[Translation]

June 24, 2016

To Whom It May Concern:

Company Name : Marubeni Corporation
(URL http://www.marubeni.com)
Code Number : 8002
Listed : Tokyo, Nagoya
Representative : Fumiya Kokubu, President and CEO, Member of the Board
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Notice Regarding the Issuance of Stock Compensation-Type Stock Options

At the meeting of the Board of Directors held on June 24, 2016, Marubeni Corporation ("Marubeni" or the "Company") resolved, among others, to issue stock acquisition rights as stock compensation-type stock options for its directors (excluding outside directors) and executive officers to determine the offering terms and conditions and offer them for subscription as below.

I. Reason for issuing stock acquisition rights

These acquisition rights will be issued to Marubeni's directors (excluding outside directors) and executive officers, in order for them to share the benefits and risks of stock price fluctuations with shareholders and to enhance their motivation toward further contribution to the rise in stock price and the increase in corporate value.

II. Issuance terms and conditions of stock acquisition rights

1. Name of the stock acquisition rights: Marubeni Corporation 1st Stock Acquisition Rights
2. Total number of stock acquisition rights : 4,724

   The total number of stock acquisition rights stated above is only an expected allotment number. In the case where the total number of stock acquisition rights to be allotted is decreased due, for example, to a less than expected number of subscriptions to the offering, the total number of stock acquisition rights to be allotted shall be the total number of stock acquisition rights that will be issued.

   Persons eligible for the allotment and the number of such persons and the number of stock acquisition rights to be allotted to them are as follows:

   6 directors (excluding outside directors) : 1,717

   24 executive officers who are not directors : 3,007

3. Type and number of shares under the stock acquisition rights

The type of the shares under the stock acquisition rights shall be the Company's shares of common stock. The number of shares under each stock acquisition right (the "Number of Granted Shares") shall be 100. In case the Company splits its shares (including the allotment of shares without contribution; hereinafter the same shall apply concerning the description of a stock split) or consolidates its shares of common stock after the day on which share subscription rights are allotted (hereinafter the "Allotment Date"), the Number of Granted Shares shall be adjusted according to the following formula, and any resulting fraction less than one share arising from the adjustment shall be truncated.

Number of Granted Shares after adjustment = Number of Granted Shares before adjustment

× Ratio of split or consolidation

The Number of Granted Shares after adjustment shall become effective, in the case of a stock split, on and after the day following the record date of the relevant stock split (or its effective date if no record date is specified) or, in the case of a consolidation of shares, on and after its effective date; provided, however, that, in the event that a stock split is conducted on the condition that a proposal to increase the capital stock or capital legal reserve by reducing the amount of surpluses is approved at the General Meeting of Shareholders and that the record date for such stock split is prior to the date of closing of said General Meeting of Shareholders, the Number of Granted Shares after adjustment shall be applicable on and after the day following the date of closing of said General Meeting of Shareholders with retrospective application since the day following said record date.

In addition, in case the Company merges with another corporation, demerges or it is deemed necessary in similar circumstances to adjust the Number of Granted Shares, after the Allotment Date, the Company may adjust the Number of Granted Shares to a reasonable extent.

When the Number of Granted Shares is adjusted, the Company shall give notice of necessary matters to each holder of the stock acquisition rights (hereinafter "Stock Acquisition Right Holders") recorded in the register of stock acquisition rights or give public notice thereof, no later than the day preceding the date on which the Number of Granted Shares after adjustment becomes effective; provided, however, that, if the Company is unable to give such notice or public notice no later than the date preceding such effective date, the Company shall thereafter promptly give such notice or public notice.

4. Value of assets to be invested upon the exercise of the stock acquisition rights

   The value of the assets to be invested upon the exercise of each stock acquisition right shall be the amount that is equal to the product of one (1) yen as the exercise price per share for the shares that may be issued by exercising the stock acquisition rights (hereinafter the "Exercise Price") and the Number of Granted Shares.

