

MIZUHO FINANCIAL GROUP INC

Form 6-K

July 30, 2012

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**

**PURSUANT TO RULE 13a-16 OR 15d-16**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of July 2012**

**Commission File Number 001-33098**

**Mizuho Financial Group, Inc.**

(Translation of registrant's name into English)

**5-1, Marunouchi 2-chome**

**Chiyoda-ku, Tokyo 100-8333**

**Japan**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

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If  Yes  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_ .

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: July 30, 2012

Mizuho Financial Group, Inc.

By: /s/ Hideyuki Takahashi

Name: Hideyuki Takahashi

Title: Managing Director / CFO

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The following is an English translation of excerpt regarding Basel II capital adequacy disclosure and relevant information released in our Japanese language disclosure material published in July 2012. The capital adequacy disclosure and other financial information included herein are based on Japanese GAAP pursuant to Japanese regulatory requirements.

In this report, we, us, and our refer to Mizuho Financial Group, Inc. and, unless the context indicates otherwise, its consolidated subsidiaries. Mizuho Financial Group refers to Mizuho Financial Group, Inc.

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The Basel II Framework, based on the International Convergence of Capital Measurement and Capital Standards: A Revised Framework issued by the Basel Committee on Banking Supervision, requires the disclosure of capital adequacy information to ensure the enhanced effectiveness of market discipline. Our disclosure is made under the Matters Separately Prescribed by the Commissioner of the Financial Services Agency Regarding Capital Adequacy Conditions, etc. pursuant to Article 19-2, Paragraph 1, Item 5, Subitem (d), etc. of the Ordinance for Enforcement of the Banking Law (Ministry of Finance Ordinance No. 10 of 1982) (FSA Notice No. 15 of 2007).

As a method to calculate the amount of credit risk-weighted assets under the Basel II Framework, we have adopted the advanced internal ratings-based approach. In addition, as a method to calculate the amount equivalent to the operational risk, we have adopted the advanced measurement approach.

**n Capital adequacy ratio highlights****Mizuho Financial Group (Consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Consolidated capital adequacy ratio (BIS standard)</b>	<b>15.30%</b>	<b>15.49%</b>
Tier 1 capital ratio	11.93%	12.75%
Tier 1 capital	6,170.2	6,397.8
Tier 2 capital	2,103.4	1,745.1
Deductions for total risk-based capital	362.6	370.0
<b>Total risk-based capital</b>	<b>7,910.9</b>	<b>7,772.9</b>
<b>Risk-weighted assets</b>	<b>51,693.8</b>	<b>50,165.9</b>

**(Reference)****Mizuho Corporate Bank (Consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Consolidated capital adequacy ratio (BIS standard)</b>	<b>18.80%</b>	<b>17.80%</b>
Tier 1 capital ratio	16.10%	15.86%
Tier 1 capital	4,528.8	4,430.8
Tier 2 capital	881.2	680.6
Deductions for total risk-based capital	122.9	137.2
<b>Total risk-based capital</b>	<b>5,287.1</b>	<b>4,974.2</b>
<b>Risk-weighted assets</b>	<b>28,121.6</b>	<b>27,931.6</b>

**Mizuho Corporate Bank (Non-consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Non-consolidated capital adequacy ratio (BIS standard)</b>	<b>20.34%</b>	<b>20.15%</b>

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Tier 1 capital ratio	15.82%	16.32%
Tier 1 capital	4,053.6	4,135.2
Tier 2 capital	1,214.8	1,011.2
Deductions for total risk-based capital	57.0	41.3
<b>Total risk-based capital</b>	<b>5,211.5</b>	<b>5,105.1</b>
<b>Risk-weighted assets</b>	<b>25,617.3</b>	<b>25,327.3</b>

**Mizuho Bank (Consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Consolidated capital adequacy ratio (Domestic standard)</b>	<b>14.91%</b>	<b>15.52%</b>
Tier 1 capital ratio	10.38%	11.39%
Tier 1 capital	2,374.7	2,428.1
Tier 2 capital	1,129.5	977.6
Deductions for total risk-based capital	93.4	98.9
<b>Total risk-based capital</b>	<b>3,410.8</b>	<b>3,306.8</b>
<b>Risk-weighted assets</b>	<b>22,868.8</b>	<b>21,299.9</b>
(Reference) Consolidated capital adequacy ratio (BIS standard)	14.60%	15.46%

