

MITSUBISHI UFJ FINANCIAL GROUP INC

Form 6-K

January 23, 2012

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form 6-K**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 under  
the Securities Exchange Act of 1934**

**For the month of January 2012**

**MITSUBISHI UFJ FINANCIAL GROUP, INC.**

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(Translation of registrant's name into English)

**7-1, Marunouchi 2-chome, Chiyoda-ku**

**Tokyo 100-8330, Japan**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or  
will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F   X        Form 40-F       

Indicate by check mark if the registrant is submitting the Form 6-K  
in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K  
in paper as permitted by Regulation S-T Rule 101(b)(7):

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**EXHIBITS TO FORM 6-K**

<u>Exhibit Number</u>	<u>Description</u>
101.INS	XBRL Instance Document
101.SCH	XBRL Schema Document
101.CAL	XBRL Calculation Linkbase Document
101.DEF	XBRL Definition Linkbase Document
101.LAB	XBRL Label Linkbase Document
101.PRE	XBRL Presentation Linkbase Document

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: January 23, 2012

Mitsubishi UFJ Financial Group, Inc.

By: /s/ Manabu Ishii  
Name: Manabu Ishii  
Title: Chief Manager, General Affairs  
Corporate Administration Division

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**Table of Contents****FINANCIAL REVIEW****Introduction**

We, Mitsubishi UFJ Financial Group, Inc., or MUFG, are a 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., or Mitsubishi UFJ NICOS, 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 individual and corporate customers.

***Key Financial Figures***

The following are some key figures prepared in accordance with accounting principles generally accepted in the United States, or US GAAP, relating to our business:

	<b>Six months ended September 30,</b>	
	<b>2010</b>	<b>2011</b>
	<b>(in billions)</b>	
Net interest income	¥ 948.9	¥ 1,034.0
Provision for credit losses	186.3	89.3
Non-interest income	1,361.6	608.8
Non-interest expense	1,173.9	1,159.5
Net income before attribution of noncontrolling interests	580.3	195.2
Net income attributable to Mitsubishi UFJ Financial Group	582.9	191.0
Total assets (at end of period)	203,780.8	212,715.2

Our revenues consist of net interest income and non-interest income.

***Net interest income.*** 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,

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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.

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Our net interest income for the six months ended September 30, 2011 increased compared to that for the six months ended September 30, 2010, mainly due to the recognition as interest income of the ¥139 billion gain realized from the change in conversion rate associated with the conversion of Morgan Stanley preferred stock into Morgan Stanley common stock. The average lending volumes, however, remained almost unchanged. Although there was a slight improvement in interest rate spread due to the recognition of the gain stated above, the low global interest rate environment continued to affect our overall interest spread during the six months ended September 30, 2011. Excluding the effect of the gain realized in connection with our conversion of Morgan Stanley preferred stock and the related preferred dividends, the average interest rate spread decreased 0.02 percentage points from 0.97% for the six months ended September 30, 2010 to 0.95% for the six months ended September 30, 2011. The following is a summary of the amount of interest-earning assets and interest-bearing liabilities, average interest rates, the interest rate spread and non-interest-bearing liabilities for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,		2011	
	2010	Average rate (Annualized) (in billions, except percentages)	Average balance	Average rate (Annualized)
<b>Interest-earning assets:</b>				
Domestic	¥ 131,403.6	1.20%	¥ 128,879.2	1.11%
Foreign	49,624.9	2.02	52,315.5	2.44
<b>Total</b>	<b>¥ 181,028.5</b>	<b>1.42%</b>	<b>¥ 181,194.7</b>	<b>1.50%</b>
<b>Financed by:</b>				
<b>Interest-bearing liabilities:</b>				
Domestic	¥ 125,784.5	0.30%	¥ 128,686.3	0.26%
Foreign	35,490.7	0.84	33,932.1	0.91
<b>Total</b>	<b>161,275.2</b>	<b>0.42</b>	<b>162,618.4</b>	<b>0.40</b>
Non-interest-bearing liabilities	19,753.3		18,576.3	
<b>Total</b>	<b>¥ 181,028.5</b>	<b>0.38%</b>	<b>¥ 181,194.7</b>	<b>0.36%</b>
Interest rate spread		1.00%		1.10%
Net interest income as a percentage of total interest-earning assets		1.05%		1.14%

**Provision for credit losses.** Provision for credit losses is charged to operations to maintain the allowance for credit losses at a level deemed appropriate by management. For the description of the approach and methodology used to establish the allowance for credit losses, see Financial Condition Allowance policy.

**Non-interest income.** Non-interest income consists of:

fees and commissions income, including:

trust fees,

fees on funds transfer and service charges for collections,



fees and commissions on international business,

fees and commissions on credit card business,

service charges on deposits,

fees and commissions on securities business,

fees on real estate business,

insurance commissions,

fees and commissions on stock transfer agency services,

guarantee fees,

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fees on investment funds business, and

other fees and commissions;

foreign exchange gains net, which include foreign exchange derivative contracts (for example, foreign exchange gains and losses on currency derivatives), foreign exchange gains (losses) other than derivative contracts (for example, gains and losses on foreign exchange transactions), and foreign exchange gains (losses) related to the fair value option (for example, foreign exchange gains (losses) on securities under the fair value option);

trading account profits net, which primarily include net profits on trading account securities and interest rate derivative contracts entered into for trading purposes, including assets relating to the following activities;

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 application of certain accounting rules, which are generally not related to trading purpose activities, but are simply classified as trading accounts due to application of certain accounting rules, such as assets that are subject to fair value option accounting treatment or investment securities held by variable interest entities that are classified as trading account securities;

Of the two categories, trading purpose activities represent a smaller portion of our trading accounts profits;

investment securities gains (losses) net, which primarily include net gains or losses on sales and impairment losses on securities available for sale;

equity in losses of equity method investees, which include impairment losses on our investments in equity method investees; and

other non-interest income.

The following table is a summary of our non-interest income for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,	
	2010	2011
	(in billions)	
Fees and commissions income	¥ 557.6	¥ 548.8
Foreign exchange gains net	175.1	67.8
Trading account profits net	486.0	449.2
Investment securities gains (losses) net	105.8	(19.2)
Equity in losses of equity method investees	(44.6)	(515.4)
Other non-interest income	81.7	77.6
<b>Total non-interest income</b>	<b>¥ 1,361.6</b>	<b>¥ 608.8</b>

*Core Business Areas*

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 four areas Retail, Corporate, Trust Assets, and Global. The Integrated Global Business Group was added as of July 1, 2011 by shifting most of our global operations mainly from the Integrated Corporate Banking Group to more effectively coordinate and enhance group-wide efforts to strengthen and expand our overseas

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operations. These four businesses serve as the core sources of our revenue. Operations that are not covered under the integrated business group system are classified under Global Markets and Other. For further information, see Business Segment Analysis.

Our business segment information is based on financial information prepared in accordance with accounting principles generally accepted in Japan, or Japanese GAAP, as adjusted in accordance with internal management accounting rules and practice and is not consistent with our unaudited condensed consolidated financial statements included elsewhere in this Report, which have been prepared in accordance with US GAAP. For information on a reconciliation of operating profit under the internal management reporting system to income before income tax expense shown on the unaudited condensed consolidated statements of income, see Note 15 to our unaudited condensed consolidated financial statements included elsewhere in this Report. The following table sets forth the relative contributions to operating profit for the six months ended September 30, 2011 of the four core business areas and the other business areas based on our business segment information:

	Integrated Retail Banking Business Group	Integrated Corporate Banking Business Group	Integrated Trust Assets Business Group	Integrated Global Business Group			Global Markets	Other	Total
				Other than UNBC	UNBC (in billions)	Total			
Net revenue:	¥ 644.1	¥ 438.5	¥ 77.4	¥ 182.0	¥ 135.7	¥ 317.7	¥ 388.0	¥ (17.8)	¥ 1,847.9
Operating expenses	450.8	223.0	49.1	111.7	90.6	202.3	48.6	79.8	1,053.6
Operating profit (loss)	¥ 193.3	¥ 215.5	¥ 28.3	¥ 70.3	¥ 45.1	¥ 115.4	¥ 339.4	¥ (97.6)	¥ 794.3

**Summary of Our Recent Financial Results and Financial Condition**

We reported net income attributable to Mitsubishi UFJ Financial Group of ¥191.0 billion for the six months ended September 30, 2011, a decrease of ¥391.9 billion from ¥582.9 billion for the six months ended September 30, 2010. Our diluted earnings per share of common stock (net income available to common shareholders of Mitsubishi UFJ Financial Group) for the six months ended September 30, 2011 was ¥12.82, a decrease from ¥40.31 for the six months ended September 30, 2010. Income before income tax expense for the six months ended September 30, 2011 was ¥394.0 billion, a decrease of ¥556.3 billion from ¥950.3 billion for the six months ended September 30, 2010.

Our business and results of operations as well as our assets are heavily influenced by trends in economic conditions particularly in Japan. During the six months ended September 30, 2011, the Japanese economy demonstrated modest recovery from the earthquake and the ensuing tsunami in the northern region of Japan that occurred on March 11, 2011 as well as the subsequent accidents at the Fukushima Daiichi Nuclear Power Plant, or the Great East Japan Earthquake, with annualized quarter on quarter real GDP growth rate for the July-September 2011 period of 5.6%, a return to positive growth for the first time in three quarters. However, the Indices of All Industrial Activity (excluding the agriculture, forestry and fishery sectors), which are similar in concept to real GDP and are released every month by the Ministry of Economy, Trade and Industry of Japan to gauge the state of production activity, showed that the overall growth in the July-September 2011 period was attributable to growth in July 2011, partially offset by subsequent declines in August and September 2011. Other major indices such as the Industrial Production Index, which stalled short of pre-earthquake levels as of September 30, 2011, also indicated weakness in the economy in the latter half of the third calendar quarter of 2011.

Reflecting the weak economic fundamentals, the closing price of the Nikkei Stock Average, which is an average of 225 blue chip stocks listed on the Tokyo Stock Exchange, decreased from ¥ 9,708.39 at April 1, 2011 to ¥ 8,700.29 at September 30, 2011. After going up to approximately ¥10,100 in mid-late July 2011, the Nikkei Stock Average decreased to the mid ¥8,500 level in September 2011 and remained weak at around the same level



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through mid-December 2011. The weakness in stock prices reflected the general sentiment of risk aversion and uncertainty surrounding the economy, affected by multiple factors such as the European sovereign debt problems, the possibility of global economic recession, and the appreciation of the Japanese yen which negatively impacted the Japanese export industry. As of January 10, 2012, the closing price of the Nikkei Stock Average was ¥8,422.26. For further information, see Business Environment.

The recent sovereign debt and financial crises that originated in Europe have begun to have a significant deteriorating impact on the global economy. Uncertainties and concerns remain over further deterioration in the credit and securities markets, which could adversely affect our results of operations and financial condition as well as those of our borrowers and counterparties. For further information, see Recent Developments and Business Environment.

In addition to the macro economic factors, our net income attributable to Mitsubishi UFJ Financial Group for the six months ended September 30, 2011 mainly reflected the following:

Net interest income for the six months ended September 30, 2011 was ¥1,034.0 billion, an increase of ¥85.1 billion from ¥948.9 billion for the six months ended September 30, 2010, mainly due to the recognition as interest income of the ¥139 billion gain realized from the change in conversion rate when we converted the Morgan Stanley preferred stock into Morgan Stanley common stock;

Provision for credit losses for the six months ended September 30, 2011 was ¥89.3 billion, a decrease of ¥97.0 billion from ¥186.3 billion for the six months ended September 30, 2010. The decrease in the provision for credit losses was mainly due to a decrease in the domestic provision for credit losses, primarily reflecting a smaller increase in restructured residential mortgage loans for the six months ended September 30, 2011 compared to the six months ended September 30, 2010, when we experienced a higher than usual increase in such restructured residential mortgage loans;

Fees and commissions income for the six months ended September 30, 2011 was ¥548.8 billion, a decrease of ¥8.8 billion from ¥557.6 billion for the six months ended September 30, 2010. This decrease was primarily due to a decrease of ¥4.1 billion in fees and commissions on the securities business reflecting weak equity and bond market activity, a decrease of ¥3.3 billion in guarantee fees reflecting weak demand in domestic markets and a decrease of ¥2.6 billion in service charges on deposits, reflecting lower overdraft volumes resulting from changes in customer behavior and the impact of changes to fee-related regulations in the United States. These decreases were partially offset by a ¥2.6 billion increase in fees and commissions on the credit card business and a ¥1.2 billion increase in fees on the investment funds business as the overall transaction volume increased through our ongoing promotional efforts, particularly at our commercial banking and trust banking subsidiaries;

Net foreign exchange gains for the six months ended September 30, 2011 were ¥67.8 billion, a decrease of ¥107.3 billion from ¥175.1 billion for the six months ended September 30, 2010, mainly due to losses on foreign currency derivatives which were negatively affected by the appreciation of the Japanese yen against the US dollar, partially offset by a gain from foreign currency forward transactions. In particular, the Japanese yen appreciated against other currencies, including against the US dollar from ¥83.67 to US\$1 at April 1, 2011 to ¥76.70 to US\$1 at September 30, 2011;

Net trading account profits for the six months ended September 30, 2011 were ¥449.2 billion, a decrease of ¥36.8 billion from ¥486.0 billion for the six months ended September 30, 2010, mainly due to a decrease in net profits on interest rate and other derivative contracts of ¥47.3 billion, partially offset by an increase in net profits on trading account securities, excluding derivatives, of ¥10.5 billion for the six months ended September 30, 2011;

Net investment securities losses for the six months ended September 30, 2011 were ¥19.2 billion, compared to net investment securities gains of ¥105.8 billion for the six months ended



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September 30, 2010, mainly due to a ¥149.5 billion in impairment losses on securities available for sale as our marketable equity securities were negatively impacted by the weak global stock market performance; and

Equity in losses of equity method investees for the six months ended September 30, 2011 were ¥515.4 billion, an increase of ¥470.7 billion from ¥44.7 billion for the six months ended September 30, 2010, mainly due to an impairment loss of ¥579.5 billion on our investments in Morgan Stanley as the quoted market price of Morgan Stanley common stock declined during the period. For further information, see Note 2 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

At September 30, 2011, our total loans were ¥86.92 trillion, a decrease of ¥0.58 trillion from ¥87.50 trillion at March 31, 2011. Before unearned income, net unamortized premiums and net deferred loan fees, our loan balance at September 30, 2011 consisted of ¥66.06 trillion of domestic loans and ¥20.96 trillion of foreign loans. Between March 31, 2011 and September 30, 2011, domestic loans decreased ¥1.49 trillion while foreign loans increased ¥0.91 trillion. The decrease in domestic loans was mainly due to a decrease in our loans outstanding to the consumer, real estate, other industries and services categories, which decreased ¥0.48 trillion, ¥0.43 trillion, ¥0.24 trillion and ¥0.24 trillion, respectively. The increase in foreign loans was mainly due to an increase in demand for loans from the commercial and industrial category during the six months ended September 30, 2011.

The total allowance for credit losses at September 30, 2011 was ¥1,228.2 billion, a decrease of ¥12.3 billion from ¥1,240.5 billion at March 31, 2011, due in part to the positive effect of a decrease in the balance of loans collectively evaluated for an impairment, and a decrease in the allowance ratio with respect to such loans reflecting updated information available to us, within the Commercial segment, despite an overall increase in the balance of impaired loans requiring an impairment allowance and the resulting increase in the total related allowance for impaired loans. The total allowance for credit losses represented 1.41% of our total loan portfolio at September 30, 2011, a decrease of 0.01 percentage points from 1.42% at March 31, 2011. The decrease in the ratio of the total allowance for credit losses to our total loan portfolio primarily reflected the improved credit quality of the loan portfolio of the UNBC segment. For more information, see Financial Condition Allowance for credit losses , Impaired loans and impairment allowance and Credit quality indicator below.

Investment securities increased ¥0.68 trillion to ¥59.73 trillion at September 30, 2011 from ¥59.05 trillion at March 31, 2011 primarily due to a ¥2.78 trillion increase in Japanese national government and Japanese government agency bonds available for sale, partially offset by a ¥0.43 trillion decrease in marketable equity securities, reflecting the general decline in Japanese stock prices. Our investment in Japanese national government and Japanese government agency bonds increased as part of our asset and liability management policy with respect to investing the amount of yen-denominated deposit funds exceeding our net loans. As a result, our holdings of Japanese national government and Japanese government agency bonds increased to 81.8% of the aggregate of our investment securities available for sale and investment securities being held to maturity, and 22.6% of our total assets, as of September 30, 2011. Other investment securities, consisting of nonmarketable equity securities, were primarily carried at cost of ¥0.88 trillion at September 30, 2011, compared to ¥1.70 trillion at March 31, 2011. The decrease reflected the conversion of Morgan Stanley preferred stock into Morgan Stanley common stock which was reclassified from Other investment securities to Other assets as an investment in an equity method investee at September 30, 2011.

Deferred tax assets decreased ¥0.10 trillion from ¥1.29 trillion at March 31, 2011 to ¥1.19 trillion at September 30, 2011. This decrease was primarily due to a decrease in non-deductible allowance for credit losses, and the utilization of net operating loss carryforwards against our taxable income for the six months ended September 30, 2011.



**Table of Contents****Recent Developments*****Exposures to Selected European Countries***

In the six months ended September 30, 2011, several European countries, including Spain, Italy, Ireland, Portugal and Greece, have experienced severe weaknesses in their economic and fiscal situations. We are closely monitoring our exposures in these countries. The following table sets forth information about BTMU's consolidated exposures as of September 30, 2011 to selected European countries, which include funded loans, trade finances, guarantees, lease receivables, unused commitments and certain securities, including sovereign bonds but excluding stocks. Exposures also exclude market risk transactions such as swap and option transactions, and reflect the effect of guarantees and insurances provided by third parties and parent companies covering relevant credit and transfer risks. At September 30, 2011, other than BTMU, MUFG group companies had limited exposures to those European countries, except such other group companies' exposures to sovereign bonds issued by those countries as discussed below. As of the same date, BTMU held no sovereign bonds issued by those European countries. The information below is 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 case of a subsidiary located in a country different from that in which its parent company is located, the country exposures is determined based on the country in which the subsidiary is located.

	<b>Exposures (BTMU consolidated)<sup>(1)(2)</sup></b>	
	<b>September 30, 2011</b>	
	<b>(Approximate in billions)</b>	
Spain	\$	6.4
Italy		5.4
Ireland		0.3
Portugal		0.6
Greece		0.3
Total	\$	13.0

Notes:

- (1) Exposures include funded loans, trade finances, guarantees, lease receivables, unused commitments and certain securities, including sovereign bonds but excluding stocks. Exposures also exclude market risk transactions such as swap and option transactions.
- (2) We monitor the risk exposure to each of the above countries reflecting the effect of guarantees or insurances from third parties or parent companies covering relevant credit and transfer risks.

As of September 30, 2011, BTMU on a consolidated basis had a total of \$13.0 billion exposures, excluding stocks and market risk transactions, to the selected European countries identified in the table above. BTMU's exposures mainly consisted of commercial loan exposures to corporations and structured finance transactions. BTMU's exposures to Spain and Italy mainly related to the infrastructure sector, such as electricity, gas and telecommunications. BTMU's loan-related exposures, excluding market risk transactions, to financial institutions in those countries were limited and therefore not material.

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The following table sets forth MUFG's consolidated balance, at a face value, of sovereign bonds issued by selected European countries as of September 30, 2011. The information below is for internal risk management purposes only, and not for financial accounting purposes.

<b>Balance of sovereign bonds (MUFG consolidated)</b>		<b>September 30, 2011</b>
		<b>(Approximate in billions)</b>
Spain	\$	0.9
Italy		3.2
Ireland		
Portugal		0.0
Greece		
 Total	 \$	 4.1

As of September 2011, we had a total balance, at face value, of \$4.1 billion of sovereign bonds of the European peripheral countries identified in the table above on a consolidated basis. Among these countries, we had no Irish or Greek government bonds and a small balance of Portuguese government bonds held in our trading accounts, all of which were hedged, as of September 30, 2011. Approximately three-quarters of our Spanish and Italian government bonds were held in our trading accounts as of September 30, 2011.

***Update on Investment in Morgan Stanley***

Pursuant to an agreement we entered into with Morgan Stanley in April 2011, we converted all of the Morgan Stanley convertible preferred stock that we previously held into Morgan Stanley common stock on June 30, 2011. Under the terms of the transaction, we exchanged convertible preferred stock with a face value of approximately \$7.8 billion and a 10% per annum dividend for approximately 385 million shares of Morgan Stanley common stock, including approximately 75 million additional shares of Morgan Stanley common stock, resulting from the adjustment to the conversion rate pursuant to the agreement. The adjustment to the conversion rate was recognized as a gain of \$1.7 billion, or ¥139 billion, and included in interest income on investment securities for the six months ended September 30, 2011. We have also appointed a second representative to Morgan Stanley's board of directors. This conversion further strengthens the global strategic alliance between Morgan Stanley and us.

As a result of the conversion, we hold approximately 22.4% of the common shares in Morgan Stanley based on the number of shares of common stock of Morgan Stanley outstanding as of September 30, 2011, and our investment in Morgan Stanley common stock was included in Other assets as an investment in an equity method investee at September 30, 2011. Prior to the conversion, our investment in Morgan Stanley common stock represented 3.0% of the common shares in Morgan Stanley and was included in investment securities available for sale, and our Morgan Stanley convertible preferred stock was included in Other investment securities.

We adopted the equity method of accounting for our investment in Morgan Stanley for the six months ended September 30, 2011. Our investments, results of operations and retained earnings have been adjusted retroactively on a step-by-step basis as if the equity method of accounting had been in effect during the previous reporting periods covered by this Report. Our retroactive adjustment was applied to the existing approximately 3.0% investment in Morgan Stanley's common stock through June 30, 2011.

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As a result of the decline in the quoted market price of Morgan Stanley after the conversion, we recognized an impairment loss of ¥579 billion on our investment in Morgan Stanley, which was included in equity in losses of equity method investees, for the six months ended September 30, 2011.

For further information, see Notes 2 and 3 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

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**Table of Contents*****Securities Joint Venture with Morgan Stanley***

As part of our strategic alliance with Morgan Stanley, we have conducted securities operations in Japan in collaboration with Morgan Stanley through a joint ownership structure. In May 2010, Morgan Stanley and we integrated our respective Japanese securities companies by forming securities joint ventures. We converted the wholesale and retail securities businesses in Japan conducted by the former Mitsubishi UFJ Securities Co., Ltd., or MUS, into Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., or MUMSS. Morgan Stanley contributed its Japanese investment banking operations conducted by its former wholly-owned subsidiary, Morgan Stanley Japan Securities Co., Ltd., or Morgan Stanley Japan, to MUMSS. Morgan Stanley Japan was renamed 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 companies are held through intermediate holding companies. MUMSS and MSMS collaborate in providing capital markets services to investment banking clients of MUFG and Morgan Stanley and in offering a wide range of products and services, including Morgan Stanley's global products and services to our retail and middle market customers in Japan as well as to investment banking clients of both parties. The two joint venture companies have continued to offer products and services in sales, trading and research areas separately. Per the shareholders' agreement between Morgan Stanley and us, to the extent that losses incurred by MUMSS or MSMS result in a requirement to restore its capital, the controlling shareholder is solely responsible for providing additional capital to a minimum level and the noncontrolling shareholder is not obligated to contribute additional capital.

In April 2011, our wholly owned intermediate holding company for the securities business, MUSHD, acquired all of the shares newly issued by MUMSS through a third-party allotment for ¥30 billion to restore and improve MUMSS' capital following MUMSS' losses from its fixed-income position trading business. The new MUMSS shares have no voting rights and do not change the proportion of voting interests in MUMSS or change the right to participate in MUMSS' earnings. In order to reflect the existing 60% economic interest in MUMSS after our capital contribution, 40% of the new share issuance, or ¥12 billion, was recognized as an increase in noncontrolling interest and a reduction of capital surplus, given that the rights to participate in the residual assets of MUMSS will be distributed to us and Morgan Stanley in proportion to our percentage ownership interests.

In October 2011, MUMSS implemented an early retirement program to reduce expenditures and improve operating performance. MUMSS is currently evaluating the impact of the early retirement program and expects to record employee termination expenses of approximately ¥20 billion in the second half of the fiscal year. In November 2011, MUMSS issued ¥45 billion of additional shares through a third-party allotment to us and Morgan Stanley in order to restore its capital adversely affected by these expenses and to bolster its capital base in anticipation of future regulatory capital changes. Subsequent to the third-party allotment transactions relating to MUMSS shares, we continue to hold a 60% economic interest and a 60% voting interest in MUMSS while Morgan Stanley continues to hold the remaining 40% economic interest and 40% voting interest in MUMSS.

For further information, see Notes 2 and 18 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

***Effects of the Great East Japan Earthquake***

On March 11, 2011, the northern region of Japan experienced a major earthquake and ensuing tsunami, which caused significant property damage in the region. The ensuing accidents at the Fukushima Daiichi Nuclear Power Plant continue to cause supply chain disruptions with respect to parts and supplies manufactured in the affected region. The nation-wide electricity supply shortages posed challenges to the recovery efforts during the summer of 2011, and further electricity supply shortages are expected in some regions of Japan during the winter



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of 2011 and 2012. Legislative measures have been adopted in response to the earthquake and nuclear accidents, including the Act to Establish the Nuclear Damage Compensation Facilitation Corporation as well as the tax reform legislation to fund recovery efforts. The effectiveness and impact of these legislative measures are uncertain at this time. We have not identified an event that would require us to record a significant charge to earnings as of September 30, 2011 but intend to continue to monitor relevant developments. For further information on the tax reform legislation, see Financial Condition Deferred Tax Assets.

### ***Update on Proposed Acquisition of The Royal Bank of Scotland Group's Project Finance Related Assets***

In December 2010, we entered into a sale and purchase agreement with The Royal Bank of Scotland Group plc, or RBS, to acquire from RBS approximately £3.3 billion of project finance related assets consisting of loans for natural resource, power and other infrastructure projects in Europe, the Middle-East and Africa, and related assets. In connection with this acquisition, we also agreed to acquire associated derivatives through one of our subsidiaries, Mitsubishi UFJ Securities International plc (London). The transaction contemplated by the agreement is being completed on an asset by asset basis, and we have acquired more than 90% of the assets as of September 30, 2011.

### ***Redemption of Preferred Securities Issued by an Overseas Special Purpose Company***

In July 2011, we redeemed a total of ¥120 billion of non-cumulative and non-dilutive perpetual preferred securities issued by a special purpose company in the Cayman Islands called MUFG Capital Finance 3 Limited. These securities were previously accounted for as part of our Tier I capital as of March 31, 2011.

## **Business Environment**

We engage, through our subsidiaries and affiliated companies, 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 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;

currency exchange rates; and

stock and real estate prices.

