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November 20, 2007

For Immediate Release

Company Name: Shinsei Bank, Limited
 Name of the Representative: Thierry Porté
 President and CEO
 (Code 8303, TSE First Section)

Shinsei Bank Announces Support for Tender Offer

Tokyo (November 20, 2007) – Shinsei Bank, Limited (“Shinsei Bank” or “the Bank”) hereby announces that Shinsei Bank’s Board of Directors, at its meeting held on November 20, 2007, passed a resolution to express its support for the tender offer (the “Tender Offer”) for up to 358,455,953 common shares (representing 22.7% of the currently outstanding common shares excluding treasury shares) of Shinsei Bank by the joint tender offerors (collectively, the “Tender Offerors”) named below. The Tender Offerors are newly formed investment vehicles whose investors include affiliates of J.C. Flowers & Co. LLC (“JCF & Co.”) to acquire shares of the Shinsei Bank through the Tender Offer. The Tender Offerors expect to set the tender offer period from November 22, 2007 to January 10, 2008, for 30 business days.

Shinsei Bank intends to maintain its listing on the Tokyo Stock Exchange even if the Tender Offerors successfully acquire the maximum number of shares of common stock of Shinsei Bank sought to be acquired.

1. General Description of the Tender Offerors

(1) Name of Tender Offerors	(a) Saturn I Sub (Cayman) Exempt Ltd. (b) Saturn Japan II Sub C.V. (c) Saturn Japan III Sub C.V. (d) Saturn IV Sub LP
(2) Type of Business	Newly created to hold shares of Shinsei Bank
(3) Year Established	(a) October 2007 (b) November 2007 (c) November 2007 (d) October 2007
(4) Principal Office	(a) c/o Walkers SPV Limited, Walker House, 87 Mary Street, George Town, Grand Cayman KY 1-9002, Cayman Islands (b) c/o J.C. Flowers & Co., LLC, 717 Fifth Avenue, 26th Floor, New York, NY 10022, United States of America (c) c/o J.C. Flowers & Co., LLC, 717 Fifth Avenue, 26th Floor, New York, NY 10022, United States of America (d) c/o Walkers SPV Limited, Walker House, 87 Mary Street, George Town, Grand Cayman KY 1-9002, Cayman Islands
(5) Name and Title of Representative	(a) J. Christopher Flowers, Director (b) J. Christopher Flowers, Director of ultimate general partner (c) J. Christopher Flowers, Director of ultimate general partner (d) J. Christopher Flowers, Director of ultimate general partner
(6) Capital Amount	(a) USD 0.01 (b) Euro 1,500 (c) Euro 1,500 (d) USD 2.00
(7) Major Shareholders and Ownership Ratio	(a) Saturn I LP (Cayman), 100% (b) Cayman II (Cayman) Exempt Ltd., ultimate general partner

	(c) Cayman III (Cayman) Exempt Ltd., ultimate general partner (d) Cayman IV (Cayman) Exempt Ltd., ultimate general partner	
(8) Relationship between Shinsei Bank and the Tender Offerors	Shareholdings	The Tender Offerors currently own no shares of Shinsei Bank. Note: According to the Tender Offerors, J. Christopher Flowers currently beneficially owns 5.95% of the outstanding shares of Shinsei Bank and is also the controlling shareholder of the ultimate general partner of an entity established to hold 4.48% of the outstanding shares of Shinsei Bank.
	Personal Relationships	J. Christopher Flowers, a Director of Shinsei Bank is a Director of the controlling shareholder of Saturn I Sub (Cayman) Exempt Ltd. and a Director of the ultimate General Partners of the other Tender Offerors. Members of Shinsei Bank management, including Thierry Porté (Director, Representative Statutory Officer, President and CEO), Junji Sugiyama (Director, Representative Statutory Executive Officer and Chairman) and certain members of the management team including Statutory Executive Officers (“ <i>shikko yaku</i> ”) are expected to be offered the opportunity to invest in the Tender Offerors, subject to compliance with all applicable laws and regulations. Mr. Emilio Botín, a Director of Shinsei Bank, is the Chairman of Grupo Santander, which will invest in the Tender Offerors.
	Business Connections	Not applicable.
	Relationship with Other Parties in the Tender Offer	Not applicable.