**Mizuho Bank (Non-Consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Non-consolidated capital adequacy ratio (Domestic standard)</b>	<b>15.02%</b>	<b>15.62%</b>
Tier 1 capital ratio	10.54%	11.51%
Tier 1 capital	2,329.4	2,379.6
Tier 2 capital	1,129.4	978.7
Deductions for total risk-based capital	140.6	131.0
<b>Total risk-based capital</b>	<b>3,318.1</b>	<b>3,227.2</b>
<b>Risk-weighted assets</b>	<b>22,091.2</b>	<b>20,656.9</b>
(Reference) Non-consolidated capital adequacy ratio (BIS standard)	14.68%	15.47%

**Table of Contents****Mizuho Trust & Banking (Consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Consolidated capital adequacy ratio (BIS standard)</b>	<b>16.34%</b>	<b>18.26%</b>
Tier 1 capital ratio	12.11%	14.02%
Tier 1 capital	296.8	334.5
Tier 2 capital	110.8	103.5
Deductions for total risk-based capital	7.2	2.4
<b>Total risk-based capital</b>	<b>400.4</b>	<b>435.7</b>
<b>Risk-weighted assets</b>	<b>2,449.6</b>	<b>2,386.0</b>

**Mizuho Trust & Banking (Non-Consolidated)**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Non-consolidated capital adequacy ratio (BIS standard)</b>	<b>16.54%</b>	<b>18.42%</b>
Tier 1 capital ratio	12.28%	14.13%
Tier 1 capital	296.3	332.4
Tier 2 capital	110.3	103.1
Deductions for total risk-based capital	7.4	2.3
<b>Total risk-based capital</b>	<b>399.1</b>	<b>433.1</b>
<b>Risk-weighted assets</b>	<b>2,412.3</b>	<b>2,351.6</b>



**Table of Contents****Status of Mizuho Financial Group's consolidated capital adequacy****in Scope of consolidation****(1) Scope of consolidation for calculating consolidated capital adequacy ratio****(A) Difference from the companies included in the scope of consolidation based on consolidation rules for preparation of consolidated financial statements**

None as of March 31, 2011 and 2012.

**(B) Number of consolidated subsidiaries**

	As of March 31, 2011	As of March 31, 2012
<b>Consolidated subsidiaries</b>	<b>152</b>	<b>149</b>

Our major consolidated subsidiaries are Mizuho Corporate Bank, Ltd., Mizuho Bank, Ltd., Mizuho Trust & Banking Co., Ltd. and Mizuho Securities Co., Ltd.

The following table sets forth information with respect to our principal consolidated subsidiaries as of March 31, 2012:

Name	Country of organization	Main business	Proportion of ownership interest (%)	Proportion of voting interest (%)
<b>Domestic</b>				
Mizuho Corporate Bank, Ltd.	Japan	Banking	100.0%	100.0%
Mizuho Bank, Ltd.	Japan	Banking	100.0	100.0
Mizuho Trust & Banking Co., Ltd.	Japan	Trust and banking	100.0	100.0
Mizuho Securities Co., Ltd.	Japan	Securities	94.7	94.7
Mizuho Investors Securities Co., Ltd.	Japan	Securities	100.0	100.0
Trust & Custody Services Bank, Ltd.	Japan	Trust and banking	54.0	54.0
Mizuho Asset Management Co., Ltd.	Japan	Investment management	98.7	98.7
Mizuho Research Institute Ltd.	Japan	Research and consulting	98.6	98.6
Mizuho Information & Research Institute Inc.	Japan	Information technology	91.5	91.5
Mizuho Financial Strategy Co., Ltd.	Japan	Consulting	100.0	100.0
Mizuho Private Wealth Management Co., Ltd.	Japan	Consulting	100.0	100.0
Mizuho Factors, Limited	Japan	Factoring	100.0	100.0
Mizuho Credit Guarantee Co., Ltd.	Japan	Credit guarantee	100.0	100.0
Mizuho Capital Co., Ltd.	Japan	Venture capital	50.0	50.0
Defined Contribution Plan Services Co., Ltd.	Japan	Pension plan-related business	60.0	60.0
<b>Overseas</b>				