### ***Economic Environment in Japan***

During the six months ended September 30, 2011, the Japanese economy demonstrated modest recovery from the Great East Japan Earthquake with annualized quarter on quarter real GDP growth rate for the July-September 2011 period of 5.6%, a return to positive growth for the first time in three quarters. However, the Indices of All Industrial Activity (excluding the agriculture, forestry and fishery sectors) showed that the overall growth in the July-September 2011 period was attributable to growth in July 2011, partially offset by subsequent declines in August and September 2011. Other major indices such as the Industrial Production Index, which stalled short of pre-earthquake levels as of September 30, 2011, also indicated weakness in the economy in the latter half of the third calendar quarter of 2011. The Japanese economy is expected to remain stagnant. For example, on December 22, 2011, the Cabinet Office revised its forecast of Japan's real GDP growth rate for the year ending March 31, 2012 to negative 0.1% from the previously announced growth rate of positive 0.5%.

Reflecting the weak overseas economies, mainly in Europe, and the Japanese yen appreciation, Japanese export volume flattened in July and August 2011, and decreased 5.0% and 2.7% month over month in October and November 2011, respectively.

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Domestic industrial production has fluctuated since the summer of 2011 and machinery orders plunged both in September and October 2011, reflecting the weakness in exporting industries. Although reconstruction demand is expected in connection with the Japanese government's third supplementary budget approved in November 2011, further appreciation of the Japanese yen and weakening of the global economy remain major concerns.

The unemployment rate in Japan improved 0.3 percentage points quarter on quarter in the July-September 2011 period to 4.4%, excluding the prefectures impacted severely by the Great East Japan Earthquake. The number of unemployed individuals also declined for the third straight quarter. Overall, the long-term deterioration of employment conditions was partially mitigated by the recent policy measures, such as easing the conditions imposed by the government for employment subsidies to companies, as well as companies electing to reduce work hours rather than employees.

Japan's real private consumption rose at an annualized rate of 3.0% quarter on quarter in the July-September 2011 period, showing higher growth than the 1.1% annualized quarter on quarter growth rate in the April-June 2011 period. By item, consumption of durable goods rose at an annualized rate of 28.7% quarter on quarter in the July-September 2011 period, while non-durable goods and services increased at an annualized rate of 6.7% and 0.6% quarter on quarter, respectively, in the same period. Increased supply of automobiles as the supply chain recovered, and stronger demand for home electric appliances and clothing due to energy conservation efforts in response to the electricity supply shortages supported the growth in private consumption. The growth in private consumption, however, may not be sustainable since the consumption composite index remained lower than pre-earthquake levels on a declining trend, though slightly, over the July-September 2011 period.

The consumer price index, excluding fresh foods, in Japan turned positive (+0.2%) in the third calendar quarter of 2011 for the first time in eleven quarters, reflecting some temporary volatility factors, such as rising energy prices, a cigarette tax increase, higher casualty insurance premiums, and rising clothing and shoe prices.

In the October 2010 Monetary Policy Board meeting, the Bank of Japan agreed to introduce comprehensive monetary easing measures that include unconventional measures, such as purchases of risk assets. Under the comprehensive monetary easing policy, the Bank of Japan clarified a timeframe based on its understanding of medium to long-term price stability and indicated that it is likely to maintain virtually zero interest rates until consumer prices can be expected to rise by approximately 1% year on year. The Bank of Japan has maintained a very low policy rate (uncollateralized overnight call rate) ranging between 0.00% and 0.10% in an effort to lift the economy out of deflation since December 2008, while increasingly supplying funds through its comprehensive monetary easing operations. In line with the comprehensive monetary easing policy, at a monetary policy meeting on October 27, 2011, the Bank of Japan increased its risk asset purchase funds by raising the limit of long-term government bond purchases from ¥5 trillion to ¥9 trillion based on its determination that the economic downside risk had increased due to the persistently strong Japanese yen.

Euro-yen 3-month TIBOR fell to approximately 0.33% as of December 30, 2011, the lowest level since 2006. The yield on the benchmark long-term Japanese Government Bond, or JGB (10-year newly issued JGB), remained at low levels of around 1.0% due to risk aversion in response to the European sovereign debt problem, while some major credit rating agencies lowered the Japanese government's credit rating in 2011.



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The following chart shows the interest rate trends in Japan since April 2010:

With regard to the Japanese stock market, the closing price of the Nikkei Stock Average decreased from ¥9,708.39 at April 1, 2011 to ¥8,700.29 at September 30, 2011. After going up to approximately ¥10,100 in mid-late July 2011, the Nikkei Stock Average decreased to the mid ¥8,500 level in September 2011 and remained weak at around the same level through mid-December 2011. The weakness in stock prices reflected the general sentiment of risk aversion and uncertainty surrounding the economy, affected by multiple factors such as the European sovereign debt problems, the possibility of global economic recession, and the appreciation of the Japanese yen which negatively impacted the Japanese export industry.

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The closing price of the Tokyo Stock Price Index, or TOPIX, a composite index of all stocks listed on the First Section of the Tokyo Stock Exchange, similarly fluctuated from April 2011 through early December 2011 due to the same reasons as those for the Nikkei Stock Average. The TOPIX generally maintained an upward trend until it reached around 870 in early July 2011, and then decreased to almost 750 in late August 2011, and remained at around the same level through early December 2011. As of January 10, 2012, the closing price of the Nikkei Stock Average was ¥8,422.26 and that of the TOPIX was 731.93. The following chart shows the daily closing price of the Nikkei Stock Average since April 2010:

Reflecting the general sentiment of risk aversion and the globally low interest rate environment, the Japanese yen has appreciated against other currencies, especially against the US dollar, from April 1, 2011 through September 30, 2011, from ¥83.67 to US\$1 on April 1, 2011 to ¥76.70 to US\$1 on September 30, 2011. This trend continued through early December 2011 despite the Bank of Japan's efforts to mitigate the trend. On October 31, 2011, after the Japanese yen appreciated to the ¥75 to US\$1 level, the Japanese government and the Bank of Japan intervened by selling Japanese yen and buying US dollars. Although it was the fourth intervention by the Japanese government and the Bank of Japan since July 2011, it resulted in only a temporary depreciation of the Japanese yen to the ¥79 to US\$1 level, after which the Japanese yen appreciated again to the ¥77 to US\$1 level.

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As of January 10, 2012, the Japanese yen stood at ¥76.86 to US\$1. The following chart shows the foreign exchange rates expressed in Japanese yen per US dollar since April 2010:

Based on a survey of land prices by the Japanese government, the average residential land price in Japan declined by 3.2% between July 1, 2010 and July 1, 2011. The average commercial land price in Japan also declined by 4.0% during the same period. In the three major metropolitan areas, Tokyo, Osaka and Nagoya, the average residential land price declined by 1.7% between July 1, 2010 and July 1, 2011, while the average commercial land price in those areas declined by 2.2% during the same period. Looking into the local regions of Japan, which consist of regions other than the three major metropolitan areas, the average residential land price continued to decline for the seventh consecutive year, with the rate of decline between July 1, 2010 and July 1, 2011 being 3.7%, and the average commercial land price also continued to decline for the eighth consecutive year, with the rate of decline between July 1, 2010 and July 1, 2011 being 4.8%.

According to Teikoku Databank, a Japanese research institution, the number of companies that filed for legal bankruptcy in Japan from January 2011 to November 2011 was approximately 10,500, a decrease of 1.9% from the same period of the previous year. The decrease in the number of companies that filed for legal bankruptcy was mainly due to the positive effects of the Japanese government's policies to stimulate the Japanese economy and to facilitate financing for Small and Medium-Sized Enterprises. The aggregate amount of liabilities subject to bankruptcy filings from January 2011 to November 2011 was approximately ¥3.1 trillion, excluding financial institution bankruptcy filings. The amount was particularly high in the same period of the prior year because of the corporate reorganization filings by the Japan Airlines group companies in January 2010, the largest bankruptcy filing in Japanese history. As a result, the aggregate amount of liabilities subject to bankruptcy filings decreased approximately 53.2% compared to the same period of the previous year.

## ***International Financial Markets***

With respect to the international financial and economic environment, the US economy showed some improvement in the third quarter of calendar year 2011 with the annualized real GDP growth rate of 2.0% quarter on quarter, as compared to that of the second quarter of 1.3%. The improvement was supported by multiple factors, including the 2.3% annualized quarter on quarter growth in consumer spending, which accounts for approximately 70% of the US GDP. The increase in consumer spending was mainly due to an increase in spending in services such as healthcare spending and durable goods such as vehicles, partially offset by weaker

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growth in household disposable income representing an annualized quarter on quarter growth rate of 0.2% in the third quarter of calendar year 2011, compared to 2.8% in the immediately preceding quarter. Capital expenditures also increased at an annualized quarter on quarter growth rate of 14.8% due mainly to an increase in investments in machinery and software, contributing to the real GDP growth.

However, major equity market indices, such as the Dow Industrial Average, were lower at the end of the third quarter of calendar year 2011 compared to those at the beginning of the year, reflecting investors' concerns over the European sovereign debt crisis, the potential threat of a double-dip recession in the US economy and the weaker growth in economies in emerging markets, all of which amplified investors' risk aversion from equity investments.

According to the US Bureau of Labor Statistics, the US unemployment rate has been fluctuating around the 9% range since early 2011, which was lower than the cyclical high at 10.1% in October 2009. The unemployment rate in November 2011 was 8.6%, which was the lowest since March 2009.

In October 2011, the core CPI (consumer price index for all items less food and energy) inflation rate increased 0.1% as compared with that of the previous month mainly due to relatively higher growth in residential, healthcare and clothing spending, which was partially offset by declines in spending on new and used cars and recreational spending. The core CPI inflation rate was generally on a declining trend in the third quarter of calendar year 2011, after increasing noticeably in the first half of the year, reflecting in part higher prices for some commodities and imported goods as well as shortages of several popular models of automobiles.

With the state of the US economy lacking strong evidence of sustained growth and the US unemployment rate remaining high, the Federal Reserve System has kept in place its zero-interest rate policy—a policy to maintain the federal funds target rate between zero and 0.25%. In November 2011, the Federal Open Market Committee, or the FOMC, reconfirmed its monetary policy, which was announced in September 2011, under which the FOMC will maintain the zero interest rate policy until mid 2013 and implement the so-called twist operation through which the FOMC will purchase \$400 billion of long-term US treasury securities and sell an equal amount of short-term treasury securities to lower long-term interest rates and to support sustained economic growth.

Concerns over the Eurozone economy going into recession, exacerbated by the sovereign debt crisis, have persisted throughout the third quarter of calendar year 2011. Eurozone real GDP growth in the third calendar quarter was weak, up only by 0.2% quarter on quarter. Growth in Germany and France was relatively strong, up by 0.5% quarter on quarter and 0.4% quarter on quarter, respectively, while growth in Eurozone peripheral countries continued to contract. Growth in new orders for the manufacturing sector in the Eurozone slowed down sharply in recent months, while the purchasing manager's index in the sector has remained below 50 since August 2011, indicating a contracting economy. The Eurozone consumer confidence index deteriorated in October 2011 for the fourth consecutive month to 19.9, the lowest level since August 2009.

In addition, Eurozone countries increased fiscal austerity as the sovereign debt problems deepened. For example, France announced large-scale austerity measures in November 2011 in order to maintain its AAA credit rating, while the Italian government announced austerity measures in the third quarter of calendar year 2011, followed by the announcement of further cuts on public spending by the Monti government in December 2011. Total Eurozone fiscal austerity is expected to amount to 1.6% of the estimated GDP in 2011.

Reflecting the weak economic prospects and consumer sentiment, retail sales in the Eurozone countries in September 2011 decreased 1.2% year on year, compared to negative growth in August 2011 of 0.1% year on year, particularly impacted by the contracting sales in peripheral European countries. The Eurozone consumer price index remained high at 3.0% year on year in October 2011, the highest level since 2008.

The employment condition in the Eurozone countries has been generally weaker than that in the United States, with the unemployment rate in the Eurozone countries reaching 10.3% in October 2011.

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Major continental European equity market indices, such as the DAX, fell high teens from the beginning of 2011, reflecting investors' risk aversion to and weaker confidence in sovereign debt, especially in Greece and Italy and other peripheral European countries, and the magnitude of the aggregate sovereign debt exposures to these countries.

In response to the inflationary pressure increasing throughout the first half of calendar year 2011, the European Central Bank, or the ECB, raised its benchmark interest rate from 1.00% to 1.25% in April 2011 and from 1.25% to 1.50% in July 2011, which was subsequently lowered to 1.25% in November 2011 and to 1.00% in December 2011 to counter recessionary pressure and to stimulate the economy.

In addition to lowering the benchmark interest rate, the recent ECB initiatives to support the European economy included the ECB's decisions to provide banks with longer-term secured loans with maturities up to 13 months, and to buy 40 billion of covered bonds, which are one of the major sources of funds for banks, in the European market. These initiatives were augmented by the Eurozone summit's agreement on October 26, 2011 on a comprehensive strategy to counter the debt crisis. The agreement included (1) greater support from the private sector on the Greek debt with a 50% principal debt discount, (2) the enhancement of the leverage capacity of the European Financial Stability Facility to 1.0 trillion from 0.44 trillion, and (3) the imposition of stricter capital requirements on banks requiring a Core Tier1 ratio of 9%, an increase from 5% previously. In the meantime, the sovereign debt crisis in Europe has resulted in analysts and commentators speculating and discussing the future of the euro and the Eurozone.

## **Critical Accounting Estimates**

Our unaudited condensed consolidated financial statements included elsewhere in this Report are prepared in accordance with US 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. Critical accounting estimates include the allowance for credit losses on loans and off-balance sheet credit instruments, an impairment of investment securities, the allowance for repayment of excess interest, the valuation allowance for deferred tax assets, tax reserves, the accounting for goodwill and intangible assets, accrued severance indemnities and pension liabilities, the valuation of financial instruments, and the fair value hierarchy. For a further discussion of our critical accounting estimates, see our Form 20-F for the fiscal year ended March 31, 2011.

Prior to the fiscal year ended March 31, 2011, Mitsubishi UFJ NICOS, our consumer finance subsidiary, had estimated the allowance for repayment of excess interest based primarily on historical reimbursement rates of excess interest. During the second half of the fiscal year ended March 31, 2011, Mitsubishi UFJ NICOS revised its estimate by updating management's future forecast to reflect new reimbursement claims information and other data following various legal and industry developments that occurred during the fiscal year.

We evaluate the remaining useful life of an intangible asset at each reporting period to determine whether events and circumstances warrant a revision to the remaining useful life. When the useful life of intangible assets not subject to amortization is no longer determined to be indefinite, such as when unanticipated competition enters a market, the intangible asset is amortized over the remaining period that it is expected to contribute to positive cash flows. At September 30, 2011, we reevaluated the useful lives of our intangible assets related to our customer relationships from fund contracts, which had been previously recorded as intangible assets not subject to amortization. Due to the global financial downturn, including the recent financial market disruption in Europe and the downgrade of the US treasury bonds' credit rating, the downward trend of customer assets under management, which was previously on an upward trend, is not expected to recover in the near future and therefore is no longer expected to support indefinite useful lives of the intangible assets associated with the customer relationships from fund contracts. As a result of the reevaluation, we reclassified our intangible assets related to the customer relationships of ¥42.2 billion from intangible assets not subject to amortization to those subject to amortization. For the details of these intangible assets, see Note 5 to our unaudited condensed consolidated financial statements included elsewhere in this Report.



**Table of Contents****Accounting Changes and Recently Issued Accounting Pronouncements**

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

**Results of Operations**

The following table sets forth a summary of our results of operations for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,	
	2010	2011
	(in billions)	
Interest income	¥ 1,290.9	¥ 1,358.2
Interest expense	342.0	324.2
Net interest income	948.9	1,034.0
Provision for credit losses	186.3	89.3
Non-interest income	1,361.6	608.8
Non-interest expense	1,173.9	1,159.5
Income before income tax expense	950.3	394.0
Income tax expense	370.0	198.8
Net income before attribution of noncontrolling interests	¥ 580.3	¥ 195.2
Net income (loss) attributable to noncontrolling interests	(2.6)	4.2
Net income attributable to Mitsubishi UFJ Financial Group	¥ 582.9	¥ 191.0

We reported net income attributable to Mitsubishi UFJ Financial Group of ¥191.0 billion for the six months ended September 30, 2011, a decrease of ¥391.9 billion from ¥582.9 billion for the six months ended September 30, 2010. Our diluted earnings per share of common stock (net income available to common shareholders of Mitsubishi UFJ Financial Group) for the six months ended September 30, 2011 was ¥12.82, a decrease from ¥40.31 for the six months ended September 30, 2010. Income before income tax expense for the six months ended September 30, 2011 was ¥394.0 billion, a decrease of ¥556.3 billion from ¥950.3 billion for the six months ended September 30, 2010.



**Table of Contents****Net Interest Income**

The following is a summary of the interest rate spread for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,			
	2010		2011	
	Average balance	Average rate (Annualized) (in billions, except percentages)	Average balance	Average rate (Annualized)
<b>Interest-earning assets:</b>				
Domestic	¥ 131,403.6	1.20%	¥ 128,879.2	1.11%
Foreign	49,624.9	2.02	52,315.5	2.44
<b>Total</b>	<b>¥ 181,028.5</b>	<b>1.42%</b>	<b>¥ 181,194.7</b>	<b>1.50%</b>
<b>Financed by:</b>				
<b>Interest-bearing liabilities:</b>				
Domestic	¥ 125,784.5	0.30%	¥ 128,686.3	0.26%
Foreign	35,490.7	0.84	33,932.1	0.91
<b>Total</b>	<b>161,275.2</b>	<b>0.42</b>	<b>162,618.4</b>	<b>0.40</b>
Non-interest-bearing liabilities	19,753.3		18,576.3	
<b>Total</b>	<b>¥ 181,028.5</b>	<b>0.38%</b>	<b>¥ 181,194.7</b>	<b>0.36%</b>
Interest rate spread		1.00%		1.10%
Net interest income as a percentage of total interest-earning assets		1.05%		1.14%

Net interest income for the six months ended September 30, 2011 was ¥1,034.0 billion, an increase of ¥85.1 billion from ¥948.9 billion for the six months ended September 30, 2010. The increase in our net interest income mainly reflected the recognition as interest income of the ¥139 billion gain realized from the adjustment to the conversion rate associated with our conversion of Morgan Stanley preferred stock into Morgan Stanley common stock, partially offset by a decrease in interest income from domestic loans mainly due to lower interest rates. In Japan, the Bank of Japan has implemented monetary easing policies and maintained its zero interest rate policy throughout the reporting period. As a result, the average interest rate on domestic interest-earning assets decreased more than the decrease in the average interest rate on domestic interest-bearing liabilities.

Inclusive of the gain associated with the conversion of our Morgan Stanley preferred stock and the related preferred dividends, the average interest rate spread (average interest rate for interest-earning assets minus average interest rate for interest-bearing liabilities) increased 0.1 percentage points from 1.00% for the six months ended September 30, 2010 to 1.10% for the six months ended September 30, 2011. For the six months ended September 30, 2011, compared to the same period of the prior year, the average rate on interest-bearing liabilities decreased 0.02 percentage points to 0.40% from 0.42%, while the average interest rate on interest-earning assets increased 0.08 percentage points to 1.50% from 1.42%, which resulted in the overall increase in the average interest rate spread. Consequently, net interest income increased ¥85.1 billion, although the average balance of interest-earning assets remained almost unchanged.

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Exclusive of the gain associated with the conversion and the related preferred dividends, the average interest rate spread decreased 0.02 percentage points from 0.97% for the six months ended September 30, 2010 to 0.95% for the six months ended September 30, 2011. If the Bank of Japan continues to maintain its zero interest rate policy as well as other monetary easing policies, our interest rate spread on domestic loans will likely continue to be under severe pressure. Moreover, if additional monetary easing policies are adopted in the United States and European countries, our interest rate spread on foreign loans may also be negatively impacted.

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Average interest-earning assets for the six months ended September 30, 2011 were ¥181,194.7 billion, an increase of ¥166.2 billion from ¥181,028.5 billion for the six months ended September 30, 2010. Domestic interest-earning assets decreased ¥2,524.4 billion mainly due to a ¥3,804.7 billion decrease in domestic loans, partially offset by a ¥1,359.8 billion increase in domestic investment securities. The decrease in domestic interest earning assets was more than offset by a ¥2,690.6 billion increase in foreign interest-earning assets, which mainly reflected an increase in foreign loans of ¥1,222.3 billion and an increase in foreign deposit of ¥954.9 billion.

Average interest-bearing liabilities for the six months ended September 30, 2011 were ¥162,618.4 billion, an increase of ¥1,343.2 billion from ¥161,275.2 billion for the six months ended September 30, 2010. The increase was primarily attributable to an increase in other short-term borrowings and trading account liabilities of ¥3,287.8 billion, partially offset by decreases in domestic and foreign interest-bearing deposits by ¥1,043.7 billion and 1,081.9 billion, respectively. The impact of the increase in the average balance of interest-bearing liabilities was more than offset by the impact of the decrease in the average interest rate during the period, resulting in a decrease in interest expense of ¥17.8 billion for the six months ended September 30, 2011 compared to that for the six months ended September 30, 2010.

### ***Provision for Credit Losses***

Provision for credit losses is charged to operations to maintain the allowance for credit losses at a level deemed appropriate by management. For the description of the approach and methodology used to establish the allowance for credit losses, see Financial Condition Allowance policy.

**Table of Contents****Non-Interest Income**

The following table is a summary of our non-interest income for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,	
	2010	2011
	(in billions)	
Fees and commissions income:		
Trust fees	¥ 50.3	¥ 48.3
Fees on funds transfer and service charges for collections	71.2	69.9
Fees and commissions on international business	29.0	28.0
Fees and commissions on credit card business	72.6	75.2
Service charges on deposits	12.0	9.4
Fees and commissions on securities business	66.7	62.6
Fees on real estate business	10.2	10.2
Insurance commissions	14.1	16.0
Fees and commissions on stock transfer agency services	26.9	26.0
Guarantee fees	33.4	30.1
Fees on investment funds business	66.2	67.4
Other fees and commissions	105.0	105.7
<b>Total</b>	<b>557.6</b>	<b>548.8</b>
Foreign exchange gains net	175.1	67.8
Trading account profits net:		
Net profits on interest rate and other derivative contracts	192.3	145.0
Net profits on trading account securities, excluding derivatives	293.7	304.2
<b>Total</b>	<b>486.0</b>	<b>449.2</b>
Investment securities gains (losses) net:		
Net gains on sales of securities available for sale:		
Debt securities	107.8	113.2
Marketable equity securities	58.0	17.2
Impairment losses on securities available for sale:		
Debt securities	(12.6)	(7.3)
Marketable equity securities	(59.1)	(149.5)
Other	11.7	7.2
<b>Total</b>	<b>105.8</b>	<b>(19.2)</b>
Equity in losses of equity method investees	(44.6)	(515.4)
Other non-interest income	81.7	77.6
<b>Total non-interest income</b>	<b>¥ 1,361.6</b>	<b>¥ 608.8</b>

Non-interest income for the six months ended September 30, 2011 was ¥608.8 billion, a decrease of ¥752.8 billion from ¥1,361.6 billion for the six months ended September 30, 2010. This decrease was mainly attributable to equity in losses of equity method investees of ¥515.4 billion, primarily reflecting other than temporary impairment losses of ¥579.5 billion on our investments in Morgan Stanley as the quoted market price of Morgan Stanley common stock declined during the period, in light of the uncertain global economic environment and increasing regulatory challenges. Other factors that contributed to the decrease in non-interest income included a ¥90.4 billion increase in impairment losses on marketable equity securities available for sale, and a ¥107.3 billion decrease in net foreign exchange gains.



**Table of Contents***Fees and commissions income*

Fees and commission income for the six months ended September 30, 2011 was ¥548.8 billion, a decrease of ¥8.8 billion from ¥557.6 billion for the six months ended September 30, 2010. This decrease was primarily due to a decrease of ¥4.1 billion in fees and commissions on the securities business reflecting weak equity and bond market activity, a decrease of ¥3.3 billion in guarantee fees reflecting weak demand in domestic markets both from individual and corporate customers, and a decrease of ¥2.6 billion in service charges on deposits, reflecting lower overdraft volumes resulting from changes in customer behavior and the impact of changes in fee-related regulations in the United States restricting banks' abilities to charge overdraft service fees on some retail customer transactions. These decreases were, partially offset by a ¥2.6 billion increase in fees and commissions on the credit card businesses and a ¥1.2 billion increase in fees on the investment funds business as the overall transaction volume increased through our ongoing promotional efforts, particularly at our commercial banking and trust banking subsidiaries.

*Net foreign exchange gains (losses)*

The following table sets forth the details of our foreign exchange gains and losses for the six months ended September 30, 2010 and 2011:

	Six months ended September 30, 2010                      2011 (in billions)	
Foreign exchange gains (losses) net:		
Foreign exchange derivative contracts	¥ 158.6	¥ 46.4
Foreign exchange gains other than derivative contracts	860.0	1,028.3
Foreign exchange losses related to the fair value option	(843.5)	(1,006.9)
<b>Total</b>	<b>¥ 175.1</b>	<b>¥ 67.8</b>

Net foreign exchange gains for the six months ended September 30, 2011 were ¥67.8 billion, a decrease of ¥107.3 billion from ¥175.1 billion for the six months ended September 30, 2010. During the six months ended September 30, 2011, the Japanese yen further appreciated against the US dollar from ¥83.67 to US\$1 at April 1, 2011 to ¥76.70 to US\$1 at September 30, 2011. Gains on foreign exchange derivative contracts decreased due to the appreciation of the Japanese yen adversely affecting our positions in foreign currency derivative contracts. Foreign exchange gains other than derivative contracts increased for the six months ended September 30, 2011 compared to the same period of the prior year, mainly due to translation gains on monetary liabilities denominated in foreign currencies. Foreign exchange losses related to the fair value option increased for the six months ended September 30, 2011 compared to the same period of the prior year, mainly due to translation losses on securities denominated in foreign currencies.

**Table of Contents***Net trading account profits (losses)*

The following table sets forth the details of our trading account profits and losses for the six months ended September 30, 2010 and 2011:

	Six months ended September 30, 2010                      2011 (in billions)	
Trading account profits (losses) net:		
Net profits (losses) on interest rate and other derivative contracts		
Interest rate contracts	¥ 112.7	¥ 90.4
Equity contracts	102.1	45.8
Commodity contracts	(1.4)	12.7
Credit derivatives	(6.9)	7.8
Other	(14.2)	(11.7)
<b>Total</b>	<b>¥ 192.3</b>	<b>¥ 145.0</b>
Net profits (losses) on trading account securities, excluding derivatives		
Trading account securities	¥ (30.8)	¥ (38.1)
Trading account securities under the fair value option	324.5	342.3
<b>Total</b>	<b>¥ 293.7</b>	<b>¥ 304.2</b>

Trading account assets or liabilities are carried at fair value and changes in the value of trading account assets or 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 application of certain accounting rules, which are generally not related to trading purpose activities, but simply classified as trading accounts due to application of certain accounting rules.

