SUPPLEMENT NO. 2 DATED 1 JUNE 2020 TO
THE BASE PROSPECTUS DATED 9 AUGUST 2019

Mitsubishi UFJ Financial Group, Inc.

(Incorporated with limited liability in Japan)

MUFG Bank, Ltd.

(Incorporated with limited liability in Japan)

U.S.$50,000,000,000
Medium Term Note Programme

This supplement (this "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the base prospectus dated 9 August 2019 (the "**Original Base Prospectus**") and the Supplement No. 1 dated 20 September 2019 thereto ("**Supplement No. 1**", and together with the Original Base Prospectus, the "**Base Prospectus**") and all documents incorporated by reference into the Base Prospectus, and is prepared by Mitsubishi UFJ Financial Group, Inc. ("**MUFG**" or the "**Company**") and MUFG Bank, Ltd. (the "**Bank**", and together with MUFG, the "**Issuers**" and each an "**Issuer**") in connection with the Medium Term Note Programme of the Company and the Bank (the "**Programme**") for the issuance of up to U.S.$50,000,000,000 in aggregate principal amount of notes ("**Notes**"). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

This Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 13 of the Luxembourg law of 16 July 2019 on prospectuses for securities.

This Supplement is issued in order to (i) add a risk factor relating to the unaudited consolidated financial statements of MUFG prepared under accounting principles generally accepted in Japan ("**Japanese GAAP**") as of and for the fiscal year ended 31 March 2020; (ii) add a risk factor relating to the risks related to Sustainability Notes; (iii) add a risk factor relating to COVID-19 (as defined below); (iv) update MUFG's general description; (v) update MUFG's funding and business strategies; (vi) add certain information regarding MUFG's consolidated credit exposure to overseas corporate entities and the Bank's non-Japanese yen balance sheet and a regulatory development; (vii) update disclosures regarding MUFG's approach for environment, society and governance; (viii) update the section of the Base Prospectus entitled "Use of Proceeds"; (ix) update the section of the Base Prospectus entitled "Taxation — Taxation in Japan"; (x) update the selling restrictions related to sales to EEA retail investors and public offer selling restrictions under the Prospectus Regulation; (xi) update legends relating to sales to EEA retail investors and related references and disclosure relating to the Prospectus Regulation; and (xii) incorporate by reference MUFG's current reports on Forms 6-K, filed with the United States Securities and Exchange Commission (the "**SEC**"), except for the forward-looking statements (including earnings targets) which were made as of the date thereof.

Each Issuer accepts responsibility for the information in respect of itself contained in this Supplement. To the best of the knowledge and belief of each Issuer (each having taken all reasonable care to ensure that such is the case), the information contained in this Supplement in respect of itself is in accordance with the facts and, when taken together with the Base Prospectus and all documents incorporated by reference into the Base Prospectus, does not omit anything likely to affect the import of such information.

To the full extent permitted by law, none of the Arranger or the Dealers accepts any responsibility for the contents of this Supplement or for any other statement, made or purported to be made by the Arranger or a Dealer or on its behalf in connection with any of the Issuers or the issue and offering of the Notes. Each of the Arranger and Dealers accordingly disclaims all and any liability whether arising in tort or contract or otherwise (save as referred to above) which it might otherwise have in respect of this Supplement or any such statement. The Arranger and the Dealers have not separately verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by the Arranger and the Dealers as to the accuracy or completeness of the information contained in this Supplement or any other information provided by any of the Issuers. The Arranger and the Dealers do not accept any liability in relation to the information contained in this Supplement or any other information provided by any of the Issuers in connection with the Programme.

The distribution of this Supplement may be restricted by law in certain jurisdictions. Persons into whose possession this Supplement comes must inform themselves about, and observe, any such restrictions.

On the cover page of this Supplement, under the headings "Arranger" and "Dealers", the references to "MUFG" are to MUFG Securities EMEA plc. Elsewhere in this Supplement, unless otherwise stated, references to "MUFG" are to Mitsubishi UFJ Financial Group, Inc.

Arranger

MUFG

Dealers

MUFG **Morgan Stanley**

The date of this Supplement is 1 June 2020.

In the sections below, references to "MUFG", "we", "us", "our" and the "Group", generally mean Mitsubishi UFJ Financial Group, Inc. and its consolidated subsidiaries, but from time to time as the context requires, they mean Mitsubishi UFJ Financial Group, Inc. as an individual legal entity.

*Some of MUFG's financial information contained or incorporated by reference in the Base Prospectus and this Supplement is prepared in accordance with accounting principles generally accepted in the United States ("**U.S. GAAP**") and some of MUFG's financial information contained or incorporated by reference in the Base Prospectus and this Supplement is prepared in accordance with accounting principles generally accepted in Japan ("**Japanese GAAP**"). The basis of MUFG's financial information prepared in accordance with U.S. GAAP may be significantly different in certain respects from the basis of MUFG's financial information prepared in accordance with Japanese GAAP. For information on certain differences between U.S. GAAP and Japanese GAAP, see "Unaudited Reverse Reconciliation of Selected Financial Information", Exhibit 99(b) to the 2019 Form 20-F. Investors in any Notes should consult their own professional advisers, as necessary, for a more complete understanding of the differences among U.S. GAAP, Japanese GAAP, International Financial Reporting Standards and any other generally accepted accounting principles applicable in its jurisdiction and how such differences affect the financial information contained or incorporated by reference in the Base Prospectus and herein.*

Risk Factors

Unaudited financial statements filed with the SEC

The Base Prospectus incorporates by reference the Consolidated Summary Report Form 6-K (as defined below), except for the forward-looking statements (including earnings targets) which were made as of the date thereof, as set out below. The Consolidated Summary Report Form 6-K contains MUFG's unaudited consolidated financial statements under Japanese GAAP as of and for the fiscal year ended 31 March 2020, which have not been audited by MUFG's independent auditor and could be subject to material revisions or corrections. As a result, MUFG's audited consolidated financial statements under Japanese GAAP as of and for the fiscal year ended 31 March 2020, which will be included in its annual securities report expected to be filed by MUFG in Japan in June 2020, may differ materially from the unaudited consolidated financial statements, and the unaudited consolidated financial statements, as well as the financial information derived therefrom, may not reveal matters of significance to an investor regarding MUFG's financial condition or results of operations. Investors should therefore not place undue reliance on such unaudited consolidated financial statements or the financial information derived therefrom.

