

## REPORT OF INDEPENDENT AUDITORS

The Board of Directors  
Hitachi Capital Corporation

We have audited the accompanying consolidated balance sheets of Hitachi Capital Corporation and consolidated subsidiaries as of March 31, 2009 and 2008, and the related consolidated statements of income, changes in net assets, and cash flows for each of the three years in the period ended March 31, 2009, all expressed in yen. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Hitachi Capital Corporation and consolidated subsidiaries at March 31, 2009 and 2008, and the consolidated results of their operations and their cash flows for each of the three years in the period ended March 31, 2009, in conformity with accounting principles generally accepted in Japan.

As described in Note 3 (r) to the consolidated financial statements, Hitachi Capital Corporation and consolidated subsidiaries adopted a new accounting standard for Lease Transactions effective April 1, 2008.

As described in Note 3 (s) to the consolidated financial statements, the securitization of investment in financing leases that are treated as finance lease transactions, and such securitizations that satisfy the derecognition of financial assets are accounted for as sale and purchase transactions.

As described in Note 3 (t) to the consolidated financial statements, recognition for customer fee income on installment sales and installment credit obligations was changed to the interest method.

As described in Note 3 (u) to the consolidated financial statements, revenue recognition for financial institution guarantees on loan sales through alliances was changed to the interest method.

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2009 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 2.

  
June 25, 2009