

June 3, 2016

To whom it may concern:

Sumitomo Mitsui Trust Holdings, Inc.

Sumitomo Mitsui Trust Bank, Limited.

**Notice regarding Business and Capital Alliance with Tokyo TY Financial Group Inc.**

Sumitomo Mitsui Trust Bank, Limited (President: Hitoshi Tsunekage; hereinafter “SuMi TRUST Bank”), a subsidiary of Sumitomo Mitsui Trust Holdings, Inc. (President: Kunitaro Kitamura; hereinafter “SuMi TRUST Holdings”) hereby announces that it has entered into a Business and Capital Alliance Agreement (this alliance, hereinafter “Business and Capital Alliance”) with Tokyo TY Financial Group, Inc. (President: Keizo Ajioka, hereinafter “Tokyo TYFG”) as below.

1. Background and purpose of Business and Capital Alliance

Tokyo TYFG is a regional financial institution group that affiliates The Tokyo Tomin Bank, Limited (President: Takashi Sakamoto; hereinafter “Tokyo Tomin Bank”), The Yachiyo Bank, Limited (President: Hirokazu Tahara; hereinafter “Yachiyo Bank”) and ShinGinko Tokyo, Limited (President: Hidenori Tsunehisa; hereinafter “ShinGinko Tokyo”), all of whose head offices are in Tokyo. Tokyo TYFG is one of the regional financial institutions which have the largest network of branches in Tokyo metropolitan area centering on Tokyo and Kanagawa, and has been proactively aiming to enhance market competitiveness by expanding financial service functions to serve diverse and developed customer needs.

SuMi TRUST Bank has entered into a business and capital alliance agreement with Yachiyo Bank in March 2006. By way of mutual support between the banks which have little overlap in terms of business and customer bases, SuMi TRUST Bank has provided various products and services such as testamentary trust and estate settlement services, investment trusts to customers within Tokyo metropolitan area, which have led to a steady accomplishment of such business alliance.

We believe that, by adding Tokyo Tomin Bank to the existing business alliance with Yachiyo Bank, we can maximize each bank’s strength and further enhance our management base and strengthen our profitability by providing high level financial services to wider variety of needs from Tokyo metropolitan area based customers. Therefore, we have reached a conclusion that we invite Tokyo TYFG and Tokyo Tomin Bank to the existing business and capital alliance relationship.

Furthermore, from the perspective of driving this alliance under firm mutual trust, SuMi TRUST Bank will make an investment in First series of Class I Preferred Stock to be issued by Tokyo TYFG by way of third party allotment as a basis of the Business and Capital Alliance.

## 2. Major content of Business and Capital Alliance

### (1) Business Alliance

Tokyo TYFG, Yachiyo Bank, Tokyo Tomin Bank and SuMi TRUST Bank will mutually introduce customers and deals and provide sales support regarding business mainly related to products and services stated below.

#### 1) Service and Products to wholesale customer

Business Matching, Real Estate secured finance, Credit Securitization, Finance business such as Syndicated Loan, Real Estate Non-Recourse Loan, Project Finance, and PFI., Corporate revitalization, M&A and Business inheritance consulting, Business in Overseas Bases, Leasing

#### 2) Service and Products to retail customer

Testamentary trust and estate settlement services, Inheritance related business, Products conducive to asset management business such as investment trusts, deposits and trust products, Loan business such as Real Estate secured finance, Opening up ATMs to mutual customers on a free of charge basis

### (2) Capital Alliance

SuMi TRUST Bank will make an investment in First series of Class I Preferred Stock to be issued by Tokyo TYFG by way of third party allotment stated below.

1) Payment Date	June 24, 2016
2) Number of Shares	750,000 shares
3) Issue Price	JPY 20,000 per share
4) Payment Amount	JPY 15 Billion

## 3. Outline of counterparties of the Business Alliance (as of the date on which the share exchange transaction was effected (April 1, 2016))

### (1) New counterparties of the business alliance

#### 1) Tokyo TYFG

Name	Tokyo TY Financial Group Inc.	
Location	5-9-2 Shinjuku, Shinjuku-ku, Tokyo	
Representative	President: Keizo Ajioka	
Main Business	Bank holding company	
Capital Stock	JPY 20,000 Million	
Date of establishment	October 1, 2014	
Major shareholders and proportion of shares held	Japan Trustee Services Bank, Ltd. (Trust Account)	7.64%
	Sumitomo Mitsui Trust Bank, Limited	7.47%
	Tokyo Metropolitan	3.90%

	Mizuho Bank, Ltd.	2.33%
	Mitsui Sumitomo Insurance Company, Limited	2.07%
	The Master Trust Bank of Japan, Ltd. (Trust Account)	1.58%
	Yachiyo Bank Employees Association	1.52%
	CBNY DFA INTL SMALL CAP VALUE PORTFOLIO	1.36%
	Tokyo Tomin Bank Employees Association	1.32%
	Japan Trustee Services Bank, Ltd. (Trust Account 9)	1.26%

Note: Tokyo TYFG has carried out a share exchange transaction effective as of April 1, 2016 in which Tokyo TYFG became the wholly owning parent company and ShinGinko Tokyo became the wholly owned subsidiary.

2) Tokyo Tomin Bank

Name	Tokyo Tomin Bank, Limited	
Location	2-3-11 Roppongi, Minato-ku, Tokyo	
Representative	President: Sakamoto Takashi	
Main Business	Banking business	
Capital Stock	JPY 48,120 Million	
Date of establishment	December 12, 1951	
Major shareholder and proportion of shares held	Tokyo TY Financial Group Inc.	100%

(2) Counterparty of existing business alliance

Name	Yachiyo Bank, Limited	
Location	5-9-2 Shinjuku, Shinjuku-ku Tokyo	
Representative	President: Hirokazu Tahara	
Main Business	Banking business	
Capital Stock	JPY 43,734 Million	
Date of establishment	December 6, 1924	
Major shareholder and proportion of shares held	Tokyo TY Financial Group Inc.	100%

4. Schedule of the Business and Capital Alliance

June 3, 2016 (Today)	Execution of the Business and Capital Alliance Agreement
June 24, 2016 (scheduled)	Issuance and Payment Date of Tokyo TYFG First series of Class I Preferred Stock

5. Outlook

This transaction will have no impact on the earnings forecasts for the fiscal year ending March 2017 of SuMi TRUST Holdings and SuMi TRUST Bank.

End.

For further information, please contact:

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