Risks related to Sustainability Notes

Set out below is a brief description of certain risks relating to Sustainability Notes (as defined in "*Use of Proceeds — Use of Proceeds of Sustainability Notes*"):

Notes issued as Sustainability Notes may not be a suitable investment for all investors seeking exposure to sustainable assets

Prospective investors who intend to invest in Sustainability Notes issued under the Programme must determine for themselves the relevance of the description of the use of proceeds in this Base Prospectus and the Final Terms for the purposes of any investment by them in Sustainability Notes, together with any other investigation that they deem necessary. In particular, no assurance is given to investors that the Eligible Green Projects or the Eligible Social Projects (as defined in "*Use of Proceeds — MUFG's Green, Social, and Sustainability Bond Framework*") will at any time meet investor expectations regarding "sustainable" projects or other equivalently-labelled projects. In addition, although at the time of issue of any Sustainability Notes the Issuer may agree to certain obligations relating to use of proceeds with the relevant Dealer(s) and give certain indications in the relevant Final Terms regarding its intentions regarding continuing to report on the allocation of such proceeds (see "*Use of Proceeds — Use of Proceeds of Sustainability Notes*"), it would not be an event of default under the Notes if the Issuer failed to comply with any such obligations or indications. MUFG may also update or amend its Green, Social, and Sustainability Bond Framework (as described in "*Use of Proceeds — MUFG's Green, Social, and Sustainability Bond Framework*") in the future.

Second-party Opinion

In connection with the issue of Sustainability Notes under the Programme, the Issuer may request consultants and/or institutions with recognised expertise in environmental sustainability to issue a second-party opinion confirming that the Eligible Green Projects or Eligible Social Projects have been defined in accordance with the broad categorisation of eligibility included in the Sustainability Bond Guidelines 2018 (SBG), as amended from time to time, issued by the International Capital Market Association, as applicable, and the Green

Bond Guidelines 2020, as amended from time to time, issued by the Ministry of the Environment of Japan (any such opinion, a "**Second-party Opinion**"). In relation to the Second-party Opinion, prospective investors should be aware that:

- the Second-party Opinion is not part of this Base Prospectus or any Final Terms and will not be incorporated in it at any later date;
- Noteholders have no recourse against the provider of any Second-party Opinion;
- the Second-party Opinion may not reflect the potential impact of all risks related to the structure, market, additional risk factors discussed above and other factors that may affect the value of the Notes or the Eligible Green Projects or Eligible Social Projects;
- it will not constitute a recommendation to buy, sell or hold securities and will only be current as at the date it is released;
- prospective investors must determine for themselves its relevance for the purpose of any investment in Sustainability Notes; and
- no assurance or representation is given to investors that it will reflect any present or future criteria or guidelines with which investors or their investments are required to comply.

The worldwide economic effects of the spread of COVID-19 could adversely affect each Issuer's business, results of operations and financial condition.

The ongoing and widespread outbreak of the 2019 Novel Coronavirus ("**COVID-19**"), which was declared by The World Health Organization as a public health emergency of international concern on January 30, 2020 and characterized as a pandemic on March 11, 2020, has significantly and adversely affected global economic activities, global supply chains, and financial markets worldwide, causing diminished investment sentiment, sporadic volatility in global capital markets and a precipitous decline of value in stock markets around the globe. Governments around the world, including the Japanese government, have made efforts to contain the COVID-19 outbreak. In Japan, for example, on April 7, 2020, Prime Minister Shinzo Abe initially declared a state of emergency in relation to COVID-19 for seven prefectures, including Tokyo and Osaka, which, among other things, enabled those local governments to request school and business closures and encourage residents to stay at home except for essential tasks. The state of emergency was subsequently extended to apply nationwide on April 16, 2020. The state of emergency was lifted for all but five of Japan's prefectures by May 21, 2020 and for the remaining prefectures on May 25, 2020.

Despite the various measures undertaken by governments, the global economy has experienced, and continues to experience, severe adverse consequences. In particular, the travel, tourism, hospitality, food service and retail industries around the world, including in Japan, experienced immediate and continuing, direct and adverse impact due to a significant reduction in travel, daily movement and large gatherings of people (through border closures and other voluntary and involuntary containment measures) as well as prolonged closures of workplaces and public buildings in an effort to mitigate the further spread of COVID-19. These developments also contributed to significant volatility in global financial, foreign exchange, commodity and energy markets, including major fluctuations of the Japanese yen against the U.S. dollar. According to the monthly economic report published by the Cabinet Office of Japan for April 2020, the Japanese economy is in an "extremely severe situation" due to COVID-19, citing decreases in private consumption, exports, industrial production, corporate profits and deterioration of firm's judgements on current business conditions.

Governments and central banks around the world, including the Bank of Japan have taken (and may take further), significant financial stimulus measures, including but not limited to delaying, reducing or eliminating tax payments, increasing purchases of securities and undertaking other forms of direct fiscal support or public subsidies for businesses and/or individuals, in an effort to mitigate the adverse effects of the COVID-19 outbreak. However, it is as of yet unclear whether or when any of these measures will have the intended effects of mitigating the adverse impact of COVID-19. In the medium to long term, if the spread of COVID-19 is not contained, adverse effects on the economies and financial markets of Japan and of many other countries may transform into a prolonged economic downturn or global economic or financial crisis or recession. Japan's economy had already been showing signs of a slowdown prior to the COVID-19 outbreak in January/February 2020, with nominal GDP declining for the three months ended 31 December 2019 compared to the previous quarter.

Such events and developments may have a material adverse effect on each Issuer's business, results of operations and financial condition. For a more specific description of certain effects, see "*1. Results of Operations*

and Financial Condition — (1) Analysis of results of operations — (Risks resulting from the COVID-19 pandemic)" in the Consolidated Summary Report Form 6-K incorporated by reference into the Base Prospectus, except for the forward-looking statements (including earnings targets) which were made as of the date thereof.

Mitsubishi UFJ Financial Group, Inc.

We are a bank holding company incorporated on 1 October 2005 as a joint stock company (*kabushiki kaisha*) under the Company Law of Japan. We are one of the world's largest and most diversified financial groups with total assets of ¥336.5 trillion and total deposits of ¥187.6 trillion on a Japanese GAAP basis as of 31 March 2020. On a U.S. GAAP basis, our total assets were ¥309.4 trillion, and our total deposits were ¥198.2 trillion as of 30 September 2019. We are the holding company for the Bank, the Trust Bank, MUMSS, (through Mitsubishi UFJ Securities Holdings Co., Ltd. (the "**Securities HD**"), an intermediate holding company), Mitsubishi UFJ NICOS Co., Ltd. ("**NICOS**"), and other subsidiaries. In Japan, we had a domestic network with approximately 600 locations as of 31 March 2020. As of the same date, we had the largest overseas network among Japanese banks, consisting of approximately 2,100 locations, including MUFG Americas Holding Corporation ("**MUAH**"), Bank of Ayudhya Public Company Limited ("**Krungsri**"), and PT Bank Danamon Indonesia, Tbk ("**BDI**"), in over 50 countries. Through our subsidiaries and affiliated companies, we engage in a broad range of financial businesses and services, including commercial banking, investment banking, trust banking and asset management services, securities businesses, and credit card businesses, and provide related services to individuals and corporate customers in Japan and abroad. For a more detailed description of our history and business, see "Item 4.A. Information on the Company" in the 2019 Form 20-F, and our subsequent current reports on Form 6-K, each incorporated by reference into the Base Prospectus.