2. Details, Background and Reasons for Opinion

(1) Opinion of the Board

The Board resolved to support the tender offer for Shinsei Bank’s shares to be conducted by the Tender Offerors at the Board of Directors meeting held on November 20, 2007.

(2) Background to the Decision to Support the Tender Offer

Shinsei Bank is a diversified financial institution with a business model based on three strategic pillars: Institutional Banking, Consumer and Commercial Finance, and Retail Banking. Previously known as The Long-Term Credit Bank of Japan, or LTCB, Shinsei Bank was nationalized by the Japanese Government in October 1998 due to

severe credit quality problems stemming from loans made. As of March 1, 2000, the Japanese Government transferred ownership of the common shares of Shinsei Bank to an investment partnership, New LTCB Partners.

Following its emergence from temporary nationalization and under the guidance of a new management team and Board of Directors recruited by New LTCB Partners, Shinsei Bank undertook an intensive program of improving asset quality and creating the institutional infrastructure necessary to compete in institutional and retail banking in Japan. Under its new management, Shinsei Bank has:

- increased interest spreads to better reflect credit risk and developed significant fee-based income;
- created a full-fledged retail banking operation;
- reduced non-performing claims under Japan's Financial Revitalization Law from ¥1,864.7 billion in March 2000 to ¥27.9 billion as of March 31, 2007; and
- entered new businesses, including acquisitions in the consumer and commercial finance sector.

In February 2004, Shinsei Bank completed an initial public offering and was listed on the First Section of the Tokyo Stock Exchange. At the time of a second public offering in February 2005, New LTCB Partners distributed a majority of Shinsei Bank's shares to its investors, following which no single investor other than J. Christopher Flowers and The Resolution and Collection Corporation ("RCC"), had a greater than 5% beneficial ownership in Shinsei Bank's common shares to the extent of Shinsei Bank's knowledge.

J. Christopher Flowers is a founder of JCF & Co., which is a New York-based private equity firm established in 2001. JCF & Co. specializes in investing in financial services companies and has extensive experience in the ownership and management of regulated financial institutions. J. Christopher Flowers, a former partner of Goldman, Sachs & Co., was a lead investor in organizing and managing New LTCB Partners and its investment in Shinsei Bank, and has been a director of Shinsei Bank since the acquisition. According to the Tender Offerors, Mr. Flowers currently has a 5.95% beneficial ownership interest in Shinsei Bank and also is the controlling shareholder of the ultimate general partner of a limited partnership established to hold a 4.48% interest in Shinsei Bank. None of these shares will be tendered in response to the Tender Offer.

The Japanese Government continues to hold, through the RCC, 12.0% of Shinsei Bank's common shares based on common shares outstanding as of September 30, 2007, and all of Shinsei Bank's Class A preferred shares through Deposit Insurance Corporation of Japan. The Class A preferred shares are currently convertible into 269.1 million shares of Shinsei Bank common stock at a conversion price of ¥360 per share and, unless previously converted, would be mandatorily converted into common shares on April 1, 2008. As a recipient of public funds, Shinsei Bank is required to prepare and periodically update a revitalization plan. In June 2007, Shinsei Bank received a business improvement order from Japan's Financial Services Agency for failing to achieve the net income target of Shinsei Bank for the year ended March 31, 2007, in the plan, primarily due to the impact of impairment charges and valuation allowances relating to Shinsei Bank's consumer finance operations.

