

This document is an English translation of a brief summary of a statement written initially in Japanese. The original in Japanese should be considered the primary version.

Disclaimer Regarding Forward-Looking Statements

This document contains forward-looking statements about the performance of Marubeni and its Group companies, based on management's assumptions in light of current information. The following factors may therefore influence actual results. These factors include consumer trends in Japan and in major global markets, private capital expenditures, currency fluctuations, notably against the U.S. dollar, materials prices, and political turmoil in certain countries and regions.

November 12, 2003

To All Concerned Parties

**Marubeni Corporation
(TSE Code 8002)**

Enquiries: HONDA, Tsutomu
Deputy General Manager,

TEL: 81-3-3282-4800

Announcement of Issue of Preferred Shares

At its board meeting held today, the Board of Directors of Marubeni Corporation (the Company) approved a resolution for the issue of 75.5 billion yen of preferred shares with common share conversion rights, to be completed through a third-party allocation.

The capital enhancement based on this issue of preferred shares will be part of the Company's previously announced "100 billion yen capital enhancement policy," and is included in the "V" PLAN, the new medium-term management plan the Company is currently implementing.

The managerial objective of the "V" PLAN is to reinforce Marubeni's earnings base and improve the Company's financial structure. As demonstrated clearly by its previously announced financial results for the first half of Fiscal Year 2003, the Company is achieving a steady recovery in earnings capability. Although the Company has made progress in reducing net interest-bearing debt faster than its initial plan, to further increase shareholders' equity the Company has decided to issue preferred shares in order to accelerate the improvement of its financial structure, strengthen its creditworthiness and increase corporate value.

The decision to issue the preferred shares at this time was based on management's assessments of the effect on the Company's stock price from the large-scale dilution that would result from an issue of common stock and on considerations of future dividend policy. Because the preferred shares will be issued in a form that is unfamiliar to individuals and other ordinary investors, the shares will be issued using a third-party allocation procedure rather than a public offering. The subscribers for the preferred shares will be financial institutions and major customers.

The Company plans to use the issue proceeds to invest in major operating sectors such as food products distribution, natural resource development and overseas IPP, and partially to repay loans related to these areas that the Company borrowed in the past.

Attachment I : Summary of the Preferred Shares

Attachment II : Name of Subscribers and the Number of Shares to be subscribed

Summary of the Preferred Shares

- Class of stock: Class I Preferred Shares (preferred shares with common share conversion rights)
- Number of newly issued shares: 75.5 million shares
- Issue price: 1,000 yen per share
- Aggregate issue price: 75.5 billion yen
- Issue method: The Company will allocate the shares to financial institutions and customers through a third-party allocation.
- Issue date: December 16, 2003
- Preferred dividend: 20 yen per share per annum
- Conversion Period Start Date: 2 years and 9 months after issue (From September 1, 2006)
- Initial Conversion Price: Market price on the Conversion Period Start Date (However, not less than 50 yen)
- Conversion Price Reset Provision: Downward revisions only
- Conversion Price Reset Floor Price: The higher of 70% of the Initial Conversion Price or 50 yen
- Final Mandatory Conversion Date: After 10 years (December 13, 2013)
- Final Mandatory Conversion Price: Market price on the Final Mandatory Conversion Date
- Final Mandatory Conversion Floor Price: The higher of 70% of the Initial Conversion Price or 50 yen
- Use of proceeds: The Company plans to use the issue proceeds to invest in major operating sectors such as food products distribution, natural resource development and overseas IPP, and partially to repay loans related to these sectors that the Company borrowed in the past.

Attachment II**Name of Subscribers and the Number of Shares to be subscribed**

Subscriber	Shares
Mizuho Corporate Bank, Ltd.	15,000,000
The Yasuda Mutual Life Insurance Company	10,000,000
The Bank of Tokyo-Mitsubishi, Ltd.	7,500,000
The Sumitomo Trust & Banking Co., Ltd.	7,000,000
Sompo Japan Insurance Inc.	5,000,000
The Dai-ichi Mutual Life Insurance Company	5,000,000
Mizuho Trust & Banking Co., Ltd.	5,000,000
Lotte Co., Ltd. (Japan)	3,000,000
The Norinchukin Bank	3,000,000
The Mitsubishi Trust and Banking Corporation	2,500,000
Sumitomo Mitsui Banking Corporation	2,000,000
The Tokio Marine and Fire Insurance Co., Ltd.	2,000,000
Nippon Yusen Kabushiki Kaisha (NYK LINE)	2,000,000
The Nichido Fire & Marine Insurance Co., Ltd.	1,500,000
Lotte Shoji Co., Ltd.(Japan)	1,500,000
Mitsui O.S.K. Lines, Ltd.	1,000,000
The Sumitomo Warehouse Co., Ltd.	1,000,000
UFJ Bank Limited	1,000,000
Lotte Ad. Co., Ltd. (Japan)	500,000