Our Funding and Business Strategies

We are taking pro-active steps to adjust our funding strategy to meet the requirements of TLAC regulations in Japan.

As a G-SIB, we intend to access capital markets both domestically and overseas in order to achieve the best capital mix and External TLAC ratios, including for refinancing with a view to maintaining sufficient Additional Tier 1 and Tier 2 capital, as contemplated by the Basel III capital standard, as well as satisfying the minimum TLAC requirement by raising External TLAC eligible senior debt.

There are multiple measures that may be implemented, including measures in response to a financial crisis, before a financial institution reaches a point of non-viability, such as limitations or restrictions on capital distributions, prompt corrective action, provision of financial liquidity and capital injection. As of 31 March 2020, our Common Equity Tier 1 ratio, which is calculated based on financial information prepared in accordance with Japanese GAAP, was 11.9% under the Japanese regulatory capital standard that is applicable to us as of 31 March 2020. As of 31 March 2020, our External TLAC ratio, which is also calculated based on financial information prepared in accordance with Japanese GAAP, was 18.6% on risk weighted asset basis, and 7.3% on total exposure basis, each under the Japanese TLAC Standard that is applicable to us as of 31 March 2020. As of 31 March 2020, MUFG's consolidated liquidity coverage ratio was 154.6%. This is calculated as the three-month average of the daily liquidity coverage ratio for the three months ended 31 March 2020, that is calculated by dividing the balance of high-quality liquid assets by the amount of total net cash flows on a daily basis for the same three months.

Under the current Japanese laws and regulations, we are required to maintain a recovery plan and, if our financial condition or liquidity deteriorates to trigger levels specified in the recovery plan, we will implement the recovery plan to restore our financial strength and viability. In addition, if our Common Equity Tier 1 ratio declines below the required minimum level, including buffers, then we will become subject to restrictions on capital distributions and further to prompt corrective action under the banking regulations, and if our Common Equity Tier 1 ratio declines below 5.125%, then our Additional Tier 1 instruments will become subject to loss absorption. Further, if our External TLAC ratio declines below the required minimum level, then we may become subject to a business improvement order to be issued by the FSA. According to the FSA TLAC Approach, when our financial condition further deteriorates to a point where our liabilities exceed, or are deemed likely to exceed, our assets, or where we have suspended, or are deemed likely to suspend, payments on our obligations, as a result of loans extended by us to, or investments made by us in, any of our material subsidiaries becoming subject to loss absorption or otherwise, and, if our failure is likely to cause a significant disruption to the Japanese financial market or system, measures under the Japanese statutory orderly resolution regime may be applied to us. The application of such measures will result in our then outstanding Additional Tier 1 instruments and Tier 2 instruments becoming subject to loss absorption, and will likely lead to a transfer of certain assets, including shares of our material subsidiaries, and liabilities to a bridge financial institution established by the Deposit Insurance Corporation of Japan and subsequent liquidation of our remaining assets and liabilities which are expected to include the External TLAC-eligible senior debt securities including Unsubordinated Notes issued by

MUFG. We intend to further strengthen our capital structure. See "*Risk Factors — Factors which are material for the purpose of assessing the risks associated with Notes issued under the Programme - Risks Related to the Unsubordinated Notes issued by MUFG — Unsubordinated Notes issued by MUFG may become subject to loss absorption if MUFG becomes subject to orderly resolution measures*" in the Base Prospectus.

We have taken measures to enhance our financial soundness.

Our primary funding source for loans is deposits. We have maintained a low loan-to-deposit ratio, which we believe allows us to secure higher liquidity and a sound balance sheet. As of 31 March 2020, on a Japanese GAAP basis, our total loans in the banking account and the trust account were ¥109.4 trillion, consisting of ¥44.6 trillion of domestic corporate loans, ¥14.8 trillion of domestic housing loans, ¥3.0 trillion of loans to Japanese government institutions, ¥2.5 trillion of other domestic loans, and ¥44.4 trillion of overseas loans. As of the same date, on a Japanese GAAP basis, our total deposits were ¥187.6 trillion, consisting of ¥79.3 trillion of deposits from domestic individual customers, ¥66.5 trillion of deposits from domestic corporate customers and ¥41.7 trillion of deposits from overseas and other customers. On a U.S. GAAP basis, as of 30 September 2019, our total net loans were ¥114.6 trillion, and our total deposits were ¥198.2 trillion.

Our risk-monitored loan ratio, or the ratio of our total risk-monitored loans, as classified under Japanese banking regulations, to our total loans and bills discounted in the banking account on a Japanese GAAP basis, has slightly increased to 0.99% as of 31 March 2020, reflecting our disciplined approach to risk management. In previous periods we had reduced our risk-monitored loans, as classified under Japanese banking regulations, to domestic borrowers, and our risk-monitored loans to overseas borrowers but, mainly as a result of the consolidation of BDI, our risk-monitored loans to both domestic borrowers and overseas borrowers as of 31 March 2020 slightly increased from 31 March 2019. Our credit costs, net of gains on loans written off, on a Japanese GAAP basis, were ¥222.9 billion, including the precautionary provision of ¥50.0bn in light of the impact of COVID-19, for the fiscal year ended 31 March 2020.

On a Japanese GAAP basis, 33.2% of our available-for-sale securities with fair value (totalling ¥62,151.1 billion) consisted of Japanese government bonds as of 31 March 2020. On a U.S. GAAP basis, the ratio of our holdings of available-for-sale Japanese government bonds to our total investment securities was 50.7% as of 30 September 2019. We manage the maturity profile of our holding of Japanese government bonds as part of our asset and liability management measures. On a Japanese GAAP basis, of the simple sum of the available-for-sale and held-to-maturity Japanese government bonds held by the Bank on a non-consolidated basis and the Trust Bank on a non-consolidated basis, as of 31 March 2020, ¥10.3 trillion had maturities within one year, ¥7.5 trillion had maturities between one year and five years, ¥1.1 trillion had maturities between five years and ten years, and ¥2.6 trillion had maturities longer than ten years, with the average remaining maturity of such available-for-sale Japanese government bonds being 3.5 years as of the same date. On a Japanese GAAP basis, 39.4% of our available-for-sale securities with fair value consisted of foreign bonds as of 31 March 2020. On a U.S. GAAP basis, the ratio of our holdings of available-for-sale foreign governments and official institutions bonds to our total investment securities was 6.3% as of 30 September 2019. On a Japanese GAAP basis, of the simple sum of the available-for-sale and held-to-maturity foreign bonds held by the Bank on a non-consolidated basis and the Trust Bank on a non-consolidated basis, as of 31 March 2020, ¥2.5 trillion had maturities within one year, ¥2.9 trillion had maturities between one year and five years, ¥5.4 trillion had maturities between five years and ten years, and ¥10.8 trillion had maturities longer than ten years, with the average remaining maturity of such available-for-sale foreign bonds being 5.5 years as of the same date. Given the significance of our bond holdings to the overall portfolio, we intend to manage interest rate risk in a flexible manner in response to changes in the market environment. For the maturities of our holdings of Japanese government bonds and foreign bonds on a U.S. GAAP basis, see the 2019 Form 20-F.