Of the two categories, trading purpose activities represent a smaller portion of our trading account profits.

We generally do not separate for financial reporting purposes customer originated trading activities from those with 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 currency. 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 the other side of 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.

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



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

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

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

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

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

Net profits (losses) on trading account securities, excluding derivatives, are comprised of net profits (losses) on trading account securities and net profits (losses) on trading account securities under the fair value option. Net profits (losses) on trading account securities primarily constitute gains and losses on trading and valuation of trading securities which relate to trading purpose activities. Investment securities held by certain consolidated variable interest entities are included in accordance with the applicable accounting treatments. Net profits (losses) on securities under the fair value option are classified into trading accounts profits (losses) in accordance with certain accounting treatments. For the details of the fair value option, see Note 16 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

Net trading account profits for the six months ended September 30, 2011 were ¥449.2 billion, a decrease of ¥36.8 billion from ¥486.0 billion for the six months ended September 30, 2010. The decrease in net trading account profits was largely due to a ¥47.3 billion decrease in net profits on interest rate and other derivative contracts, partially offset by a ¥10.5 billion increase in net profits on trading account securities, excluding derivatives.

Net profits (losses) on interest rate and other derivative contracts are comprised of interest rate contracts, equity contracts, commodity contracts, credit derivatives and others. The ¥47.3 billion decrease in net profits on interest rate and other derivative contracts were mainly attributable to a ¥56.3 billion decrease in equity contracts and a ¥22.3 billion decrease in interest rate contracts primarily due to valuation losses on equity derivative contracts and interest rate swap contracts reflecting the weak equity market and the low interest rate environment. The decreases in net profits on equity contracts and interest rate contracts were partially offset by a ¥14.7 billion increase in net profits on credit derivative contracts and a ¥14.1 billion increase in net profits on commodity contracts.

Net profits (losses) on trading account securities, excluding derivatives, are comprised of net profits (losses) on trading account securities and net profits (losses) on trading account securities under the fair value option. Net losses on trading account securities increased slightly from ¥30.8 billion for the six months ended September 30, 2010 to ¥38.1 billion for the six months ended September 30, 2011, mainly due to an increase in losses on valuation of foreign equity securities primarily impacted by the weak performance in the US equity market, and a decrease in gains on valuation and sales of domestic equity securities, as stock prices decreased during the period. Net profits on trading account securities under the fair value option increased from ¥324.5 billion for the six months ended September 30, 2010 to ¥342.3 billion for the six months ended September 30, 2011, mainly due to an increase in gains on valuation of foreign currency denominated debt securities at our trust banking subsidiary, resulting from a decrease in interest rates for foreign currency denominated trading account securities.

*Net investment securities gains (losses)*

Net investment securities losses of ¥19.2 billion were recorded for the six months ended September 30, 2011, compared to net investment securities gains of ¥105.8 billion for the six months ended September 30, 2010, mainly due to a ¥90.4 billion increase in impairment losses on marketable equity securities available for sale and a ¥40.8 billion decrease in net gains on sales of marketable equity securities available for sale, mainly reflecting the weak domestic equity market performance and general decline in stock prices throughout the period.

**Table of Contents***Equity in losses of equity method investees*

Equity in losses of equity method investees for the six months ended September 30, 2011 was ¥515.4 billion, compared to ¥44.6 billion for the six months ended September 30, 2010. The losses for the six months ended September 30, 2011 mainly reflected impairment losses of ¥579.5 billion on our investments in Morgan Stanley as the quoted market price of Morgan Stanley common stock declined during the period, in light of the uncertain global economic environment and increasing regulatory challenges. For further information, see Note 2 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

*Non-Interest Expense*

The following table shows a summary of our non-interest expense for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,	
	2010	2011
	(in billions)	
Salaries and employee benefits	¥ 437.7	¥ 443.7
Occupancy expenses net	80.7	79.4
Fees and commission expenses	102.9	101.8
Outsourcing expenses, including data processing	97.5	94.9
Depreciation of premises and equipment	48.5	45.8
Amortization of intangible assets	109.9	105.3
Impairment of intangible assets	16.4	27.0
Insurance premiums, including deposit insurance	56.5	58.0
Communications	27.2	24.7
Taxes and public charges	33.4	31.7
Other non-interest expenses	163.2	147.2
Total non-interest expense	¥ 1,173.9	¥ 1,159.5

Non-interest expense for the six months ended September 30, 2011 was ¥1,159.5 billion, a decrease of ¥14.4 billion from ¥1,173.9 billion for the six months ended September 30, 2010. This decrease was primarily attributable to a ¥16.0 billion decrease in other non-interest expenses mainly reflecting a decrease in provision for repayment of excess interest at our consumer finance subsidiaries to nil for the six months ended September 30, 2011.

*Salaries and employee benefits*

Salaries and employee benefits for the six months ended September 30, 2011 were ¥443.7 billion, an increase of ¥6.0 billion from ¥437.7 billion for the six months ended September 30, 2010. This increase was mainly due to an increase in amortization expenses for the negative actuarial difference in pension and retirement benefits, partially offset by a net decrease in salary expenses relating to our securities subsidiary's restructuring programs implemented for the fiscal year ended March 31, 2011.

*Amortization of intangible assets*

Amortization of intangible assets for the six months ended September 30, 2011 was ¥105.3 billion, a decrease of ¥4.6 billion from ¥109.9 billion for the six months ended September 30, 2010. The decrease was mainly due to a smaller base for amortization of core deposit intangibles to which we applied the declining balance method.

**Table of Contents***Impairment of intangible assets*

Impairment of intangible assets for the six months ended September 30, 2011 was ¥27.0 billion, an increase of ¥10.6 billion from ¥16.4 billion for the six months ended September 30, 2010. This increase was mainly due to ¥8.3 billion of impairment on our contractual rights associated with a business alliance in the credit card business and ¥18.6 billion of impairment on customer relationships relating to fund contracts in the investment fund and trust operations, reflecting weak global economic conditions. At September 30, 2011, we reevaluated the useful lives of the intangible assets related to our customer relationships from fund contracts and determined that they no longer had indefinite useful lives. As a result of the reevaluation, we reclassified the intangible assets related to our customer relationships from intangible assets not subject to amortization to those subject to amortization, and recognized the impairment loss. For further information on the customer relationships, see Notes 1 and 5 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

*Other non-interest expenses*

We maintain an allowance for repayment of excess interest based on an analysis of past experience of reimbursement of excess interest, borrowers' profile, recent trends in borrowers' demand for reimbursement, and management's future forecasts. The allowance is recorded as a liability in other liabilities. At March 31, 2011 and September 30, 2011, the allowance was ¥136.9 billion and ¥114.9 billion, respectively. No provision for repayment of excess interest was recorded at our consumer finance subsidiaries for the six months ended September 30, 2011, as compared to ¥11.5 billion for the six months ended September 30, 2010, which was included in other non-interest expenses. For further information on the allowance, see Notes 1 and 13 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

*Income Tax Expense*

The following table shows a summary of our income tax expense for the six months ended September 30, 2010 and 2011:

	<b>Six months ended September 30,</b>	
	<b>2010</b>	<b>2011</b>
	<b>(in billions, except percentages)</b>	
Income before income tax expense	¥ 950.3	¥ 394.0
Income tax expense	¥ 370.0	¥ 198.8
Effective income tax rate	38.9%	50.5%
Combined normal effective statutory tax rate	40.6%	40.6%

The combined normal effective statutory tax rate was 40.6% for the six months ended September 30, 2010 and 2011.

For the six months ended September 30, 2011, the effective income tax rate was 50.5%, which was 9.9 percentage points higher than the combined normal effective statutory tax rate of 40.6%. This primarily reflected an increase in the valuation allowance for future deductible temporary differences recognized as a result of recording impairment losses on investments in equity method investees.

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For the six months ended September 30, 2010, the effective tax rate was 38.9%, which was 1.7 percentage points lower than the combined normal effective statutory tax rate of 40.6%. This primarily reflected a decrease in the valuation allowance based on the actual utilization of net operating loss carryforwards against our taxable income for the six months ended September 30, 2010.

On November 30, 2011, the Japanese Diet enacted tax reform laws, which will affect our income tax expenses as well as the recoverability of deferred tax assets and the realization of deferred tax liabilities recorded in our consolidated financial statements for future periods. For further information on the tax reform laws, see [Financial Condition](#) [Deferred Tax Assets](#).

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### ***Net Income (Loss) Attributable to Noncontrolling Interests***

We recorded net income attributable to noncontrolling interests of ¥4.2 billion for the six months ended September 30, 2011, compared to a net loss attributable to noncontrolling interests of ¥2.6 billion for the six months ended September 30, 2010. The improvement was mainly attributable to income recorded in our consumer finance subsidiaries as compared to losses recorded for the six months ended September 30, 2010, due to provision for repayment of excess interest.

### **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 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 unaudited condensed consolidated financial statements prepared on the basis of US GAAP. For example, operating profit does not reflect items such as a part of the provision for credit losses (primarily equivalent to the formula allowance under US GAAP), foreign exchange gains (losses) and investment securities gains (losses).

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 four areas: Retail, Corporate, Trust Assets, and Global. Effective July 1, 2011, we added the Integrated Global Business Group as a fourth area by shifting most of our global operations mainly from the Integrated Corporate Banking Business Group to change the previous practice of each group entity's individual promotion of global businesses to a more group-wide approach. The new approach is designed to enable us to exercise our comprehensive expertise to more effectively provide our customers with value-added services outside Japan. This integrated business group system is intended to enhance synergies by promoting more effective and efficient collaboration between our subsidiaries. Under this system, as the holding company, we formulate strategies for our Group on an integrated basis, which is then executed by the subsidiaries. Through this system, we aim to reduce overlapping of functions within our Group, thereby increasing efficiency and realizing the benefits of group resources and scale of operations. Moreover, through greater integration of our shared expertise in banking, trust and securities businesses, we aim to deliver a more diverse but integrated lineup of products and services for our customers.

Operations that are not covered by the integrated business group system are classified under Global Markets and Other.

Prior period business segment information has been reclassified to enable comparisons between the relevant amounts for the six months ended September 30, 2010 and 2011, respectively.

The following is a brief explanation of our business segments:

*Integrated Retail Banking Business Group* Covers all domestic retail businesses, including commercial banking, trust banking and securities businesses. This business group integrates the retail business 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 MUFU Plaza, a one-stop, comprehensive financial services concept that provides integrated banking, trust and securities services.

*Integrated 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 customers.

*Integrated 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



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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.

*Integrated 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 Union Bank, N.A.), through a global network of more than 500 offices outside Japan to provide customers with financial products and services that meet their increasingly diverse and sophisticated financing needs. Union Bank is one of the largest commercial banks in California by both total assets and total deposits. Union Bank 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. Union Bank's parent company is UnionBanCal Corporation, or UNBC, which is a bank holding company in the United States.

*Global Markets* Covers asset and liability management and strategic investment of BTMU and MUTB, and sales and trading of financial products of BTMU, MUTB and MUMSS.

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

For further information, see Note 15 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

Our business segment information set forth in the following table 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 unaudited condensed consolidated financial statements included elsewhere in this Report, which have been prepared in accordance with US GAAP. For information on a reconciliation of operating profit under the internal management reporting system to income before income tax expense shown on the unaudited condensed consolidated statements of income, see Note 15 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

	<b>Integrated Retail Banking Business Group</b>	<b>Integrated Corporate Banking Business Group</b>	<b>Integrated Trust Assets Business Group</b>	<b>Integrated Global Business Group</b>			<b>Global Markets</b>	<b>Other</b>	<b>Total</b>
				<b>Other than UNBC</b>	<b>UNBC (in billions)</b>	<b>Total</b>			
<b>Six months ended September 30, 2010</b>									
Net revenue:	¥ 683.7	¥ 450.0	¥ 78.0	¥ 154.9	¥ 141.2	¥ 296.1	¥ 399.1	¥ (27.0)	¥ 1,879.9
Operating expenses	476.1	232.3	48.7	102.2	90.3	192.5	54.5	76.4	1,080.5
Operating profit (loss)	¥ 207.6	¥ 217.7	¥ 29.3	¥ 52.7	¥ 50.9	¥ 103.6	¥ 344.6	¥ (103.4)	¥ 799.4
<b>Six months ended September 30, 2011</b>									
Net revenue:	¥ 644.1	¥ 438.5	¥ 77.4	¥ 182.0	¥ 135.7	¥ 317.7	¥ 388.0	¥ (17.8)	¥ 1,847.9
Operating expenses:	450.8	223.0	49.1	111.7	90.6	202.3	48.6	79.8	1,053.6
Operating profit (loss):	¥ 193.3	¥ 215.5	¥ 28.3	¥ 70.3	¥ 45.1	¥ 115.4	¥ 339.4	¥ (97.6)	¥ 794.3

*Integrated Retail Banking Business Group*

Net revenue of the Integrated Retail Banking Business Group decreased ¥39.6 billion to ¥644.1 billion for the six months ended September 30, 2011 from ¥683.7 billion for the six months ended September 30, 2010. Net revenue of the Integrated Retail Banking Business Group mainly consists of revenues from commercial banking operations, such as deposits and lending operations, and fees related to sales of investment products to

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retail customers, as well as fees of subsidiaries within the Integrated Retail Banking Business Group. The decrease in net revenue mainly reflected a decrease in revenues from deposits caused by lower interest rates or interest spreads and a decrease in interest income of consumer finance subsidiaries due to the current difficult operating environment resulting from the recent legal and regulatory changes in Japan.

Operating expenses of the Integrated Retail Banking Business Group decreased ¥25.3 billion to ¥450.8 billion for the six months ended September 30, 2011 from ¥476.1 billion for the six months ended September 30, 2010. The decrease in operating expenses mainly reflected a decrease in transaction volume at our consumer finance operations.

As a result of the foregoing, operating profit of the Integrated Retail Banking Business Group decreased ¥14.3 billion to ¥193.3 billion for the six months ended September 30, 2011 from ¥207.6 billion for the six months ended September 30, 2010.

### ***Integrated Corporate Banking Business Group***

Net revenue of the Integrated Corporate Banking Business Group decreased ¥11.5 billion to ¥438.5 billion for the six months ended September 30, 2011 from ¥450.0 billion for the six months ended September 30, 2010. Net revenue of the Integrated Corporate Banking Business Group mainly consists of revenues from corporate lending and other commercial banking operations, investment banking and trust banking businesses in relation to corporate clients, as well as fees of subsidiaries within the Integrated Corporate Banking Business Group. The decrease in net revenue was mainly due to a decrease in net interest income, such as interest income on deposits and loans, partially offset by an increase in revenues from our investment banking operations.

Operating expenses of the Integrated Corporate Banking Business Group were ¥223.0 billion for the six months ended September 30, 2011, a decrease of ¥9.3 billion from ¥232.3 billion for the six months ended September 30, 2010.

As a result, operating profit of the Integrated Corporate Banking Business Group decreased ¥2.2 billion to ¥215.5 billion for the six months ended September 30, 2011 from ¥217.7 billion for the six months ended September 30, 2010.

### ***Integrated Trust Assets Business Group***

Net revenue of the Integrated Trust Assets Business Group decreased ¥0.6 billion to ¥77.4 billion for the six months ended September 30, 2011 from ¥78.0 billion for the six months ended September 30, 2010. Net revenue of the Integrated Trust Assets Business Group mainly consists of fees from asset management and administration services for products, such as pension trusts and investment trusts. The slight decrease in net revenue mainly reflected the continued difficult operating environment for the asset trust banking business, while the pension trust related businesses demonstrated relatively solid operating results. With the slight increase of ¥0.4 billion in operating expenses, the Integrated Trust Assets Business Group recorded operating profit of ¥28.3 billion, a decrease of ¥1.0 billion from ¥29.3 billion for the six months ended September 30, 2010.

### ***Integrated Global Business Group***

Net revenue of the Integrated Global Business Group increased ¥21.6 billion to ¥317.7 billion for the six months ended September 30, 2011 from ¥296.1 billion for the six months ended September 30, 2010. The increase in net revenue was mainly due to improved results from overseas operations across the geographic regions in which we operate, particularly those in Asia, partially supported by increased revenues from our overseas securities business. As a result of the increase in revenues, operating profits for the six months ended September 30, 2011 were ¥115.4 billion, an increase of ¥11.8 billion from ¥103.6 billion for the six months ended September 30, 2010, which was partially offset by a ¥9.8 billion increase in operating expenses due to increased overseas activities.

**Table of Contents****Global Markets**

Net revenue of Global Markets decreased ¥11.1 billion to ¥388.0 billion for the six months ended September 30, 2011 from ¥399.1 billion for the six months ended September 30, 2010. The decrease in net revenue mainly reflected reduced profits associated with our asset and liability management, which generated particularly large profits for the six months ended September 30, 2010, and weak secondary market operations in our securities subsidiaries, partially offset by an increase in profits from investment management and securitization transactions. Operating expenses of the Global Markets decreased ¥5.9 billion to ¥48.6 billion for the six months ended September 30, 2011 from ¥54.5 billion for the six months ended September 30, 2010. As a result, operating profit of the Global Markets decreased ¥5.2 billion to ¥339.4 billion for the six months ended September 30, 2011, from ¥344.6 billion for the six months ended September 30, 2010.

**Financial Condition****Total Assets**

Our total assets at September 30, 2011 were ¥212.72 trillion, an increase of ¥9.87 trillion from ¥202.85 trillion at March 31, 2011. The increase in total assets mainly reflected increases in trading account assets of ¥5.96 trillion, receivables under securities borrowing transactions of ¥1.31 trillion, investment securities of ¥0.68 trillion, and call loans, funds sold, and receivables under resale agreements of ¥0.59 trillion and other assets of ¥2.74 trillion. These increases were partially offset by a decrease in net loans of ¥0.57 trillion.

**Loan Portfolio**

Loans are our primary use of funds. The average loan balance accounted for 49.3% of our average total interest-earning assets for the six months ended September 30, 2010 and 47.9% for the six months ended September 30, 2011. At September 30, 2011, our total loans were ¥86.92 trillion, representing a decrease of ¥0.58 trillion from ¥87.50 trillion at March 31, 2011.

The following table sets forth our loans outstanding, before deduction of allowance for credit losses, at March 31, 2011 and September 30, 2011, based on the classification by industry category as defined by the Bank of Japan for regulatory reporting purposes, which is not necessarily based on use of proceeds:

	March 31, 2011	September 30, 2011
	(in billions)	
Domestic:		
Manufacturing	¥ 11,248.0	¥ 11,541.8
Construction	1,280.9	1,212.0
Real estate	11,660.8	11,233.9
Services	3,417.7	3,180.3
Wholesale and retail	8,443.6	8,266.4
Banks and other financial institutions <sup>(1)</sup>	3,421.4	3,274.1
Communication and information services	1,249.3	1,242.4

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Other industries	8,410.1	8,165.7
Consumer	18,420.9	17,939.9
<b>Total domestic</b>	<b>67,552.7</b>	<b>66,056.5</b>
Foreign:		
Governments and official institutions	516.6	528.8
Banks and other financial institutions <sup>(1)</sup>	3,565.5	3,799.0
Commercial and industrial	13,116.4	13,619.6
Other	2,853.7	3,014.0
<b>Total foreign</b>	<b>20,052.2</b>	<b>20,961.4</b>
Unearned income, unamortized premium net and deferred loan fees net	(102.9)	(101.0)
<b>Total<sup>(2)</sup></b>	<b>¥ 87,502.0</b>	<b>¥ 86,916.9</b>

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Notes:

- (1) Loans to the 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 ¥65.2 billion at March 31, 2011, and ¥50.7 billion at September 30, 2011, which are carried at the lower of cost or estimated fair value.

At September 30, 2011, our total loans were ¥86.92 trillion, a decrease of ¥0.58 trillion from ¥87.50 trillion at March 31, 2011. Before unearned income, net unamortized premiums and net deferred loan fees, our loan balance at September 30, 2011 consisted of ¥66.06 trillion of domestic loans and ¥20.96 trillion of foreign loans, while the loan balance at March 31, 2011 consisted of ¥67.55 trillion of domestic loans and ¥20.05 trillion of foreign loans. Between March 31, 2011 and September 30, 2011, domestic loans decreased ¥1.49 trillion and foreign loans increased ¥0.91 trillion. The decrease in domestic loans was mainly due to a decrease in our loans outstanding to the consumer, real estate, other industries and services categories, which decreased ¥0.48 trillion, ¥0.43 trillion, ¥0.24 trillion and ¥0.24 trillion, respectively. The increase in foreign loans was mainly due to an increase in demand for loans from the commercial and industrial category during the six months ended September 30, 2011.

*Changes in the allowance for credit losses and provision for credit losses*

The following table shows a summary of the changes in the allowance for credit losses for the fiscal year ended March 31, 2011 and for the six months ended September 30, 2010 and 2011:

	Fiscal year ended March 31, 2011	Six months ended September 30, 2010                      2011 (in billions)	
Balance at beginning of period	¥ 1,315.6	¥ 1,315.6	¥ 1,240.5
Provision for credit losses	292.0	186.3	89.3
Charge-offs:			
Domestic	(338.3)	(191.6)	(102.4)
Foreign	(47.5)	(23.6)	(15.2)
Total	(385.8)	(215.2)	(117.6)
Recoveries	43.7	22.3	22.7
Net charge-offs	(342.1)	(192.9)	(94.9)
Others <sup>(1)</sup>	(25.0)	(14.7)	(6.7)
Balance at end of period	¥ 1,240.5	¥ 1,294.3	¥ 1,228.2

Note:

(1) Others principally include losses (gains) from foreign exchange translation.

The provision for credit losses for the six months ended September 30, 2011 was ¥89.3 billion, a decrease of ¥97.0 billion from ¥186.3 billion for the six months ended September 30, 2010. The decrease in the provision for credit losses was mainly due to a decrease in the domestic provision for credit losses, primarily reflecting a smaller increase in restructured residential mortgage loans for the six months ended September 30, 2011 compared to the six months ended September 30, 2010, when we experienced a higher than usual increase in such restructured residential mortgage loans.

Charge-offs for the six months ended September 30, 2011 were ¥117.6 billion, a decrease of ¥97.6 billion from ¥215.2 billion for the six months ended September 30, 2010, primarily reflecting fewer bankruptcies or virtually bankruptcies and the resulting decrease in the amount of charge-offs subject to bankruptcies filings in the domestic category compared to the six months ended September 30, 2010.



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The total allowance for credit losses at September 30, 2011 was ¥1,228.2 billion, a decrease of ¥12.3 billion from ¥1,240.5 billion at March 31, 2011, as we recorded a provision for credit losses of ¥89.3 billion while we had net charge-offs of ¥94.9 billion for the six months ended September 30, 2011. For further information on our allowance for credit losses, see [Allowance for credit losses](#) below.

### *Allowance policy*

Our credit rating system is closely linked to the risk grading standards set by the Japanese regulatory authorities for asset evaluation and assessment, and is 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.

We have divided our allowance for loan losses into four portfolio segments [Commercial](#), [Residential](#), [Card](#) and [UNBC](#).

For the Commercial and UNBC segments, our allowance for credit losses primarily consists of allocated allowances. The allocated allowances comprise (1) an allowance for individual loans specifically identified for evaluation, (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 individual loans specifically identified for evaluation or the allowance for large groups of smaller-balance homogeneous loans. The allowance for credit losses within the UNBC 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 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 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. Each of these components is determined based on estimates subject to change when actual events occur.

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](#) of our annual report on Form 20-F for the fiscal year ended March 31, 2011.

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 in our annual report on Form 20-F for the fiscal year ended March 31, 2011.

**Table of Contents***Allowance for credit losses*

Allowance for credit losses and recorded investment in loans by portfolio segment at March 31, 2011 and September 30, 2011 are shown below:

<b>At March 31, 2011:</b>	<b>Commercial</b>	<b>Residential</b>	<b>Card (in billions)</b>	<b>UNBC</b>	<b>Total</b>
<b>Allowance for credit losses:</b>					
Balance at end of fiscal year:					
Individually evaluated for impairment	¥ 587.9	¥ 86.5	¥ 47.0	¥ 9.8	¥ 731.2
Collectively evaluated for impairment	277.1	76.7	35.3	85.2	474.3
Loans acquired with deteriorated credit quality	30.6	2.0	0.4	2.0	35.0
<b>Allowance for credit losses total</b>	<b>¥ 895.6</b>	<b>¥ 165.2</b>	<b>¥ 82.7</b>	<b>¥ 97.0</b>	<b>¥ 1,240.5</b>
<b>Loans:</b>					
Balance at end of fiscal year:					
Individually evaluated for impairment	¥ 1,341.7	¥ 300.8	¥ 150.7	¥ 55.2	¥ 1,848.4
Collectively evaluated for impairment	65,094.0	15,826.8	704.9	3,793.7	85,419.4
Loans acquired with deteriorated credit quality	119.5	22.4	16.5	113.5	271.9
<b>Total loans<sup>(1)</sup></b>	<b>¥ 66,555.2</b>	<b>¥ 16,150.0</b>	<b>¥ 872.1</b>	<b>¥ 3,962.4</b>	<b>¥ 87,539.7</b>

Note:

(1) Total loans in the above table do not include loans held for sale.

<b>At September 30, 2011:</b>	<b>Commercial</b>	<b>Residential</b>	<b>Card (in billions)</b>	<b>UNBC</b>	<b>Total</b>
<b>Allowance for credit losses:</b>					
Balance at end of period:					
Individually evaluated for impairment	¥ 630.9	¥ 90.2	¥ 50.7	¥ 3.6	¥ 775.4
Collectively evaluated for impairment	245.6	76.4	28.2	61.8	412.0
Loans acquired with deteriorated credit quality	36.3	2.8	0.4	1.3	40.8
<b>Allowance for credit losses total</b>	<b>¥ 912.8</b>	<b>¥ 169.4</b>	<b>¥ 79.3</b>	<b>¥ 66.7</b>	<b>¥ 1,228.2</b>
<b>Loans:</b>					
Balance at end of period:					
Individually evaluated for impairment	¥ 1,405.3	¥ 315.5	¥ 151.7	¥ 38.5	¥ 1,911.0
Collectively evaluated for impairment	64,885.3	15,423.1	640.2	3,857.1	84,805.7
Loans acquired with deteriorated credit quality	118.5	21.5	15.4	95.1	250.5
<b>Total loans<sup>(1)</sup></b>	<b>¥ 66,409.1</b>	<b>¥ 15,760.1</b>	<b>¥ 807.3</b>	<b>¥ 3,990.7</b>	<b>¥ 86,967.2</b>

Note:

(1) Total loans in the above table do not include loans held for sale.

The total allowance for credit losses at September 30, 2011 was ¥1,228.2 billion, a decrease of ¥12.3 billion from ¥1,240.5 billion at March 31, 2011, due in part to the positive effect of a decrease in the balance of loans collectively evaluated for an impairment, and a decrease in the allowance ratio with respect to such loans reflecting updated information available to us, within the Commercial segment, despite an overall increase in the balance of impaired loans requiring an impairment allowance and the resulting increase in the total related allowance for impaired loans. For more information, see [Impaired loans and impairment allowance](#) and [Credit quality indicator](#) below.

