaged in consumer lending, factoring and credit card businesses.

(2) The above table includes loans held for sale of ¥88.9 billion and ¥100.9 billion as of March 31, 2015 and 2016, respectively, which are carried at the lower of cost or fair value.

Loans are one of our main uses of funds. For the fiscal year ended March 31, 2016, the average balance of loans was ¥121.08 trillion, accounting for 47.9% of the average total interest-earning assets, compared to ¥114.02 trillion, representing 48.1% of the average total interest-earning assets, for the previous fiscal year. As of March 31, 2016, our total loans were ¥122.79 trillion, accounting for 42.0% of total assets, compared to ¥118.27 trillion, accounting for 42.1% of total assets as of March 31, 2015. As a percentage of total loans before unearned income, net unamortized premiums and net deferred loan fees, between March 31, 2015 and March 31, 2016, domestic loans decreased from 58.9% to 58.8%, while foreign loans increased from 41.1% to 41.2%.

Our domestic loan balance increased ¥2.56 trillion, or 3.7%, between March 31, 2015 and March 31, 2016. This was mainly due to an increase in loans to national government institutions, which are included in the other industries category, whose funding needs grew as government spending increased.

Our foreign loan balance increased ¥1.97 trillion, or 4.0%, between March 31, 2015 and March 31, 2016. This was mainly due to increased lending activity in the Americas, particularly in the United States, where economic conditions continued to improve at a moderate pace and lending volumes increased with respect to U.S. non-bank finance companies, including U.S. subsidiaries of Japanese manufacturing, securities and insurance companies.

Changes in the allowance for credit losses and provision (credit) for credit losses

The following table shows a summary of the changes in the allowance for credit losses by portfolio segment for the fiscal years ended March 31, 2015 and 2016:

Fiscal year ended March 31, 2015:	Commercial	Residential	Card	MUAH (in billions)	Krungsri[2]	Total
Allowance for credit losses:						
Balance at beginning of fiscal year	¥ 876.9	¥ 116.9	¥ 40.6	¥ 60.0	¥	¥ 1,094.4
Provision (credit) for credit losses	22.6	(30.9)	2.6	(1.9)	94.6	87.0
Charge-offs	119.2	13.8	10.8	5.3	28.0	177.1
Recoveries	19.0	0.2	3.3	4.0		26.5
Net charge-offs	100.2	13.6	7.5	1.3	28.0	150.6
Others[1]	8.4			8.0	8.3	24.7
Balance at end of fiscal year	¥ 807.7	¥ 72.4	¥ 35.7	¥ 64.8	¥ 74.9	¥ 1,055.5

Fiscal year ended March 31, 2016:	Commercial	Residential	Card	MUAH (in billions)	Krungsri	Total
Allowance for credit losses:						
Balance at beginning of fiscal year	¥ 807.7	¥ 72.4	¥ 35.7	¥ 64.8	¥ 74.9	¥ 1,055.5
Provision (credit) for credit losses	117.1	(9.5)	0.9	47.4	76.0	231.9
Charge-offs	116.6	6.7	8.3	5.7	61.5	198.8
Recoveries	21.1	2.4	2.9	2.4	13.0	41.8
Net charge-offs	95.5	4.3	5.4	3.3	48.5	157.0
Others[1]	(12.7)			(0.5)	(6.1)	(19.3)
Balance at end of fiscal year	¥ 816.6	¥ 58.6	¥ 31.2	¥ 108.4	¥ 96.3	¥ 1,111.1

Notes:

(1) Others are principally comprised of gains or losses from foreign exchange translation.

(2) For the Krungsri segment, acquired loans were recorded at their fair values as of the acquisition date, and there were no indications that an allowance for credit losses was necessary for these loans for the fiscal year ended March 31, 2014. Therefore, no allowance for credit losses was stated at the beginning of the fiscal year ended March 31, 2015 in the above table.

We recorded ¥231.9 billion of provision for credit losses for the fiscal year ended March 31, 2016, compared to ¥87.0 billion for the previous fiscal year. Significant trends in each portfolio segment are discussed below.

Commercial segment Declining oil and other commodity prices resulted in deterioration of the credit quality of many borrowers in the energy sector. In addition, a large borrower in the domestic electronics manufacturing industry and its overseas subsidiaries experienced further deterioration in its business and financial performance. In light of these and other factors, we recorded a larger provision for credit losses compared to the previous fiscal year.

Residential segment The stable corporate environment in recent periods has contributed to higher income for borrowers in the segment. This trend resulted in an overall improvement in the credit quality of our residential loan portfolio. In light of this improvement and other factors, we continued to record credit for credit losses.

Card segment We continued to apply refined borrower screening, which we had originally implemented in June 2010 under regulatory reforms in the consumer finance industry. In addition, the stable corporate environment in recent periods has contributed to higher income for borrowers in the segment. These factors resulted in an overall improvement in the credit quality of our card loan portfolio. In light of this improvement and other factors, we recorded a smaller provision for credit losses compared to the previous fiscal year.

Table of Contents

MUAH segment Declining oil and gas prices resulted in deterioration of the credit quality of many borrowers in the oil and gas sector of MUAH s loan portfolio, particularly borrowers engaged in the petroleum exploration and production business. In light of this and other factors, we recorded a larger provision for credit losses compared to the previous fiscal year.

Krungsri segment Stagnant economic conditions in Thailand negatively impacted the credit quality of the small and medium-sized enterprise portfolio and the retail and consumer finance portfolio. In light of these factors, we recorded an additional provision for credit losses.