We have recently reduced our holdings of domestic equity securities, and the ratio of our equity holdings on an acquisition price basis under Japanese GAAP to our Basel III Tier 1 capital has declined from 22.8% as of 31 March 2014 to 12.8% as of 31 March 2020. We intend to reduce such equity holdings to approximately 10% of our Basel III Tier 1 capital over the five-year period ending 31 March 2021, in light of investment risk, our aim to enhance capital efficiency and developments in global financial regulation. In making such reductions we consider both the economic rationale for maintaining such equity holdings, as well as our risk reduction policy, market conditions, the business environment and our financial strategy.

We have achieved a sustainable earnings trend supported by our basic policy and strategies despite the current low interest rate environment.

Interest rates remain at historically low levels, particularly in Japan, where the Bank of Japan adopted a "quantitative and qualitative monetary easing with negative interest rates" policy in February 2016. Under this policy, the Bank of Japan maintained its policy to increase its aggregate holding of Japanese government bonds

by approximately ¥80 trillion each year and applied a negative interest rate of minus 0.1% to "Policy-Rate Balances", which are a part of current account amounts held by financial institutions at the Bank of Japan, aiming to achieve a price stability target of 2%. In September 2016, the Bank of Japan announced a new "quantitative and qualitative monetary easing with yield curve control" policy, adding to its monetary policy a Japanese government bond purchase programme intended to keep the yield of 10-year Japanese government bonds around 0%. In July 2018, while maintaining the minus 0.1% target for Policy-Rate Balances and an around 0% target for 10-year Japanese government bond yields, the Bank of Japan stated that yields may move upward and downward to some extent, mainly depending on developments in economic activity and prices, and that it would conduct its bond-buying programme flexibly; it also introduced a forward guidance for policy rates, stating that it would maintain the extremely low levels of short- and long-term interest rates for an extended period of time (in the statement in April 2019, it added at least until around spring 2020), taking into account uncertainties regarding economic activity and prices. In April 2020, in response to the impact of the domestic and global spread of COVID-19, the Bank of Japan announced measures to further enhance monetary easing, including further active purchases of Japanese government bonds (without setting an upper limit on such purchases) to maintain a yield of around 0% on 10-year Japanese government bonds.

In this interest rate environment, the domestic loan-deposit interest rate spread of the Bank and the Trust Bank combined on a simple sum basis based on their respective non-consolidated managerial accounting data, excluding loans to government institutions and domestic non-Japanese yen denominated lending, declined slightly to 0.78% for the three months ended 31 March 2020 compared to the same period in the previous year. The domestic lending spreads on loans to large corporations and loans to small and medium-sized enterprises ("**SMEs**") of the Bank and the Trust Bank combined on a simple sum basis increased slightly to 0.43% and declined slightly to 0.54%, respectively, for the three months ended 31 March 2020 compared to the same period in the previous year.

The overseas loan-deposit interest rate spread of the Bank and the Trust Bank combined on a simple sum basis based on their respective non-consolidated managerial accounting data has decreased to 1.04% for the three months ended 31 March 2020 compared to the same period in the previous year. The net interest margin of MUAH, Krungsri and BDI, decreased slightly to 1.99%, 3.52%, and 8.40% respectively, for the three months ended 31 March 2020 compared to the same period in the previous year. Interest rates in overseas markets also remained low, and despite previous developments indicating that they may rise (including previous increases in the FRB's target range for the U.S. federal funds rate to between 2.25% and 2.50% in December 2018), more recent indications are that they may not rise and could fall (including the decrease in the FRB's target range for the U.S. federal funds rate to between 2.00% and 2.25% in July 2019, to between 1.75% and 2.00% in September 2019, to between 1.50% and 1.75% in October 2019, and to between 1.00% and 1.25% and most recently between 0.00% and 0.25% each in March 2020).

Our profits attributable to owners of parent on a Japanese GAAP basis were ¥528.1 billion for the fiscal year ended 31 March 2020, to which the Bank and the Trust Bank, each on a stand-alone basis, contributed 51.1% and 21.3%, and MUAH, Krungsri, BDI, the Securities HD and NICOS, each on a consolidated basis, contributed 12.6%, 18.3%, 4.2%, 3.9% and 12.0%, respectively, to the profit. On a U.S. GAAP basis, we recorded net income attributable to Mitsubishi UFJ Financial Group of ¥616.5 billion for the six months ended 30 September 2019.

Our consolidated expense ratio, or the ratio of general and administrative expenses to gross profits before credit costs for trust accounts, for the fiscal year ended 31 March 2020, on a Japanese GAAP basis, decreased slightly to 70.2% compared the previous year.

We expect the spread of COVID-19 to contribute to existing changes in social trends and intend to adjust our strategy accordingly.

The impact of the COVID-19 pandemic is rippling through the real economy. COVID-19 is expected to have long-term impact and irreversible effects on the structure of society, including global values and the behaviour patterns of customers. MUFG had worked to identify the changes that had manifested in the social environment before the pandemic. To address the changes, MUFG has adopted a business group structure aligned with MUFG's fields, leveraged digital strategies to promote the core framework of structural reforms, incorporated overseas growth, and implemented other strategies. Going forward, it will be necessary for MUFG to focus on trends such as the digital shift of society, the rising awareness of solving social issues and social contributions, the changes and diversification of work styles and values, and changes in globalization including the creation of new supply chains, in addition to the conventional changes to the social environment. In particular, the digital shift of society presents a significant opportunity for changing the very nature of MUFG, and we will work to implement corporate operation reforms, including customer contact points and employee work styles. Furthermore, MUFG intends to contribute to sustainable growth of the society by assisting with the solution of social issues (including healthcare, education, climate change and other specific areas). By integrating our social

issue solutions and management strategies, MUFG will strive to achieve sustainable growth for MUFG. Based on these new measures, we will promote the digitalization of transaction contact points and work styles, secure business stability (focusing on business resilience), and define a new management policy that is attractive to employees and fosters greater motivation for employee participation (engagement-focused management).

In response to such changes and as part of such integration, MUFG intends to both increase focus on its existing sustainability initiatives and seek to develop further new initiatives. Such initiatives will be supervised by MUFG's Sustainability Committee, under the leadership of a newly appointed Chief Sustainability Officer, both of whom will seek advice from external advisors. Please also see "MUFG's Approach for Environment, Society and Governance ("ESG")" below.

Certain Additional Information

The following tables set forth the amount of, and the proportional breakdown by region (based on the borrower's location) of, on a Japanese GAAP basis, our consolidated credit exposure (including undrawn commitment, exposure in project finance and others, but excluding market risk exposure, interbank transactions and exposures to governmental agencies and central banks) to overseas corporate entities by region (based on the borrower's location) as of 31 March 2020. The information below is on managerial accounting basis only, and not for financial accounting purposes. The exchange rate applied is U.S.$1 = ¥108.83. Asia/Oceania excludes the exposure of BDI and "Others" in EMEA is comprised of approximately 60 countries to which MUFG held less than 2.3% exposure of its regional total.