Ongoing deregulation, including the removal of regulatory barriers between different sectors of the financial

industry, as well as improvements in the financial condition of many major Japanese financial institutions have intensified competition in Shinsei Bank's business areas. In addition, court decisions strictly interpreting the circumstances under which consumer finance companies have to refund "excess" or "grey zone" interest to borrowers and changes in relevant statutes to lower the maximum lending rate permissible for consumer finance companies have negatively impacted Japan's consumer finance companies, including subsidiaries and affiliates of Shinsei Bank. These developments are contributing to consolidation and restructuring in the consumer finance industry. Due in part to the continued negative impact of regulatory changes in the consumer finance industry on its subsidiaries and affiliates, and to the mark-downs and provisions recorded in its exposure to the U.S. residential mortgage market, Shinsei Bank on November 14, 2007, announced that the consolidated net income for the first half of Fiscal Year 2007 was ¥ 23.1 billion, 40.3% below the net income for the same period previous year, and that the Bank will not pay an interim dividend on its common shares.

Both JCF & Co. and the senior management members of Shinsei Bank desire to reaffirm their commitment to the long-term business prospects of the Bank. The Tender Offerors desire to invest in the Bank with a view to strengthening Shinsei Bank's capital base and three-pillar business model and expanding the products and services offered to customers.

Shinsei Bank's three business pillars cover a broad range of business and customer segments and give it diversified sources of revenue. JCF & Co. and management of the Bank believe that applying the Bank's common advanced technological infrastructure, capital base and risk management capability across these businesses will provide economies of scale as well as opportunities for synergies through referrals and joint offerings. Other important elements of Shinsei Bank's business strategy include:

- *Executing its "Strategy, Plans and Budgets" initiative.* Shinsei Bank, as well as each of its groups and divisions, is developing visions, strategies, plans and budgets created through a bottom-up process in which each of Shinsei Bank's business lines has identified strategic, customer-oriented objectives and concrete plans for achieving them. Business lines are also required to identify key performance indicators that can be used to track progress. Management monitors the performance of the business lines periodically, and works with them to adjust their strategies, plans and budgets as necessary.
- *Implementing its "Solution Banking" approach to Institutional Banking.* Shinsei Bank has progressively integrated the product and relationship groups in its Institutional Banking Group. By doing so, Shinsei Bank has shifted the focus of its institutional banking activities away from corporate lending, which is the basis of a traditional Japanese banking model, to the provision of customized and innovative solutions responsive to the customers' financial needs. Through close collaboration with product specialists, relationship managers are identifying opportunities not only to increase lending relationships but also to grow non-interest income through securitization, structured finance, corporate advisory and other transactions.
- *Becoming the financial institution of choice for Shinsei Bank's targeted retail customer segments.* Shinsei Bank's full-service retail operations have already contributed to the diversification in funding. Increasingly, Shinsei Bank is segmenting its customer relationships, for example, by

offering Shinsei Platinum services to customers with total assets managed by the Bank of more than ¥20 million, or investments in “risk assets” such as mutual funds of more than ¥3 million, or who have borrowed a mortgage loan from the Bank. Shinsei Bank’s retail banking strategy is to establish itself as a mainstream retail bank offering a full range of financial products and services, while focusing on consulting and advisory services for high net worth and mass-affluent customers and direct banking through highly efficient and convenient channels for mass retail customers.

- *Restructuring and expanding Consumer and Commercial Finance.* Shinsei Bank regards its consumer and commercial finance business as a key element of its three-pillar business strategy area. Shinsei Bank has taken decisive action to restructure the consumer finance operations of APLUS in light of changes affecting the consumer finance industry. Shinsei Bank believes it can improve the operations of its consumer and commercial finance business base by employing its financial and risk management expertise, its access to capital as well as its advanced information technology infrastructure and know-how. There are also opportunities to cross-sell products and services through the incorporation of these businesses with Shinsei Bank’s overall product and service offerings.

To support Shinsei Bank’s business strategy, the Tender Offerors proposed a transaction agreement (the “Transaction Agreement”), pursuant to which the Tender Offerors agree to commence the Tender Offer and, subject to completion of the Tender Offer, Shinsei Bank agreed and decided to issue ¥50 billion of new common shares to the Tender Offerors at a price per share equal to the Tender Offer price to strengthen its capital base. As a result, if the Tender Offerors acquire the maximum number of common shares subject to the Tender Offer and subscribe for the new common shares, the Tender Offerors and affiliates of JCF&Co. will hold in the aggregate approximately 32.6% of Shinsei Bank on a fully diluted basis assuming the conversion of the Class A preferred shares at the current conversion price.