Charge-offs for the fiscal year ended March 31, 2016 were ¥198.8 billion, an increase of ¥21.7 billion from ¥177.1 billion for the previous fiscal year. This was primarily due to an increase in charge-offs in the small and medium-sized enterprise portfolio in the Krungsri segment.

Our total allowance for credit losses as of March 31, 2016 was ¥1,111.1 billion, an increase of ¥55.6 billion from ¥1,055.5 billion as of March 31, 2015, as we recorded a provision for credit losses of ¥231.9 billion while we had net charge-offs of ¥157.0 billion for the fiscal year ended March 31, 2016. For further information on our allowance for credit losses, see Allowance for credit losses below.

Allowance policy

We maintain an allowance for credit losses to absorb probable losses inherent in the loan portfolio. We have divided our allowance for loan losses into five portfolio segments Commercial, Residential, Card, MUAH and Krungsri.

Effective April 1, 2015, the Krungsri segment includes BTMU s Bangkok branch, which was previously included in the foreign excluding MUAH and Krungsri category in the Commercial segment. Accordingly, the methodologies used to estimate the allowance for losses with respect to BTMU s Bangkok branch was changed from those applied to the Commercial segment to those applied to the Krungsri segment. The allowance for credit losses with respect to BTMU s Bangkok branch was not material as of March 31, 2015.

For all portfolio segments, key elements relating to the policies and discipline used in determining the allowance for credit losses are our credit classification and related borrower categorization process, which are closely linked to the risk grading standards set by the Japanese regulatory authorities for asset evaluation and assessment, and are used as a basis for establishing the allowance for credit losses and charge-offs. The categorization is based on conditions that may affect the ability of borrowers to service their debt, such as current financial condition and results of operations, historical payment experience, credit documentation, other public information and current trends.

For more information on our credit and borrower ratings, see Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk Credit Risk Management.

For the Commercial, MUAH and Krungsri segments, our allowance for credit losses primarily consists of allocated allowances. The allocated allowances consist of (1) an allowance for loans individually evaluated for impairment, (2) an allowance for large groups of smaller-balance homogeneous loans, and (3) a formula allowance. The allocated allowance within the Commercial segment also includes an allowance for country risk exposure. The allowance for country risk exposure within the Commercial segment covers transfer risk which is not specifically covered by other types of allowances. Both the allowance for country risk exposure and the formula allowance are provided for performing loans that are not subject to either the allowance for loans individually evaluated for impairment or the allowance for large groups of smaller-balance homogeneous loans. The allowance for credit losses within the MUAH segment also includes an unallocated allowance which captures losses that are attributable to economic events in various industry or geographic sectors whose impact

Table of Contents

on our loan portfolios in these segments have occurred but have yet to be recognized in the allocated allowance. For the Residential and Card segments, the loans are smaller-balance homogeneous loans that are pooled by the risk ratings based on the number of delinquencies.

For more information on our methodologies used to estimate the allowance for each portfolio segment, see Summary of Significant Accounting Policies in Note 1 to our consolidated financial statements included elsewhere in this Annual Report, and Critical Accounting Estimates Allowance for Credit Losses above.

During the fiscal year ended March 31, 2016, we did not make any significant changes to the methodologies and policies used to determine our allowance for credit losses.

Allowance for credit losses

Allowance for credit losses and recorded investment in loans by portfolio segment as of March 31, 2015 and 2016 are shown below:

As of March 31, 2015:	**Commercial**	**Residential**	**Card**	**MUAH**	**Krungsri**	**Total**
			(in billions)			
Allowance for credit losses:						
Individually evaluated for impairment	¥ 516.1	¥ 49.3	¥ 25.7	¥ 4.2	¥ 7.5	¥ 602.8
Collectively evaluated for impairment	269.3	21.3	9.9	60.2	66.9	427.6
Loans acquired with deteriorated credit quality	22.3	1.8	0.1	0.4	0.5	25.1
Total	¥ 807.7	¥ 72.4	¥ 35.7	¥ 64.8	¥ 74.9	¥ 1,055.5
Loans:						
Individually evaluated for impairment	¥ 1,317.5	¥ 167.1	¥ 90.1	¥ 60.7	¥ 31.9	¥ 1,667.3
Collectively evaluated for impairment	88,833.2	14,366.0	462.5	9,171.9	3,788.9	116,622.5
Loans acquired with deteriorated credit quality	56.0	13.4	12.0	62.2	36.5	180.1
Total(1)	¥ 90,206.7	¥ 14,546.5	¥ 564.6	¥ 9,294.8	¥ 3,857.3	¥ 118,469.9

As of March 31, 2016:	**Commercial**	**Residential**	**Card**	**MUAH**	**Krungsri**	**Total**
			(in billions)			
Allowance for credit losses:						
Individually evaluated for impairment	¥ 642.8	¥ 39.2	¥ 21.3	¥ 13.4	¥ 14.4	¥ 731.1
Collectively evaluated for impairment	159.8	17.9	9.9	94.9	81.8	364.3
Loans acquired with deteriorated credit quality	14.0	1.5	0.0	0.1	0.1	15.7
Total	¥ 816.6	¥ 58.6	¥ 31.2	¥ 108.4	¥ 96.3	¥ 1,111.1
Loans:						
Individually evaluated for impairment	¥ 1,347.7	¥ 140.5	¥ 78.7	¥ 100.5	¥ 43.6	¥ 1,711.0
Collectively evaluated for impairment	92,698.5	14,085.2	503.7	9,257.8	4,608.6	121,153.8
Loans acquired with deteriorated credit quality	40.4	11.0	11.5	39.8	22.1	124.8

Total[1]	¥ 94,086.6	¥ 14,236.7	¥ 593.9	¥ 9,398.1	¥ 4,674.3	¥ 122,989.6

Note:

(1) Total loans in the above table do not include loans held for sale, and represent balances without adjustments in relation to unearned income, unamortized premiums and deferred loan fees.