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Mizuho Bank (Switzerland) Ltd	Switzerland	Trust and banking	100.0	100.0
Mizuho Capital Markets Corporation	U.S.A.	Derivatives	100.0	100.0
Mizuho Corporate Bank (China), Ltd.	China	Banking	100.0	100.0
Mizuho Corporate Bank (USA)	U.S.A.	Banking	100.0	100.0
Mizuho Corporate Bank Nederland N.V.	Netherlands	Banking and securities	100.0	100.0
Mizuho International plc	U.K.	Securities and banking	100.0	100.0
Mizuho Securities USA Inc.	U.S.A.	Securities	100.0	100.0
Mizuho Trust & Banking (Luxembourg) S.A.	Luxembourg	Trust and banking	100.0	100.0
Mizuho Trust & Banking Co. (USA)	U.S.A.	Trust and banking	100.0	100.0
PT. Bank Mizuho Indonesia	Indonesia	Banking	99.0	99.0

Note:

In September 2011, Mizuho Securities, Mizuho Investors Securities and Mizuho Trust & Banking became wholly-owned subsidiaries through stock-for-stock exchanges, and all three companies, formerly listed on the Tokyo Stock Exchange and other financial instrument exchanges, were delisted.

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**(C) Corporations providing financial services for which Article 9 of the Consolidated Capital Adequacy Ratio Notice is applicable**

None as of March 31, 2011 and 2012.

**(D) Related companies for which deductions set forth in Article 8, Paragraph 1, Item 2, Subsections 1 to 3 of the Consolidated Capital Adequacy Ratio Notice are applicable**

None as of March 31, 2011 and 2012.

**(E) Companies described in Article 52-23, Paragraph 1, Item 10 of the Banking Law that are mainly engaged in businesses as described in Subsection 1 of such item or companies set forth in Item 11 of such paragraph, but that are not in the holding company's corporate group**

None as of March 31, 2011 and 2012.

**(F) Restrictions on transfer of funds or capital within the holding company's corporate group**

None as of March 31, 2011 and 2012.

**Table of Contents****n Consolidated capital adequacy ratio****(2) Summary table of consolidated capital adequacy ratio (BIS standard)**

		(Billions of yen)	
		As of March 31, 2011	As of March 31, 2012
<b>Tier 1 capital</b>	Common stock and preferred stock	2,181.3	2,254.9
	Non-cumulative perpetual preferred stock		
	Advance payment for new shares		
	Capital surplus	937.6	1,109.7
	Retained earnings	1,132.3	1,405.4
	Less: Treasury stock	3.1	7.0
	Advance payment for treasury stock		
	Less: Dividends (estimate), etc	140.0	76.3
	Less: Unrealized losses on other securities	7.0	
	Foreign currency translation adjustments	(103.9)	(102.8)
	Stock acquisition rights	2.7	2.1
	Minority interest in consolidated subsidiaries	2,269.6	1,941.4
	Preferred securities issued by overseas SPCs	1,919.8	1,859.6
	Less: Goodwill equivalent	1.9	60.5
	Less: Intangible fixed assets recognized as a result of a merger	38.9	38.3
	Less: Capital increase due to securitization transactions	5.4	4.5
	Less: 50% of excess of expected losses relative to eligible reserves by banks adopting internal ratings-based approach	52.9	26.1
	Total of Tier 1 capital before deduction of deferred tax assets (total of the above items)	6,170.2	6,397.8
	Deduction for deferred tax assets		
	Total	(A) 6,170.2	6,397.8
	Preferred securities with a step-up interest rate provision	(B) 524.0	524.0
	Ratio to Tier 1 = (B) / (A) X 100	8.49%	8.19%
<b>Tier 2 capital</b>	45% of unrealized gains on other securities		45.1
	45% of revaluation reserve for land	106.2	102.5
	General reserve for possible losses on loans	4.9	4.2
	Excess of eligible reserves relative to expected losses by banks adopting internal ratings-based approach		
	Debt capital, etc.	1,992.2	1,593.2
	Perpetual subordinated debt and other debt capital	343.6	262.6
	Dated subordinated debt and redeemable preferred stock	1,648.6	1,330.6
	Total	2,103.4	1,745.1