The Tender Offerors and Shinsei Bank both believe that through implementation of the Transaction Agreement, the Tender Offerors will bring strong shareholder support and new capital to Shinsei Bank that will allow it to execute its business strategies and to improve its financial resources, operational capabilities and market position. They believe these improvements will enable Shinsei Bank to strengthen further its financial position in order to repay in a timely manner the remaining public funds in its capital structure.

Upon receiving the proposal from the Tender Offerors, taking into account the necessity of protecting the interests of public shareholders, the independent directors of Shinsei Bank formed a Special Committee to analyze and consider the advantages of and risks inherent in the Tender Offer, the Tender Offer price, the Transaction Agreement and other conditions from various perspectives, as described in (3) and (4) below. After careful consideration, in light of Shinsei Bank’s current business circumstances, the Board of Directors, in which only the independent directors cast their votes, reached the conclusion that support for the Tender Offer and entering into the Transaction Agreement represented an attractive and reasonable way to improve Shinsei Bank’s future performance and to enhance Shinsei Bank’s corporate value.

(3) Measures for Achieving a Fair Tender Offer Price

The Tender Offerors will conduct the Tender Offer for the purpose of acquiring up to a maximum of

358,455,953 common shares (representing 22.7% of the currently outstanding common shares excluding treasury shares) of Shinsei Bank. No minimum condition has been set by the Tender Offerors. Shinsei Bank has agreed not to tender any of its treasury shares in response to the Tender Offer. Completion of the Tender Offer is conditioned upon receipt of approval of the Prime Minister of Japan for the Tender Offerors and parties related to certain of the Tender Offerors to acquire shares greater than the bank major shareholder threshold.

Since Directors and senior management of Shinsei Bank are expected to have ownership interests in the Tender Offerors, Shinsei Bank concluded that appropriate procedures be put in place to determine, among other things, how much the Tender Offer price should be and what the terms of the Tender Offer and Transaction Agreement should be to ensure fairness to public shareholders.

More specifically, on October 31, 2007, the Board of Directors of Shinsei Bank received an initial briefing by the Tender Offerors with respect to the proposed transaction. In light of the potential benefits to Shinsei Bank in executing its business strategy from the proposed transaction, the Board of Directors decided to form a Special Committee composed of the independent directors, which would exclude Messrs. Thierry Porté, Junji Sugiyama and J. Christopher Flowers (whose interests in the Tender Offerors are noted above) and Mr. Emilio Botín (the Chairman of Grupo Santander which invests in the Tender Offerors), to make further evaluation and to retain an independent financial advisor. On November 9, 2007, the Special Committee met to consider the proposal and appointed Morgan Stanley Japan Securities Co., Ltd. (“Morgan Stanley”) as independent financial advisor and also consulted with Anderson Mori & Tomotsune (“AMT”), Shinsei Bank’s outside legal counsel. Between November 9, 2007 and November 19, 2007, the members of the Special Committee received advice from AMT, Morgan Stanley and others and analyzed the terms and conditions of the Tender Offer and the Transaction Agreement. On November 19, 2007, the results of these analyses were discussed at the meeting of the Special Committee of Shinsei Bank, and Morgan Stanley rendered its opinion on November 19, 2007, that the Tender Offer price pursuant to the Transaction Agreement is fair, from a financial point of view, to the holders of outstanding common shares of Shinsei Bank (other than the Tender Offerors and persons related to certain of the Tender Offerors) and that the new share subscription price pursuant to the Transaction Agreement is fair, from a financial point of view, to Shinsei Bank. Taking into account the terms and conditions of the Tender Offer, all other relevant facts and circumstances, and a report from the Special Committee supporting the execution of the transaction, the Board of Directors determined that the Tender Offer was in the common interest of the shareholders of Shinsei Bank and resolved, by unanimous votes of 10 directors present, to support the Tender Offer. The directors of Shinsei Bank deemed to have a special interest that did not participate in the voting regarding the proposed transactions were Mr. Thierry Porté and Mr. Junji Sugiyama, Shinsei Bank’s two executive directors who are expected to invest in the Tender Offerors, Mr. J. Christopher Flowers and Mr. Emilio Botín, the Chairman of Grupo Santander, which is also investing in the Tender Offerors. All of the other directors of Shinsei Bank are independent and outside directors.

