

Solutions. We have what it takes.

UnionBanCal Corporation is a commercial bank holding company incorporated in the state of California in 1952. We provide a comprehensive array of personal and commercial financial products and services to individual consumers, small businesses, middle-market companies, major corporations, government agencies and not-for-profit organizations. We are differentiated from our competitors by providing personalized, high-quality and responsive service.

As of December 31, 2001, Union Bank of California, N.A., our bank subsidiary, was the third-largest commercial bank in California, based on total assets and total deposits. Other subsidiaries include Copper Mountain Financial Group, the holding company for Copper Mountain Trust Corporation, an Oregon trust company; HighMark Capital Management, Inc., a registered investment advisor; UBOC Investment Services, Inc., a registered broker/dealer offering a full line of investment products to individuals and institutional clients; and Armstrong/Robitaille Business and Insurance Services, one of the top 100 insurance brokers in the United States.

At year-end 2001, we had assets of \$36.0 billion, 9,444 employees, 245 banking offices in California, six banking offices in Oregon and Washington, and 16 international facilities.

Common stock of UnionBanCal Corporation is traded on the New York Stock Exchange under the symbol UB. A trust-preferred security issued in February 1999 is listed on the New York Stock Exchange under the symbol UBT.

When Union Bank of California was formed in 1996 through the combination of The Bank of California and Union Bank, the company committed a minimum of 4.5 percent of assets in Community Reinvestment Act-related loan commitments and activities. Based upon the bank's year-end 2000 assets of \$35.162 billion, the commitment for the year 2001 equated to \$1.582 billion. That sum includes a commitment of 2 percent of net income in charitable contributions distributed directly and through the Union Bank of California Foundation — more than \$8.4 million in the year 2001. For more information about our community service action plan contact Director, Corporate Community Development at 530 B Street, San Diego, California 92101 or call 619-230-3135

Financial Highlights

(Amounts in thousands, except percentages and per share data)

For the Year Ended:	2000	2001
Net income	\$ 439,900	\$ 481,428
Net income per common share – basic	2.72	3.05
Net income per common share – diluted	2.72	3.04
Dividends per common share	1.00	1.00
Weighted average common shares outstanding – basic	161,605	157,845
Weighted average common shares outstanding – diluted	161,989	158,623
Return on average assets	1.31%	1.39%
Return on average common equity	14.01%	13.88%
Net interest margin ¹	5.22%	4.87%
Efficiency ratio	50.59%	55.30%
At Year End:		
Total loans (gross)	\$26,010,398	\$24,994,030
Allowance for credit losses	613,902	634,509
Total assets	35,162,475	36,039,089
Total deposits	27,283,183	28,556,199
Shareholders' equity	3,211,565	3,546,242
Book value per common share	20.17	22.66
Risk-based capital ratios		
Tier l	10.24%	11.47%
Total	12.07%	13.35%
Tangible common equity to assets	9.01%	9.62%
Nonperforming assets to total assets	1.16%	1.37%

¹Taxable-equivalent

We have what it takes: Union Bank of California provides comprehensive financial-services solutions and places a premium on superior, day-in, day-out service to our customers, which ultimately leads to enhanced value for our shareholders.





Norimichi Kanari, President and Chief Executive Officer



To our Shareholders, Customers and Staff

Our company made good progress in 2001 on our mission to enhance shareholder value, and ours was one of the top performing bank stocks for the year.

For the year 2001, operating earnings per share were up 15 percent, to \$2.93 per diluted common share, compared to \$2.54 per diluted common share for the year 2000. Operating earnings were \$465.2 million, compared to \$411.1 million for the year 2000. Net income for the full year 2001 was \$481.4 million, or \$3.04 per diluted common share, compared to \$439.9 million, or \$2.72 per diluted common share, for the preceding year. For the full year, our common stock outperformed the bankstock index by 60 percentage points and the S&P 500 by 70 percentage points.

Asset quality stabilized. Effects of new processes in underwriting and monitoring credit quality offset adverse results in lending caused by the economy's decline in 2001. Although our provision for credit losses was \$285 million for the full year 2001, compared to \$440 million for 2000, the increase of nonperforming assets, to \$492 million, or 1.37 percent of total assets as of December 31, 2001, compared to \$408 million, or 1.16 percent of total assets, a year earlier, dictates that credit quality will continue to be a focus of management attention going forward.