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	Tier 2 capital included as qualifying capital	(C)	2,103.4	1,745.1
<b>Tier 3 capital</b>	Short-term subordinated debt			
	Tier 3 capital included as qualifying capital	(D)		
<b>Deductions for total</b>				
<b>risk-based capital</b>	Deductions for total risk-based capital	(E)	362.6	370.0
<b>Total risk-based capital</b>	(A) + (C) + (D) (E)	(F)	7,910.9	7,772.9
<b>Risk-weighted assets</b>	Credit risk-weighted assets	(G)	46,997.1	45,165.4
	On-balance-sheet items		38,958.0	37,683.9
	Off-balance-sheet items		8,039.0	7,481.4
	Market risk equivalent assets [(I)/8%]	(H)	1,389.2	2,083.3
	(Reference) Market risk equivalent	(I)	111.1	166.6
	Operational risk equivalent assets [(K)/8%]	(J)	3,307.4	2,917.1
	(Reference) Operational risk equivalent	(K)	264.5	233.3
	Adjusted amount for credit risk-weighted assets	(L)		
	Adjusted amount for operational risk equivalent	(M)		
	Total [(G) + (H) + (J) + (L) + (M)]	(N)	51,693.8	50,165.9
<b>Consolidated capital adequacy ratio (BIS standard) = (F) / (N) X 100</b>			<b>15.30%</b>	<b>15.49%</b>
<b>Tier 1 capital ratio = (A) / (N) X 100</b>			<b>11.93%</b>	<b>12.75%</b>

Notes:

1. The above figures are calculated based on the BIS standard applied on a consolidated basis under the Standards for Determining the Status of Capital Adequacy in consideration of assets held by a bank holding company and by its subsidiaries, in accordance with Banking Law Article 52-25 (FSA Notice No. 20 of 2006 (the Notice)). For the figures as of March 31, 2011 and 2012, we did not apply the exception to the Notice (FSA Notice No. 79 of 2008).
2. As it is not possible to break down Mizuho Financial Group's common stock and preferred stock according to classes of stock, non-cumulative perpetual preferred stock is not stated separately from capital.

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3. In calculating the consolidated capital adequacy ratio, we underwent an examination following the procedures agreed with Ernst & Young ShinNihon LLC, on the basis of Treatment in implementing examination by agreed-upon procedures for calculating capital adequacy ratio (Industry Committee Practical Guideline No. 30 of the Japanese Institute of Certified Public Accountants). Note that this is not a part of the accounting audit performed on our consolidated financial statements. This consists of an examination under agreed-upon procedures performed by Ernst & Young ShinNihon LLC on a portion of the internal control structure concerning the calculation of the capital adequacy ratio and a report of the results to us. As such, they do not represent an opinion regarding the capital adequacy ratio itself nor the internal controls related to the calculation of the capital adequacy ratio.
4. The amounts of net deferred tax assets as of March 31, 2011 and 2012 were ¥471.1 billion and ¥340.7 billion, respectively, and the maximum amounts of deferred tax assets that can be recorded without diminishing the amount of Tier 1 capital for the purpose of calculating capital adequacy ratio as of March 31, 2011 and 2012 were ¥1,234.0 billion and ¥1,279.5 billion, respectively.
5. The adjusted amount for credit risk-weighted assets is the amount obtained by multiplying (i) 12.5 by (ii) the excess, if any, of the required capital under the foundation internal ratings-based approach multiplied by the rate prescribed in the Notice over the required capital under the advanced internal ratings-based approach; and the adjusted amount for operational risk equivalent is the amount obtained by multiplying (i) 12.5 by (ii) the excess, if any, of the required capital under the basic indicator approach multiplied by the rate prescribed in the Notice over the required capital under the advanced measurement approach.

**Table of Contents****n Risk-based capital****(3) Summary of types of capital instruments****(A) Summary of preferred securities**

We have included each of the following preferred securities issued by our overseas special purpose companies as Tier 1 capital for the purposes of our consolidated capital adequacy ratios. The preferred securities issued by Mizuho Preferred Capital (Cayman) 1 Limited were redeemed in full on June 29, 2012.