	As of 31 March 2020
	(Trillions of yen)
Americas	¥28.4
EMEA	15.4
Asia/Oceania	12.4
East Asia	6.1
Total overseas corporate credit exposure	¥62.3

	As of 31 March 2020
	(Per cent.)
Americas corporate credit exposure:	
United States of America	90%
Canada	5
Brazil	2
Mexico	2
Others	1
Total Americas	100%

	As of 31 March 2020
	(Per cent.)
EMEA corporate credit exposure:	
United Kingdom	24%
France	10
The Netherlands	9
Germany	8
Switzerland	5
Saudi Arabia	5
Italy	4
Ireland	3
Luxembourg	3
UAE	2
Others	27
Total EMEA	100%

	As of 31 March 2020
	(Per cent.)
Asia/Oceania corporate credit exposure:	
Thailand	35%
Singapore	16
Australia	15
Indonesia	9
India	9
Malaysia	6
Others	10
Total Asia/Oceania	100%

	As of 31 March 2020
	(Per cent.)
East Asia corporate credit exposure:	
Hong Kong	49%
China	30
South Korea	12
Taiwan	9
Others	0
Total East Asia	100%

The following table sets forth certain information with regard to the Bank's non-Japanese yen balance sheet on a consolidated basis (but excluding MUAH, Krungsri and BDI) as of 31 March 2020. The information below is on the Bank's managerial accounting basis only, and not for financial accounting purposes.

	As of 31 March 2020
	(Billions of U.S. dollars)
Assets:	
Loans	$351
Liabilities:	
Customer deposits (including deposits from central banks)	253
Mid- to long-term currency swaps	69
Corporate bonds and loans	63
Collateralised funding, etc	31

Non-Japanese yen loans are funded by customer deposits and medium-to long-term funding consisting of corporate bonds and loans, collateralised funding, etc. and mid- to long-term currency swaps.

The following tables set forth the amount of, and the proportional breakdown by sub-sector, structure and region (based on the borrower's location) of, on a Japanese GAAP basis, our credit exposure (including undrawn commitment, exposure in project finance and others, but excluding market risk exposure, interbank transactions and exposures to governmental agencies and central banks, and the exposure of BDI) to, and non-performing loans (non-performing loans are based on the relevant rules for risk-monitored loans under Japanese Banking Act, other than non-performing loans of overseas subsidiaries which are based on each subsidiary's internal criteria) in respect of certain industries as of 31 March 2020. The information below is on managerial accounting basis only, and not for financial accounting purposes , and aggregating internal management figures of each subsidiary of us on a non-consolidated basis.

	As of 31 March 2016	As of 31 March 2020
	(Trillions of yen)	*(Trillions of yen)*
Energy and mining credit exposure:		
Unsecured	¥6.9	¥5.3
Secured[1]	3.5	2.6
Total energy and mining credit exposure	10.4	7.9

(1) Collateralised or guaranteed.

	As of 31 March 2020
	(Billions of yen)
Energy and mining non-performing loans:	
Total non-performing loans	¥62.1
Secured amount	45.4
Allowance	8.9
Net non-performing loans	7.8
Energy and mining credit exposure by sub-sector:	*(Trillions of yen)*
Mid/downstream[2]	¥3.4
Upstream[3]	2.3
Integrated[4]	1.3
Mining	0.6
Related industry[5]	0.3
Energy and mining credit exposure by region:	*(Trillions of yen)*
Americas[6]	¥2.3
Structured Finance[7]	1.7
Japan	1.6
EMEA	1.3
Asia and Oceania	1.0

(2) Storage, transportation, refinement, retail.
(3) Exploration, development and production of oil and gas.
(4) Integrated business from upstream to downstream.
(5) Sales of mining machine to companies among upstream industry.
(6) Including reserve based lending ¥0.1 trillion.
(7) Project finance and trade finance.

	As of 31 March 2019	As of 31 March 2020
	(Trillions of yen)	*(Trillions of yen)*
Air transportation (including aircraft finance) credit exposure:		
Unsecured	¥0.3	¥0.4
Secured[1]	1.1	1.4
Total air transportation (including aircraft finance) credit exposure	1.4	1.8

(1) Collateralised or guaranteed.

	As of 31 March 2020
	(Billions of yen)
Air transportation (including aircraft finance) non-performing loans:	
Total non-performing loans	¥22.5
Secured amount	19.7
Allowance	0.8

	As of 31 March 2020
	(Billions of yen)
Net non-performing loans	2.0
Air transportation (including aircraft finance) credit exposure by structure:	*(Trillions of yen)*
Structured finance	¥1.0
Corporate	0.8
Air transportation (including aircraft finance) credit exposure by region:	*(Trillions of yen)*
EMEA	¥0.6
Asia and Oceania	0.5
Japan	0.4
Americas	0.3

Regulatory Development

On 27 March 2020, the Group of Central Bank Governors and Heads of Supervision (the "**GHOS**"), the oversight body of the Basel Committee on Banking Supervision (the "**BCBS**"), announced that it has endorsed a set of measures to provide additional operational capacity for banks and supervisors to respond to the immediate financial stability priorities resulting from the impact of COVID-19 on the global banking system. The measures endorsed by the GHOS include the deferral of the implementation date of the Basel III standards finalised in December 2017 by one year to 1 January 2023, and the extension of the accompanying transitional arrangements for the output floor by one year to 1 January 2028.

Following such press release issued by the GHOS, on 30 March 2020, the FSA also announced that the Basel III finalisation framework is scheduled to be implemented in Japan from March 2023.

In addition to the above, on 17 April 2020, the FSA published a proposal for amendments to the leverage ratio regulations, subject to change based on public comments, in coordination with the monetary policy of the Bank of Japan in response to the impact of the COVID-19, which will exclude amounts of deposits to the Bank of Japan from calculation of the leverage ratio from 30 June 2020 to 31 March 2021 and, as a result, will also exclude such amounts from calculation of External TLAC ratio and Internal TLAC amounts on total exposure basis for such period.

MUFG's Approach for Environment, Society and Governance ("ESG")

With effect from July 2020, MUFG revised its Environmental and Social Policy Framework in May 2020, under which:

- *Oil and Gas Sector (Oil Sands, Arctic Development)*
  - When MUFG considers providing financing for (a) new projects for the extraction of oil sands, or (b) the extraction of new oil and gas in the Arctic Region (north of latitude 66°33 minutes north), MUFG will assess the implementation of environmental and social considerations by its clients, including impact on ecosystems and indigenous communities affected by the developments.
- *Large Hydro Power Generation Sector*
  - When MUFG considers providing financing for new large-scale hydropower plants, MUFG will assess the implementation of environmental and social considerations by its clients, including impact on dam construction, the ecosystem, local communities, the living environment and the livelihoods of residents.
- *Inhumane Weapons Sector*
  - MUFG will not finance the production of inhumane weapons including nuclear weapons, biological and chemical weapons and anti-personnel landmines.