Table of Contents

Our total allowance for credit losses as of March 31, 2016 was ¥1,111.1 billion, an increase of ¥55.6 billion from ¥1,055.5 billion as of March 31, 2015. The total allowance for credit losses represented 0.90% of the total loan balance as of March 31, 2016, compared to 0.89% as of March 31, 2015. Significant trends in each portfolio segment are discussed below.

Commercial segment The total allowance for this segment increased ¥8.9 billion between March 31, 2015 and March 31, 2016. The allowance for credit losses for loans individually evaluated for impairment increased ¥126.7 billion, while the allowance for credit losses for loans collectively evaluated for impairment decreased ¥109.5 billion between March 31, 2015 and March 31, 2016. This increase and decrease mainly reflected the downgrade of the loans to a large borrower in the domestic electronics manufacturing industry that experienced further deterioration of its business and financial performance. Other than the one specific large exposure, the stable corporate environment had a positive effect on the overall credit quality of our commercial loan portfolio. The ratio of total allowance for credit losses to the total loan balance in this segment as of March 31, 2016 was 0.87%, compared to 0.90% as of March 31, 2015.

Residential segment The total allowance for this segment decreased ¥13.8 billion between March 31, 2015 and March 31, 2016. The stable corporate environment in recent periods has contributed to higher income for borrowers in the segment. As a substantial number of borrowers became current with their payments, nonaccrual loans decreased ¥15.8 billion, or 16.5%, between March 31, 2015 and 2016. This had a positive effect on the credit quality of our residential loan portfolio, resulting in ¥9.5 billion of credit for credit losses. The ratio of total allowance for credit losses to the total loan balance in this segment as of March 31, 2016 was 0.41%, compared to 0.50% as of March 31, 2015.

Card segment The total allowance for this segment decreased ¥4.5 billion between March 31, 2015 and March 31, 2016. As a substantial number of borrowers became current with their payments, nonaccrual loans decreased ¥4.4 billion, or 6.6%, between March 31, 2015 and March 31, 2016. The continued application of our refined borrower screening and higher income for borrowers in the stable corporate environment had a positive effect on the credit quality of our card loan portfolio. The ratio of total allowance for credit losses to the total loan balance in this segment as of March 31, 2016 was 5.25%, compared to 6.32% as of March 31, 2015.

MUAH segment The total allowance for this segment increased ¥43.6 billion between March 31, 2015 and March 31, 2016. The deterioration in the credit quality of the oil and gas sector, which was adversely affected by declining oil and other commodity prices, had a negative impact on this segment, with nonaccrual loans increasing ¥21.4 billion, or 47.5%, between March 31, 2015 and March 31, 2016. The ratio of total allowance for credit losses to the total loan balance in this segment as of March 31, 2016 was 1.15%, compared to 0.70% as of March 31, 2015.

Krungsri segment The total allowance for this segment increased ¥21.4 billion between March 31, 2015 and March 31, 2016. Stagnant economic conditions in Thailand negatively impacted the credit quality of the small and medium-sized enterprise portfolio and the retail and consumer finance portfolio. The ratio of total allowance for credit losses to the total loan balance in this segment as of March 31, 2016 was 2.06%, compared to 1.94% as of March 31, 2015.

Allowance for off-balance sheet credit instruments

We maintain an allowance for credit losses on off-balance sheet credit instruments, including commitments to extend credit, guarantees, standby letters of credit and other financial instruments. The allowance is included in other liabilities. We have adopted for such instruments the same methodology as that which is used in determining the allowance for credit losses on loans.

125

Table of Contents

The allowance for credit losses on off-balance sheet credit instruments was ¥72.6 billion as of March 31, 2016, a decrease of ¥0.7 billion from ¥73.3 billion as of March 31, 2015.

Sales of nonperforming loans

The following table presents comparative data relating to the principal amount of nonperforming loans sold and reversal of allowance for credit losses:

	Principal amount of loans(1)	Allowance for credit losses(2)	Loans, net of allowance	Reversal of allowance for credit losses
		(in billions)		
For the fiscal year ended March 31, 2015	¥ 14.9	¥ 6.8	¥ 8.1	¥ (3.3)
For the fiscal year ended March 31, 2016	¥ 13.1	¥ 4.5	¥ 8.6	¥ (3.7)

Notes:

(1) Represents principal amount after the deduction of charge-offs made before the sales of nonperforming loans.
(2) Represents allowance for credit losses at the latest balance-sheet date.

While we originate various types of loans to corporate and individual borrowers in Japan and overseas in the normal course of business, we dispose of nonperforming loans in order to improve our loan quality. Most of such nonperforming loans were disposed of by sales to third parties without any continuing involvement.

Through the sale of nonperforming loans to third parties, gains or losses may arise from factors such as a change in the credit quality of the borrowers or the value of the underlying collateral subsequent to the prior reporting date, and the risk appetite and investment policy of the purchasers.

In connection with the sale of loans, including performing loans, we recorded net gains of ¥15.3 billion and ¥12.1 billion for the fiscal years ended March 31, 2015 and 2016, respectively.

Nonaccrual loans and troubled debt restructurings

We consider a loan to be a nonaccrual loan when substantial doubt exists as to the full and timely payment of interest on, or repayment of, the principal of the loan, which is a borrower condition that generally corresponds to borrowers in categories 13 and below in our internal rating system (which corresponds to Likely to become Bankrupt, Virtually Bankrupt and Bankrupt or de facto Bankrupt status under Japanese banking regulations). Substantially all nonaccrual loans are also impaired loans. Loans are also placed in nonaccrual status when principal or interest is contractually past due one month or more with respect to loans within all classes of the Commercial segment, three months or more with respect to loans within the Card, MUAH and Krungsri segments, and six months or more with respect to loans within the Residential segment.