The Tender Offer price of ¥425 per share, represents a premium of 20.7% over ¥352, the average closing price of Shinsei Bank’s common shares on the first section of the Tokyo Stock Exchange for the three month period ending November 19, 2007, a premium of 24.4% over ¥342, the one month average, and a premium of 16.8% over ¥364, the closing price of the previous day of the announcement.

(4) Measures to Prevent Conflict of Interests

Since certain Directors and management of Shinsei Bank are expected to have ownership interests in the

Tender Offerors as described in (3), in considering the tender offer proposal the Special Committee took prudent steps to collect information, analyze it, and deliberate in order to protect the interests of public shareholders of Shinsei Bank and to ensure the fairness of the terms and procedures related to the Tender Offer. In addition, the Special Committee frequently exchanged information and opinions through meetings and e-mails and considered and discussed whether the value of Shinsei Bank would be enhanced through the Tender Offer and the Transaction Agreement, whether due consideration was given to the protection of public shareholder interests through fair procedures, and, accordingly, whether the Board would support the Tender Offer or not between November 9, 2007 and November 19, 2007.

Also, AMT, Shinsei Bank's legal advisor on Japanese law, advised the Special Committee through frequent conversations, in writing and in e-mails about details of the Tender Offer and Transaction Agreement, various issues, and practical responses to those issues. As stated above, the directors considered how to enhance the corporate value of the Shinsei Bank and to protect interests of the Bank's public shareholders within the context of the proposed Tender Offer.

Moreover, the Special Committee appointed Morgan Stanley as independent financial advisor. With Morgan Stanley's advice, the independent directors in the Special Committee discussed analyses of the Tender Offer price and the new share subscription price. The Special Committee was also provided an explanation by Morgan Stanley as to the fairness of the Tender Offer price, from a financial point of view, of the holders of outstanding common shares of Shinsei Bank (other than the Tender Offerors and persons related to certain of the Tender Offerors) and as to the fairness of the new share subscription price, from a financial point of view, to Shinsei Bank.

The Special Committee, as a result of consideration of various circumstances as mentioned above, determined that the Tender Offer would benefit the corporate value of Shinsei Bank and thus deserved its support, and reported to the Board of Directors accordingly. Upon receipt of such report, the Board of Directors (in which 10 independent directors out of the entire 14 directors cast their votes), as a consequence of the analyses, taking into consideration the Tender Offer price, the new capital to be raised via the planned third-party allotment, the commitment by JCF & Co., the other investors and senior management to support the three-pillar business strategy of Shinsei Bank, the current financial position of Shinsei Bank, the effect on Shinsei Bank's value, the report from the Special Committee, and other various factors, concluded that the Tender Offer would benefit the corporate value of Shinsei Bank and be in the common interest of all shareholders. After all those consideration, the board unanimously resolved to support the Tender Offer on November 20, 2007.

(5) Maintenance of Listing

Shinsei Bank's common stock is currently listed on the First Section of the Tokyo Stock Exchange, and Shinsei Bank and the Tender Offerors intend to maintain the listing following completion of the Tender Offer and the third-party allotment.

3. Details of profit sharing by Tender Offerors and its special affiliate

Not applicable.

4. Response to the policies concerning control of the Shinsei Bank

Not applicable.

5. Questions to the Tender Offerors

Not applicable.

6. Demand for extension of the period of the Tender Offer

Not applicable.