Expense control is also a key concern. Expenses increased in 2001 faster than revenue, resulting in a higher efficiency ratio than we would have liked. For the full year 2001, our operating efficiency ratio was 55.88 percent, compared to 52.36 percent in 2000. The higher efficiency ratio is the result of lower net interest income, due to the large reduction in interest rates by the Federal Reserve, a slowing economy and continued investments in implementation of our strategic plan. We are reviewing all strategic initiatives in light of the uncertain economic outlook for 2002.

In 2001, we extended our retail product line to include insurance services and we refined our retail branch network. With our acquisition of Armstrong/Robitaille





Management team (from left): Executive Vice Presidents Linda F. Betzer, Operations and Customer Services; Paul E. Fearer, Human Resources; Philip B. Flynn, Chief Credit Officer; Katsuyoshi Hamahashi, Global Markets; Vice Chairman Richard C. Hartnack, Community Banking and Investment Services; Kaoru Hayama, Chairman of the Board; and Executive Vice President Ronald H. Kendrick, Community Banking.

Business and Insurance Services, one of the top 100 insurance brokers in the United States, we now offer an extensive array of cost-effective risk management services and insurance products to business and retail customers alike. Late in the year, we sold our branches in Guam and Saipan, and we reached a definitive agreement to acquire First Western Bank, which operates seven branches in Ventura and Los Angeles counties. The acquisition, subject to the approval of First Western shareholders and banking regulators, is expected to be completed during the second quarter of 2002. These acquisitions provide us opportunities to expand marketing activities and to offer our customer relationships a fuller range of financial services.

We successfully implemented several other strategic initiatives in 2001. They included narrowing our commercial lending focus, reducing our exposure to the volatile syndicated lending arena by more than \$1 billion and emphasizing relationship-based wholesale lending in specific industry segments in which we have a high degree of expertise; increasing our emphasis on consumer assets like home mortgages; exiting the indirect auto leasing business; and expanding operations in areas of small business, loans for middle-market businesses, cash management services, and financial services geared to the affluent and to government and not-for-profit agencies.

The backbone of our strategy is our culture for superior service. A comprehensive line of products, services and distribution channels is only half the battle for success in the banking industry. Study upon study confirms that people bank with us because of the high level of personalized service they receive. Also, our employees value working for an organization that considers quality service an important corporate hallmark.

We made several successful forays into the increasingly important capital markets in 2001. During the year, we repurchased 3.3 million shares of our own



stock. At an average per-share price of \$32.20, the repurchase program was highly accretive to earnings per share and return on equity, and was therefore a sound use of capital. Also, a public debt offering of \$200 million of five-year senior notes, earmarked for general corporate purposes, was fully subscribed at very favorable rates. In addition to a new source of capital, our offering should also generate more interest in our company by the institutional investment community.

In 2001, we welcomed two new directors to our Board. They are Monica Lozano, president and chief operating officer of La Opinión, and L. Dale Crandall, president and chief operating officer of Kaiser Foundation Health Plan. Also, Charles R. Rinehart, former chairman and chief executive officer of H.F. Ahmanson, Inc., is scheduled to join our Board early in 2002.

Our company owes a debt of gratitude to four directors who retired after providing many years of wise counsel and guidance. They are Herman E. Gallegos, John L. Hancock, Sidney R. Petersen and Henry T. Swigert.

On behalf of the people of UnionBanCal Corporation and its subsidiaries, I also express appreciation to Takahiro Moriguchi. Mr. Moriguchi served as president and chief executive officer of our company from May of 1997 through June of 2001, when he accepted a new executive assignment with The Bank of Tokyo-Mitsubishi, Ltd. in Japan. The strong foundation for growth that we currently enjoy is in large part a legacy of his leadership.

The courage and determination of the people of our company were tested severely by the horrific events of September 11th. One hundred and six employees of Union Bank of California International occupied offices on the 14th floor of



Management team (from left): Executive Vice Presidents David I. Matson, Chief Financial Officer; John H. McGuckin, Jr., General Counsel and Secretary; Magan C. Patel, International Banking; Charles Pedersen, Systems Technology and Item Processing; Deputy Chairman Takaharu Saegusa, Administration and Support; and Executive Vice Presidents William J. Stolte, Independent Risk Monitoring; Osamu Uno, Pacific Rim Corporate Group; and Vice Chairman Robert M. Walker, Commercial Financial Services.