MUFG has identified certain sustainability issues as additional business initiatives, including but not limited to the following:

- Supporting the development of SMEs' industries;

- Public infrastructure finance;
- Promoting financial inclusion in Southeast Asia;
- Promoting renewable energy finance;
- Aiming to achieve the goal of 100% of in-house electricity within MUFG coming from renewable energy sources by the fiscal year 2030;
- Enhancement of disclosure relating to Task Force on Climate-Related Financial Disclosures (TCFD)
- Revising the Environmental and Social Policy Framework regarding sectors for which finance should be restricted;
- Attaining diversity in the members of the Board (in respect of specialty, region and gender);
- Strengthening the systems by which the Board monitor material issues; and
- Strengthening corporate governance structure on a group-wide and cross-regional basis.

Use of Proceeds

Use of Proceeds of Sustainability Notes

In the case of Notes issued by MUFG, where the Final Terms in respect of a Tranche of Notes specify the "Reasons for the offer" as "As set out in the Base Prospectus for Sustainability Notes" , the net proceeds from the issue of such Notes ("**Sustainability Notes**") will be made available to MUFG which will lend such net proceeds to the Bank, including through loans intended to qualify as Internal TLAC, which will then allocate an amount equal to such net proceeds, in whole or in part, to loans to fund existing and future Eligible Green Projects and Eligible Social Projects (as defined below).

MUFG's Green, Social, and Sustainability Bond Framework

MUFG defines its "Green, Social, and Sustainability Bond Framework" as set out below, in line with the Green Bond Principles 2018 (GBP), the Social Bond Principles 2018 (SBP), and the Sustainability Bond Guidelines 2018 (SBG), issued by the International Capital Market Association ("**ICMA**") and the Green Bond Guidelines 2020 issued by the Ministry of the Environment of Japan (the "**MOE**") (see *"— Further Information*" below).

Eligible Green Projects

"**Eligible Green Projects**" mean the following:

- *Green building projects*: loans from the Bank to eligible green buildings owned by J-REITs (Japanese Real Estate Investment Trusts). The eligible green buildings are buildings which have received or will receive at least one of the following classifications within 24 months preceding the date of the relevant Sustainability Note issuance or any reporting date (save that as a DBJ Green Building Certification only specifies the year of certification (not including a specific certification date), MUFG may finance eligible green buildings that received the relevant DBJ Green Building Certification more than 24 months prior to the relevant date:
    - LEED (Leadership in Energy and Environmental Design): Platinum or Gold (confined to buildings of which the CO_2 emissions are trackable)
    - BREEAM (Building Research Establishment Environmental Assessment Method): Outstanding or Excellent (confined to buildings of which the CO_2 emissions are trackable)
    - CASBEE (Comprehensive Assessment System for Built Environment Efficiency): S or A rank (confined to buildings of which the CO_2 emissions are trackable)
    - DBJ (Development Bank of Japan) Green Building Certification: 5 or 4 stars (confined to buildings of which the CO_2 emissions are trackable)

- *Renewable energy projects*: development, construction, operation, or expansion of facilities for new and existing eligible renewable energy projects, which are solar thermal power generation, solar photovoltaic power generation and onshore and offshore wind farm projects (i) that are determined as Category B or C in accordance with the Equator Principles (the "**Equator Principles**") as published by the Equator Principles Association and described below, and (ii) loan agreements for which are signed or will be signed within 24 months preceding the date of the relevant Sustainability Note issuance and/or after the issuance:

    - Category B — projects with potential limited adverse environmental and social risks and/or impacts that are few in number, generally site-specific, largely reversible and readily addressed through mitigation measures; and

    - Category C — projects with minimal or no adverse environmental and social risks and/or impacts.

Eligible Social Projects

"**Eligible Social Projects**" mean the following:

- *Projects/loans of the Bank that contribute to reconstruction and recovery from economic damage and adverse impacts caused by disasters including earthquakes, typhoons and the spread of infectious diseases including COVID-19*

    - *Project Categories*:

        - *Employment generation: natural disasters*: Financing businesses that contribute to the reconstruction of areas affected by natural disasters (priority to be allocated to loans to operators using the Scheme for Compensation for Interest Rates on Special Zones for Reconstruction or Subsidy Program for New Business Establishment in the Areas Recovering from Tsunami and Nuclear Disaster towards Employment Creation, each being measures taken by the Japanese government to support reconstruction efforts in the areas affected by the Great East Japan Earthquake).

        - *Employment preservation: infectious diseases spread*: Financing (including refinancing) SMEs and sole proprietors adversely affected by the spread of infectious diseases including COVID-19.

    - *Target Populations*:

        - *Employment generation: natural disasters*: Businesses operating in the affected area and residents in the affected area.

        - *Employment preservation: infectious diseases spread*: SMEs and sole proprietors.

- *Projects/loans of the Bank for medical facilities and pharmaceutical companies and medical device/product manufacturers.*

    - *Project Categories*:

        - *Medical facilities*: Financing the development of affordable basic infrastructure and access to essential services. Medical institutions to which the Bank may make loans must be providing medical services that are accessible to low-income people. The loans in this category are intended to be made to public hospitals and hospitals run by social medical care corporations or social welfare corporations.

        - *Pharmaceutical companies and manufacture of medical devices and products*: Loans for research and development relating to new infectious diseases (including COVID-19), including for developing testing methods, vaccines, and other medicines for alleviating related symptoms, as well as the manufacture of health and safety equipment and sanitary goods, the remodelling of existing machinery and/or the production or improvement of

production of such items. Loans in this category are intended to be made to pharmaceutical companies and the manufacturers of medical devices and products.

- *Target Populations* - General public, in particular those living below the poverty line.

- *Projects/loans of the Bank for schools.*
  - *Project Categories* – Financing for providing affordable basic infrastructure and access to essential services. Schools to which loans are made must be those accessible to low-income people. Loans are intended to be made to public schools.
  - *Target Populations* - General public, in particular those living below the poverty line.

- *Projects/loans of the Bank to public housing suppliers that are registered in England*.
  - *Project Categories* – Financing for providing affordable basic infrastructure and access to essential services.
  - *Target Populations* - General public, in particular those living below the poverty line.

The look-back period for refinanced social projects will be 36 months prior to the date of the relevant Sustainability Note issuance.

Process for Eligible Green Project Evaluation and Selection

The Bank's Solution Products Division selects Eligible Green Projects based on the criteria for Eligible Green Projects MUFG has established and the Office of the CFO of the Financial Planning Department of MUFG makes a final decision on the selection.