5. The period during which the stock acquisition rights may be exercised

   From July 12, 2016 to July 11, 2049

6. Matters concerning the amount of increase in capital stock and capital legal reserve arising from

issuance of new shares upon the exercise of the stock acquisition rights

(1) The amount of increase in capital stock arising from issuance of new shares upon the exercise of the stock acquisition rights shall be 50% of the maximum amount of capital increase calculated in accordance with Article 17-1 of the Corporate Accounting Rules, with the resulting amounts of less than one yen rounded up to the nearest yen.

(2) The amount of increase in capital legal reserve arising from issuance of new shares upon the exercise of the stock acquisition rights shall be calculated by subtracting the amount of increase in capital stock determined under (1) above from the maximum amount of capital increase referred to in (1) above.

7. Restrictions on the acquisition of the stock acquisition rights by assignment

   Approval of the Board of Directors shall be required for the acquisition of the stock acquisition rights by assignment.

8. Conditions for the acquisition of the share subscription rights

   If any of the proposals listed in (1), (2), (3), (4) or (5) below is approved at the General Meeting of Shareholders of the Company (or, if a resolution of the General Meeting of Shareholders is not required, is resolved at the Board of Directors), the Company can acquire the stock acquisition rights without consideration on the date to be separately determined by the Board of Directors of the Company:

   (1) Proposal for approval of a merger agreement under which the Company will become a dissolving company;

   (2) Proposal for approval of a split agreement or split plan under which the Company will be split;

   (3) Proposal for approval of a share exchange agreement or share transfer plan under which the Company will become a wholly-owned subsidiary;

   (4) Proposal for approval of an amendment to the Articles of Incorporation in order to establish the provision that an acquisition by way of assignment of any of the shares to be issued by the Company shall require the approval of the Company; and

   (5) Proposal for approval of an amendment to the Articles of Incorporation in order to establish the provision that an acquisition by way of assignment of a type of shares to be delivered upon exercise of the stock acquisition rights shall require the approval of the Company or that the Company may acquire all of such type of shares upon a resolution of the General Meeting of Shareholders.

9. Policy on the determination of the terms and conditions of the delivery of stock acquisition rights of the Reorganized Company in reorganization

   If the Company conducts a merger (limited to the case where the Company ceases to exist due to the merger), an absorption-type or incorporation-type company split (both, limited to the case where the Company is split), or a share exchange or transfer (both, limited to the case where the Company becomes a wholly-owned subsidiary) (hereinafter collectively referred to as the “Acts of Reorganization”), the Company shall, in each of the above cases, deliver the stock acquisition

rights of any of the relevant companies listed in Article 236, Paragraph 1-8 of the Companies Act (hereinafter the "Reorganized Company") to the Acquisition Rights Holders holding the stock acquisition rights remaining at the time immediately preceding the effective date of the relevant Act of Reorganization (hereinafter the "Remaining Stock Acquisition Rights") (the effective date of the relevant Act of Structural Reorganization shall mean, in the case of an absorption-type merger, the date on which the absorption-type merger becomes effective; in the case of an incorporation-type merger, the date of establishment of a newly-incorporated company through such incorporation-type merger; in the case of an absorption-type company split, the date on which such absorption-type company split becomes effective; in the case of an incorporation-type company split, the date of establishment of a newly-incorporated company through such incorporation-type company split; in the case of a share exchange, the date on which the share exchange becomes effective; and in the case of a share transfer, the date of establishment of a wholly-owning parent company through the share transfer; the same shall apply hereinafter). However, that the foregoing shall be on the condition that delivery of such stock acquisition rights by the Reorganized Company in accordance with each of the following items is stipulated in an absorption-type merger agreement, an incorporation-type merger agreement, an absorption-type company split agreement, an incorporation-type company split plan, a share exchange agreement or a share transfer plan:

(1) Number of stock acquisition rights of the Reorganized Company to be delivered

A number equal to the number of the Remaining Stock Acquisition Rights held by a Stock Acquisition Right Holders shall be delivered to the same a Stock Acquisition Right Holders.

(2) Type of shares of the Reorganized Company under the stock acquisition rights

Shares of common stock of the Reorganized Company

(3) Number of shares of the Reorganized Company under the stock acquisition rights

This is to be determined in accordance with 3. above, taking into consideration the conditions, etc. of the Act of Reorganization.

