

March 4, 2002

The Sumitomo Trust & Banking Co., Ltd.

Matsushita Electric Industrial Co., Ltd.

Kao Corporation

All Nippon Airways Co., Ltd.

Establishment of A New Joint-Venture Corporation Undertaking Payroll and Human Resource Services

The Sumitomo Trust & Banking Co., Ltd., Matsushita Electric Industrial Co., Ltd., Kao Corporation, and All Nippon Airways Co., Ltd. have reached a basic agreement on the establishment of a new joint-venture corporation, which will undertake payroll and human resource management services. SAP Japan, Microsoft Corporation, CSK Corporation, and Hitachi Software Engineering Co., Ltd. are also under discussion with us for possible participation to the new joint venture.

The joint venture, to be founded by the four leading companies crossing boundaries among industries, intends to establish a common platform of human resource management services, which is designed on the Japanese culture and social system. It starts from providing services to the four founding companies and eventually extends its services to the various third party corporate clients.

The business model of the joint venture consists of:

- (i) Transformation of human resource management services which have been regarded as a 'cost-center' into a 'profit-center' through centralization and standardization;
- (ii) Construction of a state-of-art Web infrastructure; and
- (iii) Establishment in the coming few years of the largest and highest-quality human resource management provider, which will serve to 500,000 employees.

The joint-venture corporation will establish within the year 2002 the infrastructure as a service-provider and will start providing services to the four founding companies and their affiliates. Thereafter, the company will further integrate their know-how, system development, and management ability, thereby providing its clients with diverse 'total solutions' of human resource management services, including welfare consultation and financial services.

Other than the four founding companies, we expect the participation of SAP Japan, the world's largest ERP vendor and provider of R/3, the main HR management system, to the joint venture, and Microsoft Corporation, the provider of the Web technology.

<Summary of the new joint-venture corporation>

Corporate Name	To be decided
Participants (including those expected)	The Sumitomo Trust & Banking Co., Ltd., Matsushita Electric Industrial Co., Ltd., Kao Corporation, All Nippon Airways Co., Ltd., SAP Japan, Microsoft Corporation, CSK Corporation, and Hitachi Software Engineering Co., Ltd.
Expected Date for Establishment	Toward March 2002 (subject to approvals of authorities concerned)
Location of Head Office	11-5 Nihombashi TTF Bldg. Nihombashi Honcho 4-Chome, Chuo-ku, Tokyo, Japan
Capital	1 billion yen
Representative	To be decided
Number of Employees	16 at its establishment (approx. 200 in 5 years)
Scope of Business	Various consultation services relating to human resource management; Consultation services for individuals' asset formation; Payroll, social security, and tax administration Other services relating to welfare
Number of Employees to be served	120,000 at its establishment; to be increased to as many as 500,000 as the initial goal to be achieved

<Summary of corporations participating in this joint venture>

(Users/Shareholders)

The Sumitomo Trust & Banking Co., Ltd. (HP: <http://www.sumitomotrust.co.jp>)

Head Office : 5-33, Kitahama 4-Chome, Chuo-ku, Osaka, Japan

Representative : Atsushi Takahashi, President

Number of Employees 4,979 (non-consolidated); 6,948 (consolidated)

Matsushita Electric Industrial Co., Ltd. (HP: <http://www.matsushita.co.jp>)

Head Office : 1006, Kadoma, Kadoma-City, Osaka, Japan

Representative : Kunio Nakamura, President

Number of Employees : 44,951 (non-consolidated); 292,790 (consolidated)

Kao Corporation (HP: <http://www.kao.co.jp>)

Head Office : 14-10, Nihombashi Kayabacho 1-chome, Chuo-ku, Tokyo, Japan

Representative : Takuya Goto, President

Number of Employees : 5,761 (non-consolidated); 19,054 (consolidated)

All Nippon Airways Co., Ltd. (HP: <http://www.ana.co.jp>)

Head Office : 3-5-10, Haneda Airport, Ota-ku, Tokyo, Japan

Representative : Yoji Ohashi, President

Number of Employees : 13,090 (non-consolidated); 29,358 (consolidated)

(Participation expected)

SAP Japan (HP: <http://www.sap.co.jp>)

Head Office : 7-2, Otemachi 1-chome, Chiyoda-ku, Tokyo, Japan

Representative : Kiyotaka Fujii, President

Microsoft Corporation (HP: <http://www.microsoft.com/japan/>)

Head Office : 1-50-1 Sasazuka NA Bldg. Sasazuka, Shibuya-ku, Tokyo, Japan

Representative : Shinichi Ata, President

CSK Corporation (HP: <http://www.csk.co.jp>)

Head Office : Shinjuku Sumitomo Bldg., 2-6-1, Nishi-Shinjuku, Shinjuku-ku, Tokyo, Japan

Representative : Masahiro Aozono, President

Hitachi Software Engineering Co., Ltd. (HP: <http://www.hitachi-sk.co.jp>)

Head Office : 6-81, Onoe-cho, Naka-ku, Yokohama, Japan

Representative : Hiroyuki Kanekiyo, President