

July 30, 2007

To whom it may concern:

Sumitomo Corporation
(Code No. 8053; Tokyo Stock Exchange,
Osaka Securities Exchange, Nagoya Stock
Exchange, 1st section, and Fukuoka Stock
Exchange)
Sumisho Lease Co., Ltd.
Sumisho Auto Leasing Corporation
Sumitomo Mitsui Financial Group, Inc.
(Code No. 8316; Tokyo Stock Exchange,
Osaka Securities Exchange and Nagoya Stock
Exchange, 1st section)
SMBC Leasing Company, Limited
SMBC Auto Leasing Company, Limited

**Final Agreement concerning Strategic Joint Business in Leasing and Auto Leasing Businesses
and Merger Agreement of the Two Businesses**

- **Sumitomo Corporation** (hereinafter referred to as “**SC**”; Mr. Susumu Kato, President and CEO);
- **Sumisho Lease Co., Ltd.** (hereinafter referred to as “**Sumisho Lease**”; Mr. Hideki Yamane, President);
- **Sumisho Auto Leasing Corporation** (hereinafter referred to as “**Sumisho Auto Lease**”; Mr. Hironori Kato, President);
- **Sumitomo Mitsui Financial Group, Inc.** (hereinafter referred to as “**SMFG**”; Mr. Teisuke Kitayama, President);
- **SMBC Leasing Company, Limited** (hereinafter referred to as “**SMBC Leasing**”; Mr. Koji Ishida, President); and
- **SMBC Auto Leasing Company, Limited** (hereinafter referred to as “**SMBC Auto Leasing**”; Mr. Sumio Saito, President),

announced that they have reached a final agreement today concerning strategic joint business in leasing and auto leasing businesses, the merger of SMBC Leasing and Sumisho Lease, and the merger of Sumisho Auto Lease and SMBC Auto Leasing, as follows:

1. Strategic Joint Business in Leasing and Auto Leasing Businesses

As set forth in the “Strategic Joint Business in Leasing and Auto Leasing Businesses between Sumitomo Corporation Group and Sumitomo Mitsui Financial Group” dated October 13, 2006, the Sumitomo Corporation Group and the Sumitomo Mitsui Financial Group reached a basic agreement to position their leasing and auto leasing businesses as strategic joint business and to jointly aim to establish the best leasing and auto leasing businesses in Japan through the merger of SMBC Leasing and Sumisho Lease, and the merger of Sumisho Auto Lease and SMBC Auto Leasing. Based on the basic agreement, both groups established the “Merger Preparatory Committee” for the leasing and auto leasing businesses respectively, and have discussed both the process towards the merger and the framework of the strategic joint business. Today, both groups concluded the “Basic Agreement Concerning the Joint Business” and the “Merger Agreement” with respect to the two businesses.

The new merged companies will make it a basic policy to provide their customers with value-added products and services by pursuing best practices (such as thorough fairness, transparency, and a merit system), and aim for the early realization thereof. In addition, SC and SMFG will fully cooperate as parent companies, and will render assistance to the fullest extent for the development of both businesses.

2. Summary of the Merger

(1) Merger of the Leasing Companies (Merger of SMBC Leasing and Sumisho Lease)

(i) Objectives of the Merger

- To achieve the highest volume of leases being handled in Japan through diversification of the types of leases being handled, etc., based on the high-quality customer bases of both the Sumitomo Mitsui Financial Group and the Sumitomo Corporation Group.
- To create a high quality leasing company that can respond appropriately to market needs which are becoming increasingly sophisticated, by combining and blending the know-how related to finance of SMBC Leasing as a subsidiary of a bank and the know-how related to products and business distribution of Sumisho Lease as a trading firm's subsidiary, thereby promoting diversification and differentiation of products and providing more value-added products going beyond traditional approaches.