2 World Trade Center, the second building to be attacked and the first to collapse that dark day. Thankfully, our manager on the scene ordered an immediate evacuation after the terrorist assault, even though the building had been declared safe. His decisive action saved the lives of all Union Bank of California employees in the building. Within the hour, we implemented our disaster-recovery plan and with the hard work of many employees we resumed our operations from our West Coast processing centers, with minimal disruptions in service. By year's end, we secured new offices at 40 Wall Street for our New York operations. For their courage, loyalty, and determination to continue to serve our customers, on behalf of the Board of Directors, shareholders and customers, I offer to the employees of UnionBanCal Corporation and its subsidiaries our most profound appreciation. They made me proud.

In summary, 2001 was an eventful, sometimes difficult but ultimately productive year for UnionBanCal Corporation. We overcame several difficult challenges, successfully implemented numerous strategic initiatives and posted a satisfactory financial performance.

To our shareholders I say thank you for your continued support. To our customers I express our gratitude for the opportunity to serve you. And to each of my colleagues at UnionBanCal Corporation and its subsidiaries, I say congratulations on a job well done.

n. Kanani

Norimichi Kanari — President and Chief Executive Officer

February 28, 2002



✓ Solutions Commercial banking and specialized lending

If you're managing a mid-sized to large business, or if you're focusing on one of our industry-group specialties, we should be talking.

We have created a network of regionally based, seasoned professionals dedicated to providing specialized banking services, customized financing and financial expertise, specifically to meet the needs of growing businesses – generally, those with annual revenues of \$5 million to \$500 million. Our core banking team of professionals includes a senior relationship manager with industry-specific expertise, product specialists supporting a wide range of non-credit services, and experienced commercial customer service associates dedicated to helping manage day-to-day operations.

We have an extraordinary cadre of senior banking experts with specialized knowledge about commercial real estate, communications, media, energy, equipment leasing and commercial finance. Each has access to our full panoply of financial products and services, all delivered with Union Bank of California's unique brand of superior service.

We have what it takes: Our industry and product experts work as a team to provide services from strategy, planning, and operational analysis to credit restructuring, helping you maximize your potential at every stage of your business development.



Cash management is big business for Union Bank of California.

We specialize in collection services (check, cash and lockbox), disbursement services (automated clearinghouse and wire transfers), and information reporting (daily funds position, payments and receipts, investments and foreign exchange).

Union Bank of California has built a reputation for superior, flexible service to several vital industries: financial institutions, commercial property managers, home owner associations, commercial middle-market businesses, and specialty industries like retail, utilities, oil and gas, entertainment, insurance, communications and media, title and escrow, labor management, government agencies, and not-for-profits.

Our relationship teams have the industry-specific expertise it takes to understand your needs, trends and special requirements. They also have the product knowledge and technology needed to create tailored, effective solutions to maximize cash flow. And they are dedicated to delivering the highest levels of personal service.

We have what it takes: We have the flexibility to create customized solutions that satisfy your needs and goals.





✓ Solutions Quality Institutional Trust, Securities Services, and Investment Management

The complex, challenging service requirements of clients as diverse as middle market to Fortune 500 companies, financial institutions, government and public agencies, endowments and foundations, and pension and 401(k) plans require a commitment to comprehensive solutions, quality, flexibility, performance and tangible accountability by a dedicated team of professionals.

With Union Bank of California on your team, you have access to one of the few remaining full-service providers on the West Coast. With over 80 years of experience, we are distinctly well positioned to capitalize on our complete suite of services, including trusteeship, comprehensive custody services, securities lending, corporate trust, and SelectBenefit®, our state-of-the-art, bundled daily valuation 401(k) program.

Because we understand that every client is unique, we take a highly consultative approach to your business. A single point of contact, secure online account access through DirectData® Web, efficient benefit payment processing, and award winning support and resources are all designed to provide you with relevant and reliable information when and where you need it.

We have what it takes: Experience, technology, and flexibility to deliver one of the best—and smartest—solutions to meet your overall objectives.

Solutions Managing wealth through The Private Bank

For more than a century, Union Bank of California has responded to the needs of select, high net worth individuals. We understand that an elevated level of personal attention is a prerequisite when dealing with individuals of significant wealth.

Demands from a variety of sources—stockholders, employees, family and community—can consume a significant portion of your day, making it difficult to manage your own personal finances. That is precisely where The Private Bank can help, whether we are expediting a personal credit decision, obtaining a preferred rate on a jumbo mortgage, developing a long-term investment strategy, creating an innovative business succession planning strategy, or discussing a plan for charitable giving. Our Private Bankers are committed to working with you one-on-one to help you attain your immediate and long-term financial goals.

