

THE TOKAI BANK, LIMITED(*)

Derivative & Foreign Exchange Division

1-18-1, SHINTOMI, CHUO-KU

TOKYO 104-0041

November 28, 2001

International Swaps and Derivatives Association, Inc.

600 Fifth Avenue, 27 th Floor

Rockefeller Center

New York, New York 10020-2302

Dear Sirs,

2001 Euro Protocol - Adherence

The purpose of this letter is to confirm our adherence to the 2001 Euro Protocol as published by the International Swaps and Derivatives Association, Inc. on September 24, 2001(the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party

1. Annex Applicability

Annex	Title	Applicability
Annex 1	Euro-Payments and Rate Fixings	Applicable
Annex 2	Euro-Notional Redenomination	Applicable
Annex 3	Euro-Accounts for Payment	Applicable
Annex 4	Euro-Payment Netting	Applicable

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly

we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA, including, without limitation, the reproduction, display, posting or publication of this Adherence Letter

3. Payment

We represent that we have previously made payment of USD 1,000- to you, in respect of our adherence to the Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are

Name : Hiroaki Usui / Derivative & Foreign Exchange Division

Address : The Tokai Bank, Limited 18-1, Shintomi 1-Chome, Chuo-ku Tokyo, 104-0041, Japan

Telephone : 813-5540-3104

Fax : 813-5540-3010

E-mail : hiroaki.usui@tokaibk.co.jp

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the content of this letter.

Yours faithfully

The Tokai Bank, Limited (*)

Takayuki Shimosato

Name : Takayuki Shimosato

Title : General Manager

(*) The Tokai Bank, Limited is going to merge with The Sanwa Bank, Limited effective as of January 15, 2002. The resulting entity will be named UFJ Bank Limited.