(ii) Outline of the Merger

a. Merger Schedule

Signing of the Merger Agreement:	July 30, 2007 (today)
General shareholders meetings to approve the Merger Agreement:	August 13, 2007 (written resolution)
Expected date of the merger (effective date):	October 1, 2007

The schedule above may be changed upon discussion among the parties if there are unavoidable circumstances with respect to procedural matters.

b. Merger Structure

The merger procedure will be a merger by absorption in which Sumisho Lease will be a surviving company, and SMBC Leasing will be dissolved.

c. Merger Ratio

Company Name	Sumisho Lease	SMBC Leasing
Merger Ratio (common stock)	1	1.4859(*)
Merger Ratio (classified stock)	1	5.7050(*)

(*) Rounded down to the nearest ten-thousandth.

(a) Allotment Ratio of Stocks

52,422,762 shares of common stock of Sumisho Lease will be issued and allocated to SMFG for 31,375,000 shares (30,000,000 shares of common stock and 1,375,000 shares of classified stock) of SMBC Leasing (44,578,289 shares of Sumisho Lease's common stock for SMBC Leasing's common stock and 7,844,473 shares of Sumisho Lease's common stock for SMBC Leasing's classified stock).

(b) Basis for Calculation of the Merger Ratio

In order to ensure the fairness and reasonableness of the merger ratio (hereinafter referred to as the “Merger Ratio”), SMBC Leasing and Sumisho Lease conducted negotiation and discussion based on the analysis of the Merger Ratio provided by each financial advisor, Daiwa Securities SMBC Co. Ltd., appointed by SMBC Leasing, and Nomura Securities Co., Ltd., appointed by Sumisho Lease, respectively.

Provided, however, that in cases where any material changes occur to the terms and conditions on the calculation of the Merger Ratio, the Merger Ratio may be changed after discussion between SMBC Leasing and Sumisho Lease.

(c) Results, Method and Basis of Calculation by Third Party Institutions

Daiwa Securities SMBC Co. Ltd. evaluated the stock value of SMBC Leasing and Sumisho Lease and calculated the Merger Ratio following a comprehensive consideration of the results.

Nomura Securities Co., Ltd. evaluated the stock value of SMBC Leasing and Sumisho Lease and calculated the Merger Ratio following a comprehensive consideration of the results.

(d) Number of New Shares, Etc. to be Issued as a Result of the Merger

Sumisho Lease will issue 52,422,762 shares of its common stock exclusive of treasury stock held immediately preceding the effective date of this merger.

d. Summary of Accounting Treatment

Since the merger of the leasing business companies falls under the category of an acquisition (reverse acquisition) under “Accounting Standard for Business Combinations” (“Opinion Concerning Establishment of Accounting Standard for Business Combinations” (Business Accounting Council; October 31, 2003) and the “Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures” (Accounting Standards Board of Japan Guidance No. 10, as finally amended on December 22, 2006), SMFG will proceed with this merger by applying the purchase method. The amount and the amortization period, etc. of the goodwill in the consolidated financial statements of SMFG accompanying this merger have not been determined at present.

The merged leasing company is expected to become a consolidated subsidiary of SMFG and an equity-method affiliate company of SC. (Currently, SMBC Leasing is a consolidated subsidiary of SMFG and Sumisho Lease is a consolidated subsidiary of SC.)

e. Shareholder Composition of the Merged Company

SMFG: 55% (a consolidated subsidiary of SMFG)

SC: 45% (an equity-method affiliate company of SC)

f. Trade Name of the Merged Company

Sumitomo Mitsui Finance and Leasing Company, Limited

g. Directors of the Merged Company

- Representative Directors

Chairman of the Board (Co-CEO):	Mr. Tadahiko Mizukami (current Representative Director and Executive Vice President of Sumisho Lease)
President (Co-CEO):	Mr. Koji Ishida (current Representative Director and President of SMBC Leasing)
Deputy President:	Mr. Taizo Ohi (current Representative Director and Deputy President of SMBC Leasing)
Senior Managing Director:	Mr. Minoru Tanaka (current Representative Director and Senior Managing Executive Officer of Sumisho Lease)