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The total allowance for credit losses represented 1.41% of our total loan portfolio at September 30, 2011, a decrease of 0.01 percentage points from 1.42% at March 31, 2011. The decrease in the ratio of the total allowance for credit losses to our total loan portfolio primarily reflected the improved credit quality of the loan portfolio of the UNBC segment.

The total allowance for the Commercial segment at September 30, 2011 was ¥912.8 billion, an increase of ¥17.2 billion from ¥895.6 billion at March 31, 2011. The total allowance for the Residential segment at September 30, 2011 was ¥169.4 billion, an increase of ¥4.2 billion from ¥165.2 billion at March 31, 2011. The total allowance for the Card segment at September 30, 2011 was ¥79.3 billion, a decrease of ¥3.4 billion from ¥82.7 billion at March 31, 2011. The total allowance for the UNBC segment at September 30, 2011 was ¥66.7 billion, a decrease of ¥30.3 billion from ¥97.0 billion at March 31, 2011, primarily due to a decrease in the allowance collectively evaluated for impairment of ¥23.4 billion to ¥61.8 billion at September 30, 2011 from ¥85.2 billion at March 31, 2011. The decrease was primarily due to an improvement in the credit quality of the loan portfolio reflecting lower levels of criticized and nonaccrual loans between these two periods and lower loss factors.

For further information on the credit quality of UNBC's loan portfolio, see Credit quality indicator below.

**Table of Contents***Nonaccrual and restructured loans and accruing loans contractually past due 90 days or more*

The following table summarizes nonaccrual and restructured loans, and accruing loans that are contractually past due 90 days or more as to principal or interest payments at March 31, 2011 and September 30, 2011. Loans are generally placed on nonaccrual status when substantial doubt exists as to the full and timely collection of either principal or interest, specifically when principal or interest is contractually past due one month or more with respect to loans within all classes of the Commercial segment, three months or more with respect to loans within the Card and UNBC segments, and six months or more with respect to loans within the Residential segment.

	March 31, 2011	September 30, 2011
	(in billions, except percentages)	
<b>Nonaccrual loans:</b>		
Domestic:		
Manufacturing	¥ 138.0	¥ 152.7
Construction	48.5	42.4
Real estate	152.3	137.3
Services	76.6	79.0
Wholesale and retail	172.7	194.0
Banks and other financial institutions	7.3	7.9
Communication and information services	33.2	38.3
Other industries	37.3	44.2
Consumer	321.8	307.6
Total domestic	987.7	1,003.4
Foreign	181.5	118.7
Total nonaccrual loans	1,169.2	1,122.1
<b>Restructured loans:</b>		
Domestic:		
Manufacturing	172.6	193.5
Construction	25.5	18.6
Real estate	79.0	90.3
Services	107.9	112.5
Wholesale and retail	116.4	137.8
Banks and other financial institutions	2.6	2.0
Communication and information services	27.7	24.2
Other industries	15.6	16.0
Consumer	253.4	270.5
Total domestic	800.7	865.4
Foreign	38.9	80.1
Total restructured loans	839.6	945.5
<b>Accruing loans contractually past due 90 days or more:</b>		
Domestic	55.5	63.3
Foreign	0.2	0.2
Total accruing loans contractually past due 90 days or more	55.7	63.5

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Total nonaccrual and restructured loans and accruing loans contractually past due 90 days or more	¥ 2,064.5	¥ 2,131.1
Total loans	¥ 87,502.0	¥ 86,916.9
Nonaccrual and restructured loans and accruing loans contractually past due 90 days or more, as a percentage of total loans	2.36%	2.45%

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Nonaccrual and restructured loans and accruing loans contractually past due 90 days or more increased ¥66.6 billion to ¥2,131.1 billion at September 30, 2011 from ¥2,064.5 billion at March 31, 2011. Similarly, the percentage of such nonperforming loans to total loans increased to 2.45% at September 30, 2011 from 2.36% at March 31, 2011.

Total nonaccrual loans were ¥1,122.1 billion at September 30, 2011, a decrease of ¥47.1 billion from ¥1,169.2 billion at March 31, 2011, mainly due to a decrease of ¥62.8 billion in foreign nonaccrual loans. The decrease in foreign nonaccrual loans was partially due to the change from the nonaccrual loan to the restructured loan of a large borrower in the governments and official institutions category. While domestic nonaccrual loans were ¥1,003.4 billion at September 30, 2011, an increase of ¥15.7 billion from ¥987.7 billion at March 31, 2011, changes in the amount and trend in each industrial category varied depending on the industrial and financial situation surrounding each industry category and various economic factors affecting each industry. In particular, nonaccrual loans increased ¥14.7 billion to ¥152.7 billion at September 30, 2011 from ¥138.0 billion at March 31, 2011 in the manufacturing category mainly due to the downgrade of a large corporate borrower, and ¥21.3 billion to ¥194.0 billion at September 30, 2011 from ¥172.7 billion at March 31, 2011 in the wholesale and retail category due in part to downgrade of a number of smaller borrowers.

Total restructured loans were ¥945.5 billion at September 30, 2011, an increase of ¥105.9 billion from ¥839.6 billion at March 31, 2011. The restructured loans set forth in the above table are current in accordance with the applicable restructured contractual terms. Domestic restructured loans increased ¥64.7 billion to ¥865.4 billion at September 30, 2011 from ¥800.7 billion at March 31, 2011 mainly due to increases in restructured loans in the wholesale and retail, manufacturing, consumer and real estate categories. Restructured loans in the wholesale and retail category increased ¥21.4 billion due in part to the downgrade of a number of smaller borrowers. While restructured loans in the manufacturing category also increased ¥20.9 billion, those in the consumer category increased ¥17.1 billion, and those in the real estate category increased ¥11.3 billion. Foreign restructured loans increased ¥41.2 billion to ¥80.1 billion at September 30, 2011 from ¥38.9 billion at March 31, 2011 mainly due to the change from the nonaccrual loan to the restructured loan of a large borrower in the governments and official institutions category as mentioned in the preceding paragraph.

We from time to time provide additional loans, equity capital or other forms of support, including repayment extensions, reductions in applicable interest rates, forbearance of exercising our rights as a creditor, or forgiveness of loans, to borrowers classified as nonaccrual and restructured loans and accruing loans contractually past due 90 days or more, based on our internal policy, in order to facilitate their restructuring and revitalization efforts. We decide whether to grant additional financial support to those borrowers on a case by case basis. Factors that affect our decision include the prospects of those borrowers recovering their ability to service their debt to an extent where they are reasonably expected to be reclassified as normal borrowers in the future, as a result of an improvement in the operations and financial condition of those borrowers. All loans subject to modifications, restructuring and other concessions are categorized as nonaccrual or restructured loans.

**Table of Contents***Impaired loans and impairment allowance*

Impaired loans primarily include nonaccrual loans and restructured loans. The following table shows information about impaired loans by class at March 31, 2011:

At March 31, 2011:	Recorded Loan Balance		Total (in billions)	Unpaid Principal Balance	Related Allowance
	Requiring an Impairment Allowance	Not Requiring an Impairment Allowance <sup>(1)</sup>			
<b>Commercial</b>					
Domestic	¥ 943.1	¥ 265.0	¥ 1,208.1	¥ 1,282.9	¥ 521.7
Manufacturing	257.4	45.0	302.4	311.3	139.5
Construction	51.1	22.2	73.3	78.0	31.6
Real estate	118.8	64.1	182.9	207.4	56.1
Services	136.7	36.1	172.8	186.9	68.9
Wholesale and retail	235.7	49.3	285.0	295.1	144.0
Banks and other financial institutions	3.6	6.3	9.9	12.0	1.7
Communication and information services	45.4	12.6	58.0	59.5	26.4
Other industries	43.0	8.2	51.2	52.0	30.9
Consumer	51.4	21.2	72.6	80.7	22.6
Foreign-excluding UNBC	132.4	1.2	133.6	134.3	66.1
Loans acquired with deteriorated credit quality	37.1	0.1	37.2	60.8	11.8
<b>Residential</b>	277.7	29.5	307.2	393.7	87.5
<b>Card</b>	150.0	1.8	151.8	173.6	47.0
<b>UNBC</b>	51.5	3.7	55.2	68.4	9.8
Total <sup>(2)</sup>	¥ 1,591.8	¥ 301.3	¥ 1,893.1	¥ 2,113.7	¥ 743.9

Notes:

(1) These loans do not require an allowance for credit losses under the guidance on accounting by creditors for impairment of a loan since the fair values of the impaired loans equal or exceed the recorded investments in the loans.

(2) In addition to impaired loans presented in the above table, there were loans held for sale that were impaired of ¥4.7 billion at March 31, 2011.



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The following table shows information about impaired loans by class at September 30, 2011 and average recorded loan balance and recognized interest income on impaired loans for the six months ended September 30, 2011:

	At September 30, 2011			Unpaid Principal Balance (in billions)	Related Allowance	Six months ended September 30, 2011	
	Recorded Loan Balance Requiring an Impairment Allowance	Recorded Loan Balance Not Requiring an Impairment Allowance <sup>(1)</sup>	Total			Average Recorded Loan Balance	Recognized Interest Income
<b>Commercial</b>							
Domestic	¥ 1,013.9	¥ 261.6	¥ 1,275.5	¥ 1,346.5	¥ 559.3	¥ 1,241.7	¥ 10.9
Manufacturing	289.7	45.5	335.2	349.9	156.5	318.8	3.2
Construction	37.9	22.6	60.5	67.9	22.1	66.9	0.7
Real estate	121.4	53.1	174.5	192.1	55.5	178.7	1.2
Services	142.4	36.5	178.9	190.6	71.9	175.8	1.7
Wholesale and retail	266.2	59.5	325.7	333.4	163.9	305.3	2.8
Banks and other financial institutions	9.7	0.2	9.9	12.1	2.3	9.9	
Communication and information services	42.6	14.0	56.6	58.4	26.1	57.3	0.6
Other industries	49.7	8.7	58.4	58.8	36.8	54.9	0.5
Consumer	54.3	21.5	75.8	83.3	24.2	74.1	0.2
Foreign-excluding UNBC	124.6	5.1	129.7	130.2	71.6	132.5	0.4
Loans acquired with deteriorated credit quality	36.1	0.2	36.3	58.7	12.0	36.7	2.0
<b>Residential</b>	296.4	25.3	321.7	404.8	91.4	314.4	3.7
<b>Card</b>	151.0	1.8	152.8	173.8	50.7	152.2	3.5
<b>UNBC</b>	28.4	10.1	38.5	48.6	3.6	46.8	0.4
<b>Total<sup>(2)</sup></b>	<b>¥ 1,650.4</b>	<b>¥ 304.1</b>	<b>¥ 1,954.5</b>	<b>¥ 2,162.6</b>	<b>¥ 788.6</b>	<b>¥ 1,924.3</b>	<b>¥ 20.9</b>

Notes:

(1) These loans do not require an allowance for credit losses under the guidance on accounting by creditors for impairment of a loan since the fair values of the impaired loans equal or exceed the recorded investments in the loans.

(2) In addition to impaired loans presented in the above table, there were loans held for sale that were impaired of ¥1.7 billion at September 30, 2011.

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Impaired loans increased ¥61.4 billion from ¥1,893.1 billion at March 31, 2011 to ¥1,954.5 billion at September 30, 2011, mainly due to an increase in the balance of impaired loans requiring an impairment allowance, which increased from ¥1,591.8 billion at March 31, 2011 to ¥1,650.4 billion at September 30, 2011. The increase in impaired loans requiring an impairment allowance was due in part to the downgrade of a large corporate borrower in the domestic manufacturing category in the Commercial segment and the resulting increase of nonaccrual loans. In addition, the increase in impairment loans requiring an impairment allowance reflected the fact that some of our large corporate borrowers in the domestic manufacturing category in the Commercial segment requested restructuring of their debts during the period, causing those loans to be classified as restructured loans, and the fact that a number of borrowers in the domestic wholesale and retail category in the Commercial segment were downgraded during the period.

Total related allowance was ¥788.6 billion at September 30, 2011, an increase of ¥44.7 billion from ¥743.9 billion at March 31, 2011. This increase was partially due to an increase of ¥19.9 billion in related allowance for the domestic wholesale and retail category in the Commercial segment, and an increase of ¥17.0 billion in related allowance for the domestic manufacturing category in the Commercial segment.

*Credit quality indicator*

Credit quality indicators of loans by class at March 31, 2011 and September 30, 2011 are shown below:

At March 31, 2011:	Normal	Close Watch	Likely to become Bankrupt or Legally/Virtually Bankrupt (in billions)	Total <sup>(1)</sup>
<b>Commercial</b>				
Domestic	¥ 45,354.3	¥ 4,357.2	¥ 686.4	¥ 50,397.9
Manufacturing	9,957.0	1,141.1	137.3	11,235.4
Construction	1,007.8	223.8	48.3	1,279.9
Real estate	9,793.3	1,023.7	128.4	10,945.4
Services	2,878.8	445.9	74.2	3,398.9
Wholesale and retail	7,411.4	829.3	171.9	8,412.6
Banks and other financial institutions	3,110.7	298.6	7.2	3,416.5
Communication and information services	1,074.4	140.6	33.0	1,248.0
Other industries	8,210.7	156.0	36.2	8,402.9
Consumer	1,910.2	98.2	49.9	2,058.3
Foreign-excluding UNBC	14,992.4	1,006.0	39.5	16,037.9
Loans acquired with deteriorated credit quality	41.1	56.2	22.1	119.4
Total	¥ 60,387.8	¥ 5,419.4	¥ 748.0	¥ 66,555.2

At March 31, 2011:	Accrual	Nonaccrual (in billions)	Total <sup>(1)</sup>
<b>Residential</b>	¥ 16,015.2	¥ 134.8	¥ 16,150.0
<b>Card</b>	¥ 727.9	¥ 144.2	¥ 872.1

Risk Ratings Based on the Number of Delinquencies	Risk Ratings Based on Internal Credit Ratings
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At March 31, 2011:	Accrual	Nonaccrual	Pass (in billions)	Criticized	Total <sup>(1)(2)</sup>
UNBC	¥ 1,715.8	¥ 21.6	¥ 1,767.4	¥ 275.8	¥ 3,780.6

Notes:

(1) Total loans in the above table do not include loans held for sale.

(2) Total loans of UNBC do not include Federal Deposit Insurance Corporation ( FDIC ) covered loans and small business loans which are not individually rated totaling ¥181.9 billion.

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At September 30, 2011:	Normal	Close Watch	Likely to become Bankrupt or Legally/Virtually Bankrupt (in billions)	Total <sup>(1)</sup>	
<b>Commercial</b>					
Domestic	¥44,521.9	¥4,121.1	¥720.8	¥49,363.8	
Manufacturing	10,392.2	984.5	152.2	11,528.9	
Construction	948.8	219.9	42.2	1,210.9	
Real estate	9,483.7	984.1	113.4	10,581.2	
Services	2,671.0	413.6	77.4	3,162.0	
Wholesale and retail	7,224.1	815.5	193.2	8,232.8	
Banks and other financial institutions	2,977.6	283.6	7.9	3,269.1	
Communication and information services	1,087.2	116.5	38.1	1,241.8	
Other industries	7,940.7	174.2	42.9	8,157.8	
Consumer	1,796.6	129.2	53.5	1,979.3	
Foreign-excluding UNBC	15,982.2	884.3	60.3	16,926.8	
Loans acquired with deteriorated credit quality	37.4	60.9	20.2	118.5	
<b>Total</b>	<b>¥60,541.5</b>	<b>¥5,066.3</b>	<b>¥801.3</b>	<b>¥66,409.1</b>	
At September 30, 2011:		Accrual	Nonaccrual (in billions)	Total <sup>(1)</sup>	
<b>Residential</b>		¥ 15,628.3	¥ 131.8	¥ 15,760.1	
<b>Card</b>		¥ 676.8	¥ 130.5	¥ 807.3	
At September 30, 2011:	Risk Ratings Based on the Number of Delinquencies		Risk Ratings Based on Internal Credit Ratings		Total <sup>(1)(2)</sup>
	Accrual	Nonaccrual	Pass (in billions)	Criticized	
<b>UNBC</b>	¥ 1,778.9	¥ 21.4	¥ 1,828.2	¥ 205.7	¥ 3,834.2

Notes:

(1) Total loans in the above table do not include loans held for sale.

(2) Total loans of UNBC do not include FDIC covered loans and small business loans which are not individually rated totaling ¥156.5 billion.

We categorize 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 assessment on 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

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categorized as Normal (internal borrower ratings of 1 through 9), Close Watch (internal borrower ratings of 10 through 12), and Likely to become Bankrupt or Legally/Virtually Bankrupt (internal borrower ratings of 13 through 15). Loans to borrowers categorized as Normal represent those that are not deemed to have collectability issues. Loans to borrowers categorized as Close Watch represent those that require close monitoring as the borrower has begun to

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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 have been deemed restructured loans 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 of our annual report on Form 20-F for the fiscal year ended March 31, 2011.

The accrual status is a primary credit quality indicator for loans within the Residential segment, the Card segment, and consumer loans within the UNBC segment. The accrual status of these loans is determined by the number of delinquent payments.

Commercial loans within the UNBC segment are categorized as either Pass or Criticized based on the internal credit rating assigned to each borrower. Criticized loans include those loans that are potentially weak, as the borrower has begun to exhibit deteriorating trends, well-defined weaknesses, which, if not corrected, could jeopardize the full satisfaction of the debt, and critical weaknesses that make full collection improbable on the basis of currently existing facts and conditions.

The credit quality indicators at March 31, 2011 are based on March 31, 2011 information with respect to the Commercial, Residential and Card segments, and are mainly based on December 31, 2010 information with respect to the UNBC segment. The credit quality indicators at September 30, 2011 are based on September 30, 2011 information with respect to the Commercial, Residential and Card segments, and are mainly based on June 30, 2011 information with respect to the UNBC segment.

**Table of Contents***Past due analysis*

Age analysis of past due loans by class at March 31, 2011 and September 30, 2011 are shown below:

At March 31, 2011:	1-3 months Past Due	Greater Than 3 months	Total Past Due	Current  (in billions)	Total Loans <sup>(1)(2)</sup>	Recorded Investment > 90 Days and Accruing
<b>Commercial</b>						
Domestic	¥ 55.1	¥ 98.3	¥ 153.4	¥ 50,244.5	¥ 50,397.9	¥ 8.6
Manufacturing	10.4	9.5	19.9	11,215.5	11,235.4	0.0
Construction	6.3	4.5	10.8	1,269.1	1,279.9	0.0
Real estate	6.4	37.7	44.1	10,901.3	10,945.4	3.2
Services	6.5	10.3	16.8	3,382.1	3,398.9	0.5
Wholesale and retail	11.8	11.9	23.7	8,388.9	8,412.6	0.1
Banks and other financial institutions	0.0	6.2	6.2	3,410.3	3,416.5	0.0
Communication and information services	5.8	5.1	10.9	1,237.1	1,248.0	0.0
Other industries	1.5	4.5	6.0	8,396.9	8,402.9	0.0
Consumer	6.4	8.6	15.0	2,043.3	2,058.3	4.8
Foreign-excluding UNBC	1.1	74.1	75.2	15,962.7	16,037.9	
<b>Residential</b>	93.2	55.5	148.7	15,978.9	16,127.6	46.3
<b>Card</b>	34.1	79.1	113.2	742.3	855.5	
<b>UNBC</b>	24.6	27.9	52.5	3,786.9	3,839.4	0.2
<b>Total</b>	¥ 208.1	¥ 334.9	¥ 543.0	¥ 86,715.3	¥ 87,258.3	¥ 55.1

Notes:

(1) Total loans in the above table do not include loans held for sale and loans acquired with deteriorated credit quality.

(2) Total loans of UNBC do not include ¥9.5 billion of FDIC covered loans which are not subject to the guidance on loans and debt securities acquired with deteriorated credit quality.

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At September 30, 2011:	1-3 months Past Due	Greater Than 3 months	Total Past Due	Current (in billions)	Total Loans <sup>(1)(2)</sup>	Recorded Investment > 90 Days and Accruing
<b>Commercial</b>						
Domestic	¥ 49.4	¥ 89.2	¥ 138.6	¥ 49,225.2	¥ 49,363.8	¥ 9.7
Manufacturing	3.4	12.1	15.5	11,513.4	11,528.9	0.1
Construction	2.0	3.6	5.6	1,205.3	1,210.9	0.2
Real estate	7.9	25.2	33.1	10,548.1	10,581.2	3.3
Services	5.3	8.0	13.3	3,148.7	3,162.0	0.2
Wholesale and retail	11.3	12.0	23.3	8,209.5	8,232.8	0.5
Banks and other financial institutions	0.0	0.1	0.1	3,269.0	3,269.1	0.0
Communication and information services	11.0	4.9	15.9	1,225.9	1,241.8	0.0
Other industries	0.9	12.5	13.4	8,144.4	8,157.8	0.0
Consumer	7.6	10.8	18.4	1,960.9	1,979.3	5.4
Foreign-excluding UNBC	1.8	11.8	13.6	16,913.2	16,926.8	
<b>Residential</b>	95.0	59.1	154.1	15,584.5	15,738.6	52.9
<b>Card</b>	29.0	60.5	89.5	702.4	791.9	
<b>UNBC</b>	23.2	23.1	46.3	3,843.5	3,889.8	0.2
<b>Total</b>	¥ 198.4	¥ 243.7	¥ 442.1	¥ 86,268.8	¥ 86,710.9	¥ 62.8

Notes:

- (1) Total loans in the above table do not include loans held for sale and loans acquired with deteriorated credit quality.
- (2) Total loans of UNBC do not include ¥5.8 billion of FDIC covered loans which are not subject to the guidance on loans and debt securities acquired with deteriorated credit quality.

Total past due loans at September 30, 2011, were ¥442.1 billion, a decrease of ¥100.9 billion from ¥543.0 billion at March 31, 2011. This decrease was primarily due to a decrease in the total past due loans in the foreign category in the Commercial segment resulting from the improvement of the status of previously past due loans to a large borrower in the governments and official institutions category, partially offset by increases in past due loans in the domestic communication and information services, consumer, and other industries categories in the Commercial segment and an increase in past due loans in the Residential segment.

**Investment Portfolio**

Our investment securities are primarily comprised of Japanese national government and Japanese government agency bonds, corporate bonds and marketable equity securities. Japanese national government and Japanese government agency bonds are mostly classified as securities available for sale. In recent periods, our investments in Japanese national government and Japanese government agency bonds increased as part of our asset and liability management policy with respect to investing the amount of yen-denominated funds exceeding our net loans. As a result, our holdings of Japanese national government and Japanese government agency bonds as a percentage of our securities available for sale increased to 84.4% at September 30, 2011. We also hold Japanese national government bonds which are classified as securities being held to maturity.



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Historically, we have held equity securities of some of our customers primarily for strategic purposes, in particular, to maintain long-term relationships with these customers. However, given the recent weak financial market conditions, we have been reducing our investment in equity securities because we believe that from a risk management perspective, reducing the price fluctuation risk in our equity portfolio is imperative. As of March 31, 2011 and September 30, 2011, the aggregate value of our marketable equity securities under Japanese GAAP satisfied the requirements of the legislation prohibiting banks from holding equity securities in excess of their Tier I capital.

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Investment securities increased ¥0.68 trillion to ¥59.73 trillion at September 30, 2011 from ¥59.05 trillion at March 31, 2011 primarily due to a ¥2.78 trillion increase in Japanese national government and Japanese government agency bonds available for sale, partially offset by a ¥0.43 trillion decrease in marketable equity securities resulting primarily from the general decline in Japanese stock prices. Other investment securities, consisting of nonmarketable equity securities, were primarily carried at cost of ¥1.70 trillion and ¥0.88 trillion at March 31, 2011 and September 30, 2011, respectively, as their fair values were not readily determinable.

Following the conversion of our Morgan Stanley preferred stock into shares of Morgan Stanley common stock, our investment in the convertible preferred stock, which was previously included in other investment securities, have been reclassified as an investment in equity method investees in Other assets. Our total investment in shares of Morgan Stanley common stock was ¥447.4 billion as of September 30, 2011. For further information, see Notes 2, 3 and 16 to our unaudited condensed consolidated financial statements included elsewhere in this Report.

The following table shows information as to the amortized costs, net unrealized gains (losses) and estimated fair values of our investment securities available for sale and being held to maturity at March 31, 2011 and September 30, 2011:

	At March 31, 2011			At September 30, 2011		
	Amortized cost	Estimated fair value	Net unrealized gains (losses) (in billions)	Amortized cost	Estimated fair value	Net unrealized gains (losses)
Securities available for sale:						
Debt securities:						
Japanese national government and Japanese government agency bonds	¥ 44,756.8	¥ 44,719.6	¥ (37.2)	¥ 47,368.1	¥ 47,498.1	¥ 130.0
Japanese prefectural and municipal bonds	193.7	200.3	6.6	195.4	203.4	8.0
Foreign governments and official institutions bonds	973.2	988.8	15.6	873.3	889.0	15.7
Corporate bonds	3,058.7	3,139.5	80.8	2,821.9	2,902.3	80.4
Mortgage-backed securities	1,171.7	1,168.9	(2.8)	1,074.3	1,076.5	2.2
Asset-backed securities <sup>(1)</sup>	452.3	452.4	0.1	458.4	458.8	0.4
Other debt securities	1.0	1.0		0.9	0.9	
Marketable equity securities	2,642.3	3,659.4	1,017.1	2,439.1	3,228.3	789.2
<b>Total securities available for sale</b>	<b>¥ 53,249.7</b>	<b>¥ 54,329.9</b>	<b>¥ 1,080.2</b>	<b>¥ 55,231.4</b>	<b>¥ 56,257.3</b>	<b>¥ 1,025.9</b>
Debt securities being held to maturity <sup>(2)</sup>	¥ 3,017.2	¥ 3,059.0	¥ 41.8	¥ 2,591.7	¥ 2,645.3	¥ 53.6

Notes:

(1) AAA and AA-rated products account for approximately two-thirds of our asset-backed securities.

(2) See Note 3 to our unaudited condensed consolidated financial statements included elsewhere in this Report for more details.

Net unrealized gains on securities available for sale decreased ¥0.05 trillion to ¥1.03 trillion at September 30, 2011 from ¥1.08 trillion at March 31, 2011. This decrease primarily consisted of a ¥0.23 trillion decrease in net unrealized gains on marketable equity securities, partially offset by a ¥0.17 trillion increase in net unrealized gains on Japanese national government and Japanese government agency bonds. The decrease

in net

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unrealized gains of ¥0.23 trillion on marketable equity securities was mainly due to the general decline in Japanese stock prices which unfavorably affected our holdings of Japanese equity securities.