(4) Value of assets to be invested upon the exercise of the stock acquisition rights

The value of the assets to be invested upon exercise of each stock acquisition right shall be the amount that is equal to the product of the Exercise Price after reorganization prescribed below and the number of shares of the Reorganized Company under the stock acquisition rights as determined in accordance with (3) above. The Exercise Price after reorganization shall be one (1) yen per share of the Reorganized Company delivered upon the exercise of each stock acquisition right to be delivered.

(5) The period during which the stock acquisition rights may be exercised

This period shall be from and including whichever is the later of (x) the start date of the period during which the stock acquisition rights may be exercised as prescribed in 5. above or (y) the effective date of the Act of Reorganization, to and including the expiration date of the period during which the stock acquisition rights may be exercised as prescribed in 5. above.

(6) Matters concerning the amount of increase in capital stock and capital legal reserve arising

from issuance of new shares upon the exercise of the stock acquisition rights

To be determined in accordance with 6. above.

(7) Restrictions on the acquisition of the stock acquisition rights by assignment

Approval of the Board of Directors of the Reorganized Company shall be required for the acquisition of the stock acquisition rights by assignment.

(8) Conditions for the acquisition of the share subscription rights

To be determined in accordance with 8. above.

(9)Other conditions for the exercise of the stock acquisition rights

To be determined in accordance with 11. below.

10. Handling of fractions less than one share resulting from exercise of stock acquisition rights

Any fraction less than one share included in the number of shares to be delivered to a Stock Acquisition Right Holder who exercised stock acquisition rights shall be discarded.

11. Other conditions for the exercise of the stock acquisition rights

(1) Stock Acquisition Right Holders shall be able to exercise their stock acquisition rights on and after (i) the day when 3 years have elapsed from the Allotment Date or (ii) the day following the date on which they forfeit the position of director or executive officer of the Company, whichever is earlier.

(2) Notwithstanding the provisions of (1) above, in cases where a proposal for approval of a merger agreement under which the Company will become a dissolving company or a proposal for approval of a share exchange agreement or share transfer plan under which the Company will become a wholly-owned subsidiary is approved at the General Meeting of Shareholders (or, if a resolution of the General Meeting of Shareholders is not required, is resolved at the Board of Directors) during the period prescribed in 5. above, Stock Acquisition Right Holders may exercise the stock acquisition rights only within 15 days from the day following the date of such approval (excluding cases where the merger agreement, share exchange agreement or share transfer plan provides that share acquisition rights of the Reorganized Company shall be delivered to the Stock Acquisition Right Holders in accordance with 9. above).

(3) The condition set forth in (1) above shall not apply to those who have acquired the share subscription rights by way of inheritance.

(4) If a Stock Acquisition Right Holder has renounced his or her stock acquisition rights, he or she can no longer exercise them.

(5) If 10 (10) years have elapsed from the day following the date on which a Stock Acquisition Right Holder forfeited both the positions of director and executive officer of the Company, he or she can no longer exercise the stock acquisition rights and shall be deemed to have renounced the stock acquisition rights as of that date.

12. Method for calculating paid-in value for the stock acquisition rights

The paid-in value for each stock acquisition right shall be the amount that is equal to the product of the option price per share calculated using the Black-Scholes model (any resulting amount of less than one yen shall be rounded to the nearest yen) and the Number of Granted Shares as of the Allotment Date of the stock acquisition rights. The amount calculated as above is a fair value of the stock acquisition rights. Therefore, the issuance of the stock acquisition rights at that price is not an issuance at an advantageous price. The compensation claim whose amount is equal to the total amount of the paid-in value for the stock acquisition rights held by the person to whom the stock acquisition rights are to be allotted is offset by his or her obligation to pay the paid-in value for the stock acquisition rights.

13. Day on which the stock acquisition rights are allotted: July 11, 2016
14. Due date of the payment of money in exchange for the allotment of the stock acquisition rights: July 11, 2016