- Directors

Senior Managing Director:	Mr. Norihisa Koderu (current Representative Director and Senior Managing Executive Officer of Sumisho Lease)
Senior Managing Director:	Mr. Yasufumi Kitamoto (current Representative Director and Senior Managing Director of SMBC Leasing)
Senior Managing Director:	Mr. Hiromichi Miyauchi (current Representative Director and Senior Managing Director of SMBC Leasing)
Senior Managing Director:	Mr. Takaaki Okamoto (current Representative Director and Senior Managing Director of SMBC Leasing)
Senior Managing Director:	Mr. Takashi Okamoto (current Director and Managing Executive Officer of Sumisho Lease)
Outside Director:	Mr. Takeshi Kunibe (current Director of SMFG and Managing Director of Sumitomo Mitsui Banking Corporation)
Outside Director:	Mr. Noriaki Shimazaki (current Representative Director and Executive Vice President of SC)

Mr. Hideki Yamane, current Representative Director and President of Sumisho Lease, will resign the position on September 30, 2007 and will be designated as Special Advisor of the merged company on October 1, 2007.

h. Corporate Auditors of the Merged Company

Standing Outside Corporate Auditor:	Mr. Toyosaburou Hirano (current Standing Corporate Auditor of SMBC Leasing)
Standing Corporate Auditor:	Mr. Heihachi Ogawa (current Standing Corporate Auditor of SMBC Leasing)

Standing Corporate Auditor:	Mr. Yasuo Nushihara (current Standing Corporate Auditor of Sumisho Lease)
Corporate Auditor:	Mr. Shinichi Hori (current Corporate Auditor of Sumisho Lease)
Outside Corporate Auditor:	Mr. Yukihiko Onishi (current General Manager of Subsidiaries & Affiliates Dept. of SMFG)
Outside Corporate Auditor:	Mr. Masahiro Ishikawa (former Advisor/Corporate Auditor of SC)

(2) Merger of the Auto Leasing Companies (Merger of Sumisho Auto Lease and SMBC Auto Leasing)

(i) Objectives of the Merger

- To win a place in the auto leasing industry that is becoming increasingly competitive and to establish a structure aiming to be ranked number one with respect to the market share based upon the high-quality customer bases of both the Sumitomo Corporation Group and the Sumitomo Mitsui Financial Group, by combining high-value-added services based on Sumisho Auto Lease's value chain and business network of SMBC Auto Leasing.
- To aim to achieve better customer satisfaction by combining and blending the know-how related to products and business distribution of Sumisho Auto Lease as a trading firm's subsidiary and the know-how related to finance of SMBC Auto Leasing as a subsidiary of a bank, thereby pursuing various services.

(ii) Outline of the Merger

a. Merger Schedule

Signing of the Merger Agreement:	July 30, 2007 (today)
General shareholders meetings to approve the Merger Agreement:	
Sumisho Auto Lease	August 15, 2007
SMBC Auto Leasing	August 15, 2007 (written resolution)
Expected date of the merger (effective date):	October 1, 2007

SMFG plans to make SMBC Auto Leasing its wholly-owned subsidiary by acquiring all the shares of SMBC Auto Leasing from SMBC Leasing, prior to the merger on October 1, 2007.

The schedule above may be changed upon discussion among the parties if there are unavoidable circumstances with respect to procedural matters.

b. Merger Structure

The merger procedure will be a merger by absorption in which Sumisho Auto Lease will be a surviving company, and SMBC Auto Leasing will be dissolved.

c. Merger Ratio

Company Name	Sumisho Auto Lease	SMBC Auto Leasing
Merger Ratio	1	717.8632

(a) Allotment Ratio of Stocks

10,767,948 shares of common stock of Sumisho Auto Lease will be issued and allocated to SMFG for 15,000 shares of common stock of SMBC Auto Leasing.

(b) Basis for Calculation of the Merger Ratio

In order to ensure the fairness and reasonableness of the merger ratio (hereinafter referred to as the “Merger Ratio”), Sumisho Auto Lease and SMBC Auto Leasing conducted negotiation and discussion based on the analysis of the Merger Ratio provided by each financial advisor, Nomura Securities Co., Ltd., appointed by Sumisho Auto Lease, and Daiwa Securities SMBC Co. Ltd., appointed by SMBC Auto Leasing, respectively.

Provided, however, that in cases where any material changes occur to the terms and conditions on the calculation of the Merger Ratio, the Merger Ratio may be changed after discussion between Sumisho Auto Lease and SMBC Auto Leasing.