To make sure you get all the attention you deserve, visit one of our thirteen exclusive offices of The Private Bank in California, Washington and Oregon. Or, better yet, we'll come to you.

We have what it takes: Our Private Bankers are highly skilled experts, dedicated and decisive, with the extensive world-class resources of Union Bank of California at their fingertips.



Solutions Personal banking for individuals

Our goal is to be your bank for the ages, meeting your individual needs wherever you are in the cycle of life.

Start a youngster saving through our Junior Banker program. For those without a banking relationship, we offer our innovative Cash & Save program, which offers check cashing and bill payment products like cashiers checks. We offer several checking account programs, each designed to meet specific needs and usage patterns. Enjoy full ATM access and electronic payments at the point of sale. Manage your banking and bill paying through our Online Banking program. When you need to buy a car, we can help with a loan to 100 percent of the value, and we can help you finance your home.

And through various affiliated companies, we can help you build education funds for family members and prepare for a comfortable retirement, with sophisticated, tax-protected investment accounts.

Our 251 branch offices in California, Oregon and Washington are portals to the world of Union Bank of California services, or you can reach us at uboc.com.

We have what it takes: We back up our comprehensive approach to personal banking with customer service that makes us an industry stand-out.









✓ Solutions from Commercial and personal insurance

Thanks to our new affiliation with Armstrong/Robitaille Business and Insurance Services we can offer a new dimension of financial services to our commercial and personal customers.

Armstrong/Robitaille is one of the 100 largest independent insurance brokerages in the country. Its capabilities are unmatched in accessing the global insurance market, devising risk financing, customizing loss control programs, and providing claims management services to maximize your insurance protection.

Our industry-specific experts identify, attack and reduce your costs and protect all aspects of your business and personal exposures from financial loss.

Our research-based, advisory approach integrates your employee benefit programs, your risk management and your business strategy. We also satisfy your personal insurance needs from homeowners to automobile to long-term care, financial planning, and life insurance.

We have what it takes: We work hard to anticipate your needs, solve your problems, and make insurance an asset instead of a mere necessity.



Financial services for small businesses

Today's successful entrepreneurs require a wide array of financial products to achieve the goals they set for their small businesses, whatever those goals may be.

We've created a unique suite of products and services that give you the power to reach your full potential. We can provide everything from deposit accounts to financing (including leasing and trade finance), payroll services, cash management, online banking, investments, retirement plans, and insurance services.

Our goal is to make banking faster, easier, and more productive so you have more time and energy to focus on growing your business – and your assets.

We have what it takes: Our commitment to small businesses and our determination to deliver unparalleled customer service reflect our conviction that it's good business to help small business.





Solutions Fully supported transaction services

Union Bank of California, a leader in the business of payments – checks, automated clearinghouse debits and credits, bill payments, cash and wire transfers – has harnessed the power of the Internet to provide faster, smarter and more economic services to businesses and individuals alike.

Through Web Cash Management, Bank@Home and our latest offering, Internet Business Banking, available in 2002 – all web-based services – you have answers at your fingertips via the Internet. And support is never more than an 800-number away for all customers, Internet savvy or not, by Union Bank of California's own experienced, well-trained customer service associates.

Our latest advance is check imaging, in which we present digital images of your checks and deposits. That data can be electronically transformed onto statements and CDs, and viewed on personal computers with web access. Instead of multiple-day delays common to microfilm research requests, in mere seconds our online customers have instant viewing of all the transaction details shown on statements.

We have what it takes: We are committed to providing you faster, smarter, more economic tools to handle your finances.