7. Press Release of the Tender Offerors

See the attached document

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Please be advised that any person who obtained information concerning the Tender Offer from this document may be restricted from purchasing stock of Shinsei Bank, Limited as a first recipient of information under the regulations on insider trading, until 12 hours after its disclosure to two or more of the press companies set forth in Section 30, Paragraph 1, Subparagraph 1 of the Enforcement Order of the Financial Instruments and Exchange Law pursuant to Section 167, Paragraph 3 of the Financial Instruments and Exchange Law and Section 30 of the Enforcement Order thereof. Also, please note that the Shinsei Bank shall not be held responsible for any such actions, even if a person is held criminally, civilly or administratively responsible due to such purchase, etc.

Shinsei Bank is a leading diversified Japanese financial institution providing a full range of financial products and services to both institutional and retail customers based on a three-pillar strategic business model comprising institutional banking, consumer and commercial finance and retail banking. The Bank has total assets of US\$107 billion on a consolidated basis (as of September 2007) and a network of 43 outlets that includes 36 Shinsei Financial Centers, 2 Platinum Centers and 5 BankSpots in Japan. Shinsei Bank demands uncompromising levels of integrity and transparency in all its activities to earn the trust of customers, staff and shareholders. The Bank is committed to delivering long-term profit growth and increasing value for all its stakeholders.

News and other information about Shinsei Bank is available at <http://www.shinseibank.com/english/index.html>.

November 20, 2007
J.C. Flowers & Co. LLC

FOR IMMEDIATE RELEASE
Partial Tender Offer for Shinsei Bank, Limited

Tokyo (November 20, 2007) J.C. Flowers & Co. LLC ("JCF") announced today on behalf of four investment vehicles whose investors include affiliates of JCF (collectively, the "Tender Offerors") a tender offer for up to 358,455,953 common shares (representing 22.7% of the currently outstanding common shares) of Shinsei Bank, Limited ("Shinsei Bank") (the "Tender Offer"). The tender offer price will be 425 yen per share. The tender offer period is expected to commence November 22, 2007 and continue through January 10, 2008 (30 business days). The Tender Offerors are newly formed investment vehicles created to enable their investors to acquire shares of Shinsei Bank through the Tender Offer. Key investors include J.C. Flowers II L.P., an investment fund managed by JCF with a diversified institutional investor base, Grupo Santander and Swiss Re. In addition to these institutional investors, members of Shinsei Bank's senior management, including Thierry Porté (Director, Representative Statutory Officer, President and CEO), Junji Sugiyama (Director, Representative Statutory Executive Officer and Chairman) and other statutory executive officers are expected to be offered the opportunity to invest, subject to compliance with certain regulatory procedures. Completion of the Tender Offer is conditional upon receipt of approval from the Prime Minister of Japan for the Tender Offerors and certain affiliates of JCF to become a major shareholder of Shinsei Bank under the Banking Law of Japan.

The Tender Offerors have entered into a transaction agreement with Shinsei Bank. Under the terms of the agreement, Shinsei Bank will issue 117,647,059 new common shares to the Tender Offerors at the same price per share as the Tender Offer price following successful completion of the Tender Offer. The Tender Offerors expect that Shinsei Bank will maintain its listing on the Tokyo Stock Exchange even if the Tender Offerors successfully acquire the maximum number of shares of common stock of Shinsei Bank sought to be acquired.

Shinsei Bank shareholders:

Shinsei Bank shareholders seeking further information on the procedures for tendering may contact the tender offer agent, Nikko Citigroup Limited, or the tender offer sub-agent, Nikko Cordial Securities Inc. For individual shareholders, Nikko Contact Center which is operated by Nikko Cordial Securities Inc. is in service to respond to shareholders' queries regarding the procedures for tendering.

► Nikko Contact Center for individual shareholders use only

Toll Free Dial: 0120-250-959

Period: Tender offer period (expected to be from November 22, 2007 to January 10, 2008) from 9 a.m. to 5 p.m. (Except for Saturday, Sunday and national holidays.)

(Note) To request application forms for the tender offer, shareholders should contact the call center in person.