- *Green building projects*: The Bank's REIT Team, as part of the Real Estate Finance Department of Solution Products Division, will select projects based on the eligibility criteria. Loans to fund projects relating to eligible green buildings owned by J-REITs that are rated within the top three by Mitsubishi UFJ Research and Consulting ("**MURC**") through MURC's ESG evaluation methodology for J-REIT may be prioritised for green or sustainable bond allocations when the loans are applied as "ESG evaluation loans for J-REIT".

- *Renewable energy projects*: The Bank manages the eligible renewable energy projects, with the Sustainable Business Team of the Bank's Solution Products Division assessing social and environmental risks and categorising projects into Category A to Category C under the Equator Principles. The Solution Products Division selects the projects to be included in the Eligible Green Projects portfolio based on the eligibility criteria.

Process for Eligible Social Project Evaluation and Selection

Eligible Social Projects will be selected based on the criteria established by MUFG. The loans related to the Eligible Social Projects must have been executed during the three years preceding the issue date of the relevant Sustainability Notes or the reporting date, or must be executed in the future.

The teams responsible for selection and determination of projects in each of the categories are as set out below. The responsible team checks and selects the projects based on the eligibility criteria, and the final decision to select the eligible projects will be made by the Office of the CFO of the Financial Planning Department of MUFG.

Project Type	***To Be Selected By***
Employment Generation/Preservation	○ Corporate Finance & Strategic Advisory Division (Natural disasters). ○ Retail & Commercial Banking Business Promotion Division of Budget Planning & Control Office (Loans for SMEs and sole

	proprietors adversely affected by the spread of infectious diseases). o Japanese Corporate & Investment Banking Business Planning Division of Budget Planning & Control Office (Loans for SMEs and sole proprietors adversely affected by Infectious diseases spread).
Healthcare	o Solution Products Division (Medical facilities outside Japan). o Office of the CFO, Financial Planning Division (Medical facilities in Japan). o Retail & Commercial Banking Business Promotion Division of Budget Planning & Control Office (pharmaceutical companies and manufacturers of medical devices and products). o Japanese Corporate & Investment Banking Business Planning Division of Budget Planning & Control Office (pharmaceutical companies and medical device/produce manufactures).
Education	Solution Products Division
Affordable housing	Solution Products Division

Management of Proceeds

MUFG has established and implemented systems designed to monitor and track the allocation of an amount equal to the net proceeds from the sale of the relevant Sustainability Notes in order to ensure the allocation of such amount to Eligible Green Projects and/or Eligible Social Projects by the Bank at minimum on an annual basis. Pending allocation of an amount equal to the net proceeds from the relevant Sustainability Notes to Eligible Green Projects and/or Eligible Social Projects the Bank is expected to invest an amount equal to any unallocated balance of such net proceeds in cash, cash equivalents and/or marketable securities.

Payment of principal and interest on the relevant Sustainability Notes will be made from MUFG general funds and will not be directly linked to the performance of any Eligible Green Project or Eligible Social Project.

Reporting

So long as the relevant Sustainability Notes are outstanding, or, at the discretion of MUFG, until the net proceeds from the relevant Sustainability Notes have been fully allocated, MUFG intends to disclose annually and in a timely manner, in the case of material developments, on its website updates relating to the allocation of amounts equal to the net proceeds from the sale of the relevant Sustainability Notes by project category and an amount equal to any unallocated balance of such net proceeds.

The annual updates will be accompanied by assertions by management that amounts equal to the net proceeds from the sale of the relevant Sustainability Notes have been allocated to Eligible Green Projects or Eligible Social Projects, or invested in cash, cash equivalents and/or marketable securities. In connection with these annual updates, MUFG intends to obtain a report from Sustainalytics, or any successor MUFG may appoint, with respect to its confirmation on MUFG's compliance with intended allocation of amounts equal to the net proceeds from the sale of the relevant Sustainability Notes described above, until the net proceeds from the relevant Sustainability Notes have been fully allocated.

Separately, so long as the relevant Sustainability Notes are outstanding and related proceeds are allocated to Eligible Green Projects, MUFG intends to publish annually on its website information and assessments relating

to the environmental impacts of funded Eligible Green Projects, where feasible, containing the following impact metrics, reflecting the share of the relevant Eligible Green Project financed by the Bank:

- CO_2 emission reduction for green building projects and renewable energy projects; and
- kWh of power generated from renewable energy projects.

Separately, so long as the relevant Sustainability Notes are outstanding and related proceeds are allocated to Eligible Social Projects, MUFG intends to publish annually on its website information and assessments relating to the social impacts of funded Eligible Social Projects, where feasible, containing the following impact metrics, reflecting the share of the relevant Eligible Social Project financed by the Bank:

- For employment generation/preservation projects, the "number of employments created" and "number of loans provided to businesses including ones using the 'System for Provision of Compensation for Interest Rates on Special Zones for Reconstruction' or 'Subsidy Program for New Business Establishment in the Areas Recovering from Tsunami and Nuclear Disaster towards Employment Creation'". For projects related to measures against the spread of infectious disease (including COVID-19) that aim to improve employment, the "number of loans provided to businesses" as well as the "number of employees of the businesses";
- For healthcare projects, the "number of patients receiving the medical services" or the "number of hospital beds" as well as the "number of R&D", the "number of manufacturing facilities" or the "number of medical machines" and "number of medical instruments, sanitary, vaccines / pharmaceuticals supplied";
- For education projects, the "number of students receiving the educational services"; and
- For affordable housing projects, the "number of residences provided".

Further Information

ICMA's Green Bond Principles 2018 (GBP), Social Bond Principles 2018 (SBP), and Sustainability Bond Guidelines 2018 (SBG), and the MOE's Green Bond Guidelines 2020 are voluntary processes for the issuance of green, social and sustainability bonds, and the ICMA principles were developed by a committee of issuers, investors and other participants in the green, social or sustainable bond market while the MOE's Green Bond Guidelines were developed by the MOE. Both the ICMA Principles and the MOE's Green Bond Guidelines have four core components:

- Use of proceeds
- Process for project evaluation and selection
- Management of proceeds
- Reporting

MUFG's Green, Social, and Sustainability Bond Framework is in alignment with these components, as described above.