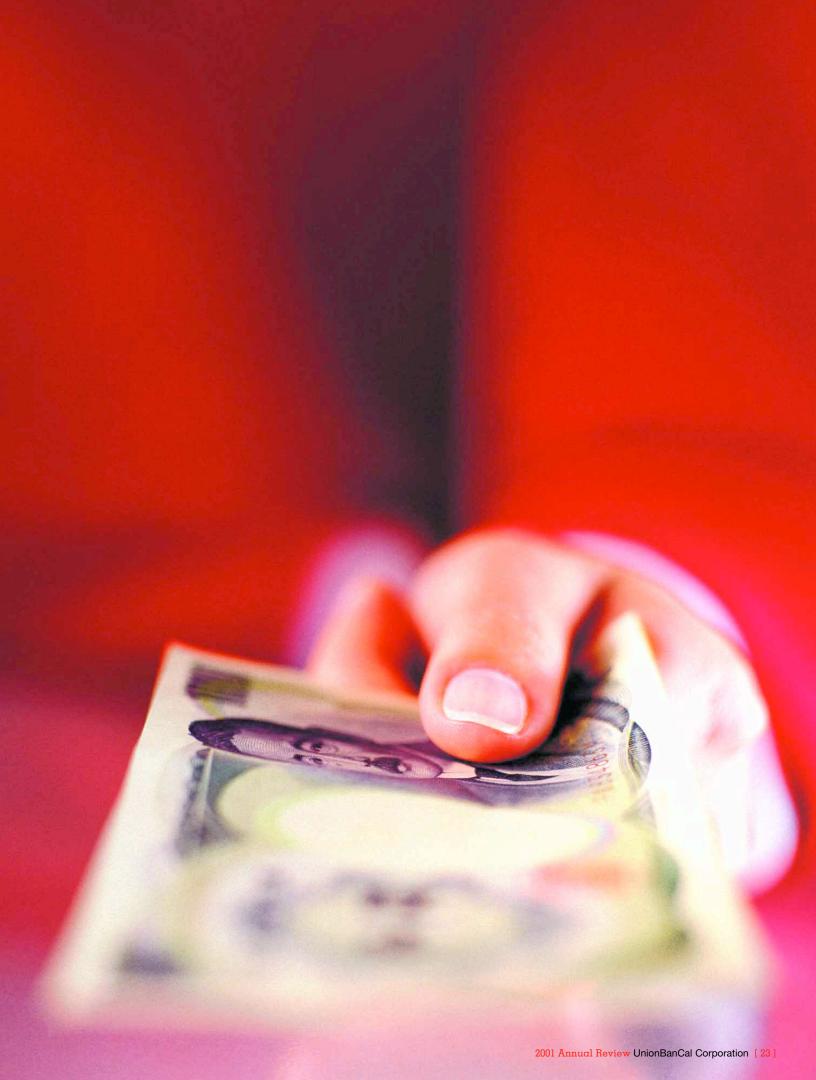
When your business crosses borders, you need Union Bank of California to make the journey smoother.

Our expertise as a resource for U.S. exporters seeking trade finance services earned our designation as an AA-level Delegated Authority Bank by the U.S. Export-Import Bank.

We provide a full range of financial services to help develop and maintain our relationship as primary bank to our correspondents. Our specialty is trade-related correspondent banking services but our customers call on us for a multitude of services, including documentary collections, letters of credit, bank-to-bank reimbursements, international and third-party payments, trade and clean financing, cash letters, deposit and cash management services, capital and money market securities, and interest rate risk management products. We offer premium foreign exchange services with particular strength in yen and other Asian currencies.

All Union Bank of California International Banking offices, strategically located in 11 nations, including offices recently opened in India and China, provide numerous banking services and financing, but especially short-term credit products related to exports and imports.

We have what it takes: Our comprehensive line of domestic and foreign trade products and services, extensive overseas contacts, and track record of superior service makes this a small world indeed.



Common Stock

Stock Exchange Listing: NYSE: UB
Transfer Agent: ComputerShare Investor
Services LLC
2 North LaSalle Street
Chicago, Illinois 60602
(877) 588-4179

Dividend Reinvestment and Stock Purchase Plan

The UnionBanCal Corporation Dividend Reinvestment and Stock Purchase Plan provides holders of common stock a convenient method of investing cash dividends and cash payments to acquire shares of the company. Participants may reinvest cash dividends to purchase shares of common stock at 95 percent of the market price, and may also make optional cash payments of not less than \$25 nor more than \$3,000 per quarter to purchase common stock at the current market price. For more information, contact:

ComputerShare Investor Services LLC 2 North LaSalle Street Chicago, Illinois 60602 (877) 588-4179

Independent Auditors

Deloitte & Touche LLP San Francisco, California

Dividend Policy

The UnionBanCal Corporation Board of Directors considers dividends quarterly. The current annualized dividend rate is \$1.00 per share.

Annual Meeting

The annual meeting of shareholders will be held in San Francisco in the Embassy Room of the Mandarin Hotel, 222 Sansome Street, on Wednesday, April 24, 2002, at 9:30~a.m.