The amortized cost of debt securities being held to maturity at September 30, 2011 decreased ¥0.43 trillion compared to the balance at March 31, 2011. The decrease was mainly due to the redemption of Japanese national government and Japanese government agency bonds and a decrease in the value of debt securities being held to maturity due to foreign currency fluctuations mainly reflecting the appreciation of the Japanese yen against other foreign currencies.

### ***Cash and Due from Banks***

Cash and due from banks fluctuate significantly from day to day depending upon financial market conditions. Cash and due from banks at September 30, 2011 was ¥3.05 trillion, a decrease of ¥0.18 trillion from ¥3.23 trillion at March 31, 2011. The decrease was primarily due to a decrease in our cash reserve requirements as a result of a decrease in deposits from customers.

### ***Interest-earning Deposits in Other Banks***

Interest-earning deposits in other banks fluctuate significantly from day to day depending upon financial market conditions. Interest-earning deposits in other banks decreased ¥0.52 trillion to ¥6.81 trillion at September 30, 2011 from ¥7.33 trillion at March 31, 2011. This decrease was mainly due to the negative impact of the appreciation of the Japanese yen against other currencies on our foreign currency denominated deposits in foreign branches and subsidiaries.

### ***Call Loans, Funds Sold and Receivables under Resale Agreements***

Call loans, funds sold and receivables under resale agreements increased ¥0.59 trillion to ¥5.91 trillion at September 30, 2011 from ¥5.32 trillion at March 31, 2011. This increase was mainly due to an increase in reverse repurchase transactions and term repurchase transactions.

### ***Trading Account Assets***

Trading account assets increased ¥5.96 trillion to ¥34.78 trillion at September 30, 2011 from ¥28.82 trillion at March 31, 2011. This increase consisted of an increase of ¥4.14 trillion in trading securities and an increase of ¥1.82 trillion in trading derivative assets. The increase in trading securities was mainly due to an increase in foreign bonds, partially offset by a decrease in commercial paper. The increase in trading derivative assets was mainly due to an increase in the value of foreign currency swap and interest rate swap contracts reflecting increased volatility in foreign exchange and interest rates.

### ***Receivables under Securities Borrowing Transactions***

Receivables under securities borrowing transactions increased ¥1.31 trillion to ¥4.91 trillion at September 30, 2011 from ¥3.60 trillion at March 31, 2011. This increase was mainly due to an increase in the overall repurchase transaction volume during the six months ended September 30, 2011.

*Deferred Tax Assets*

Deferred tax assets decreased ¥0.10 trillion from ¥1.29 trillion at March 31, 2011 to ¥1.19 trillion at September 30, 2011. This decrease was primarily due to a decrease in non-deductible allowance for credit losses, and the utilization of net operating loss carryforwards against our taxable income for the six months ended September 30, 2011.

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On November 30, 2011, the Japanese Diet enacted two tax related laws: Amendment to the 2011 Tax Reform and Special Measures to Secure the Financial Resources to Implement the Restoration from The Great East Japan Earthquake. The changes under the new laws include a limitation on the use of net operating loss carryforwards to 80% of taxable income, a two-year increase in the carryforward period of certain net operating loss carryforwards to a nine-year period, and an approximately 5% reduction in the effective statutory rate of corporate income tax from 40.6% to 35.6%. While the reduction in the effective statutory rate will be effective for the fiscal year beginning on or after April 1, 2012, a temporary surtax levied on corporate income taxes to fund the earthquake recovery efforts will cause the effective statutory rate of corporate income tax to be approximately 38.0% for the three year period between April 1, 2012 and March 31, 2015. The enactment of the new laws will affect the recoverability of deferred tax assets and the realization of deferred tax liabilities recorded in the balance sheet at March 31, 2012 as well as our income tax expenses for the fiscal periods ending on and after March 31, 2012. Because it is difficult to determine the amounts of temporary differences or other tax attributes (e.g., tax credits or carryforwards) at an interim date, we are unable to estimate the impact of the tax law changes at this time.

***Other Assets***

Other assets increased ¥2.74 trillion to ¥8.06 trillion at September 30, 2011 from ¥5.32 trillion at March 31, 2011. This increase was primarily due to an increase in accounts receivable reflecting the sales of securities at the end of the period.

***Total Liabilities***

At September 30, 2011, total liabilities were ¥204.12 trillion, an increase of ¥9.93 trillion from ¥194.19 trillion at March 31, 2011, while call money, funds purchased, and payables under repurchase agreements were ¥17.45 trillion at September 30, 2011, an increase of ¥2.75 trillion from ¥14.70 trillion at March 31, 2011, payables under securities lending transactions were ¥4.08 trillion at September 30, 2011, an increase of ¥1.98 trillion from ¥2.10 trillion at March 31, 2011, trading account liabilities were ¥11.45 trillion at September 30, 2011, an increase of ¥1.54 trillion from ¥9.91 trillion at March 31, 2011, and other liabilities were ¥9.32 trillion at September 30, 2011, an increase of ¥4.48 trillion from ¥4.84 trillion at March 31, 2011. These increases were partially offset by decreases in the total balance of deposits of ¥3.24 trillion and long-term debt of ¥0.55 trillion.

***Deposits***

Deposits are our primary source of funds. The total balance of deposits decreased ¥3.24 trillion to ¥133.39 trillion at September 30, 2011 from ¥136.63 trillion at March 31, 2011. This decrease in the total balance of deposits was mainly due to a decrease in domestic floating deposits mainly because of the stagnant economy in Japan.

The balance of domestic deposits decreased ¥3.52 trillion to ¥112.02 trillion at September 30, 2011 from ¥115.54 trillion at March 31, 2011, while the balance of foreign deposits increased ¥0.28 trillion to ¥21.37 trillion at September 30, 2011 from ¥21.09 trillion at March 31, 2011. Within domestic deposits, the balance of both interest-bearing deposits and non-interest-bearing deposits decreased.

***Short-term Borrowings***

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We use short-term borrowings as a funding source and in managing our interest rate risk. To manage our interest rate risk, short-term borrowings are used in asset-liability management operations to match interest rate risk exposure resulting from loans and other interest-earning assets and to manage funding costs of various financial instruments at an appropriate level, based on our forecast of future interest rate levels. Short-term borrowings consist of call money, funds purchased, payables under repurchase agreements, payables under securities lending transactions, due to trust accounts, and other short-term borrowings.

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Short-term borrowings increased ¥6.45 trillion to ¥32.38 trillion at September 30, 2011 from ¥25.93 trillion at March 31, 2011. This increase was mainly due to an increase in payables under repurchase agreements mainly resulting from an increase in Japanese government bonds as the volume of term repurchase transactions increased.

### ***Long-term Debt***

Long-term debt decreased ¥0.55 trillion from ¥13.36 trillion at March 31, 2011 to ¥12.81 trillion at September 30, 2011. This decrease was mainly due to a decrease in subordinated debt.

### ***Trading Account Liabilities***

Trading account liabilities increased ¥1.54 trillion from ¥9.91 trillion at March 31, 2011 to ¥11.45 trillion at September 30, 2011. This increase was supported by multiple factors, such as an increase in interest rate and foreign currency swap transactions, resulting from weakened credits and currencies in European markets as well as increased volatility in interest rate spreads, and an increase in foreign exchange trading volumes.

### ***Other Liabilities***

Other liabilities increased ¥4.48 trillion to ¥9.32 trillion at September 30, 2011 from ¥4.84 trillion at March 31, 2011. This increase was primarily due to an increase in accounts payable reflecting the purchases of investment securities at the end of the period.

## **Sources of Funding and Liquidity**

Our primary source of liquidity is from a large balance of deposits, mainly ordinary deposits, certificates of deposit and time deposits. Time deposits have historically shown a high rollover rate among our corporate customers and individual depositors. The average balance of our deposits decreased from ¥134.5 trillion for the six months ended September 30, 2010 to ¥133.30 trillion for the six months ended September 30, 2011. These deposits provide us with a sizable source of stable and low-cost funds. Our average deposits, combined with average total equity of ¥8.75 trillion, funded 67.8% of our average total assets of ¥209.53 trillion during the six months ended September 30, 2011. Our deposits exceeded our loans, net of allowance for credit losses, by ¥47.70 trillion as of September 30, 2011, compared to ¥50.37 trillion as of March 31, 2011. As part of our asset and liability management policy, a significant portion of the amount of yen-denominated funds exceeding our net loans has been invested in Japanese national government and government agency bonds in recent periods.

Other funding was primarily provided by short-term borrowings and long-term senior and subordinated debt. Short-term borrowings consist of call money and funds purchased, payables under repurchase agreements, payables under securities lending transactions, due to trust account, and other short-term borrowings. From time to time, we have issued long-term instruments such as straight bonds with maturities between three to five years. Liquidity may also be provided by the sale of financial assets, including securities available for sale, trading account securities and loans. Additional liquidity may be provided by the maturity of loans.





**Table of Contents****Total Equity**

The following table presents a summary of our total equity at March 31, 2011 and September 30, 2011:

	March 31, 2011	September 30, 2011
	(in billions, except percentages)	
Preferred stock	¥ 442.1	¥ 442.1
Common stock	1,644.1	1,645.1
Capital surplus	6,395.7	6,384.1
Retained earnings appropriated for legal reserve	239.6	239.6
Unappropriated retained earnings	254.1	351.4
Accumulated other changes in equity from nonowner sources, net of taxes	(628.6)	(732.6)
Treasury stock, at cost	(11.3)	(8.6)
Total Mitsubishi UFJ Financial Group shareholders' equity	¥ 8,335.7	¥ 8,321.1
Noncontrolling interests	327.2	270.8
Total equity	¥ 8,662.9	¥ 8,591.9
Ratio of total equity to total assets	4.27%	4.04%

Total equity decreased ¥71.0 billion to ¥8,591.9 billion at September 30, 2011 from ¥8,662.9 billion at March 31, 2011. The ratio of total equity to total assets decreased 0.23 percentage points to 4.04% at September 30, 2011 from 4.27% at March 31, 2011. The decrease in total equity at September 30, 2011 was principally attributable to a net negative change in accumulated other changes in equity from nonowner sources, net of taxes, of ¥104.0 billion and a decrease in noncontrolling interests of ¥56.4 billion, partially offset by an increase in unappropriated retained earnings of ¥97.3 billion. The net negative change in accumulated other changes in equity from nonowner sources, net of taxes, was primarily due to negative foreign currency transaction adjustments.

Due to our holdings of a large amount of marketable Japanese equity securities and the volatility of the equity markets in Japan, changes in the fair value of marketable equity securities have significantly affected our total equity in recent years. The following table presents information relating to the accumulated net unrealized gains, net of taxes, in respect of investment securities classified as available for sale at March 31, 2011 and September 30, 2011:

	March 31, 2011	September 30, 2011
	(in billions, except percentages)	
Accumulated net unrealized gains on investment securities	¥ 308.1	¥ 275.6
Accumulated net unrealized gains to total equity	3.56%	3.21%

**Capital Adequacy**

We are subject to various regulatory capital requirements promulgated by the regulatory authorities of the countries in which we operate. Failure to meet minimum capital requirements can initiate mandatory actions by regulators that, if undertaken, could have a direct material effect on our unaudited condensed consolidated financial statements. Moreover, if our capital ratios are perceived to be low, our counterparties may avoid entering into transactions with us, which in turn could negatively affect our business and operations.

We continually monitor our risk-adjusted capital ratio closely and manage our operations in consideration of the capital ratio requirements. These ratios are affected not only by fluctuations in the value of our assets, including our credit risk assets such as loans and equity securities, the risk weights of which depend on the borrowers' or issuers' internal ratings, marketable securities and deferred tax assets, but also by fluctuations in the value of the Japanese yen against the US dollar and other foreign currencies and by general price levels of Japanese equity securities.

**Table of Contents****Mitsubishi UFJ Financial Group Ratios**

The table below presents our consolidated total capital components, risk-weighted assets and risk-adjusted capital ratios at March 31, 2011 and September 30, 2011. Underlying figures are calculated in accordance with Japanese banking regulations based on information derived from our consolidated financial statements prepared in accordance with Japanese GAAP, as required by the Financial Services Agency, or FSA. The percentages in the tables below are rounded down:

	March 31, 2011	September 30, 2011 (in billions, except percentages)	Minimum capital ratios required
Capital components:			
Tier I capital	¥ 9,953.3	¥ 10,471.0	
Tier II capital includable as qualifying capital	3,920.5	3,776.5	
Tier III capital includable as qualifying capital			
Deductions from total qualifying capital	(793.0)	(1,862.8)	
 Total risk-based capital	 ¥ 13,080.8	 ¥ 12,384.7	
 Risk-weighted assets	 ¥ 87,804.9	 ¥ 80,276.9	
Capital ratios:			
Tier I capital	11.33%	13.04%	4.00%
Total risk-adjusted capital	14.89	15.42	8.00

Our Tier I capital ratio and total risk-adjusted capital ratio at September 30, 2011 were 13.04% and 15.42%, respectively. The increase in Tier I capital ratio resulted from an increase in retained earnings and a decrease in risk-weighted assets as our loan balance decreased.

Under our financial holding company status in the United States, we are also subject to additional regulatory requirements. For example, each of our banking subsidiaries with operations in the United States must be well capitalized, meaning a Tier I risk-based capital ratio of at least 6% and a total risk-based capital ratio of at least 10%. For more information, see Capital Ratios of Banking Subsidiaries in the United States.

At September 30, 2011, management believes that our banking subsidiaries were in compliance with all capital adequacy requirements to which they were subject.

For a description of transactions that occurred after September 30, 2011 that affect our capital ratios, see Recent Developments.

In response to the recent financial crisis, Basel III has been developed by the Basel Committee on Banking Supervision as a comprehensive set of reform measures designed to further strengthen the regulation, supervision and risk management of the banking sector. In July 2011, the Basel Committee on Banking Supervision proposed additional loss absorbency requirements to supplement the common equity Tier I capital requirement ranging from 1% to 2.5% for global systemically important banks, depending on the bank's systemic importance. In addition, in November 2011, the Financial Stability Board identified us as a globally systemically important bank (G-SIFI). The banks that are included in the group of G-SIFIs will be subject to stricter capital requirements. The group of G-SIFIs is expected to be updated annually, and the first group of G-SIFIs to which the stricter capital requirements will initially be applied is expected to be identified in 2014. The stricter capital

requirements are expected to be implemented in phases from 2016. Based on the Basel III framework, the Japanese capital ratio framework, which is currently based on Basel II, is likely to be revised to implement the more stringent requirements. Likewise, local banking regulators outside of Japan such as those in the United States are likely 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.

**Table of Contents****Capital Ratios of Our Major Banking Subsidiaries in Japan**

The table below presents the risk-adjusted capital ratios of BTMU and MUTB at March 31, 2011 and September 30, 2011. Underlying figures are calculated in accordance with Japanese banking regulations based on information derived from their consolidated and non-consolidated financial statements prepared in accordance with Japanese GAAP, as required by the FSA. The percentages in the tables below are rounded down:

	March 31, 2011	September 30, 2011	Minimum capital ratios required
<b>Consolidated capital ratios:</b>			
<b>BTMU</b>			
Tier I capital	11.42%	12.52%	4.00%
Total risk-adjusted capital	15.82	16.90	8.00
<b>MUTB</b>			
Tier I capital	13.02	14.46	4.00
Total risk-adjusted capital	15.93	18.00	8.00
<b>Stand-alone capital ratios:</b>			
<b>BTMU</b>			
Tier I capital	12.09	13.22	4.00
Total risk-adjusted capital	16.61	17.85	8.00
<b>MUTB</b>			
Tier I capital	12.64	13.62	4.00
Total risk-adjusted capital	16.01	17.64	8.00

At September 30, 2011, management believes that our banking subsidiaries were in compliance with all capital adequacy requirements to which they were subject.

**Capital Ratios of Banking Subsidiaries in the United States**

The table below presents the risk-adjusted capital ratios of UNBC and Union Bank, both subsidiaries of BTMU, at December 31, 2010 and June 30, 2011:

	December 31, 2010	June 30, 2011	Minimum capital ratios required	Ratio OCC requires to be well capitalized
<b>UNBC:</b>				
Tier I capital (to risk-weighted assets)	12.44%	13.08%	4.00%	
Tier I capital (to quarterly average assets) <sup>(1)</sup>	10.34	10.96	4.00	
Total capital (to risk-weighted assets)	15.01	15.41	8.00	
<b>Union Bank:</b>				
Tier I capital (to risk-weighted assets)	11.53%	12.71%	4.00%	6.00%
Tier I capital (to quarterly average assets) <sup>(1)</sup>	9.55	10.63	4.00	5.00
Total capital (to risk-weighted assets)	13.85	14.81	8.00	10.00

Note:

(1) Excludes certain intangible assets.

Management believes that, at June 30, 2011, UNBC and Union Bank met all capital adequacy requirements to which they were subject.

At December 31, 2010 and June 30, 2011, the Office of the Comptroller of the Currency, or OCC, categorized Union Bank as well-capitalized. To be categorized as well-capitalized, Union Bank must

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maintain minimum ratios of Total capital and Tier I capital to risk-weighted assets and of Tier I capital to quarterly average assets (leverage ratio) as set forth in the table. There are no conditions or events since June 30, 2011 that would cause management to believe Union Bank's category has changed.

### ***Capital Adequacy Ratio of MUMSS***

At March 31, 2011 and September 30, 2011, MUMSS' capital accounts less certain fixed assets of ¥250.4 billion and ¥321.3 billion represented 219.3% and 277.8% of the total amounts equivalent to market, counterparty credit and operations risks, respectively, as calculated pursuant to the Financial Instruments and Exchange Law of Japan. The ratio as of September 30, 2011, reflected the additional shares issued by MUMSS in April 2011 following losses in MUMSS fixed income business. See *Recent Developments*. A capital ratio of less than 140% will call for additional regulatory reporting, a capital ratio of less than 120% may result in an order to change the method of business and a capital ratio of less than 100% may lead to a suspension of all or part of the business for a period of time and cancellation of a registration.

In November 2011, MUMSS issued additional shares in connection with MUMSS' early retirement program and in anticipation of future regulatory changes. See *Recent Developments*.

### **Off-Balance Sheet Arrangements**

In the normal course of business, we engage in several types of off-balance sheet arrangements to meet the financing needs of customers, including various types of guarantees, commitments to extend credit and commercial letters of credit. The contractual amounts of these guarantees and other off-balance sheet instruments represent the amounts at risk if the contracts were to be fully drawn upon as a result of a subsequent default by our customer and a decline in the value of the underlying collateral. Since many of these commitments expire without being drawn down, the total contractual or notional amounts of these commitments do not necessarily represent our future cash requirements. See Note 12 to our unaudited condensed consolidated financial statements included elsewhere in this Report for the details of the contractual or notional amounts of such commitments.

Some of our off-balance sheet arrangements are related to activities of special purpose entities, most of which are variable interest entities, or VIEs. See Note 14 to our unaudited condensed consolidated financial statements included elsewhere in this Report for the details of the maximum exposures to non-consolidated VIEs.

### **Market Risk**

*VaR for Trading Activities.* The VaR for our total trading activities in the six months ended September 30, 2011 is presented in the table below. The total amount of VaR and the VaR of each risk categories except equities at September 30, 2011 were lower than those at March 31, 2011.

**VaR for Trading Activities**  
**(April 2011 - September 2011)**



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Risk category	Daily average	High	Low (in billions)	September 30, 2011	March 31, 2011
Interest rate	¥ 15.10	¥ 19.23	¥ 11.76	¥ 14.01	¥ 20.15
Of which, Japanese yen	6.46	9.48	4.56	7.47	11.32
Of which, US dollar	8.73	10.44	6.30	8.17	9.01
Foreign exchange	6.92	14.11	2.19	3.58	3.81
Equities	0.94	2.43	0.19	0.55	0.51
Commodities	0.52	1.43	0.22	0.38	0.59
Diversification effect	8.12	None	None	5.76	(6.89)
Total	¥ 15.36	¥ 22.46	¥ 10.79	¥ 12.76	¥ 18.17

Note: Based on a 10-day holding period, with a confidence interval of 99% based on 701 business days of historical data. The highest and lowest VaR were taken from different days. A simple summation of VaR by risk category is not equal to total VaR due to the effect of diversification.

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Our daily average VaR by quarter in the six months ended September 30, 2011 was as follows:

Quarter	Daily average VaR
April June 2011	¥ 17.48 billion
July September 2011	¥ 13.27 billion

Quantitative market risks fluctuated throughout the April September 2011 period, reflecting the reaction of trading activities to market volatility. Market conditions were often volatile during the six months ended September 30, 2011, with positive trading-related revenue recorded for 99 of 131 trading days during the period. The amount of trading-related revenue per day was kept within a stable range, with 28 days of positive revenue and 2 days of negative revenue exceeding ¥1 billion.

*Backtesting.* We conduct backtesting in which estimated quantitative risks are compared with actual realized and unrealized losses to verify the accuracy of our VaR measurement model. The actual losses never exceeded VaR on our trading days in our backtesting of 250 trading days ended September 30, 2011.

*Stress Testing.* We calculate, on a daily basis, the predicted losses of our current positions in each market sector, applying the worst ten-day change recorded during the observation period of 701 business days. As of September 30, 2011, we held a total trading activity position of ¥10.8 billion of predicted losses as compared to ¥9.5 billion as of March 31, 2011.

*VaR for Non-Trading Activities.* The VaR for our total non-trading activities as of September 30, 2011, excluding market risks related to our strategic equity portfolio and measured using the same standard as that used for trading activities, was ¥542.4 billion, a ¥17.5 billion decrease from March 31, 2011. In the six months ended September 30, 2011, market risks related to interest rate decreased ¥27.1 billion, and risk related to equities decreased ¥21.3 billion.

Based on a simple summation of the figures across the risk categories, interest rate risks accounted for approximately 78% of our total non-trading activity market risks, consisting of interest rate risk, foreign exchange rate risk, equities risk and commodities risk. In the six months ended September 30, 2011, the daily average interest rate VaR totaled ¥499.2 billion, with the highest recorded VaR being ¥546.3 billion and the lowest being ¥450.5 billion.

Our daily average interest rate VaR by quarter in the six months ended September 30, 2011 was as follows:

Quarter	Daily average VaR
April June 2011	¥ 513.5 billion
July September 2011	¥ 485.1 billion

Comparing the proportion of each currency's interest rate VaR to the total interest VaR as of September 30, 2011 against that as of March 31, 2011, there were a 10 percentage point decrease in Japanese yen from 41% to 31% and a 12 percentage point increase in US dollars from 51% to 63%, and a 2 percentage point decrease in Euro from 8% to 6%.



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**UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Balance Sheets (Unaudited)**

	March 31, 2011	September 30, 2011
	(in millions)	
<b>Assets:</b>		
Cash and due from banks	¥ 3,230,804	¥ 3,053,917
Interest-earning deposits in other banks (including ¥4,365 million and nil at March 31, 2011 and September 30, 2011 measured at fair value under fair value option)	7,333,767	6,812,319
Call loans, funds sold, and receivables under resale agreements (including ¥26,192 million and ¥26,079 million at March 31, 2011 and September 30, 2011 measured at fair value under fair value option)	5,320,958	5,910,724
Receivables under securities borrowing transactions	3,600,318	4,914,149
Trading account assets (including assets pledged that secured parties are permitted to sell or repledge of ¥8,251,723 million and ¥11,698,595 million at March 31, 2011 and September 30, 2011) (including ¥11,917,000 million and ¥14,553,323 million at March 31, 2011 and September 30, 2011 measured at fair value under fair value option)	28,824,795	34,784,005
<b>Investment securities:</b>		
Securities available for sale carried at estimated fair value (including assets pledged that secured parties are permitted to sell or repledge of ¥1,297,912 million and ¥2,506,946 million at March 31, 2011 and September 30, 2011)	54,329,881	56,257,325
Securities being held to maturity carried at amortized cost (including assets pledged that secured parties are permitted to sell or repledge of ¥959,241 million and ¥915,629 million at March 31, 2011 and September 30, 2011) (estimated fair value of ¥3,058,998 million and ¥2,645,343 million at March 31, 2011 and September 30, 2011)	3,017,189	2,591,667
Other investment securities	1,704,244	882,533
<b>Total investment securities</b>	<b>59,051,314</b>	<b>59,731,525</b>
Loans, net of unearned income, unamortized premiums and deferred loan fees (including assets pledged that secured parties are permitted to sell or repledge of ¥3,246,293 million and ¥3,139,683 million at March 31, 2011 and September 30, 2011)	87,501,975	86,916,948
Allowance for credit losses	(1,240,456)	(1,228,157)
<b>Net loans</b>	<b>86,261,519</b>	<b>85,688,791</b>
Premises and equipment net	962,548	972,447
Accrued interest	233,224	221,394
Customers acceptance liability	69,950	89,768
Intangible assets net	991,521	927,596
Goodwill	363,392	360,772
Deferred tax assets	1,285,013	1,191,214
Other assets	5,321,120	8,056,552
<b>Total assets</b>	<b>¥ 202,850,243</b>	<b>¥ 212,715,173</b>
<b>Assets of consolidated VIEs included in total assets above that can be used only to settle obligations of consolidated VIEs</b>		
Cash and due from banks	¥ 7,640	¥ 8,105
Interest-earning deposits in other banks	15,006	10,815
Trading account assets	1,157,263	1,169,232
Investment securities	493,085	505,759

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Loans	7,156,823	6,815,958
All other assets	329,746	283,367
<b>Total assets of consolidated VIEs</b>	¥ 9,159,563	¥ 8,793,236

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Balance Sheets (Unaudited) (Continued)**

	March 31, 2011	September 30, 2011
	(in millions)	
<b>Liabilities and Equity:</b>		
Deposits:		
Domestic offices:		
Non-interest-bearing	¥ 16,421,024	¥ 14,752,815
Interest-bearing	99,120,619	97,267,209
Overseas offices, principally interest-bearing	21,090,061	21,373,998
<b>Total deposits</b>	<b>136,631,704</b>	<b>133,394,022</b>
Call money, funds purchased, and payables under repurchase agreements	14,702,562	17,450,972
Payables under securities lending transactions	2,104,105	4,079,084
Due to trust account and other short-term borrowings (including ¥673 million and ¥1,663 million at March 31, 2011 and September 30, 2011 measured at fair value under fair value option)	9,121,738	10,854,769
Trading account liabilities	9,908,974	11,449,498
Obligations to return securities received as collateral	3,267,775	4,520,144
Bank acceptances outstanding	69,950	89,768
Accrued interest	181,814	156,585
Long-term debt (including ¥575,969 million and ¥519,188 million at March 31, 2011 and September 30, 2011 measured at fair value under fair value option)	13,356,728	12,810,508
Other liabilities	4,841,981	9,317,953
<b>Total liabilities</b>	<b>194,187,331</b>	<b>204,123,303</b>
Commitments and contingent liabilities		
Mitsubishi UFJ Financial Group shareholders' equity:		
Capital stock:		
Preferred stock - aggregate liquidation preference of ¥390,001 million at March 31, 2011 and September 30, 2011, with no stated value	442,100	442,100
Common stock - authorized, 33,000,000,000 shares; issued, 14,150,894,620 shares and 14,154,508,220 shares at March 31, 2011 and September 30, 2011, with no stated value	1,644,132	1,645,139
Capital surplus	6,395,705	6,384,120
Retained earnings:		
Appropriated for legal reserve	239,571	239,571
Unappropriated retained earnings	254,103	351,360
Accumulated other changes in equity from nonowner sources, net of taxes	(628,661)	(732,554)
Treasury stock, at cost - 16,723,747 common shares and 11,157,644 common shares at March 31, 2011 and September 30, 2011	(11,251)	(8,588)
<b>Total Mitsubishi UFJ Financial Group shareholders' equity</b>	<b>8,335,699</b>	<b>8,321,148</b>
Noncontrolling interests	327,213	270,722
<b>Total equity</b>	<b>8,662,912</b>	<b>8,591,870</b>
<b>Total liabilities and equity</b>	<b>¥ 202,850,243</b>	<b>¥ 212,715,173</b>
<b>Liabilities of consolidated VIEs for which creditors or beneficial interest holders do not have recourse to the general credit of Mitsubishi UFJ Financial Group</b>		

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Other short-term borrowings	¥	41,252	¥	28,247
Long-term debt		1,668,642		1,524,185
All other liabilities		207,916		168,939
<b>Total liabilities of consolidated VIEs</b>	¥	<b>1,917,810</b>	¥	<b>1,721,371</b>

See the accompanying notes to Condensed Consolidated Financial Statements.