Taxation —Taxation in Japan— Interest and Redemption Gain or Redemption Loss on Notes — 1. Non-resident Investors — (I) Notes other than Taxable Linked Notes — (a) Interest

Paragraph (4) set out under the section of the Base Prospectus, entitled "Taxation — Taxation in Japan — Interest and Redemption Gain or Redemption Loss on Notes — 1. Non-resident Investors — (I) Notes other than Taxable Linked Notes — (a) Interest" is updated as follows:

" (4) If an individual non-resident of Japan or a non-Japanese corporation (regardless of whether it is a Specially-Related Person of the Issuer) is subject to Japanese withholding tax with respect to interest on the Notes under Japanese tax law, a reduced rate of withholding tax or exemption from such withholding tax may be available under the relevant income tax treaty between Japan and the country of tax residence of such individual non-resident of Japan or non-Japanese corporation. As of the date of this document, Japan has income tax treaties, conventions or agreements whereby the above-mentioned withholding tax rate is reduced, generally to 10 per cent. with, inter alia, Australia, Canada, Finland, France, Hong Kong, Ireland, Italy, Luxembourg, the Netherlands, New Zealand,

Norway, Portugal, Singapore, Spain and Switzerland. Under the tax treaties between Japan and Austria, Belgium, Denmark, Germany, Sweden, the United Kingdom or the United States of America, interest paid to qualified Austrian, Belgian, Danish, German, Swedish, United Kingdom or United States residents is generally exempt from Japanese withholding tax (for Belgium, only for a Belgian enterprise). Japan has also signed amendments to the existing tax treaty with Spain generally exempting interest from Japanese withholding tax; however, this amending protocol has not yet entered into force. Under the current income tax treaties between Japan and Australia, France, the Netherlands, New Zealand or Switzerland, certain limited categories of qualified Australian, French, Dutch, New Zealand or Swiss residents receiving interest on the Notes may, subject to compliance with certain procedural requirements under Japanese law, be fully exempt from Japanese withholding tax for interest on the Notes (provided that no exemption will apply to pension funds in the case of Australia and New Zealand). In order to avail themselves of such reduced rate of, or exemption from, Japanese withholding tax under any applicable income tax treaty, individual non-residents of Japan or non-Japanese corporations which are entitled, under any applicable income tax treaty, to a reduced rate of, or exemption from, Japanese withholding tax on payment of interest by the Issuer of the relevant Notes are required to submit an Application Form for Income Tax Convention regarding Relief from Japanese Income Tax and Special Income Tax for Reconstruction on Interest (as well as any other required forms and documents) in advance through the Issuer of the relevant Notes to the relevant tax authority before payment of interest."

Subscription and Sale

The selling restrictions entitled "Prohibition of Sales to EEA Retail Investors" and "Public Offer Selling Restrictions under the Prospectus Regulation" in the section of the Original Base Prospectus entitled "Subscription and Sale — Selling Restrictions" shall be deleted in their entirety and replaced with the following:

"***Prohibition of Sales to EEA and UK Retail Investors***

Unless the Final Terms in respect of any Notes specifies the "Prohibition of Sales to EEA and UK Retail Investors" as "Not Applicable", each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes which are the subject of the offering contemplated by this Base Prospectus as completed by the Final Terms in relation thereto to any retail investor in the European Economic Area or in the United Kingdom. For the purposes of this provision:

(a) the expression "retail investor" means a person who is one (or more) of the following:

(i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or

(ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; and

(b) the expression an "**offer**" includes the communication to persons in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes.

Public Offer Selling Restrictions under the Prospectus Regulation

If the Final Terms in respect of any Notes specifies "Prohibition of Sales to EEA and UK Retail Investors" as "Not Applicable", in relation to each Member State of the European Economic Area and the United Kingdom (each, a "**Relevant State**"), each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not made and will not make an offer of Notes which are the subject of the offering contemplated by this Base Prospectus as completed by the Final Terms in relation thereto to the public in that Relevant State, except that it may make an offer of such Notes to the public in that Relevant State provided that no such offer of Notes shall require the relevant Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation.

For the purposes of this provision, the expression an "**offer of Notes to the public**" in relation to any Notes in any Relevant State means the communication to persons in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes.

In relation to each Relevant State, each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not made and will not make an offer of Notes which have a minimum denomination of less than EUR100,000 (or equivalent in another currency) except that it may make an offer of such Notes at any time to any legal entity which is a qualified investor as defined in the Prospectus Regulation."

EEA Retail Investors Legends and Prospectus Regulation Disclosure

The fourth paragraph on page 2 of the Original Base Prospectus relating to offer of Notes in any Member State of the European Economic Area shall be deleted in its entirety and replaced with the following:

"This Base Prospectus has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area or the United Kingdom will be made pursuant to an exemption under the Prospectus Regulation, from the requirement to publish a prospectus for offers of Notes. Accordingly, any person making or intending to make an offer in a Member State of the European Economic Area or the United Kingdom of Notes which are the subject of an offering contemplated in this Base Prospectus as completed by the Final Terms in relation to the offer of those Notes may only do so in circumstances in which no obligation arises for each Issuer, MUFG Securities EMEA plc (the "**Arranger**") or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer. Neither of the Issuers, the Arranger nor any Dealer have authorised, nor do they authorise, the making of any offer of Notes in circumstances in which an obligation arises for any Issuer, the Arranger or any Dealer to publish or supplement a prospectus for such offer."

The legend "**IMPORTANT – EEA RETAIL INVESTORS**" on page 3 of the Original Base Prospectus shall be deleted in its entirety and replaced with the following:

"**IMPORTANT – EEA AND UK RETAIL INVESTORS**: If the Final Terms in respect of any Notes includes a legend entitled "Prohibition of Sales to EEA and UK Retail Investors", the Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**") or in the United Kingdom (the "**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No. 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation."

The optional legend "**PROHIBITION OF SALES TO EEA RETAIL INVESTORS**" included on the first page of the Form of Final Terms included in the section of the Original Base Prospectus entitled "Form of Final Terms" shall be deleted in its entirety and replaced with the following:

"[**PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS**: The Notes are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor in the European Economic Area (the "**EEA**") or in the United Kingdom (the "**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation.]"

The reference to "Prohibition of Sales to EEA Retail Investors" in paragraph 8(vi) of Part B of the Form of Final Terms included in the section of the Original Base Prospectus entitled "Form of Final Terms" shall be deleted in its entirety and replaced with a reference to "Prohibition of Sales to EEA and UK Retail Investors".

Documents Incorporated by Reference

The following current reports on Form 6-K filed with the SEC by MUFG, are incorporated by reference into the Base Prospectus, except for the forward-looking statements (including earnings targets (if any)) which were made as of the date thereof:

- MUFG's current report on Form 6-K relating to changes in representative corporate executives, dated 17 January 2020;

- MUFG's current report on Form 6-K relating to its unaudited financial information under U.S. GAAP as of and for the six months ended 30 September 2019, dated 27 January 2020;

- MUFG's current report on Form 6-K relating to its unaudited financial information under Japanese GAAP as of and for the nine months ended 31 December 2019, dated 4 February 2020, except for the forward-looking statements which were made as of the date thereof;

- MUFG's current report on Form 6-K relating to its additional unaudited financial information under Japanese GAAP as of and for the nine months ended 31 December 2019, and certain additional information, dated 14 February 2020;

- MUFG's current report on Form 6-K relating to its regulatory capital ratios as of 31 December 2019, dated 14 February 2020; and

- MUFG's current report on Form 6-K containing MUFG's consolidated summary report (*kessan tanshin*) under Japanese GAAP as of and for the fiscal year ended 31 March 2020, filed with the SEC on 15 May 2020 ("Consolidated Summary Report Form 6-K").