***Preferred securities issued by SPCs of Mizuho Financial Group***

<b>Issuer</b>	Mizuho Preferred Capital (Cayman) 1 Limited (as MPC1, and the preferred securities described below are referred to as the MPC1 Preferred Securities.)	Mizuho Capital Investment (USD) 1 Limited ( MCI (USD) 1, and the preferred securities described below are referred to as MCI (USD) 1 Preferred Securities. )
<b>Type of securities</b>	Non-cumulative perpetual preferred securities	Non-cumulative perpetual preferred securities
<b>Mandatory redemption date</b>	None	None
<b>Optional redemption</b>	Optionally redeemable on each dividend payment date falling in or after June 2012 (subject to prior approval from regulatory authorities)	Starting from the dividend payment date falling in June 2016, optionally redeemable on each dividend payment date in five-year intervals (subject to prior approval from regulatory authorities)
<b>Dividends</b>	Floating dividend rate (No dividend rate step-up. As stated in Dividend suspension events below, dividend payments that are suspended are non-cumulative.)	Fixed dividend rate for the first ten years (although a floating dividend rate is applied with respect to dividend payment dates after June 2016. No dividend rate step-up. Dividend payments that are suspended are non-cumulative.)
<b>Dividend payment date</b>	Last business day of June in each year	June 30th and December 30th of each year
<b>Total amount issued</b>	¥171.0 billion	US\$600 million
<b>Issue date</b>	February 14, 2002	March 13, 2006
<b>Dividend suspension events</b>	If any of the following events arise, dividend payments are suspended on a non-cumulative basis: <ul style="list-style-type: none"> <li>(1) when Mizuho Financial Group issues to MPC 1 a Loss Absorption Certificate<sup>(1)</sup>;</li> <li>(2) when dividends on Mizuho Financial Group s Preferred Stock<sup>(2)</sup> are suspended;</li> <li>(3) when Mizuho Financial Group issues to MPC 1 a Distributable Amounts Limitation Certificate<sup>(4)</sup> stating that there are no Available Distributable Amounts<sup>(3)</sup>; and</li> <li>(4) when the dividend payment date is not a Mandatory Dividend Payment Date<sup>(5)</sup>, and Mizuho Financial Group issues to MPC 1 a dividend instruction instructing it not to pay any dividends</li> </ul>	(Mandatory dividend suspension or reduction event) <ul style="list-style-type: none"> <li>(1) When a Liquidation Event<sup>(7)</sup>, Reorganization Event<sup>(7)</sup>, Insolvency Event<sup>(9)</sup> or Governmental Action<sup>(10)</sup> has occurred to Mizuho Financial Group;</li> <li>(2) when Mizuho Financial Group s Available Distributable Amounts<sup>(11)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced; (Optional dividend suspension or reduction event)</li> <li>(3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (USD) 1 Preferred Securities, and Mizuho</li> </ul>

	on such dividend payment date.	Financial Group issues a dividend suspension notice to MCI (USD) 1; and
		(4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (USD) 1.
<b>Mandatory dividend event</b>	If Mizuho Financial Group pays any dividends on its common stock with respect to a fiscal year, full dividends must be paid on Parity Preferred securities <sup>(6)</sup> in June of the calendar year in which such fiscal year ends. However, it is subject to the following conditions: (1) no Loss Absorption Certificate <sup>(1)</sup> has been issued; (2) no preferred stock dividend limitation has arisen with respect thereto (partial dividend payments are made to the extent applicable); and (3) no Distributable Amounts Limitation Certificate <sup>(4)</sup> has been issued with respect thereto (partial dividends are paid to the extent applicable).	If Mizuho Financial Group pays any dividends on its common stock with respect to a fiscal year, dividend payments for the full amount of MCI (USD) 1 Preferred Securities must be made on the dividend payment dates during the subsequent fiscal year; provided that no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.
<b>Distributable amounts limitation</b>	When Mizuho Financial Group issues a Distributable Amounts Limitation Certificate <sup>(4)</sup> to MPC1, dividends are limited to the Available Distributable Amounts <sup>(3)</sup> .	Dividends for the MCI (USD) 1 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(11)</sup> .
<b>Dividend limitations</b>	When dividends on Mizuho Financial Group's Preferred Stock <sup>(2)</sup> are reduced, dividends on Parity Preferred Securities <sup>(6)</sup> are also reduced by an equal percentage.	When dividends on Mizuho Financial Group's Preferred Stock <sup>(12)</sup> are reduced, dividends on MCI (USD) 1 Preferred Securities are also reduced by an equal percentage.
<b>Claims on residual assets</b>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(12)</sup>