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Income (Unaudited)**

	Six months ended September 30,	
	2010	2011
	(in millions)	
<b>Interest income:</b>		
Loans, including fees	¥ 855,653	¥ 801,477
Deposits in other banks	13,321	21,205
Investment securities	248,331	345,662
Trading account assets	148,057	139,986
Call loans, funds sold, and receivables under resale agreements and securities borrowing transactions	25,579	49,840
<b>Total</b>	<b>1,290,941</b>	<b>1,358,170</b>
<b>Interest expense:</b>		
Deposits	137,690	113,399
Call money, funds purchased, and payables under repurchase agreements and securities lending transactions	32,163	49,431
Due to trust account, other short-term borrowings, and trading account liabilities	28,194	30,417
Long-term debt	143,972	130,900
<b>Total</b>	<b>342,019</b>	<b>324,147</b>
<b>Net interest income</b>	<b>948,922</b>	<b>1,034,023</b>
<b>Provision for credit losses</b>	<b>186,314</b>	<b>89,342</b>
<b>Net interest income after provision for credit losses</b>	<b>762,608</b>	<b>944,681</b>
<b>Non-interest income:</b>		
Fees and commissions income	557,613	548,822
Foreign exchange gains net	175,107	67,836
Trading account profits net	486,017	449,243
Investment securities gains (losses) net <sup>1)</sup>	105,841	(19,226)
Equity in losses of equity method investees	(44,661)	(515,403)
Other non-interest income	81,640	77,521
<b>Total</b>	<b>1,361,557</b>	<b>608,793</b>
<b>Non-interest expense:</b>		
Salaries and employee benefits	437,698	443,726
Occupancy expenses net	80,659	79,441
Fees and commission expenses	102,947	101,751
Outsourcing expenses, including data processing	97,454	94,868
Depreciation of premises and equipment	48,471	45,756
Amortization of intangible assets	109,881	105,321
Impairment of intangible assets	16,363	27,040
Insurance premiums, including deposit insurance	56,513	57,996
Communications	27,253	24,693
Taxes and public charges	33,450	31,694
Other non-interest expenses	163,218	147,172

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Total	1,173,907	1,159,458
<b>Income before income tax expense</b>	950,258	394,016
<b>Income tax expense</b>	369,996	198,806
<b>Net income before attribution of noncontrolling interests</b>	580,262	195,210
Net income (loss) attributable to noncontrolling interests	(2,608)	4,246
<b>Net income attributable to Mitsubishi UFJ Financial Group</b>	¥ 582,870	¥ 190,964
<b>Income allocated to preferred shareholders:</b>		
Cash dividends paid	¥ 11,970	¥ 8,970
<b>Net income available to common shareholders of Mitsubishi UFJ Financial Group</b>	¥ 570,900	¥ 181,994

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Income (Unaudited) (Continued)**

	Six months ended September 30, 2010                      2011 (in Yen)	
<b>Earnings per common share applicable to common shareholders of Mitsubishi UFJ Financial Group</b>		
Basic earnings per common share net income available to common shareholders of Mitsubishi UFJ Financial Group	¥ 40.39	¥ 12.87
Diluted earnings per common share net income available to common shareholders of Mitsubishi UFJ Financial Group	40.31	12.82

(1) The following credit losses are included in Investment securities gains (losses) net:

	Six months ended September 30, 2010                      2011 (in millions)	
Decline in fair value	¥ 10,834	¥ 6,402
Other changes in equity from nonowner sources net	1,717	856
Total credit losses	¥ 12,551	¥ 7,258

See the accompanying notes to Condensed Consolidated Financial Statements.

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Changes in Equity****from Nonowner Sources (Unaudited)**

	<b>Gains (Losses), Net of Income Taxes Six months ended September 30, 2010      2011 (in millions)</b>	
Net income before attribution of noncontrolling interests	¥ 580,262	¥ 195,210
Other changes in equity from nonowner sources:		
Net unrealized holding losses on investment securities (including unrealized gains of ¥1,019 million and ¥508 million, net of tax, related to debt securities with credit component realized in earnings in 2010 and 2011)	(139,409)	(42,591)
Reclassification adjustment for losses (gains) included in net income before attribution of noncontrolling interests	(62,783)	10,183
<b>Total</b>	<b>(202,192)</b>	<b>(32,408)</b>
Net unrealized losses on derivatives qualifying for cash flow hedges	(640)	(314)
Reclassification adjustment for losses (gains) included in net income before attribution of noncontrolling interests	(2,171)	278
<b>Total</b>	<b>(2,811)</b>	<b>(36)</b>
Pension liability adjustments	(31,197)	(19,556)
Reclassification adjustment for losses included in net income before attribution of noncontrolling interests	3,914	8,855
<b>Total</b>	<b>(27,283)</b>	<b>(10,701)</b>
Foreign currency translation adjustments	(111,852)	(73,348)
Reclassification adjustment for losses included in net income before attribution of noncontrolling interests	8,947	13,354
<b>Total</b>	<b>(102,905)</b>	<b>(59,994)</b>
<b>Total changes in equity from nonowner sources</b>	<b>245,071</b>	<b>92,071</b>
Net income (loss) attributable to noncontrolling interests	(2,608)	4,246
Other changes in equity from nonowner sources attributable to noncontrolling interests	(1,016)	754
<b>Total changes in equity from nonowner sources attributable to Mitsubishi UFJ Financial Group</b>	<b>¥ 248,695</b>	<b>¥ 87,071</b>

See the accompanying notes to Condensed Consolidated Financial Statements.

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Equity (Unaudited)**

	Six months ended September 30, 2010                      2011 (in millions)	
<b>Preferred stock:</b>		
Balance at beginning of period	¥ 442,100	¥ 442,100
Balance at end of period	¥ 442,100	¥ 442,100
<b>Common stock:</b>		
Balance at beginning of period	¥ 1,643,238	¥ 1,644,132
Issuance of new shares of common stock by way of exercise of the stock acquisition rights	857	1,007
Balance at end of period	¥ 1,644,095	¥ 1,645,139
<b>Capital surplus:</b>		
Balance at beginning of period	¥ 6,619,525	¥ 6,395,705
Stock-based compensation	(397)	(241)
Issuance of new shares of common stock by way of exercise of the stock acquisition rights	856	1,005
Redemption of Class 3 preferred stock (Note 8)	(250,000)	
Change in ownership interest of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. in connection with the securities joint venture (Note 18)	20,550	
Issuance of new shares of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. (Note 18)		(12,000)
Other net	41	(349)
Balance at end of period	¥ 6,390,575	¥ 6,384,120
<b>Retained earnings appropriated for legal reserve:</b>		
Balance at beginning of period	¥ 239,571	¥ 239,571
Balance at end of period	¥ 239,571	¥ 239,571
<b>Unappropriated retained earnings (Accumulated deficit):</b>		
Balance at beginning of period	¥ (9,284)	¥ 254,103
Net income attributable to Mitsubishi UFJ Financial Group	582,870	190,964
Cash dividends:		
Common stock ¥6.00 in 2010 and 2011 per share	(84,778)	(84,764)
Preferred stock (Class 3) ¥30.00 in 2010 per share	(3,000)	
Preferred stock (Class 5) ¥57.50 in 2010 and 2011 per share	(8,970)	(8,970)
Losses on sales of shares of treasury stock	(76)	(108)
Effect of adopting new guidance on embedded credit derivatives (Note 1)		135
Effect of adopting new guidance on consolidation of certain variable interest entities (Note 1)	1,408	
Other net	(11)	
Balance at end of period	¥ 478,159	¥ 351,360
<b>Accumulated other changes in equity from nonowner sources, net of taxes:</b>		
Balance at beginning of period	¥ (56,019)	¥ (628,661)
Net change during the period	(334,175)	(103,893)
Effect of adopting new guidance on consolidation of certain variable interest entities (Note 1)	430	

Balance at end of period

¥ (389,764)    ¥ (732,554)

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Equity (Unaudited) (Continued)**

	Six months ended September 30,	
	2010	2011
	(in millions)	
<b>Treasury stock, at cost:</b>		
Balance at beginning of period	¥ (13,954)	¥ (11,251)
Purchases of shares of treasury stock	(250,052)	(8)
Sales of shares of treasury stock	1,105	532
Redemption of shares of treasury stock	250,000	
Net decrease resulting from changes in voting interests in its consolidated subsidiaries and affiliated companies	79	29
Net decrease resulting from exclusion of consolidated investment trust variable interest entities	3,050	2,110
Balance at end of period	¥ (9,772)	¥ (8,588)
<b>Total Mitsubishi UFJ Financial Group shareholders equity</b>	<b>¥ 8,794,964</b>	<b>¥ 8,321,148</b>
<b>Noncontrolling interests:</b>		
Balance at beginning of period	¥ 235,922	¥ 327,213
Initial origination of noncontrolling interests	12,405	2,866
Transactions between the consolidated subsidiaries and the related noncontrolling interest shareholders	7,480	(5,012)
Decrease in noncontrolling interests related to exclusion of subsidiaries from consolidation	(49,059)	(57,379)
Change in ownership interest of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. in connection with the securities joint venture (Note 18)	127,270	
Issuance of new shares of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. (Note 18)		12,000
Net income (loss) attributable to noncontrolling interests	(2,608)	4,246
Dividends paid to noncontrolling interests	(3,995)	(13,433)
Other changes in equity from nonowner sources, net of taxes:		
Net unrealized holding gains on investment securities	1,174	150
Reclassification adjustment for losses (gains) included in net income (loss) attributable to noncontrolling interests in relation to net unrealized holding gains (losses) on investment securities	72	(83)
Pension liability adjustments	(539)	(42)
Reclassification adjustment for losses included in net income (loss) attributable to noncontrolling interests in relation to pension liability adjustments	6	68
Foreign currency translation adjustments	(1,755)	661
Reclassification adjustment for losses included in net income (loss) attributable to noncontrolling interests in relation to foreign currency translation adjustments	26	
Effect of adopting new guidance on consolidation of certain variable interest entities (Note 1)	19,551	
Other net	(512)	(533)
Balance at end of period	¥ 345,438	¥ 270,722
<b>Total equity</b>	<b>¥ 9,140,402</b>	<b>¥ 8,591,870</b>

See the accompanying notes to Condensed Consolidated Financial Statements.

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Cash Flows (Unaudited)**

	Six months ended September 30,	
	2010	2011
	(in millions)	
<b>Cash flows from operating activities:</b>		
Net income before attribution of noncontrolling interests	¥ 580,262	¥ 195,210
Adjustments to reconcile net income before attribution of noncontrolling interests to net cash provided by operating activities:		
Depreciation and amortization	158,352	151,077
Impairment of intangible assets	16,363	27,040
Provision for credit losses	186,314	89,342
Investment securities losses (gains) net	(105,841)	19,226
Foreign exchange losses (gains) net	(125,367)	88,102
Equity in losses of equity method investees	44,661	515,403
Provision for deferred income tax expense	320,420	81,281
Gain on conversion rate adjustment of convertible preferred stock (Note 2)		(139,320)
Increase in trading account assets, excluding foreign exchange contracts	(3,410,543)	(3,171,134)
Increase in trading account liabilities, excluding foreign exchange contracts	3,097,267	2,586,849
Increase in accrued interest receivable and other receivables	(3,091)	(53,113)
Increase in accrued interest payable and other payables	63,571	3,291
Net increase in accrued income taxes and decrease in income tax receivables	2,573	75,182
Other net	(160,366)	90,494
Net cash provided by operating activities	664,575	558,930
<b>Cash flows from investing activities:</b>		
Proceeds from sales and maturities of investment securities available for sale (including proceeds from securities under fair value option)	50,782,739	98,177,983
Purchases of investment securities available for sale (including purchases of securities under fair value option)	(58,493,412)	(101,615,782)
Proceeds from maturities of investment securities being held to maturity	89,450	453,095
Purchases of investment securities being held to maturity	(82,243)	(178,151)
Proceeds from sales of other investment securities	12,055	10,891
Purchases of other investment securities	(3,510)	(3,653)
Net decrease (increase) in loans	4,154,323	(1,042,801)
Net decrease in interest-earning deposits in other banks	286,938	170,545
Net decrease (increase) in call loans, funds sold, and receivables under resale agreements and securities borrowing transactions	258,062	(1,885,570)
Capital expenditures for premises and equipment	(41,993)	(62,127)
Purchases of intangible assets	(73,214)	(74,618)
Proceeds from sales of consolidated VIEs and subsidiaries net	21,398	(392)
Proceeds from a repayment of deposits with Government-led Loan Restructuring Program (Note 4)		161,435
Other net	(8,824)	65,700
Net cash used in investing activities	(3,098,231)	(5,823,445)



**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Condensed Consolidated Statements of Cash Flows (Unaudited) (Continued)**

	Six months ended September 30,	
	2010	2011
	(in millions)	
<b>Cash flows from financing activities:</b>		
Net increase (decrease) in deposits	26,533	(1,588,029)
Net increase in call money, funds purchased, and payables under repurchase agreements and securities lending transactions	3,092,476	5,392,469
Net decrease in due to trust account	(42,516)	(12,878)
Net increase in other short-term borrowings	320,450	1,779,657
Proceeds from issuance of long-term debt	1,219,585	1,131,115
Repayments of long-term debt	(1,739,962)	(1,489,107)
Proceeds from sales of treasury stock	645	68
Payments for acquisition of preferred stock	(250,000)	
Dividends paid	(96,574)	(93,635)
Other net	(5,522)	(24,318)
Net cash provided by financing activities	2,525,115	5,095,342
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>(23,360)</b>	<b>(7,714)</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>68,099</b>	<b>(176,887)</b>
<b>Cash and cash equivalents at beginning of period</b>	<b>2,862,523</b>	<b>3,230,804</b>
<b>Cash and cash equivalents at end of period</b>	<b>¥ 2,930,622</b>	<b>¥ 3,053,917</b>
<b>Supplemental disclosure of cash flow information:</b>		
<b>Cash paid during the period for:</b>		
Interest	¥ 374,321	¥ 354,805
Income taxes, net of refunds	47,003	42,343
<b>Non-cash investing and financing activities:</b>		
Obtaining assets by entering into capital lease	2,666	8,035
Exchange of ownership interest in Mitsubishi UFJ Morgan Stanley Securities, Co., Ltd. for equity investment in Morgan Stanley MUFG Securities, Co., Ltd. in connection with securities joint venture (Note 18):		
Noncontrolling interest in Mitsubishi UFJ Morgan Stanley Securities, Co., Ltd.	127,270	
Capital surplus	20,550	
Adoption of new guidance on consolidation of certain variable interest entities (Note 1):		
Increase in total assets, excluding cash and cash equivalents	237,008	
Increase in total liabilities	214,887	
Union Bank's acquisitions (Note 5):		
Fair value of assets acquired	322,312	
Fair value of liabilities assumed	328,332	
Conversion of Morgan Stanley's convertible preferred stock (Note 2)		808,266

See the accompanying notes to Condensed Consolidated Financial Statements.

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited)****1. BASIS OF SEMIANNUAL CONDENSED CONSOLIDATED FINANCIAL STATEMENTS*****Description of Business***

Mitsubishi UFJ Financial Group, Inc. ( MUFG ) is a holding company for The Bank of Tokyo-Mitsubishi UFJ, Ltd. ( BTMU ), Mitsubishi UFJ Trust and Banking Corporation ( MUTB ), Mitsubishi UFJ Securities Holdings Co., Ltd. ( MUSHD ), Mitsubishi UFJ NICOS Co., Ltd. ( Mitsubishi UFJ NICOS ), and other subsidiaries. MUSHD is an intermediate holding company for Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. ( MUMSS ). See Note 18 for more information on the securities joint venture with Morgan Stanley. Through MUFG's subsidiaries and affiliated companies, MUFG engages in a broad range of financial operations, including commercial banking, investment banking, trust banking and asset management services, securities businesses, and credit card businesses, and it provides related services to individual and corporate customers. See Note 15 for more information by business segment.

***Basis of Financial Statements***

The accompanying semiannual condensed consolidated financial statements are stated in Japanese yen, the currency of the country in which MUFG is incorporated and principally operates. Such condensed consolidated financial statements include the accounts of MUFG, its subsidiaries and consolidated variable interest entities ( VIE s) (together, the MUFG Group ) and reflect all adjustments (consisting of normal recurring adjustments) that, in the opinion of management, are necessary to conform with accounting principles generally accepted in the United States of America ( US GAAP ). The accompanying condensed consolidated financial statements should be read in conjunction with the consolidated financial statements for the fiscal year ended March 31, 2011. Certain information that would be included in annual financial statements but is not required for semiannual reporting purposes under US GAAP has been omitted or condensed.

***Use of Estimates***

The preparation of condensed consolidated financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

***Change in Accounting Estimates***

Prior to the fiscal year ended March 31, 2011, Mitsubishi UFJ NICOS, a consumer finance subsidiary of MUFG, had estimated the allowance for repayment of excess interest (see Note 13 for the details of this allowance) based primarily on historical reimbursement rates of excess interest. During the second half of the fiscal year ended March 31, 2011, Mitsubishi UFJ NICOS revised its estimate by updating management's future forecast to reflect new reimbursement claims information and other data following various legal and industry developments that occurred during the fiscal year.

The MUFG Group evaluates the remaining useful life of an intangible asset at each reporting period to determine whether events and circumstances warrant a revision to the remaining useful life. When the useful life of intangible assets not subject to amortization is no longer determined to be indefinite, such as when unanticipated competition enters a market, the intangible asset is amortized over the remaining period that it is expected to contribute to positive cash flows. At September 30, 2011, the MUFG Group reevaluated the useful lives of its intangible assets related to its customer relationships from fund contracts, which had been recorded as

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intangible assets not subject to amortization. Due to the global financial downturn, including the recent financial market disruption in Europe and the downgrade of the US treasury bonds credit rating, the downward trend of customer assets under management, which was previously on an upward trend, is not expected to recover in the near future and therefore is no longer expected to support indefinite useful lives of the intangible assets associated with the customer relationships from fund contracts. As a result of the reevaluation, the MUFG Group reclassified its intangible assets related to the customer relationships of ¥42,224 million from intangible assets not subject to amortization to those subject to amortization. See Note 5 for the details of these intangible assets.

***Accounting Changes***

*Amendment of Accounting for Consolidation of Variable Interest Entities* In June 2009, the FASB issued new guidance which amends the accounting for consolidation of VIEs. This guidance changes the previous guidance by modifying the characteristics for assessing a primary beneficiary to include entities that have the power to direct the activities of the VIE which significantly impact its economic performance and the obligation to absorb losses or the right to receive benefits that could potentially be significant to the entity. The primary beneficiary determination must be reassessed on an ongoing basis. In addition, this guidance amends the identification of VIEs by eliminating the scope exception for qualified special purpose entities and adding an additional reconsideration event for determining whether an entity is a VIE. This guidance was effective from April 1, 2010 for the MUFG Group.

In February 2010, the FASB issued further guidance which defers the requirements of the consolidation guidance for determining the primary beneficiary of VIEs for certain investment funds including mutual funds, private equity funds, hedge funds, venture capital funds, mortgage real estate investment funds, and certain real estate investment funds.

The MUFG Group has elected to apply the above new guidance prospectively. Accordingly, financial statements for prior periods have not been restated. The net increase in the MUFG Group's consolidated assets, liabilities and shareholders' equity attributable to noncontrolling interests was ¥237,008 million, ¥214,887 million and ¥19,551 million, respectively, as of April 1, 2010. The cumulative effect on retained earnings was an increase of ¥1,408 million upon adoption. See Note 14 for further disclosures required by the new guidance.

*Disclosure about Fair Value Measurements* In January 2010, the FASB issued new guidance which requires a new disclosure and clarifies existing disclosure requirements on fair value measurements. The guidance requires additional disclosure of significant transfers in and out of Level 1 and Level 2 fair value measurements and activity in Level 3 fair value measurement. This guidance also clarifies existing disclosure requirements regarding the level of disaggregation and valuation inputs and techniques. This guidance is effective for interim and annual reporting periods beginning after December 15, 2009, except for the disclosure of the Level 3 activity of purchases, sales, issuances, and settlements on a gross basis, which is effective for interim and annual reporting periods beginning after December 15, 2010 with early application permitted. The MUFG Group adopted this guidance on April 1, 2010, except for the disclosure in regard to the Level 3 activity. For the disclosure in regard to the Level 3 activity, the MUFG Group adopted this guidance on April 1, 2011. This guidance affected the MUFG Group's disclosures about fair value measurements, but did not affect its financial position and results of operations. See Note 16 for details of disclosures required by this guidance.

*Amendments to Accounting Scope of Embedded Credit Derivatives* In March 2010, the FASB issued new guidance which clarifies the scope exception related to embedded credit derivatives. This guidance addresses how to determine which embedded credit derivative features, including those in collateralized debt obligations (CDOs) and synthetic CDOs, are considered to be embedded derivatives that are exempt from potential bifurcation and separate accounting requirement. This guidance is effective for the first interim reporting period

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beginning after June 15, 2010 with early application permitted at the beginning of the first interim reporting period beginning after the issuance of this new guidance. In initially adopting this new guidance, an entity may elect the fair value option for any investment in a beneficial interest in a securitized financial asset. The election of the fair value option is irrevocable and should be determined on an instrument-by-instrument basis at the beginning of the reporting period of initial adoption. The MUFG Group adopted this guidance on April 1, 2011, and recorded a ¥135 million increase to retained earnings as a cumulative effect adjustment.

*Disclosures about the Credit Quality of Financing Receivables and the Allowance for Credit Losses* In July 2010, the FASB issued new guidance which requires additional disclosures and amends existing disclosure requirements on allowances for credit losses and the credit quality of financial receivables. The guidance requires additional disclosures on credit quality indicators of financing receivables, aging of past due financing receivables, nature and extent of troubled debt restructurings ( TDR s) and modifications, and significant purchases and sales of financing receivables on a disaggregated basis. The existing guidance is amended to require disclosure of financing receivables on a more disaggregated basis. This guidance is effective for interim and annual reporting periods ending on or after December 15, 2010. Specific items regarding activity that occurs during a reporting period, such as the allowance roll-forward disclosures, is effective for interim and annual reporting periods beginning on or after December 15, 2010. The MUFG Group adopted this guidance on March 31, 2011, except for the disclosures about items regarding activity that occurs during a reporting period. For the disclosures about items regarding activity that occurs during a reporting period, the MUFG Group adopted this guidance on April 1, 2011. This guidance affected the MUFG Group s disclosures about the credit quality of financing receivables and allowances for credit losses, but did not affect its financial position and results of operations. See Note 4 for details of disclosures required by this guidance.

In January 2011, the FASB decided to defer the effective date for disclosures about TDRs by creditors until the FASB finalizes its project on determining what constitutes a TDR for a creditor. The MUFG Group adopted this guidance immediately upon issuance, which had no impact on its financial position and results of operations.

In April 2011, the FASB issued further guidance which finalizes its project on determining what constitutes a TDR for a creditor. Under this guidance, the deferred date for disclosures about TDRs by creditors is effective for the first interim and annual periods beginning on or after June 15, 2011. See Recently Issued Accounting Pronouncement *Amendment to Accounting for A Creditor s Determination of Whether a Restructuring Is a Troubled Debt Restructuring* for details.

**Recently Issued Accounting Pronouncements**

*Amendment to Accounting for A Creditor s Determination of Whether a Restructuring Is a Troubled Debt Restructuring* In April 2011, the FASB issued new guidance on a creditor s evaluation of whether a modification or restructuring of a receivable is a TDR. This clarifies the guidance on a creditor s evaluation of whether the creditor has granted a concession and whether the debtor is experiencing financial difficulties. This guidance also clarifies that a creditor is precluded from using the borrower s effective rate test when assessing whether a concession has been granted to the borrower. This guidance is effective for the first interim or annual reporting period beginning on or after June 15, 2011. An entity is required to apply this guidance retrospectively for all modifications and restructuring activities that have occurred from the beginning of the annual period of adoption. For receivables that are newly considered impaired under the guidance on accounting by creditors for impairment of a loan, an entity should measure the impairment of those receivables prospectively in the first period of adoption and disclose the total amount of receivables and the related allowance for credit losses as of the end of the period of adoption. Early adoption is permitted. The MUFG Group has not completed the study of what effect this guidance will have on its financial position and results of operations.

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**Mitsubishi UFJ Financial Group, Inc. and Subsidiaries**

**Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

*Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in US GAAP and IFRSs* In May 2011, the FASB issued new guidance, which amends certain accounting and disclosure requirements related to fair value measurements, that result in common fair value measurement and disclosure requirements between US GAAP and IFRSs. Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle or requirement for measuring fair value or for disclosing information about fair value measurements. This guidance is effective during interim and annual period beginning after December 15, 2011. The MUFG Group has not completed the study of what effect this guidance will have on its financial position and results of operations.

*Amendments to the Presentation of Comprehensive Income* In June 2011, the FASB issued new guidance which amends presentation and disclosure requirements of other comprehensive income. This guidance eliminates the option to present the components of other comprehensive income as part of the statement of changes in stockholders' equity and requires that all nonowner changes in stockholders' equity be presented either in a single continuous statement of comprehensive income or in two separate but consecutive statements. This guidance is effective retrospectively for fiscal years, and interim periods within those years, beginning after December 15, 2011. Early adoption of this guidance is permitted.

In December 2011, the FASB issued further guidance which indefinitely defers the specific requirement to present items that are reclassified from accumulated other comprehensive income to net income separately with their respective components of net income and other comprehensive income. This does not defer the effective date of the other disclosure requirements within the new guidance.