Capital Security

Stock Exchange Listing – NYSE: UBT 73/8% Capital Security

Additional Information

This publication is intended to provide share-holders, customers and employees with a general description of UnionBanCal Corporation's results for 2001, and brief descriptions of selected services and products the company provides.

More information and detailed financial data can be found in the corporation's annual report to the Securities and Exchange Commission (Form 10–K), enclosed. The report for 2001 became available in March 2002. Supplemental financial information is published in the corporation's quarterly report (Form 10–Q).

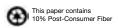
Also, financial information and a link to the company's disclosure documents filed with the Securities and Exchange Commission are available on the Investor Relations section of Union Bank of California's home page, at uboc.com.

Additional copies of this publication, the Form 10–K and Forms 10–Q are available without charge and will be mailed upon request. Direct requests to:

John A. Rice, Jr.
Senior Vice President and Manager
Investor Relations Department
UnionBanCal Corporation
400 California Street – 1-001-13
San Francisco, California 94104
(415) 765-2969

UnionBanCal Corporation also files corporate disclosure documents with the Securities and Exchange Commission electronically. Interested parties may also acquire financial information about the company from the SEC home page at sec.gov.





Executive Management Committee

Norimichi Kanari President and Chief Executive Officer

Takaharu Saegusa Deputy Chairman, Administration and Support

Richard C. Hartnack Vice Chairman, Community Banking and Investment Services

Robert M. Walker Vice Chairman, Commercial Financial Services

Linda F. Betzer
Executive Vice President,
Operations and Customer
Services

Paul E. Fearer Executive Vice President, Human Resources

Philip B. Flynn
Executive Vice President,
Chief Credit Officer

Katsuyoshi Hamahashi Executive Vice President, Global Markets

Ronald H. Kendrick
Executive Vice President,
Community Banking

David I. Matson Executive Vice President, Chief Financial Officer

John H. McGuckin, Jr. Executive Vice President, General Counsel and Secretary

Magan C. Patel Executive Vice President, International Banking

Charles Pedersen Executive Vice President, Systems Technology and Item Processing

William J. Stolte Executive Vice President, Independent Risk Monitoring

Osamu Uno Executive Vice President, Pacific Rim Corporate

Board of Directors

Kaoru Hayama Chairman of the Board

Norimichi Kanari President and Chief Executive Officer Board Committee: Finance & Capital

Takaharu Saegusa Deputy Chairman Board Committees:

Credit Policy & Review Finance & Capital

David R. Andrews Senior Vice President, Government Affairs

General Counsel and Secretary, PepsiCo Inc.

Board Committees:

Audit

Nominating & Corporate Governance

L. Dale Crandall President & COO, Kaiser Foundation Health Plan Board Committees:

Credit Policy & Review
Executive Compensation
& Benefits
Public Policy

Richard D. Farman Chairman Emeritus, Sempra Energy

Board Committees:
Chair, Executive
Compensation & Benefits

Chair, Nominating & Corporate Governance Finance & Capital

Stanley F. Farrar

Partner, Sullivan & Cromwell Board Committees:

Chair, Credit Policy & Review Chair, Finance & Capital

Richard C. Hartnack

Vice Chairman of the Board Board Committee:

Public Policy

Satoru Kishi Chairman The Bank of Tokyo-Mitsubishi, Ltd. Monica C. Lozano

President and COO, La Opinión Board Committees:

Public Policy Trust

Mary S. Metz

President and CEO, SH Cowell Foundation Board Committees: Chair, Audit

Chair, Audit Finance & Capital

Raymond E. Miles Professor, Haas School of

Business, UC-Berkeley Board Committees:

Audit

Executive Compensation & Benefits Public Policy

J. Fernando Niebla President, International Technology Partners Board Committees:

Chair, Public Policy
Nominating & Corporate
Governance
Trust

Charles R. Rinehart
Retired Chairman and
Chief Executive Officer
HF Ahmanson & Co.
Homes Savings of America
Board Committee:

Finance & Capital

Carl W. Robertson
Managing Director,
Warland Investments Company
Board Committees:

Chair, Trust
Executive Compensation
& Benefits
Finance & Capital
Nominating & Corporate
Governance

Robert M. Walker

Vice Chairman of the Board Board Committee:

Credit Policy & Review

Kenji Yoshizawa Deputy Chairman The Bank of Tokyo-Mitsubishi, Ltd.



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