(c) Results, Method and Basis of Calculation by Third Party Institutions

Nomura Securities Co., Ltd. evaluated the stock value of Sumisho Auto Lease and SMBC Auto Leasing, and calculated the Merger Ratio following a comprehensive consideration of the results.

Daiwa Securities SMBC Co. Ltd. evaluated the stock value of SMBC Auto Leasing and Sumisho Auto Lease, and calculated the Merger Ratio following a comprehensive consideration of the results.

(d) Number of New Shares, Etc. to be Issued as a Result of the Merger

Sumisho Auto Lease will issue 10,767,948 shares of its common stock exclusive of its treasury stock held immediately preceding the effective date of this merger.

d. Summary of Accounting Treatment

SC are preparing its consolidated financial statements on the basis of U.S. GAAP and applying SFAS No. 141, “Business Combinations” and SFAS No. 142, “Goodwill and Other Intangible Assets” in businesses combinations. SFAS No. 141 requires that all business combinations are accounted for by the purchase method. Under SFAS No. 142, goodwill is not amortized and instead requires annual impairment testing thereof at least annually. Intangible assets with a definite useful life are amortized over their respective estimated useful lives and reviewed for impairment in accordance with SFAS No. 144. Intangible assets determined to have an indefinite useful life are not amortized, but instead are tested for impairment based on fair value at least annually until the remaining life would be determined to no longer be indefinite. The amount of the goodwill, etc. in the consolidated financial statements of SC accompanying this merger has not been determined at present.

The merged auto leasing company is expected to become a consolidated subsidiary of SC and an equity-method affiliate company of SMFG. (Currently, Sumisho Auto Lease is a consolidated subsidiary of SC and SMBC Auto Leasing is a consolidated subsidiary of SMFG.)

e. Shareholder Composition of the Merged Company

SC: 60% (a consolidated subsidiary of SC)

SMFG: 40% (an equity-method affiliate company of SMFG)

f. Trade Name of the Merged Company

Sumitomo Mitsui Auto Service Company, Limited

g. Directors of the Merged Company

- Representative Directors

Chairman of the Board (Co-CEO):

Mr. Katsuyuki Shibabuki (current Representative Director and Chairman of the Board of SMBC Auto Leasing)

President (Co-CEO):

Mr. Hironori Kato (current Representative Director and President & CEO of Sumisho Auto Lease)

Executive Vice President:

Mr. Katsuichi Kobayashi (current Representative Director and Executive Vice President of Sumisho Auto Lease)

Executive Vice President:

Mr. Sumio Saito (current Representative Director and President of SMBC Auto Leasing)

- Directors

Senior Managing Executive Officer:

Mr. Kimio Amemiya (current Representative Director and Senior Managing Director of SMBC Auto Leasing)

Senior Managing Executive Officer:

Mr. Fumiaki Iwase (current Representative Director and Senior Managing Executive Officer of Sumisho Auto Lease)

Senior Managing Executive Officer:

Mr. Hajime Amaki (current Representative Director and Senior Managing Director of SMBC Auto Leasing)

Senior Managing Executive Officer:

Mr. Shiro Yamamoto (current Director and Senior Managing Executive Officer of Sumisho Auto Leasing)

Senior Managing Executive Officer:

Mr. Akira Tanabe (current Director and Senior Managing Executive Officer of Sumisho Auto Leasing)

Outside Director:

Mr. Makoto Sato (current Managing Executive Officer of SC)

Outside Director:

Mr. Takeshi Kunibe (current Director of SMFG and Managing Director of Sumitomo Mitsui Banking Corporation)

h. Corporate Auditors of the Merged Company

Standing Corporate Auditor:

Mr. Toru Ozaki (current Corporate Auditor of Sumisho Auto Lease)

Standing Corporate Auditor:

Mr. Toshiyuki Ishida (current Managing Director of SMBC Auto Leasing)

Outside Corporate Auditor:

Mr. Masahiro Ishikawa (former Advisor/Corporate Auditor of SC)

Outside Corporate Auditor:

Mr. Seiji Ogawa (current General Manager of Strategy Planning & Domestic Market Department of SC)

Outside Corporate Auditor:

Mr. Yukihiro Onishi (current General Manager of Subsidiaries & Affiliates Dept. of SMFG)

The procedures described above will be conducted subject to the approvals of the relevant authorities, etc. under applicable laws and regulations.