The new guidance will only affect the presentation of other comprehensive income, and will not affect the MUFG Group's financial position and results of operations.

*Amendments to Testing Goodwill for Impairment* In September 2011, the FASB issued new guidance which simplifies goodwill impairment testing. This guidance permits an entity to first assess qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount as a basis for determining whether it is necessary to perform the two-step goodwill impairment test which includes calculating the fair value of the reporting unit. This guidance is effective for goodwill impairment tests performed in interim and annual periods for fiscal years beginning after December 15, 2011. Early adoption of this guidance is permitted. The MUFG Group does not expect that the adoption of this guidance will have a material impact on its financial position and results of operations.

*Amendments to Disclosures about an Employer's Participation in a Multiemployer Plan* In September 2011, the FASB issued new guidance intended to create greater transparency in financial reporting by requiring additional disclosures about an employer's participation in a multiemployer pension plan. This guidance requires companies to provide additional quantitative and qualitative disclosures about the significant multiemployer plans in which they participate. This guidance is effective for annual periods for fiscal years ending after December 15, 2011. Early adoption of this guidance is permitted. This new guidance will only affect the MUFG Group's disclosures of its significant multiemployer plans, and will not affect the MUFG Group's financial position and results of operations.

*Scope Clarification of Accounting for Derecognition of in Substance Real Estate* In December 2011, the FASB issued new guidance, which resolves the diversity in practice about whether the guidance of real estate sales in property, plant, and equipment applies to a parent that ceases to have a controlling financial interest in a subsidiary that is in substance real estate as a result of default on the subsidiary's nonrecourse debt. Under the amendments in this guidance, when a parent ceases to have a controlling financial interest in a subsidiary that is in substance real estate as a result of default on the subsidiary's nonrecourse debt, the reporting entity should

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apply the guidance of real estate sales in property, plant, and equipment to determine whether it should derecognize the in substance real estate. For public entities, the amendments in this guidance are effective for fiscal years, and interim periods within those years, beginning on or after June 15, 2012. Early adoption is permitted. The MUFG Group does not expect that the adoption of the guidance will have a material impact on its financial position and results of operations.

*Disclosures about Offsetting Assets and Liabilities* In December 2011, the FASB issued new guidance which facilitates comparison between those entities that prepare their financial statements on the basis of US GAAP and those entities that prepare their financial statements on the basis of IFRS. This guidance requires that entities disclose both gross information and net information about both instruments and transactions eligible for offset in the statement of financial position and instruments and transactions subject to an agreement similar to a master netting arrangement. This scope would include derivatives, sale and repurchase agreements, reverse sale and repurchase agreements, and securities borrowing and securities lending arrangements. This guidance is effective for annual periods for fiscal years beginning on or after January 1, 2013 and interim periods within those annual periods. An entity should provide the disclosures required by those amendments retrospectively for all comparative periods presented. This new guidance will only affect the MUFG Group's disclosures about offsetting assets and liabilities, and will not affect the MUFG Group's financial position and results of operations.

**2. INVESTMENT IN MORGAN STANLEY**

On September 29, 2008, the MUFG Group and Morgan Stanley completed a final agreement to enter into a strategic capital alliance aiming to build a global strategic alliance primarily in the corporate and investment bank fields. On October 13, 2008, the MUFG Group purchased shares of preferred stock issued by Morgan Stanley. The investment in Morgan Stanley preferred stock consisted of Series B Non-cumulative Non-voting Perpetual Convertible Preferred Stock ( Series B Preferred Stock ) and Series C Non-cumulative Non-voting Perpetual Preferred Stock. On April 21, 2011, the MUFG Group and Morgan Stanley entered into an agreement to convert the Series B Preferred Stock with a face value of ¥808,266 million, into Morgan Stanley's common stock. On June 30, 2011, the MUFG Group converted the Series B Preferred Stock for approximately 385 million shares of Morgan Stanley's common stock, including approximately 75 million additional shares resulting from the adjustment to the conversion rate pursuant to the agreement. The adjustment to the conversion rate was recognized as a gain of ¥139,320 million, which was included in Interest income on investment securities in the condensed consolidated statement of income for the six months ended September 30, 2011.

Prior to the conversion, the MUFG Group held approximately 3.0% of the common shares of Morgan Stanley and the investment was included in Investment securities available for sale. As a result of the conversion, the MUFG Group holds approximately 22.4% of the common shares of Morgan Stanley, giving the MUFG Group the ability to exercise significant influence over the operations of Morgan Stanley. Accordingly, the MUFG Group has adopted the equity method of accounting for its investment in Morgan Stanley for the six months ended September 30, 2011. Furthermore, the MUFG Group's investments, results of operations and retained earnings have been adjusted retroactively on a step-by-step basis as if the equity method of accounting had been in effect during all previous periods. The MUFG Group's retroactive adjustment was applied to the existing approximately 3.0% investment in Morgan Stanley's common stock through June 30, 2011. Following the conversion, the MUFG Group began recognizing its approximately 22.4% interest in Morgan Stanley's common shares as an investment in an equity method investee included in Other assets.

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The previously reported amounts and the adjusted amounts are as follows:

		<b>March 31, 2011</b>	
		<b>As previously reported</b>	<b>As adjusted</b>
		<b>(in millions)</b>	
Investment securities	Securities available for sale	¥ 54,435,634	¥ 54,329,881
Other assets		5,226,412	5,321,120
Other liabilities		4,844,901	4,841,981
Retained earnings	Unappropriated retained earnings	254,411	254,103
Accumulated other changes in equity	from nonowner sources, net of taxes	(620,844)	(628,661)

		<b>Six months ended September 30, 2010</b>	
		<b>As previously reported</b>	<b>As adjusted</b>
		<b>(in millions, except per share data)</b>	
Interest income	Investment securities	¥ 248,745	¥ 248,331
Equity in losses of equity method investees		(21,223)	(44,661)
Other non-interest income		72,389	81,640
Income tax expense		375,936	369,996
Net income attributable to Mitsubishi UFJ Financial Group		591,531	582,870
Basic earnings per common share	net income available to common shareholders of Mitsubishi UFJ Financial Group	41.01	40.39
Diluted earnings per common share	net income available to common shareholders of Mitsubishi UFJ Financial Group	40.92	40.31

Upon qualifying for the equity method of accounting on June 30, 2011, the MUFG Group performed a valuation of its Morgan Stanley investment. As a result of the valuation, the carrying amount of the MUFG Group's investment in common stock differed from the underlying equity in net assets of Morgan Stanley and the difference was recognized as goodwill.

At September 30, 2011, the quoted market price of Morgan Stanley's common stock had declined 41% from the quoted market price at June 30, 2011. The quoted market price at September 30, 2011 represented less than half of the MUFG Group's carrying amount on a per share basis. Given the uncertain economic environment, increasing regulatory challenges and the significant difference between the carrying amount per share and the quoted market price of Morgan Stanley's common stock, the MUFG Group has recorded an other than temporary impairment loss of ¥579,468 million. The MUFG Group's investment in Morgan Stanley's common stock has been adjusted to the quoted market price of Morgan Stanley's common stock as of September 30, 2011, and the impairment loss has been reflected in Equity in losses of equity method investees in the condensed consolidated statement of income for the six months ended September 30, 2011.

On March 30, 2010, the MUFG Group and Morgan Stanley entered into a securities joint venture agreement to integrate their securities business. See Note 18 for more information.

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)****3. INVESTMENT SECURITIES**

The amortized cost, gross unrealized gains and losses and estimated fair value of investment securities available for sale and being held to maturity at March 31, 2011 and September 30, 2011 were as follows:

At March 31, 2011:	Amortized cost	Gross unrealized gains (in millions)	Gross unrealized losses	Estimated fair value
<b>Securities available for sale:</b>				
Debt securities:				
Japanese national government and Japanese government agency bonds	¥ 44,756,826	¥ 75,017	¥ 112,221	¥ 44,719,622
Japanese prefectural and municipal bonds	193,712	6,578	9	200,281
Foreign governments and official institutions bonds	973,175	16,472	856	988,791
Corporate bonds	3,058,698	84,262	3,418	3,139,542
Residential mortgage-backed securities	1,140,271	11,593	13,293	1,138,571
Commercial mortgage-backed securities	31,485	181	1,276	30,390
Asset-backed securities	452,280	665	555	452,390
Other debt securities	960			960
Marketable equity securities	2,642,287	1,073,797	56,750	3,659,334
<b>Total</b>	<b>¥ 53,249,694</b>	<b>¥ 1,268,565</b>	<b>¥ 188,378</b>	<b>¥ 54,329,881</b>
<b>Securities being held to maturity:</b>				
Debt securities:				
Japanese national government and Japanese government agency bonds	¥ 1,026,443	¥ 7,987	¥	¥ 1,034,430
Japanese prefectural and municipal bonds	22,667	178		22,845
Foreign governments and official institutions bonds	893,316	6,758	2,451	897,623
Corporate bonds	138,810	1,165	46	139,929
Asset-backed securities	935,876	32,144	3,930 <sup>(1)</sup>	964,090
Other debt securities	77	4		81
<b>Total</b>	<b>¥ 3,017,189</b>	<b>¥ 48,236</b>	<b>¥ 6,427</b>	<b>¥ 3,058,998</b>

Note: (1) UnionBanCal Corporation ( UNBC ) reclassified collateralized loan obligations ( CLOs ), which totaled ¥111,895 million at fair value, from securities available for sale to securities being held to maturity during the fiscal year ended March 31, 2010. As a result of the reclassification, the unrealized losses at the date of transfer remaining in accumulated other changes in equity from nonowner sources in the accompanying condensed consolidated balance sheets was ¥39,915 million before taxes at March 31, 2011 and not included in the table above.



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At September 30, 2011:	Amortized cost	Gross unrealized gains (in millions)	Gross unrealized losses	Estimated fair value
<b>Securities available for sale:</b>				
Debt securities:				
Japanese national government and Japanese government agency bonds	¥ 47,368,150	¥ 143,024	¥ 13,004	¥ 47,498,170
Japanese prefectural and municipal bonds	195,374	8,024	5	203,393
Foreign governments and official institutions bonds	873,306	16,617	966	888,957
Corporate bonds	2,821,943	83,456	3,106	2,902,293
Residential mortgage-backed securities	1,006,996	11,334	8,296	1,010,034
Commercial mortgage-backed securities	67,298	636	1,417	66,517
Asset-backed securities	458,356	414		458,770
Other debt securities	921	1		922
Marketable equity securities	2,439,060	819,586	30,377	3,228,269
<b>Total</b>	<b>¥ 55,231,404</b>	<b>¥ 1,083,092</b>	<b>¥ 57,171</b>	<b>¥ 56,257,325</b>
<b>Securities being held to maturity:</b>				
Debt securities:				
Japanese national government and Japanese government agency bonds	¥ 665,748	¥ 6,085	¥	¥ 671,833
Japanese prefectural and municipal bonds	14,597	81		14,678
Foreign governments and official institutions bonds	777,439	5,920	2,215	781,144
Corporate bonds	131,683	817	64	132,436
Asset-backed securities	1,002,125	46,181	3,132 <sup>(1)</sup>	1,045,174
Other debt securities	75	3		78
<b>Total</b>	<b>¥ 2,591,667</b>	<b>¥ 59,087</b>	<b>¥ 5,411</b>	<b>¥ 2,645,343</b>

Note: (1) As a result of the reclassification mentioned above, the unrealized losses at the date of transfer remaining in accumulated other changes in equity from nonowner sources in the accompanying condensed consolidated balance sheets was ¥34,218 million before taxes at September 30, 2011 and not included in the table above.

Investment securities other than securities available for sale or being held to maturity (i.e., nonmarketable equity securities presented in Other investment securities) were primarily carried at cost of ¥1,667,220 million and ¥849,725 million at March 31, 2011 and September 30, 2011, respectively, because their fair values were not readily determinable. At March 31, 2011, a considerable portion of the balance consisted of preferred equity securities, including preferred stock issued by Morgan Stanley. On June 30, 2011, MUFG converted Morgan Stanley's Series B Preferred Stock into Morgan Stanley's common stock, and applied the equity method of accounting to the investment in Morgan Stanley's common stock due to its resulting significant influence over Morgan Stanley. The MUFG Group's investment in Morgan Stanley's common stock was included in Other assets as an investment in an equity method investee at September 30, 2011. See Note 2 for more information relating to investments in Morgan Stanley. The MUFG Group periodically monitors the status of each investee including the credit rating and changes in the MUFG Group's share of net assets in the investee as compared with its share at the time of investment, or utilizes commonly accepted valuation models for certain nonmarketable equity securities issued by public companies which are convertible to marketable common stock in the future, to determine if impairment losses exist. See Note 16 for the details of these commonly accepted valuation models.

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The MUFG Group performs a self-assessment of the credit ratings of issuers of nonmarketable equity securities. The credit ratings 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, the MUFG Group reassesses the appropriateness of the credit rating assigned to the issuer in order to maintain an updated credit rating. As a result of these self-assessments, the impairment losses recognized on these nonmarketable securities were ¥2,178 million and ¥5,202 million for the six months ended September 30, 2010 and 2011, respectively.

The impairment of cost-method investments is not evaluated unless valuation models are applicable or there are identified events or changes in circumstances that may have a significant adverse effect on the fair value of the investment. Accordingly, the MUFG Group did not estimate the fair value of such investments which had an aggregated cost of ¥515,263 million and ¥511,545 million at March 31, 2011 and September 30, 2011, respectively, since it was not practical. Investment securities held by certain subsidiaries subject to specialized industry accounting principles for investment companies and brokers and dealers presented in Other investment securities were carried at fair value of ¥37,024 million and ¥32,808 million at March 31, 2011 and September 30, 2011, respectively.

See Note 16 for the methodologies and assumptions used to estimate the fair values.

The amortized cost and estimated fair values of debt securities being held to maturity and the estimated fair values of debt securities available for sale at September 30, 2011 by contractual maturity are shown below. Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without penalties. Securities not due at a single maturity date and securities embedded with call or prepayment options, such as mortgage-backed securities, are included in the table below based on their original final maturities.

	Held to maturity		Available for sale
	Amortized cost	Estimated fair value (in millions)	Estimated fair value
Due in one year or less	¥ 543,376	¥ 546,354	¥ 17,002,080
Due from one year to five years	1,073,850	1,086,076	27,442,927
Due from five years to ten years	660,696	692,448	3,842,852
Due after ten years	313,745	320,465	4,741,197
<b>Total</b>	<b>¥ 2,591,667</b>	<b>¥ 2,645,343</b>	<b>¥ 53,029,056</b>

For the six months ended September 30, 2010 and 2011, gross realized gains on sales of investment securities available for sale were ¥176,027 million and ¥156,495 million, respectively, and gross realized losses on sales of investment securities available for sale were ¥10,206 million and ¥26,112 million, respectively.

For the six months ended September 30, 2010 and 2011, losses resulting from impairment of investment securities to reflect the decline in value considered to be other than temporary were ¥73,817 million and ¥161,937 million, respectively, which were included in Investment securities gains (losses) net in the condensed consolidated statements of income. The losses of ¥73,817 million for the six months ended September 30, 2010 included losses of ¥12,551 million from debt securities available for sale mainly classified as corporate bonds, and ¥59,088 million from marketable equity securities. The losses of ¥161,937 million for the six months ended September 30, 2011 included losses of ¥7,258 million from debt securities available for sale mainly classified as corporate bonds, and ¥149,477 million from marketable equity securities.

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

The following tables show the unrealized gross losses and estimated fair values of investment securities available for sale and being held to maturity at March 31, 2011 and September 30, 2011 by length of time that individual securities in each category have been in a continuous loss position:

At March 31, 2011:	Less than 12 months		12 months or more		Estimated fair value	Total Unrealized losses	Number of securities
	Estimated fair value	Unrealized losses	Estimated fair value	Unrealized losses (in millions)			
Securities available for sale:							
Debt securities:							
Japanese national government and Japanese government agency bonds	¥ 24,169,306	¥ 95,292	¥ 998,080	¥ 16,929	¥ 25,167,386	¥ 112,221	136
Japanese prefectural and municipal bonds	10,111	9			10,111	9	6
Foreign governments and official institutions bonds	96,431	855	524	1	96,955	856	43
Corporate bonds	309,067	2,051	148,667	1,367	457,734	3,418	3,155
Residential mortgage-backed securities	528,791	10,281	32,139	3,012	560,930	13,293	281
Commercial mortgage-backed securities			22,236	1,276	22,236	1,276	13
Asset-backed securities	16,708	56	35,961	499	52,669	555	23
Marketable equity securities	504,958	56,604	542	146	505,500	56,750	122
<b>Total</b>	<b>¥ 25,635,372</b>	<b>¥ 165,148</b>	<b>¥ 1,238,149</b>	<b>¥ 23,230</b>	<b>¥ 26,873,521</b>	<b>¥ 188,378</b>	<b>3,779</b>
Securities being held to maturity:							
Debt securities:							
Foreign governments and official institutions bonds	¥ 191,109	¥ 1,255	¥ 47,145	¥ 1,196	¥ 238,254	¥ 2,451	23
Corporate bonds	7,120	46			7,120	46	4
Asset-backed securities	259,446	3,840	126,948	90	386,394	3,930	247
<b>Total</b>	<b>¥ 457,675</b>	<b>¥ 5,141</b>	<b>¥ 174,093</b>	<b>¥ 1,286</b>	<b>¥ 631,768</b>	<b>¥ 6,427</b>	<b>274</b>

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At September 30, 2011:	Less than 12 months		12 months or more		Estimated fair value	Total Unrealized losses	Number of securities
	Estimated fair value	Unrealized losses	Estimated fair value	Unrealized losses (in millions)			
Securities available for sale:							
Debt securities:							
Japanese national government and Japanese government agency bonds	¥ 20,826,253	¥ 5,802	¥ 797,962	¥ 7,202	¥ 21,624,215	¥ 13,004	66
Japanese prefectural and municipal bonds	9,995	5			9,995	5	1
Foreign governments and official institutions bonds	125,781	437	16,074	529	141,855	966	44
Corporate bonds	356,706	2,249	103,927	857	460,633	3,106	2,374
Residential mortgage-backed securities	377,186	5,501	27,615	2,795	404,801	8,296	223
Commercial mortgage-backed securities	22,674	252	21,719	1,165	44,393	1,417	39
Asset-backed securities	1,857		379		2,236		5
Marketable equity securities	239,878	30,127	509	250	240,387	30,377	172
<b>Total</b>	<b>¥ 21,960,330</b>	<b>¥ 44,373</b>	<b>¥ 968,185</b>	<b>¥ 12,798</b>	<b>¥ 22,928,515</b>	<b>¥ 57,171</b>	<b>2,924</b>
Securities being held to maturity:							
Debt securities:							
Foreign governments and official institutions bonds	¥ 13,418	¥ 72	¥ 80,349	¥ 2,143	¥ 93,767	¥ 2,215	7
Corporate bonds	1,337	64			1,337	64	2
Asset-backed securities	203,029	3,132	124,486		327,515	3,132	225
<b>Total</b>	<b>¥ 217,784</b>	<b>¥ 3,268</b>	<b>¥ 204,835</b>	<b>¥ 2,143</b>	<b>¥ 422,619</b>	<b>¥ 5,411</b>	<b>234</b>

The following describes the nature of the MUFG Group's investments and the conclusions reached on the temporary or other than temporary status of the unrealized losses.

*Japanese national government and Japanese government agency bonds, Foreign governments bonds and official institutions bonds*

As of September 30, 2011, the unrealized losses associated with Japanese national government bonds, Japanese government agency bonds, foreign governments bonds and foreign official institutions bonds are not expected to have any credit losses due to the creditworthiness of sovereign countries and related entities which are guaranteed by the governments, and such unrealized losses are primarily driven by changes in interest rates, not due to credit losses. Therefore, the MUFG Group expects to recover the entire amortized cost basis of these securities and as such has not recorded any impairment losses in the accompanying condensed consolidated statements of income.

*Residential and commercial mortgage-backed securities*

As of September 30, 2011, the unrealized losses associated with federal agency residential mortgage-backed securities, which are issued by Government-Sponsored Enterprises ( GSE ) of the United States and collateralized by residential mortgage loans, are expected to be primarily driven by changes in interest rates and not due to credit losses. The unrealized losses associated with other non-agency residential and commercial

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

mortgage-backed securities issued by financial institutions with no guarantee from GSE are expected to be primarily driven by rated investment grade, and with consideration of other factors, such as expected cash flow analysis, the MUFG Group expects to recover the entire amortized cost basis of these securities. As such, no impairment was recorded in the accompanying condensed consolidated statements of income.

*Asset-backed securities*

As of September 30, 2011, the unrealized losses associated with asset-backed securities are primarily related to certain CLOs, which are structured finance products that securitize a diversified pool of loan assets into multiple classes of notes from the cash flows generated by such loans, and pay the note holders through the receipt of interest and principal repayments from the underlying loans. Certain of these CLOs are highly illiquid securities for which fair values are difficult to obtain. Unrealized losses arise from widening credit spreads, credit quality of the underlying collateral, uncertainty regarding the valuation of such securities and the market's opinion of the performance of the fund managers. Cash flow analysis of the underlying collateral provides an estimate of other-than-temporary impairment ( OTTI ), which is performed when the fair value of a security is lower than its amortized cost. Based on the analysis performed as of September 30, 2011, no OTTI was recorded.

*Corporate bonds*

As of September 30, 2011, the unrealized losses associated with corporate bonds are primarily related to private placement bonds issued by Japanese non-public companies. The credit loss component recognized in earnings is identified as the amount of principal cash flows not expected to be received over the remaining terms of the bonds as estimated using the MUFG Group's cash flow projections using its base assumptions. The key assumptions include probability of default based on credit ratings of the bond issuers and a loss given default.

The following table presents a roll-forward of the credit loss component recognized in earnings. The balance at the beginning of each period for the six months ended September 30 represents the credit loss component for which OTTI occurred on debt securities in prior periods. The additions represent the first time a debt security was credit impaired or when subsequent credit impairments have occurred. The credit loss component is reduced when the corporate bonds are sold or matured. Additionally, the credit loss component is reduced if the MUFG Group receives or expects to receive cash flows in excess of what the MUFG Group previously expected to receive over the remaining life of the credit impaired debt securities.

	<b>Six months ended September 30, 2010                      2011 (in millions)</b>	
Balance at beginning of period	¥ 36,591	¥ 35,458
Additions:		
Initial credit impairments	8,828	4,502
Subsequent credit impairments	3,723	2,756
Reductions:		
Securities sold or matured	(11,908)	(9,770)
Balance at end of period	¥ 37,234	¥ 32,946

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**Mitsubishi UFJ Financial Group, Inc. and Subsidiaries**

**Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

The cumulative decline in fair value of the credit impaired debt securities, which were mainly corporate bonds, held at September 30, 2010 and 2011 was ¥26,613 million and ¥20,298 million, respectively. Of which, the credit loss component recognized in earnings was ¥37,234 million and ¥32,946 million, and the remaining amount related to all other factors recognized in accumulated other changes in equity from nonowner sources before taxes was ¥10,621 million and ¥12,648 million at September 30, 2010 and 2011, respectively.

*Marketable equity securities*

The MUFG Group determines whether unrealized losses on marketable equity securities are temporary based on its ability and positive intent to hold the investments for a period of time sufficient to allow for any anticipated recovery and the results of its review conducted to identify and evaluate investments that have indications of possible impairments. Impairment is evaluated considering various factors, and their relative significance varies from case to case. The MUFG Group's review includes, but is not limited to, consideration of the following factors:

*The length of time that fair value of the investment has been below cost* The MUFG Group generally deems a continued decline of fair value below cost for six months or more to be other than temporary.

*The extent to which the fair value of investments has been below cost as of the end of the reporting period* The MUFG Group's investment portfolio is exposed to volatile equity prices affected by many factors including investors' perspectives as to future economic factors and the issuers' performance. The MUFG Group generally deems the decline in fair value below cost of 20% or more as an indicator of an other than temporary decline in fair value.

*The financial condition and near-term prospects of the issuer* The MUFG Group considers the financial condition and near-term prospects of the issuer primarily based on the credit standing of the issuers as determined by its credit rating system.

At September 30, 2011, unrealized losses on marketable equity securities which have been in a continuous loss position are considered temporary based on the evaluation as described above, since the MUFG Group primarily makes these investments for strategic purposes to maintain long-term relationships with its customers.

**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)****4. LOANS AND ALLOWANCE FOR CREDIT LOSSES**

Loans at March 31, 2011 and September 30, 2011 by domicile and type of industry of borrower are summarized below. Classification of loans by industry is based on the industry segment loan classifications as defined by the Bank of Japan.

	March 31, 2011	September 30, 2011
	(in millions)	
Domestic:		
Manufacturing	¥ 11,248,033	¥ 11,541,792
Construction	1,280,899	1,211,955
Real estate	11,660,798	11,233,897
Services	3,417,689	3,180,294
Wholesale and retail	8,443,580	8,266,411
Banks and other financial institutions <sup>(1)</sup>	3,421,419	3,274,124
Communication and information services	1,249,272	1,242,428
Other industries	8,410,092	8,165,703
Consumer	18,420,864	17,939,937
<b>Total domestic</b>	<b>67,552,646</b>	<b>66,056,541</b>
Foreign:		
Governments and official institutions	516,637	528,844
Banks and other financial institutions <sup>(1)</sup>	3,565,502	3,798,972
Commercial and industrial	13,116,390	13,619,545
Other	2,853,671	3,014,011
<b>Total foreign</b>	<b>20,052,200</b>	<b>20,961,372</b>
Unearned income, unamortized premiums net and deferred loan fees net	(102,871)	(100,965)
<b>Total<sup>(2)</sup></b>	<b>¥ 87,501,975</b>	<b>¥ 86,916,948</b>

Notes: (1) Loans to the 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 ¥65,162 million at March 31, 2011 and ¥50,719 million at September 30, 2011, which are carried at the lower of cost or estimated fair value.

The following is a summary of nonaccrual loans, restructured loans and accruing loans contractually past due 90 days or more at March 31, 2011 and September 30, 2011:

March 31, 2011	September 30, 2011
(in millions)	

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Nonaccrual loans	¥ 1,169,179	¥1,122,053
Restructured loans	839,550	945,503
Accruing loans contractually past due 90 days or more	55,748	63,569
Total	¥ 2,064,477	¥2,131,125

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

The MUFG Group divides its loan portfolio into the following segments: Commercial, Residential, Card and UNBC based on the segments used by the MUFG Group to determine the allowance for credit losses. The MUFG Group further divides the Commercial segment into classes based on initial measurement attributes, risk characteristics, and its method of monitoring and assessing credit risk. See Note 1 to the consolidated financial statements for the fiscal year ended March 31, 2011 for further information.

**Nonaccrual Loans**

Loans are generally placed on nonaccrual status when substantial doubt exists as to the full and timely collection of either principal or interest, specifically when principal or interest is contractually past due one month or more with respect to loans within all classes of the Commercial segment, three months or more with respect to loans within the Card and UNBC segments, and six months or more with respect to loans within the Residential segment.