We modify certain loans in conjunction with our loss-mitigation activities. Through these modifications, concessions are granted to a borrower who is experiencing financial difficulty, generally in order to minimize economic loss, to avoid foreclosure or repossession of collateral, and to ultimately maximize payments received from the borrower. The concessions granted vary by portfolio segment, by program, and by borrower-specific characteristics, and may include interest rate reductions, term extensions, payment deferrals, and partial principal forgiveness. Loan modifications that represent concessions made to borrowers who are experiencing financial difficulties are identified as troubled debt restructurings, or TDRs. TDRs are also considered impaired loans, and an allowance for credit losses is separately established for each loan.

Generally, accruing loans that are modified in a TDR remain as accruing loans subsequent to the modification, and nonaccrual loans remain as nonaccrual. However, if a nonaccrual loan has been restructured as a TDR and the borrower is not delinquent under the restructured terms, and demonstrates that its financial condition has improved, we may reclassify the loan to accrual status. This determination is generally performed at least once a year through a detailed internal credit rating review process. Although we have not defined any

Table of Contents

minimum period to qualify for an upgrade, it is not common for a borrower to be able to demonstrate that its business problems have been resolved or can soon be resolved within a short period of time following a restructuring. If the borrower is upgraded to category 12 or higher in our internal rating system (which corresponds to Normal and Close Watch status under the Japanese banking regulations), a TDR would be reclassified to accrual status. Once a nonaccrual loan is deemed to be a TDR, we will continue to designate the loan as a TDR even if the loan is reclassified to accrual status.

A loan that has been modified into a TDR is considered to be impaired until it matures, is repaid, or is otherwise liquidated, regardless of whether the borrower performs under the modified terms.

For more information on our credit and borrower ratings, see Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk Credit Risk Management.

For more information on our TDRs, see Note 4 to our consolidated financial statements included elsewhere in this Annual Report.

Nonaccrual loans

The following table shows information about the nonaccrual status of loans by class as of March 31, 2015 and 2016:

	As of March 31,	
	2015	2016
	(in billions)	
Commercial		
Domestic	¥ 514.0	¥ 702.9
Manufacturing	118.9	372.8
Construction	20.1	15.2
Real estate	77.0	60.1
Services	54.2	40.5
Wholesale and retail	158.0	132.0
Banks and other financial institutions	5.7	0.7
Communication and information services	23.2	20.3
Other industries	18.6	29.2
Consumer	38.3	32.1
Foreign-excluding MUAH and Krungsri	96.9	189.8
Residential	95.6	79.8
Card	67.0	62.6
MUAH	45.2	66.6
Krungsri	68.1	85.3
Total(1)	¥ 886.8	¥ 1,187.0

Note:

(1) The above table does not include loans held for sale of ¥0.6 billion and ¥0.4 billion as of March 31, 2015 and 2016, respectively, and loans acquired with deteriorated credit quality of ¥26.2 billion and ¥12.8 billion as of March 31, 2015 and 2016, respectively.

Total nonaccrual loans increased ¥300.2 billion between March 31, 2015 and March 31, 2016. Significant trends in each portfolio segment are discussed below.

Commercial segment Nonaccrual loans in the domestic commercial category increased ¥188.9 billion between March 31, 2015 and March 31, 2016. This increase was primarily attributable to a downgrade of the internal borrower rating assigned to a large borrower in the domestic electronics manufacturing industry that experienced further deterioration in its business and financial performance, resulting in the transfer of the loans to the borrower from accrual status to nonaccrual status. Nonaccrual loans in the foreign excluding MUAH and

Table of Contents

Krungsri category increased ¥92.9 billion due to the transfer from accrual status to nonaccrual status of the loans to overseas subsidiaries of the same large borrower as well as loans to borrowers in the energy sector, which was adversely affected by declining oil and other commodity prices.

Residential segment Nonaccrual loans in the segment decreased ¥15.8 billion between March 31, 2015 and March 31, 2016 primarily due to the transfer from nonaccrual status to accrual status of loans to borrowers who became current with their payments as the stable corporate environment in recent periods has contributed to higher income for borrowers in the segment.

Card segment Nonaccrual loans in the segment decreased ¥4.4 billion between March 31, 2015 and March 31, 2016, as a substantial number of borrowers became current with their payments. The continued application of our refined borrower screening and higher income for borrowers in the stable corporate environment had a positive effect on the credit quality of our card loan portfolio.

MUAH segment Nonaccrual loans in the segment increased ¥21.4 billion between March 31, 2015 and March 31, 2016 primarily as a result of the transfer from the pass and special mention categories to the classified category of loans to borrowers in the oil and gas sector, which was negatively impacted by declining oil and other commodity prices.

Krungsri segment Nonaccrual loans in the segment increased ¥17.2 billion between March 31, 2015 and March 31, 2016 primarily because the credit quality of the small and medium-sized enterprise loan portfolio and the retail and consumer finance loan portfolio was adversely affected by the stagnant economic conditions in Thailand.