3. Business Forecast

(1) SC:

The business forecast for the fiscal year ended March 2008 is not revised as a result of this transaction.

(2) SMFG:

The business forecast for the fiscal year ended March 2008 is not revised as a result of this transaction.

4. Corporate Profile of the Four Companies Relating to the Merger (Fiscal Year Ended March 2007)

(1) Leasing Business

(i) Company Name	SMBC Leasing Company, Limited	Sumisho Lease Co., Ltd.
(ii) Description of Business	General leasing business	General leasing business
(iii) Date of Incorporation	September 2, 1968	January 12, 1948
(iv) Location of Head Office	9-4, Nishi-Shinbashi 3-chome, Minato-ku, Tokyo	5-33, Kitahama 4-chome, Chuo-ku, Osaka
(v) Representative	Koji Ishida, President	Hideki Yamane, President
(vi) Capital	82,600 million Yen (Non-consolidated)	14,760 million Yen (Consolidated)
(vii) Total Number of Issued Shares	Common Stock 30,000 thousand shares Preferred Stock 1,375 thousand shares	Common Stock 43,396 thousand shares
(viii) Net Assets	195,048 million Yen (Non-consolidated)	144,903 million Yen (Consolidated)
(ix) Total Assets	1,817,510 million Yen (Non-consolidated)	1,492,420 million Yen (Consolidated)
(x) Fiscal Year End	March 31	March 31
(xi) Number of Employees	916 (Non-consolidated)	937 (Consolidated)

(xii) Main Customer	Foreign and domestic private companies, etc.	Foreign and domestic private companies, etc.
(xiii) Principal Shareholders and Voting Right Ratio (As of July 30, 2007)	SMFG 100%	SC 100%
(xiv) Main Bank	Sumitomo Mitsui Banking Corporation	The Sumitomo Trust and Banking Co., Ltd. Sumitomo Mitsui Banking Corporation The Bank of Tokyo-Mitsubishi UFJ, Ltd.
(xv) Relationship between the Parties of the Merger	Capital Ties	There are no capital ties between the parties of the merger.
	Personnel Relationships	There are no personnel relationships between the parties of the merger.
	Business Relationships	There are no business relationships in particular between the parties of the merger.

(2) Auto Leasing Business

(i) Company Name	Sumisho Auto Leasing Corporation	SMBC Auto Leasing Company, Limited
(ii) Description of Business	Leasing business of various vehicles	Leasing business of various vehicles
(iii) Date of Incorporation	February 21, 1981	January 6, 1995
(iv) Location of Head Office	20-2, Nishi-Shinjuku 3-chome, Shinjuku-ku, Tokyo	13-12, Nihonbashi Kayaba-cho 1-chome, Chuo-ku, Tokyo
(v) Representative	Hironori Kato, President	Sumio Saito, President
(vi) Capital	2,750 million Yen (Consolidated)	4,200 million Yen (Non-consolidated)
(vii) Total Number of Issued Shares	Common Stock 19,415 thousand shares	Common Stock 15 thousand shares
(viii) Net Assets	40,097 million Yen (Consolidated)	17,069 million Yen (Non-consolidated)
(ix) Total Assets	184,728 million Yen (Consolidated)	276,812 million Yen (Non-consolidated)
(x) Fiscal Year End	March 31	March 31

(xi) Number of Employees	664 (Consolidated)	553 (Non-consolidated)
(xii) Main Customer	Foreign and domestic private companies, etc.	Foreign and domestic private companies, etc.
(xiii) Principal Shareholders and Voting Right Ratio (As of July 30, 2007)	SC 100%	SMBC Leasing 100%
(xiv) Main Bank	The Sumitomo Trust and Banking Co., Ltd.	Sumitomo Mitsui Banking Corporation
(xv) Relationship between the Parties of the Merger	Capital Ties	There are no capital ties between the parties of the merger.
	Personnel Relationships	There are no personnel relationships between the parties of the merger.
	Business Relationship	There are no business relationships in particular between the parties of the merger.