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<b>Issuer</b>	Mizuho Capital Investment (JPY) 1 Limited ( MCI (JPY) 1, and the preferred securities described below are referred to as MCI (JPY) 1 Preferred Securities. )	Mizuho Capital Investment (JPY) 2 Limited ( MCI (JPY) 2, and the preferred securities described below are referred to as MCI (JPY) 2 Preferred Securities. )	Mizuho Capital Investment (JPY) 3 Limited ( MCI (JPY) 3, and the preferred securities described below (Series A and Series B) are collectively referred to as MCI (JPY) 3 Preferred Securities. )
<b>Type of securities</b>	Non-cumulative perpetual preferred securities	Non-cumulative perpetual preferred securities	Non-cumulative perpetual preferred securities
<b>Mandatory redemption date</b>	None	None	None
<b>Optional redemption</b>	Starting from the dividend payment date falling in June 2016, optionally redeemable on each dividend payment date in five -year intervals (subject to prior approval from regulatory authorities)	Starting from the dividend payment date falling in June 2018, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)	Starting from the dividend payment date falling in June 2019, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)
<b>Dividends</b>	Fixed dividend rate for the first ten years (although a floating dividend rate is applied with respect to dividend payment dates after June 2016. No dividend rate step-up.  Dividend payments that are suspended are non-cumulative.)	Fixed dividend rate for the first ten years (although a floating dividend rate is applied with respect to dividend payment dates after June 2018. Dividend rate step-up is applied.  Dividend payments that are suspended are non-cumulative.)	Series A  Fixed dividend rate for the first ten years (although a floating dividend rate is applied with respect to dividend payment dates after June 2019. Dividend rate step-up is applied.  Dividend payments that are suspended are non-cumulative.)  Series B  Fixed dividend rate for the first ten years (although a floating dividend rate is applied with respect to dividend payment dates after June 2019. No dividend rate step-up.  Dividend payments that are suspended are non-cumulative.)
<b>Dividend payment date</b>	June 30th and December 30th of each year	June 30th and December 30th of each year	June 30th and December 30th of each year
<b>Total amount issued</b>	¥400 billion	¥274.5 billion	Series A ¥249.5 billion  Series B ¥53.5 billion
<b>Issue date</b>	January 12, 2007	January 11, 2008	July 11, 2008
<b>Dividend suspension events</b>	(Mandatory dividend suspension or reduction event)  (1) When a Liquidation Event <sup>(7)</sup> , Reorganization Event <sup>(8)</sup> , Insolvency Event <sup>(9)</sup> or Governmental	(Mandatory dividend suspension or reduction event)  (1) When a Liquidation Event <sup>(7)</sup> , Reorganization Event <sup>(8)</sup> , Insolvency Event <sup>(9)</sup> or Governmental Action <sup>(10)</sup> has occurred to Mizuho Financial	(Mandatory dividend suspension or reduction event)  (1) When a Liquidation Event <sup>(7)</sup> , Reorganization Event <sup>(8)</sup> , Insolvency Event <sup>(9)</sup> or Governmental Action <sup>(10)</sup> has

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<p>Action<sup>(10)</sup> has occurred to Mizuho Financial Group;                  (2) when Mizuho Financial Group's Available Distributable Amounts<sup>(13)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced;</p>	<p>Group;                  (2) when Mizuho Financial Group's Available Distributable Amounts<sup>(14)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced;</p>	<p>occurred to Mizuho Financial Group;                  (2) when Mizuho Financial Group's Available Distributable Amounts<sup>(15)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced;</p>
<p>(Optional dividend suspension or reduction event)                  (3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (JPY) 1 Preferred Securities and when Mizuho Financial Group issues a dividend suspension notice to MCI (JPY) 1; and                  (4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (JPY) 1</p>	<p>(Optional dividend suspension or reduction event)                  (3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (JPY) 2 Preferred Securities and when Mizuho Financial Group issues a dividend suspension notice to MCI (JPY) 2; and                  (4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (JPY) 2</p>	<p>(Optional dividend suspension or reduction event)                  (3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (JPY) 3 Preferred Securities and when Mizuho Financial Group issues a dividend suspension notice to MCI (JPY) 3; and                  (4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (JPY) 3</p>