Troubled debt restructurings

The following table shows information about outstanding recorded investment balances of TDRs by class as of March 31, 2015 and 2016:

	As of March 31, 2015	2016
	(in billions)	
Commercial[1]		
Domestic	¥ 611.4	¥ 353.6
Manufacturing	348.9	133.5
Construction	12.9	10.5
Real estate	63.5	46.2
Services	45.2	43.9
Wholesale and retail	108.5	95.7
Banks and other financial institutions	0.7	0.0
Communication and information services	9.6	6.9
Other industries	9.5	7.7
Consumer	12.6	9.2
Foreign-excluding MUAH and Krungsri	97.0	103.6
Residential[1]	71.5	60.6
Card[2]	90.7	79.3
MUAH[2]	56.3	98.9

Krungsri[(2)]	19.9	26.4
Total	¥ 946.8	¥ 722.4

Notes:

(1) TDRs for the Commercial and Residential segments include accruing loans with concessions granted, and do not include nonaccrual loans with concessions granted.

(2) TDRs for the Card, MUAH and Krungsri segments include accrual and nonaccrual loans. Included in the outstanding recorded investment balances as of March 31, 2015 and 2016 are nonaccrual TDRs as follows: ¥46.0 billion and ¥41.4 billion Card; ¥22.2 billion and ¥49.2 billion MUAH; and ¥7.1 billion and ¥13.8 billion Krungsri, respectively.

Table of Contents

Total TDRs decreased ¥224.4 billion between March 31, 2015 and March 31, 2016. Significant trends in each portfolio segment are discussed below.

Commercial segment TDRs in the domestic commercial category decreased ¥257.8 billion between March 31, 2015 and March 31, 2016. This decrease was primarily attributable to the transfer from accrual TDR status to nonaccrual TDR status of the loans to a large borrower in the domestic electronics manufacturing industry that experienced further deterioration in its business and financial performance. Moreover, this decrease was also attributable to the repayments by a number of borrowers in the domestic Manufacturing, Real estate, and Wholesale and retail categories.

Residential segment TDRs in the segment decreased ¥10.9 billion between March 31, 2015 and March 31, 2016 primarily as a result of repayments of loans classified as TDRs. The stable corporate environment contributed to higher income for borrowers in the segment.

Card segment TDRs in the segment decreased ¥11.4 billion between March 31, 2015 and March 31, 2016 mainly due to repayments of loans classified as TDRs pursuant to their respective restructured terms.

MUAH segment TDRs in the segment increased ¥42.6 billion between March 31, 2015 and March 31, 2016. The increase was primarily because we provided concessions to some borrowers in the oil and gas industry that began to experience significant deterioration in their financial performance.

Krungsri segment TDRs in the segment increased ¥6.5 billion between March 31, 2015 and March 31, 2016. The increase was primarily because we provided concessions to some borrowers in the small and medium-sized enterprise loan portfolio and the retail and consumer finance loan portfolio, which were adversely affected by the stagnant economic conditions in Thailand.

In the above table, TDRs for the Commercial and Residential segments include accruing loans with concessions granted, and do not include nonaccrual loans with concessions granted, whereas TDRs for the Card, MUAH and Krungsri segments include accrual and nonaccrual loans. In the Commercial and Residential segments, once a loan is classified as a nonaccrual loan, a modification would have little likelihood of resulting in the recovery of the loan in view of the severity of the financial difficulty of the borrower. Therefore, even if a nonaccrual loan is modified, the loan continues to be classified as a nonaccrual loan. The vast majority of modifications to nonaccrual loans are temporary extensions of the maturity dates, typically for periods up to 90 days, and continually made as the borrower is unable to repay or refinance the loan at the extended maturity. Accordingly, the impact of such TDRs on the outstanding recorded investment is immaterial, and the vast majority of nonaccrual TDRs have subsequently defaulted.

The primary type of concessions we granted to loans in the Commercial, Residential and Krungsri segments during the fiscal year ended March 31, 2016 were extensions of the stated maturity dates. During the same fiscal year, reductions in the stated rates were the primary type of concessions we granted to loans in the Card segment, and payment deferrals were the primary type of concessions we granted to loans in the MUAH segment.

Impaired loans and impairment allowance

Impaired loans primarily include nonaccrual loans and TDRs. We consider a loan to be impaired when, based on current information and events, it is probable that we will be unable to collect all of the scheduled payments of interest on, and repayment of, the principal of the loan when due according to the contractual terms of the loan agreement.

Table of Contents

The following table shows information about impaired loans by class as of March 31, 2015 and 2016:

	As of March 31, 2015				
	Recorded Loan Balance				
	Requiring an Allowance for Credit Losses	Not Requiring an Allowance for Credit Losses(1)	Total(2)	Unpaid Principal Balance	Related Allowance for Credit Losses
			(in billions)		
Commercial					
Domestic	¥ 890.9	¥ 234.2	¥ 1,125.1	¥ 1,174.9	¥ 424.5
Manufacturing	420.9	46.9	467.8	478.4	178.9
Construction	21.0	12.0	33.0	33.9	11.5
Real estate	90.7	49.7	140.4	150.0	32.3
Services	74.5	24.7	99.2	105.4	38.1
Wholesale and retail	205.4	61.1	266.5	277.1	120.9
Banks and other financial institutions	5.9	0.5	6.4	6.8	5.1
Communication and information services	21.4	11.4	32.8	34.1	13.9
Other industries	20.5	7.6	28.1	30.0	12.6
Consumer	30.6	20.3	50.9	59.2	11.2
Foreign-excluding MUAH and Krungsri	192.3	0.1	192.4	192.4	91.6
Loans acquired with deteriorated credit quality	12.1		12.1	23.8	3.3
Residential	160.3	9.5	169.8	209.0	50.0
Card	90.1	0.6	90.7	102.1	25.7
MUAH	39.5	21.2	60.7	70.5	4.2
Krungsri	24.1	11.9	36.0	43.2	8.0
Total(3)	¥ 1,409.3	¥ 277.5	¥ 1,686.8	¥ 1,815.9	¥ 607.3