The nonaccrual status of loans by class at March 31, 2011 and September 30, 2011 is shown below:

	March 31, 2011	September 30, 2011
	(in millions)	
<b>Commercial</b>		
Domestic	¥ 686,084	¥ 720,441
Manufacturing	137,275	152,186
Construction	48,338	42,234
Real estate	128,282	113,215
Services	74,234	77,421
Wholesale and retail	171,870	193,114
Banks and other financial institutions	7,238	7,942
Communication and information services	32,978	38,121
Other industries	36,163	42,932
Consumer	49,706	53,276
Foreign-excluding UNBC	102,869	60,184
<b>Residential</b>	129,777	128,062
<b>Card</b>	141,445	128,146
<b>UNBC</b>	78,623	58,492
<b>Total<sup>(1)</sup></b>	¥ 1,138,798	¥ 1,095,325

Note: (1) At March 31, 2011 and September 30, 2011, total loans in the above table do not include loans held for sale of ¥548 million and ¥391 million, respectively, and loans acquired with deteriorated credit quality of ¥29,833 million and ¥26,337 million, respectively.

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The MUFG Group's impaired loans primarily include nonaccrual loans and restructured loans. The following table shows information about impaired loans by class at March 31, 2011:

At March 31, 2011:	Recorded Loan Balance			Unpaid Principal Balance	Related Allowance
	Requiring an Impairment Allowance	Not Requiring an Impairment Allowance <sup>(1)</sup>	Total (in millions)		
<b>Commercial</b>					
Domestic	¥ 943,041	¥ 265,039	¥ 1,208,080	¥ 1,282,887	¥ 521,797
Manufacturing	257,443	45,046	302,489	311,359	139,522
Construction	51,092	22,244	73,336	78,027	31,626
Real estate	118,840	64,139	182,979	207,373	56,099
Services	136,659	36,066	172,725	186,939	68,946
Wholesale and retail	235,655	49,312	284,967	295,069	144,049
Banks and other financial institutions	3,592	6,266	9,858	11,993	1,658
Communication and information services	45,353	12,572	57,925	59,482	26,416
Other industries	43,028	8,246	51,274	51,981	30,931
Consumer	51,379	21,148	72,527	80,664	22,550
Foreign-excluding UNBC	132,442	1,157	133,599	134,294	66,066
Loans acquired with deteriorated credit quality	37,125	147	37,272	60,799	11,826
<b>Residential</b>	277,704	29,527	307,231	393,742	87,450
<b>Card</b>	149,953	1,766	151,719	173,568	46,963
<b>UNBC</b>	51,530	3,667	55,197	68,452	9,793
<b>Total<sup>(2)</sup></b>	<b>¥ 1,591,795</b>	<b>¥ 301,303</b>	<b>¥ 1,893,098</b>	<b>¥ 2,113,742</b>	<b>¥ 743,895</b>

Notes: (1) These loans do not require an allowance for credit losses under the guidance on accounting by creditors for impairment of a loan since the fair values of the impaired loans equal or exceed the recorded investments in the loans.

(2) In addition to impaired loans presented in the above table, there were loans held for sale that were impaired of ¥4,726 million at March 31, 2011.

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The following table shows information about impaired loans by class at September 30, 2011 and average recorded loan balance and recognized interest income on impaired loans for the six months ended September 30, 2011:

	At September 30, 2011					Six months ended September 30, 2011	
	Recorded Loan Balance			Unpaid Principal Balance (in millions)	Related Allowance	Average Recorded Loan Balance	Recognized Interest Income
	Requiring an Impairment Allowance	Not Requiring an Impairment Allowance <sup>(1)</sup>	Total				
<b>Commercial</b>							
Domestic	¥ 1,013,940	¥ 261,637	¥ 1,275,577	¥ 1,346,573	¥ 559,335	¥ 1,241,661	¥ 10,997
Manufacturing	289,741	45,494	335,235	349,949	156,475	318,863	3,202
Construction	37,866	22,599	60,465	67,859	22,080	66,902	745
Real estate	121,423	53,111	174,534	192,088	55,454	178,685	1,161
Services	142,352	36,459	178,811	190,610	71,910	175,769	1,709
Wholesale and retail	266,205	59,457	325,662	333,421	163,927	305,315	2,805
Banks and other financial institutions	9,703	205	9,908	12,103	2,350	9,884	29
Communication and information services	42,590	14,037	56,627	58,362	26,121	57,276	612
Other industries	49,720	8,736	58,456	58,859	36,818	54,865	476
Consumer	54,340	21,539	75,879	83,322	24,200	74,102	258
Foreign-excluding UNBC	124,579	5,107	129,686	130,178	71,566	132,471	395
Loans acquired with deteriorated credit quality	36,067	219	36,286	58,705	12,023	36,672	1,967
<b>Residential</b>	296,377	25,273	321,650	404,779	91,364	314,440	3,662
<b>Card</b>	151,004	1,744	152,748	173,830	50,720	152,234	3,474
<b>UNBC</b>	28,457	10,090	38,547	48,582	3,620	46,823	391
<b>Total<sup>(2)</sup></b>	<b>¥ 1,650,424</b>	<b>¥ 304,070</b>	<b>¥ 1,954,494</b>	<b>¥ 2,162,647</b>	<b>¥ 788,628</b>	<b>¥ 1,924,301</b>	<b>¥ 20,886</b>

Notes: (1) These loans do not require an allowance for credit losses under the guidance on accounting by creditors for impairment of a loan since the fair values of the impaired loans equal or exceed the recorded investments in the loans.

(2) In addition to impaired loans presented in the above table, there were loans held for sale that were impaired of ¥1,687 million at September 30, 2011. Interest income on nonaccrual loans for all classes was recognized on a cash basis when ultimate collectibility of principal was certain. Otherwise, cash receipts were applied as principal reductions. Interest income on accruing impaired loans, including restructured loans, was recognized on an accrual basis to the extent that the collectibility of interest income was reasonably certain based on management's assessment.

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Credit quality indicators of loans by class at March 31, 2011 and September 30, 2011 are shown below:

At March 31, 2011:	Normal	Close Watch	Likely to become Bankrupt or Legally/Virtually Bankrupt	Total <sup>(1)</sup>
	(in millions)			
<b>Commercial</b>				
Domestic	¥ 45,354,265	¥ 4,357,196	¥ 686,431	¥ 50,397,892
Manufacturing	9,957,029	1,141,101	137,275	11,235,405
Construction	1,007,788	223,791	48,306	1,279,885
Real estate	9,793,308	1,023,691	128,401	10,945,400
Services	2,878,813	445,863	74,234	3,398,910
Wholesale and retail	7,411,408	829,277	171,870	8,412,555
Banks and other financial institutions	3,110,731	298,554	7,238	3,416,523
Communication and information services	1,074,367	140,614	32,978	1,247,959
Other industries	8,210,660	156,090	36,163	8,402,913
Consumer	1,910,161	98,215	49,966	2,058,342
Foreign-excluding UNBC	14,992,355	1,006,010	39,490	16,037,855
Loans acquired with deteriorated credit quality	41,144	56,201	22,119	119,464
<b>Total</b>	<b>¥ 60,387,764</b>	<b>¥ 5,419,407</b>	<b>¥ 748,040</b>	<b>¥ 66,555,211</b>

At March 31, 2011:	Accrual	Nonaccrual (in millions)	Total <sup>(1)</sup>
<b>Residential</b>			
	¥ 16,015,242	¥ 134,773	¥ 16,150,015
<b>Card</b>	¥ 727,880	¥ 144,163	¥ 872,043

At March 31, 2011:	Risk Ratings Based on the Number of Delinquencies		Risk Ratings Based on Internal Credit Ratings		Total <sup>(1)(2)</sup>
	Accrual	Nonaccrual	Pass	Criticized	
	(in millions)				
<b>UNBC</b>	¥ 1,715,853	¥ 21,595	¥ 1,767,355	¥ 275,762	¥ 3,780,565

Notes: (1) Total loans in the above table do not include loans held for sale.

(2) Total loans of UNBC do not include Federal Deposit Insurance Corporation ( FDIC ) covered loans and small business loans which are not individually rated totaling ¥181,850 million. See Note 5 for more information on FDIC covered loans.

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At September 30, 2011:	Normal	Close Watch	Likely to become Bankrupt or Legally/Virtually Bankrupt (in millions)	Total <sup>(1)</sup>
<b>Commercial</b>				
Domestic	¥ 44,521,871	¥ 4,121,114	¥ 720,797	¥ 49,363,782
Manufacturing	10,392,185	984,561	152,186	11,528,932
Construction	948,850	219,897	42,197	1,210,944
Real estate	9,483,720	984,103	113,351	10,581,174
Services	2,671,049	413,556	77,421	3,162,026
Wholesale and retail	7,224,137	815,547	193,115	8,232,799
Banks and other financial institutions	2,977,563	283,555	7,942	3,269,060
Communication and information services	1,087,170	116,517	38,121	1,241,808
Other industries	7,940,645	174,176	42,932	8,157,753
Consumer	1,796,552	129,202	53,532	1,979,286
Foreign-excluding UNBC	15,982,209	884,337	60,247	16,926,793
Loans acquired with deteriorated credit quality	37,390	60,907	20,235	118,532
Total	¥ 60,541,470	¥ 5,066,358	¥ 801,279	¥ 66,409,107

At September 30, 2011:	Accrual	Nonaccrual (in millions)	Total <sup>(1)</sup>
<b>Residential</b>	¥ 15,628,225	¥ 131,821	¥ 15,760,046
<b>Card</b>	¥ 676,840	¥ 130,490	¥ 807,330

At September 30, 2011:	Risk Ratings Based on the Number of Delinquencies		Risk Ratings Based on Internal Credit Ratings		Total <sup>(1)(2)</sup>
	Accrual	Nonaccrual	Pass (in millions)	Criticized	
<b>UNBC</b>	¥ 1,778,886	¥ 21,393	¥ 1,828,212	¥ 205,700	¥ 3,834,191

Notes: (1) Total loans in the above table do not include loans held for sale.

(2) Total loans of UNBC do not include FDIC covered loans and small business loans which are not individually rated totaling ¥156,520 million. See Note 5 for more information on FDIC covered loans.

The MUFG Group categorizes loans into risk categories based on relevant information about the ability of borrowers to service their debt, including, but not limited to, historical and current financial information, historical and current payment experience, credit documentation, public and non-public information about borrowers and current economic trends as deemed appropriate to each segment.

The primary credit quality indicator for loans within all classes of the Commercial segment is the internal credit rating assigned to each borrower based on the MUFG Group's internal borrower ratings of 1 through 15 with the rating of 1 assigned to a borrower with the highest quality of credit. When assigning a credit rating to a borrower, the MUFG Group evaluates the borrower's expected debt-service capability based on various information, including financial and operating information of the borrower as well as information on the industry in which the borrower operates, and the borrower's business profile, management and compliance system. In evaluating a borrower's debt-service capability, the MUFG Group also conducts assessment on the level of earnings and an analysis of the borrower's net worth. Based on the internal borrower rating, loans within the



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**Mitsubishi UFJ Financial Group, Inc. and Subsidiaries**

**Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

Commercial segment are categorized as Normal (internal borrower ratings of 1 through 9), Close Watch (internal borrower ratings of 10 through 12), and Likely to become Bankrupt or Legally/Virtually Bankrupt (internal borrower ratings of 13 through 15). Loans to borrowers categorized as Normal represent those that are not deemed to have collectability issues.

Loans to borrowers categorized as Close Watch represent those that require close monitoring as the borrower has begun to exhibit elements of potential concern with respect to its business performance and financial condition, the borrower has begun to exhibit elements of serious concern with respect to its business performance and financial condition, including business problems requiring long-term solutions, or the borrower's loans have been deemed restructured loans or loans contractually past due 90 days or more for special reasons. Loans to borrowers categorized as Likely to Become Bankrupt or Legally/Virtually Bankrupt represent those that have a higher probability of default than those categorized as Close Watch due to serious debt repayment problems with poor progress in achieving restructuring plans, the borrower being considered virtually bankrupt with no prospects for an improvement in business operations, or the borrower being legally bankrupt with no prospects for continued business operations because of non-payment, suspension of business, voluntary liquidation or filing for legal liquidation.

The accrual status is a primary credit quality indicator for loans within the Residential segment, the Card segment, and consumer loans within the UNBC segment. The accrual status of these loans is determined by the number of delinquent payments.

Commercial loans within the UNBC segment are categorized as either Pass or Criticized based on the internal credit rating assigned to each borrower. Criticized loans include those loans that are potentially weak, as the borrower has begun to exhibit deteriorating trends, well-defined weaknesses, which, if not corrected, could jeopardize the full satisfaction of the debt, and critical weaknesses that make full collection improbable on the basis of currently existing facts and conditions.

The credit quality indicators at March 31, 2011 are based on March 31, 2011 information with respect to the Commercial, Residential and Card segments, and are mainly based on December 31, 2010 information with respect to the UNBC segment. The credit quality indicators at September 30, 2011 are based on September 30, 2011 information with respect to the Commercial, Residential and Card segments, and are mainly based on June 30, 2011 information with respect to the UNBC segment.

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Age analysis of past due loans by class at March 31, 2011 and September 30, 2011 are shown below:

At March 31, 2011:	1-3 months Past Due	Greater Than 3 months	Total Past Due	Current (in millions)	Total Loans <sup>(1)(2)</sup>	Recorded Investment > 90 Days and Accruing
<b>Commercial</b>						
Domestic	¥ 55,100	¥ 98,225	¥ 153,325	¥ 50,244,567	¥ 50,397,892	¥ 8,640
Manufacturing	10,355	9,485	19,840	11,215,565	11,235,405	30
Construction	6,346	4,456	10,802	1,269,083	1,279,885	42
Real estate	6,365	37,688	44,053	10,901,347	10,945,400	3,182
Services	6,505	10,317	16,822	3,382,088	3,398,910	457
Wholesale and retail	11,774	11,921	23,695	8,388,860	8,412,555	116
Banks and other financial institutions	24	6,213	6,237	3,410,286	3,416,523	6
Communication and information services	5,814	5,047	10,861	1,237,098	1,247,959	15
Other industries	1,487	4,496	5,983	8,396,930	8,402,913	4
Consumer	6,430	8,602	15,032	2,043,310	2,058,342	4,788
Foreign-excluding UNBC	1,068	74,054	75,122	15,962,733	16,037,855	
<b>Residential</b>	93,200	55,485	148,685	15,978,909	16,127,594	46,265
<b>Card</b>	34,107	79,196	113,303	742,264	855,567	
<b>UNBC</b>	24,610	27,951	52,561	3,786,856	3,839,417	163
<b>Total</b>	¥ 208,085	¥ 334,911	¥ 542,996	¥ 86,715,329	¥ 87,258,325	¥ 55,068

Notes: (1) Total loans in the above table do not include loans held for sale and loans acquired with deteriorated credit quality.

(2) Total loans of UNBC do not include ¥9,450 million of FDIC covered loans which are not subject to the guidance on loans and debt securities acquired with deteriorated credit quality. See Note 5 for more information on FDIC covered loans.

At September 30, 2011:	1-3 months Past Due	Greater Than 3 months	Total Past Due	Current (in millions)	Total Loans <sup>(1)(2)</sup>	Recorded Investment > 90 Days and Accruing
<b>Commercial</b>						
Domestic	¥ 49,460	¥ 89,165	¥ 138,625	¥ 49,225,157	¥ 49,363,782	¥ 9,737
Manufacturing	3,397	12,129	15,526	11,513,406	11,528,932	92
Construction	2,044	3,577	5,621	1,205,323	1,210,944	240
Real estate	7,941	25,197	33,138	10,548,036	10,581,174	3,243
Services	5,274	7,982	13,256	3,148,770	3,162,026	240
Wholesale and retail	11,309	12,000	23,309	8,209,490	8,232,799	466
Banks and other financial institutions	1	57	58	3,269,002	3,269,060	2
Communication and information services	10,961	4,910	15,871	1,225,937	1,241,808	19



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Other industries	909	12,500	13,409	8,144,344	8,157,753	13
Consumer	7,624	10,813	18,437	1,960,849	1,979,286	5,422
Foreign-excluding UNBC	1,802	11,763	13,565	16,913,228	16,926,793	
<b>Residential</b>	<b>94,966</b>	<b>59,099</b>	<b>154,065</b>	<b>15,584,491</b>	<b>15,738,556</b>	<b>52,932</b>
<b>Card</b>	<b>28,983</b>	<b>60,479</b>	<b>89,462</b>	<b>702,440</b>	<b>791,902</b>	
<b>UNBC</b>	<b>23,250</b>	<b>23,170</b>	<b>46,420</b>	<b>3,843,459</b>	<b>3,889,879</b>	<b>135</b>
Total	¥ 198,461	¥ 243,676	¥ 442,137	¥ 86,268,775	¥ 86,710,912	¥ 62,804

Notes: (1) Total loans in the above table do not include loans held for sale and loans acquired with deteriorated credit quality.

(2) Total loans of UNBC do not include ¥5,813 million of FDIC covered loans which are not subject to the guidance on loans and debt securities acquired with deteriorated credit quality. See Note 5 for more information on FDIC covered loans.

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)****Allowance for Credit Losses**

Changes in the allowance for credit losses for the six months ended September 30, 2010 was as follows:

	Six months ended September 30, 2010 (in millions)
Balance at beginning of period	¥ 1,315,615
Provision for credit losses	186,314
Charge-offs	(215,169)
Less Recoveries	22,250
Net charge-offs	(192,919)
Others <sup>(1)</sup>	(14,739)
Balance at end of period	¥ 1,294,271

Note: (1) Others principally include gains from foreign exchange translation.

Allowance for credit losses and recorded investment in loans by portfolio segment at March 31, 2011 are shown below:

At March 31, 2011:	Commercial	Residential	Card (in millions)	UNBC	Total
Allowance for credit losses:					
Balance at end of fiscal year:					
Individually evaluated for impairment	¥ 587,863	¥ 86,514	¥ 46,963	¥ 9,793	¥ 731,133
Collectively evaluated for impairment	277,130	76,734	35,265	85,209	474,338
Loans acquired with deteriorated credit quality	30,618	1,967	379	2,021	34,985
Allowance for credit losses total	¥ 895,611	¥ 165,215	¥ 82,607	¥ 97,023	¥ 1,240,456
Loans:					
Balance at end of fiscal year:					
Individually evaluated for impairment	¥ 1,341,679	¥ 300,756	¥ 150,716	¥ 55,197	¥ 1,848,348
Collectively evaluated for impairment	65,094,068	15,826,839	704,851	3,793,669	85,419,427
Loans acquired with deteriorated credit quality	119,464	22,420	16,476	113,549	271,909
Total loans <sup>(1)</sup>	¥ 66,555,211	¥ 16,150,015	¥ 872,043	¥ 3,962,415	¥ 87,539,684

Note: (1) Total loans in the above table do not include loans held for sale.



**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

Changes in the allowance for credit losses by portfolio segment for the six months ended September 30, 2011 and recorded investment in loans by portfolio segment at September 30, 2011 are shown below:

Six months ended September 30, 2011:	Commercial	Residential	Card (in millions)	UNBC	Total
Allowance for credit losses:					
Balance at beginning of period:	¥ 895,611	¥ 165,215	¥ 82,607	¥ 97,023	¥ 1,240,456
Provision for credit losses	69,300	16,404	19,695	(16,057)	89,342
Charge-offs	(65,294)	(12,322)	(23,926)	(16,056)	(117,598)
Recoveries	19,061	113	889	2,616	22,679
Others <sup>(2)</sup>	(5,909)			(813)	(6,722)
Balance at end of period:					
Individually evaluated for impairment	¥ 630,901	¥ 90,196	¥ 50,720	¥ 3,620	¥ 775,437
Collectively evaluated for impairment	245,624	76,382	28,205	61,801	412,012
Loans acquired with deteriorated credit quality	36,244	2,832	340	1,292	40,708
Allowance for credit losses total	¥ 912,769	¥ 169,410	¥ 79,265	¥ 66,713	¥ 1,228,157
Loans:					
Balance at end of period:					
Individually evaluated for impairment	¥ 1,405,263	¥ 315,472	¥ 151,699	¥ 38,547	¥ 1,910,981
Collectively evaluated for impairment	64,885,312	15,423,084	640,203	3,857,145	84,805,744
Loans acquired with deteriorated credit quality	118,532	21,490	15,428	95,019	250,469
Total loans <sup>(1)</sup>	¥ 66,409,107	¥ 15,760,046	¥ 807,330	¥ 3,990,711	¥ 86,967,194

Notes: (1) Total loans in the above table do not include loans held for sale.

(2) Others principally include gains from foreign exchange translation.

**Government-led Loan Restructuring Program**

In September 2011, the deposits of ¥161,435 million with the New Fund of the Government-led Loan Restructuring Program, which were included in Other assets at March 31, 2011, were fully collected according to their terms. See Note 4 to the consolidated financial statements for the fiscal year ended March 31, 2011 for further information about Government-led Loan Restructuring Program.

**Loan Securitization**

During the fiscal year ended March 31, 2009, the MUFG Group securitized commercial loans without recourse of ¥68,090 million to a special purpose entity which was accounted for as a trust. The MUFG Group's retained interests consisted of senior beneficial interests of ¥60,671 million which were recorded as investment securities. The subordinated beneficial interests of ¥7,419 million were sold and the gains or losses recognized were not material. The MUFG Group had no significant securitization transactions accounted for as sales for the six months ended September 30, 2010 and 2011.

The initial fair value of the senior beneficial interests at the date of the securitization was estimated based on the present value of future expected cash flows using inputs which are observable for the asset or liability either directly or indirectly and amounted to ¥57,461 million which was initially classified as Level 2 assets within the fair value hierarchy. The key inputs and assumptions used in measuring the initial fair value were

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one month forward rates of 0.33% to 1.07% and anticipated credit spreads of 1.73% to 4.83%. A possibility of prepayment was not considered in measuring fair value because it was not assumed to occur for commercial loans.

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

The carrying amount of the investment securities was allocated between the senior beneficial interests and the subordinated beneficial interests based on their relative fair values at the date of the securitization. The senior beneficial interests are carried at their fair values, and the unrealized holding gains and losses are excluded from earnings and reported as a net amount in a separate component of shareholders' equity until realized. The fair value of the senior beneficial interests was ¥22,032 million and ¥21,706 million at March 31, 2011 and September 30, 2011, respectively. The purpose of the special purpose entity is to hold and manage only loans without recourse. The following table reflects principal amounts related to assets and liabilities of the special purpose entity at March 31, 2011 and September 30, 2011:

	March 31, 2011	September 30, 2011
	(in millions)	
Principal amounts of commercial loans in trusts	¥ 25,638	¥ 25,195
Senior beneficial interests retained by the MUFG Group	¥ 22,854	¥ 22,433
Subordinated beneficial interests sold to investors	2,784	2,762
Total beneficial interests	¥ 25,638	¥ 25,195

The MUFG Group provides servicing for beneficial interests in the securitized loans. However, no servicing assets or liabilities were recorded as a result of this transaction since the MUFG Group received adequate compensation. The MUFG Group has never provided contractual or noncontractual financial support to the special purpose entity or subordinated beneficial interests holders during or before the present period. Also, there were no liquidity arrangements, guarantees or other commitments provided by third parties related to the transferred financial assets. At March 31, 2011 and September 30, 2011, key economic assumptions used in measuring the fair value of the senior beneficial interests were as follows:

	March 31, 2011		September 30, 2011	
One month forward rate	(0.22)	0.79%	(0.25)	0.78%
Credit spread	2.80	7.20%	2.64	6.81%

At March 31, 2011 and September 30, 2011, the sensitivities of the fair value of the senior beneficial interests to an immediate adverse change of 10 basis points ( bp ) and 20bp, and 10% and 20% were as follows:

	March 31, 2011		September 30, 2011	
One month forward rate:				
Impact of 10bp adverse change	99.85	99.92%	99.82	99.97%
Impact of 20bp adverse change	99.70	99.84%	99.64	99.94%
Credit spread:				
Impact of 10% adverse change	99.02	99.79%	98.86	99.93%
Impact of 20% adverse change	98.04	99.57%	97.72	99.85%

The sensitivities are hypothetical. In this table, the effect of a variation in a particular assumption on the fair value of the senior beneficial interests was calculated without changing any other assumptions; in reality, changes could be correlated, and changes in one factor may result in changes in another, which might magnify or counteract the sensitivities.



**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)**

The table below summarizes certain cash flows between the MUFG Group and the special purpose entity for the six months ended September 30, 2010 and 2011:

	Six months ended September 30,	
	2010	2011
	(in millions)	
Cash flows from collections received on senior beneficial interests	¥ 9,730	¥ 422
Cash flows from dividends on senior beneficial interests	127	63
Servicing fees collected	2	1

There were no other loans that were managed with the securitized loans, and both the transferred assets and the retained assets had no delinquencies at March 31, 2011 and September 30, 2011. No credit losses were incurred from those loans for the six months ended September 30, 2010 and 2011.

**5. GOODWILL AND OTHER INTANGIBLE ASSETS****UNBC**

On April 16 and 30, 2010, Union Bank, N.A. ( Union Bank ), a subsidiary of UNBC, entered into Purchase and Assumption Agreements with the FDIC to acquire certain assets and assume certain liabilities of Tamalpais Bank and Frontier Bank, respectively, and thereby recorded goodwill and core deposit intangible assets of ¥8,068 million and ¥1,648 million, respectively. During its fiscal year ended December 31, 2010, UNBC's management reviewed and adjusted the acquisition date fair values. In connection with the acquisition, Union Bank also entered into two loss share agreements with the FDIC – one for single-family residential mortgage loans and another for commercial loans, the related unfunded commitments and other covered assets.

**Goodwill**

The table below presents the changes in the carrying amount of goodwill during the six months ended September 30, 2010 and 2011:

	Six months ended September 30,	
	2010	2011
	(in millions)	
Balance at beginning of period		
Goodwill	¥ 2,122,054	¥ 2,103,948
Accumulated impairment losses	(1,740,556)	(1,740,556)
	381,498	363,392
Goodwill acquired during the six months	8,068	
Foreign currency translation adjustments and other	(8,801)	(2,620)
Balance at end of period		
Goodwill	2,121,321	2,101,328
Accumulated impairment losses	(1,740,556)	(1,740,556)



¥ 380,765      ¥ 360,772

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**Table of Contents****Mitsubishi UFJ Financial Group, Inc. and Subsidiaries****Notes to Condensed Consolidated Financial Statements (Unaudited) (Continued)*****Other Intangible Assets***

The table below presents the net carrying amount by major class of intangible assets at March 31, 2011 and September 30, 2011:

	March 31, 2011	September 30, 2011
	(in millions)	
Intangible assets subject to amortization:		
Software	¥ 534,462	¥ 526,007
Core deposit intangibles	255,208	233,604
Customer relationships	94,235	112,160
Trade names	41,370	40,250