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<b>Mandatory dividend event</b>	<p>If Mizuho Financial Group pays any dividends on its common stock to holders of record as of a prescribed record date in the immediately preceding fiscal year, dividend payments for the full amount of MCI (JPY) 1 Preferred Securities must be made on dividend payment dates during the subsequent fiscal year; provided that</p> <p>no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.</p>	<p>If Mizuho Financial Group pays any dividends on its common stock to holders of record as of a prescribed record date in the immediately preceding fiscal year, dividend payments for the full amount of MCI (JPY) 2 Preferred Securities must be made on dividend payment dates during the subsequent fiscal year; provided that</p> <p>no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.</p>	<p>If Mizuho Financial Group pays any dividends on its common stock to holders of record as of a prescribed record date in the immediately preceding fiscal year, dividend payments for the full amount of MCI (JPY) 3 Preferred Securities must be made on dividend payment dates during the subsequent fiscal year; provided that</p> <p>no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.</p>
<b>Distributable amounts limitation</b>	Dividends for the MCI (JPY) 1 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(13)</sup> .	Dividends for the MCI (JPY) 2 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(14)</sup> .	Dividends for the MCI (JPY) 3 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(15)</sup> .
<b>Dividend limitations</b>	When dividends on Mizuho Financial Group's Preferred Stock <sup>(12)</sup> are reduced, dividends on MCI (JPY) 1 Preferred Securities are also reduced by an equal percentage.	When dividends on Mizuho Financial Group's Preferred Stock <sup>(2)</sup> are reduced, dividends on MCI (JPY) 2 Preferred Securities are also reduced by an equal percentage.	When dividends on Mizuho Financial Group's Preferred Stock <sup>(12)</sup> are reduced, dividends on MCI (JPY) 3 Preferred Securities are also reduced by an equal percentage.
<b>Claims for residual assets</b>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>

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<b>Issuer</b>	Mizuho Capital Investment (JPY) 4 Limited ( MCI (JPY) 4, and the preferred securities described below are referred to as MCI (JPY) 4 Preferred Securities. )	Mizuho Capital Investment (USD) 2 Limited ( MCI (USD) 2, and the preferred securities described below are referred to as MCI (USD) 2 Preferred Securities. )	Mizuho Capital Investment (JPY) 5 Limited ( MCI (JPY) 5, and the preferred securities described below (Series A, Series B and Series C) are collectively referred to as MCI (JPY) 5 Preferred Securities. )
<b>Type of securities</b>	Non-cumulative perpetual preferred securities	Non-cumulative perpetual preferred securities	Non-cumulative perpetual preferred securities
<b>Mandatory redemption date</b>	None	None	None
<b>Optional redemption</b>	Starting from the dividend payment date falling in June 2015, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)	Starting from the dividend payment date falling in June 2014, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)	<p>Series A</p> <p>Starting from the dividend payment date falling in June 2014, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)</p> <p>Series B</p> <p>Starting from the dividend payment date falling in June 2015, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)</p> <p>Series C</p> <p>Starting from the dividend payment date falling in June 2015, optionally redeemable on each dividend payment date (subject to prior approval from regulatory authorities)</p>
<b>Dividends</b>	Fixed dividend rate for the first seven years (although a floating dividend rate is applied with respect to dividend payment dates after June 2015. No dividend rate step-up. Dividend payments that are suspended are non-cumulative.)	Fixed dividend rate for the first five years (although a floating dividend rate is applied with respect to dividend payment dates after June 2014. No dividend rate step-up. Dividend payments that are suspended are non-cumulative.)	<p>Series A</p> <p>Fixed dividend rate for the first five years (although a floating dividend rate is applied with respect to dividend payment dates after June 2014. No dividend rate step-up. Dividend payments that are suspended are non-cumulative.)</p> <p>Series B</p> <p>Fixed dividend rate for the first six years (although a floating dividend rate is applied with respect to dividend payment dates after June 2015. No dividend rate</p>

step-up. Dividend payments that are suspended are non-cumulative.)

Series C

Fixed dividend rate for the first six years (although a floating dividend rate is applied with respect to dividend payment dates after June 2015. No dividend rate step-up. Dividend payments that are suspended are non-cumulative.)

<b>Dividend payment date</b>	March 31, 2009 and June 30th and December 30th of each year	June 30th and December 30th of each year	June 30th and December 30th of each year
<b>Total amount issued</b>	¥355 billion	\$850 million	Series A ¥139.5 billion Series B ¥72.5 billion Series C ¥25.0 billion