130

Table of Contents

	As of March 31, 2016				
	Recorded Loan Balance				
	Requiring an Allowance for Credit Losses	Not Requiring an Allowance for Credit Losses(1)	Total(2)	Unpaid Principal Balance	Related Allowance for Credit Losses
	(in billions)				
Commercial					
Domestic	¥ 815.2	¥ 241.2	¥ 1,056.4	¥ 1,101.6	¥ 467.8
Manufacturing	420.4	85.9	506.3	514.1	283.7
Construction	16.7	8.9	25.6	26.6	7.8
Real estate	67.5	38.9	106.4	113.9	17.1
Services	62.3	22.1	84.4	90.7	27.6
Wholesale and retail	175.0	52.7	227.7	239.7	88.0
Banks and other financial institutions	0.5	0.2	0.7	0.7	0.5
Communication and information services	17.0	10.1	27.1	28.3	11.3
Other industries	30.7	6.2	36.9	38.8	24.5
Consumer	25.1	16.2	41.3	48.8	7.3
Foreign-excluding MUAH and Krungsri	285.3	6.0	291.3	305.0	175.0
Loans acquired with deteriorated credit quality	11.4		11.4	21.4	3.3
Residential	133.5	8.5	142.0	173.8	39.6
Card	78.8	0.5	79.3	88.6	21.3
MUAH	68.5	32.0	100.5	108.1	13.4
Krungsri	27.8	16.5	44.3	49.9	14.5
Total(3)	¥ 1,420.5	¥ 304.7	¥ 1,725.2	¥ 1,848.4	¥ 734.9

Notes:

(1) These loans do not require an allowance for credit losses because the fair values of the impaired loans equal or exceed the recorded investments in the loans.

(2) Included in impaired loans as of March 31, 2015 and 2016 are accrual TDRs as follows: ¥708.4 billion and ¥457.2 billion Commercial; ¥71.5 billion and ¥60.6 billion Residential; ¥44.7 billion and ¥37.9 billion Card; ¥34.1 billion and ¥49.6 billion MUAH; and ¥8.5 billion and ¥8.5 billion Krungsri, respectively.

(3) In addition to impaired loans presented in the above table, there were loans held for sale that were impaired of ¥0.6 billion and ¥0.4 billion as of March 31, 2015 and 2016, respectively.

Table of Contents

The following table shows information regarding the average recorded loan balance and recognized interest income on impaired loans for the fiscal years ended March 31, 2015 and 2016:

	Fiscal years ended March 31,			
	2015		2016	
	Average Recorded Loan Balance	Recognized Interest Income	Average Recorded Loan Balance	Recognized Interest Income
	(in billions)			
Commercial				
Domestic	¥ 1,181.9	¥ 23.2	¥ 1,066.6	¥ 16.6
Manufacturing	440.3	8.3	464.2	5.5
Construction	38.9	0.9	29.6	0.7
Real estate	170.5	3.2	123.2	2.2
Services	115.4	2.7	91.3	2.0
Wholesale and retail	283.2	5.4	249.7	4.3
Banks and other financial institutions	7.2	0.1	4.0	0.1
Communication and information services	35.2	0.8	29.5	0.7
Other industries	35.2	0.7	29.0	0.3
Consumer	56.0	1.1	46.1	0.8
Foreign-excluding MUAH and Krungsri	183.7	3.2	230.0	3.2
Loans acquired with deteriorated credit quality	14.7	0.7	11.5	0.5
Residential	187.6	4.2	154.8	2.9
Card	97.2	4.2	85.0	3.3
MUAH	59.7	2.0	72.0	1.6
Krungsri	18.8	0.6	40.0	2.3
Total	¥ 1,743.6	¥ 38.1	¥ 1,659.9	¥ 30.4

Credit quality indicator

The following table sets forth credit quality indicators of loans by class as of March 31, 2015 and 2016:

As of March 31, 2015:	Normal	Close Watch	Likely to become Bankrupt or Legally/ Virtually Bankrupt	Total(1)
	(in billions)			
Commercial				
Domestic	¥ 51,408.6	¥ 2,782.4	¥ 514.0	¥ 54,705.0
Manufacturing	10,523.0	1,049.4	118.9	11,691.3
Construction	887.0	70.0	20.1	977.1
Real estate	10,101.7	559.1	76.9	10,737.7
Services	2,383.1	235.5	54.2	2,672.8
Wholesale and retail	7,583.0	583.0	157.9	8,323.9
Banks and other financial institutions	4,313.4	10.6	5.7	4,329.7
Communication and information services	1,449.7	54.5	23.2	1,527.4
Other industries	12,504.6	147.5	18.7	12,670.8
Consumer	1,663.1	72.8	38.4	1,774.3

Foreign-excluding MUAH and Krungsri	34,355.6	990.5	99.6	35,445.7
Loans acquired with deteriorated credit quality	20.9	28.4	6.7	56.0
Total	¥ 85,785.1	¥ 3,801.3	¥ 620.3	¥ 90,206.7

	Accrual	Nonaccrual (in billions)	Total(1)
Residential	¥ 14,449.1	¥ 97.4	¥ 14,546.5
Card	¥ 497.0	¥ 67.6	¥ 564.6

	Credit Quality Based on the Number of Delinquencies		Credit Quality Based on Internal Credit Ratings			
	Accrual	Nonaccrual	Pass	Special Mention (in billions)	Classified	Total(1)(2)
MUAH	¥ 3,820.9	¥ 32.7	¥ 5,229.7	¥ 76.7	¥ 80.9	¥ 9,240.9