(xvi) Business Results for the Latest Three Fiscal Years (Unit: Millions of Yen, except for per share data)

	Sumisho Lease (Consolidated)		
Fiscal Year Ended	March 2005	March 2006	March 2007
Net Sales	430,872	450,482	461,313
Operating Income	21,861	25,731	29,080
Ordinary Income	24,714	28,363	31,126
Net Income	15,158	17,080	20,017
Net Income per Share	349.03 Yen	393.35 Yen	462.63 Yen
Annual Cash Dividends per Share	30.00 Yen	40.00 Yen	25.00 Yen
Net Assets per Share	2,072.10 Yen	2,727.32 Yen	3,187.04 Yen

	SMBC Leasing (Non-Consolidated)		
Fiscal Year Ended	March 2005	March 2006	March 2007
Net Sales	589,179	619,749	630,072
Operating Income	28,028	32,240	31,517
Ordinary Income	20,177	26,729	29,627
Net Income	12,476	17,560	17,952
Net Income per Share	527.73 Yen	546.84 Yen	559.92 Yen
Annual Cash Dividends per Share	45.00 Yen	78.00 Yen	81.00 Yen
Net Assets per Share	3,475.82 Yen	4,157.31 Yen	4,668.29 Yen

	Sumisho Auto Lease (Consolidated)		
Fiscal Year Ended	March 2005	March 2006	March 2007
Net Sales	97,010	99,238	102,035
Operating Income	10,025	8,244	9,012
Ordinary Income	10,039	8,341	9,044
Net Income	5,696	5,021	5,141
Net Income per Share	291.56 Yen	257.15 Yen	264.82 Yen
Annual Cash Dividends per Share	26.00 Yen	26.00 Yen	76.00 Yen
Net Assets per Share	1,582.99 Yen	1,819.18 Yen	2,041.73 Yen

	SMBC Auto Leasing (Non-Consolidated)		
Fiscal Year Ended	March 2005	March 2006	March 2007
Net Sales	105,558	116,771	131,110
Operating Income	3,486	3,656	4,635
Ordinary Income	3,463	3,642	4,716
Net Income	1,539	1,795	3,391
Net Income per Share	131,943.66 Yen	119,682.13 Yen	226,111.18 Yen
Annual Cash Dividends per Share: Common Stock	33,334.00 Yen	33,334.00 Yen	67,800.00 Yen
Net Assets per Share	853,790.53 Yen	943,114.03 Yen	1,137,933.74 Yen

5. Corporate Profile After the Merger

(1) Leasing Business

- (i) Company Name Sumitomo Mitsui Finance and Leasing Company, Limited
- (ii) Description of Business General leasing business, Loan business
- (iii) Location of Head Office 9-4, Nishi-Shinbashi 3-chome, Minato-ku, Tokyo
- (iv) Representative Koji Ishida, Representative Director and President
- (v) Capital 15,000 million Yen
(Amount of capital increased due to the merger: 239 million Yen)
- (vi) Total Assets 3,309,930 million Yen
(Total amount of total assets of SMBC Leasing (non-consolidated) and Sumisho Lease (consolidated) as of March 31, 2007)
- (vii) Fiscal Year End March 31

(2) Auto Leasing Business

- (i) Company Name Sumitomo Mitsui Auto Service Company, Limited
- (ii) Description of Business Leasing business of various vehicles
- (iii) Location of Head Office 20-2, Nishi-Shinjuku 3-chome, Shinjuku-ku, Tokyo

(iv)	Representative	Hironori Kato, Representative Director and President
(v)	Capital	6,950 million Yen (Amount of capital increased due to the merger: 4,200 million Yen)
(vi)	Total Assets	461,540 million Yen (Total amount of total assets of Sumisho Auto Lease (consolidated) and SMBC Auto Leasing (non-consolidated) as of March 31, 2007)
(vii)	Fiscal Year End	March 31

End of Document

<p>This press release contains information about future business prospects, etc. Please note that the information provided in this press release is based on the predictions of the management of the parties at the time of this press release and involves risks and uncertainties. The actual results may differ from what is disclosed here, subject to changes in business environment, etc. Furthermore, this press release is not made for the purpose of solicitation of any kind, domestic or foreign.</p>