	Normal	Special Mention	Substandard or Doubtful or Doubtful of Loss (in billions)	Total(1)
Krungsri	¥ 3,653.9	¥ 118.2	¥ 85.2	¥ 3,857.3

As of March 31, 2016:	Normal	Close Watch	Likely to become Bankrupt or Legally/ Virtually Bankrupt (in billions)	Total(1)
Commercial				
Domestic	¥ 54,765.8	¥ 2,077.0	¥ 703.1	¥ 57,545.9
Manufacturing	11,129.3	602.1	373.0	12,104.4
Construction	842.1	55.3	15.2	912.6
Real estate	10,540.3	461.3	60.1	11,061.7
Services	2,232.9	216.3	40.5	2,489.7
Wholesale and retail	7,226.2	523.8	132.0	7,882.0
Banks and other financial institutions	5,133.4	12.7	0.7	5,146.8
Communication and information services	1,432.2	51.5	20.3	1,504.0
Other industries	14,611.1	96.5	29.2	14,736.8
Consumer	1,618.3	57.5	32.1	1,707.9
Foreign-excluding MUAH and Krungsri	35,202.1	1,102.4	195.8	36,500.3
Loans acquired with deteriorated credit quality	18.3	16.1	6.0	40.4
Total	¥ 89,986.2	¥ 3,195.5	¥ 904.9	¥ 94,086.6

	Accrual	Nonaccrual (in billions)	Total(1)
Residential	¥ 14,156.0	¥ 80.7	¥ 14,236.7
Card	¥ 530.9	¥ 63.0	¥ 593.9

	Credit Quality Based on the Number of Delinquencies		Credit Quality Based on Internal Credit Ratings			
	Accrual	Nonaccrual	Pass	Special Mention (in billions)	Classified	Total(1)(2)
MUAH	¥ 3,650.7	¥ 27.1	¥ 5,373.2	¥ 126.3	¥ 177.8	¥ 9,355.1

	Normal	Special Mention	Substandard or Doubtful or Doubtful of Loss	Total(1)

		(in billions)		
Krungsri	¥ 4,422.0	¥ 161.5	¥ 90.8	¥ 4,674.3

Notes:

(1) Total loans in the above table do not include loans held for sale, and represent balances without adjustments in relation to unearned income, unamortized premiums and deferred loan fees.

(2) Total loans of MUAH do not include FDIC covered loans and small business loans which are not individually rated totaling ¥53.9 billion and ¥43.0 billion as of March 31, 2015 and 2016, respectively. We will be reimbursed for a substantial portion of any future losses on FDIC covered loans under the terms of the FDIC loss share agreements.

We classify loans into risk categories based on relevant information about the ability of borrowers to service their debt, including, but not limited to, historical and current financial information, historical and current payment experience, credit documentation, public and non-public information about borrowers and current economic trends as deemed appropriate to each segment.

The primary credit quality indicator for loans within all classes of the Commercial segment is the internal credit rating assigned to each borrower based on our internal borrower ratings of 1 through 15 with the rating of 1 assigned to a borrower with the highest quality of credit. When assigning a credit rating to a borrower, we evaluate the borrower s expected debt-service capability based on various information, including financial and operating information of the borrower as well as information on the industry in which the borrower operates, and the borrower s business profile, management and compliance system. In evaluating a borrower s debt-service capability, we also conduct an assessment of the level of earnings and an analysis of the borrower s net worth. Based on the internal borrower rating, loans within the Commercial segment are categorized as Normal (internal borrower ratings of 1 through 9), Close Watch (internal borrower ratings of 10 through 12), and Likely to become Bankrupt or Legally/Virtually Bankrupt (internal borrower ratings of 13 through 15). Loans to borrowers categorized as Normal represent those that are not deemed to have collectibility issues. Loans to borrowers categorized as Close Watch represent those that require close monitoring as the borrower has begun to exhibit elements of potential concern with respect to its business performance and financial condition, the borrower has begun to exhibit elements of serious concern with respect to its business performance and financial condition, including business problems requiring long-term solutions, or the borrower s loans are TDRs or loans contractually past due 90 days or more for special reasons. Loans to borrowers categorized as Likely to become Bankrupt or Legally/Virtually Bankrupt represent those that have a higher probability of default than those categorized as Close Watch due to serious debt repayment problems with poor progress in achieving restructuring plans, the borrower being considered virtually bankrupt with no prospects for an improvement in business operations, or the borrower being legally bankrupt with no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation or filing for legal liquidation.

For more information on our credit and borrower ratings, see Item 11. Quantitative and Qualitative Disclosures about Credit, Market and Other Risk Credit Risk Management.

The accrual status is a primary credit quality indicator for loans within the Residential segment, the Card segment, and consumer loans within the MUAH segment. The accrual status of these loans is determined based on the number of delinquent payments.

Commercial loans within the MUAH segment are categorized as either pass or criticized based on the internal credit rating assigned to each borrower. Criticized credits are those that are internally risk graded as Special Mention, Substandard or Doubtful. Special Mention credits are potentially weak, as the borrower has begun to exhibit deteriorating trends, which, if not corrected, may jeopardize repayment of the loan and result in a further downgrade. Classified credits are those that are internally risk graded as Substandard or Doubtful. Substandard credits have well-defined weaknesses, which, if not corrected, could jeopardize the full satisfaction of the debt. A credit classified as Doubtful has critical weaknesses that make full collection improbable on the basis of currently existing facts and conditions.

Loans within the Krungsri segment are categorized as Normal, Special Mention, and Substandard, which is further divided into Substandard, Doubtful and Doubtful of Loss, primarily based on their delinquency status. Loans categorized as Special Mention generally represent those that have overdue principal or interest payments for a cumulative period exceeding one month commencing from the contractual due date. Loans categorized as Substandard, Doubtful or Doubtful of Loss generally represent those that have overdue principal or interest payments for a cumulative period exceeding three months, commencing from the contractual due date.

Table of Contents

For the Commercial, Residential and Card segments, credit quality indicators are based on information as of March 31. For the MUAH and Krungsri segments, credit quality indicators are generally based on information as of December 31.

Significant trends in each portfolio segment are discussed below.

Commercial segment The ratio of loans classified as Close Watch or below to total loans in the segment decreased 0.5 percentage points to 4.4% as of March 31, 2016 from 4.9% as of March 31, 2015.

While the ratio of loans classified as Close Watch to total loans decreased to 3.4% as of March 31, 2016 from 4.2% as of March 31, 2015, the ratio of loans classified as Likely to become Bankrupt or Legally/Virtually Bankrupt to total loans increased to 1.0% as of March 31, 2016 from 0.7% as of March 31, 2015.

In the domestic manufacturing category, while the ratio of loans classified as Close Watch to total loans decreased to 5.0% as of March 31, 2016 from 9.0% as of March 31, 2015, the ratio of loans classified as Likely to become Bankrupt or Legally/Virtually Bankrupt to total loans increased to 3.1% as of March 31, 2016 from 1.0% as of March 31, 2015. Loans classified as Close Watch decreased mainly due to the transfer of the loans to a large borrower in the domestic electronics manufacturing industry that experienced further deterioration in its business and financial performance from Close Watch to Likely to become Bankrupt or Legally/Virtually Bankrupt. Other than above borrower, Loans classified as Close Watch also decreased due to the transfer from Close Watch to Normal of loans to several borrowers whose financial performance and prospects improved as well as repayments of loans.

In the foreign excluding MUAH and Krungsri category, the ratio of loans classified as Close Watch to total loans increased to 3.0% as of March 31, 2016 from 2.8% as of March 31, 2015 mainly due to the deteriorated creditworthiness of borrowers in the energy sector, which was adversely affected by declining oil and other commodity prices. In the same category, the ratio of loans classified as Likely to become Bankrupt or Legally/Virtually Bankrupt to total loans also increased to 0.5% as of March 31, 2016 from 0.3% as of March 31, 2015 resulting from the downgrade of the borrower ratings assigned to overseas subsidiaries of the large borrower in the domestic electronics manufacturing industry.

Residential segment The ratio of loans classified as Nonaccrual to total loans in the segment decreased 0.1 percentage points to 0.6% as of March 31, 2016 from 0.7% as of March 31, 2015. This was mainly due to a decrease of ¥16.7 billion in nonaccrual loans in the segment primarily as a result of the transfer to accrual status of loans to borrowers who became current with their repayments.

Card segment The ratio of loans classified as Nonaccrual to total loans in the segment decreased 1.4 percentage points to 10.6% as of March 31, 2016 from 12.0% as of March 31, 2015. This was mainly due to the transfer to accrual status of loans of borrowers who became current with their payments as well as an increase in newly made loans.

MUAH segment The ratio of loans classified as Special Mention or below and Nonaccrual to total loans in the segment increased 1.4 percentage points to 3.5% as of March 31, 2016 from 2.1% as of March 31, 2015. This was mainly due to an increase of ¥146.5 billion in loans classified as Special Mention or below in the segment primarily as a result of the significant deterioration in the business and financial performance of borrowers in the oil and gas sector.

Krungsri segment The ratio of loans classified as Special Mention or below to total loans in the segment increased 0.1 percentage points to 5.4% as of March 31, 2016 from 5.3% as of March 31, 2015. The increase was primarily due to increases in loans classified as Doubtful or Doubtful of Loss mainly because the credit quality of the small and medium-sized enterprise loan portfolio and the retail and consumer finance loan portfolio deteriorated due to the stagnant economic conditions in Thailand.

Table of Contents

Past due analysis

Aging of past due loans by class as of March 31, 2015 and 2016 are shown below:

As of March 31, 2015:	1-3 months Past Due	Greater Than 3 months	Total Past Due	Current	Total Loans(1)(2)	Recorded Investment> 90 Days and Accruing
				(in billions)		
Commercial						
Domestic	¥ 14.1	¥ 22.8	¥ 36.9	¥ 54,668.1	¥ 54,705.0	¥ 5.6
Manufacturing	1.6	2.5	4.1	11,687.2	11,691.3	0.2
Construction	0.2	0.5	0.7	976.4	977.1	
Real estate	3.1	5.8	8.9	10,728.8	10,737.7	0.9
Services	1.1	1.3	2.4	2,670.4	2,672.8	0.1
Wholesale and retail	2.7	4.2	6.9	8,317.0	8,323.9	0.1
Banks and other financial institutions	0.0	0.5	0.5	4,329.2	4,329.7	
Communication and information services	0.5	0.4	0.9	1,526.5	1,527.4	
Other industries	0.3	0.3	0.6	12,670.2	12,670.8	0.0
Consumer	4.6	7.3	11.9	1,762.4	1,774.3	4.3
Foreign-excluding MUAH and Krungsri	9.4	2.1	11.5	35,434.2	35,445.7	
Residential	82.9	53.7	136.6	14,396.6	14,533.2	41.8
Card	18.7	32.1	50.8	501.7	552.5	
MUAH	21.0	11.1	32.1	9,199.4	9,231.5	0.3
Krungsri	88.1	57.9	146.0	3,674.8	3,820.8	
Total	¥ 234.2	¥ 179.7	¥ 413.9	¥ 117,874.8	¥ 118,288.7	¥ 47.7