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<b>Issue date</b>	December 29, 2008	February 27, 2009	Series A June 30, 2009 Series B August 31, 2009 Series C September 29, 2009
<b>Dividend suspension events</b>	<p>(Mandatory dividend suspension or reduction event)</p> <p>(1) When a Liquidation Event<sup>(7)</sup>, Reorganization Event<sup>(8)</sup>, Insolvency Event<sup>(9)</sup> or Governmental Action<sup>(10)</sup> has occurred to Mizuho Financial Group;</p> <p>(2) when Mizuho Financial Group's Available Distributable Amounts<sup>(16)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced;</p> <p>(Optional dividend suspension or reduction event)</p> <p>(3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (JPY) 4 Preferred Securities and when Mizuho Financial Group issues a dividend suspension notice to MCI (JPY) 4; and</p> <p>(4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (JPY) 4</p>	<p>(Mandatory dividend suspension or reduction event)</p> <p>(1) When a Liquidation Event<sup>(7)</sup>, Reorganization Event<sup>(8)</sup>, Insolvency Event<sup>(9)</sup> or Governmental Action<sup>(10)</sup> has occurred to Mizuho Financial Group;</p> <p>(2) when Mizuho Financial Group's Available Distributable Amounts<sup>(17)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced;</p> <p>(Optional dividend suspension or reduction event)</p> <p>(3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (USD) 2 Preferred Securities and when Mizuho Financial Group issues a dividend suspension notice to MCI (USD) 2; and</p> <p>(4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (USD) 2</p>	<p>(Mandatory dividend suspension or reduction event)</p> <p>(1) When a Liquidation Event<sup>(7)</sup>, Reorganization Event<sup>(8)</sup>, Insolvency Event<sup>(9)</sup> or Governmental Action<sup>(10)</sup> has occurred to Mizuho Financial Group;</p> <p>(2) when Mizuho Financial Group's Available Distributable Amounts<sup>(18)</sup> is insufficient, or dividends on its preferred stock<sup>(12)</sup> are suspended or reduced;</p> <p>(Optional dividend suspension or reduction event)</p> <p>(3) when the capital adequacy ratio of Mizuho Financial Group or its Tier 1 capital ratio fails to meet the minimum requirement, or would fall short as a result of the dividend payments on the MCI (JPY) 5 Preferred Securities and when Mizuho Financial Group issues a dividend suspension notice to MCI (JPY) 5; and</p> <p>(4) when Mizuho Financial Group fails to pay dividends on its common stock and issues a dividend suspension notice to MCI (JPY) 5</p>
<b>Mandatory dividend event</b>	<p>If Mizuho Financial Group pays any dividends on its common stock to holders of record as of a prescribed record date in the immediately preceding fiscal year, dividend payments for the full amount of MCI (JPY) 4 Preferred Securities must be made on dividend payment dates during the subsequent fiscal year; provided that</p> <p>no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has</p>	<p>If Mizuho Financial Group pays any dividends on its common stock to holders of record as of a prescribed record date in the immediately preceding fiscal year, dividend payments for the full amount of MCI (USD) 2 Preferred Securities must be made on dividend payment dates during the subsequent fiscal year; provided that</p> <p>no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has</p>	<p>If Mizuho Financial Group pays any dividends on its common stock to holders of record as of a prescribed record date in the immediately preceding fiscal year, dividend payments for the full amount of MCI (JPY) 5 Preferred Securities must be made on dividend payment dates during the subsequent fiscal year; provided that</p> <p>no event for the mandatory suspension or reduction of dividends has occurred and that no dividend suspension notice has</p>

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	been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.	been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.	been issued in conjunction with the occurrence of an optional dividend suspension or reduction event.
<b>Distributable amounts limitation</b>	Dividends for the MCI (JPY) 4 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(16)</sup> .	Dividends for the MCI (USD) 2 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(17)</sup> .	Dividends for the MCI (JPY) 5 Preferred Securities are paid to the extent of Mizuho Financial Group's Available Distributable Amounts <sup>(18)</sup> .
<b>Dividend limitations</b>	When dividends on Mizuho Financial Group's Preferred Stock <sup>(2)</sup> are reduced, dividends on MCI (JPY) 4 Preferred Securities are also reduced by an equal percentage.	When dividends on Mizuho Financial Group's Preferred Stock <sup>(2)</sup> are reduced, dividends on MCI (USD) 2 Preferred Securities are also reduced by an equal percentage.	When dividends on Mizuho Financial Group's Preferred Stock <sup>(12)</sup> are reduced, dividends on MCI (JPY) 5 Preferred Securities are also reduced by an equal percentage.
<b>Claims for residual assets</b>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>	Same priority as Mizuho Financial Group's Preferred Stock <sup>(2)</sup>

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## Notes:

## (1) Loss Absorption Certificate

Refers to a certificate that Mizuho Financial Group delivers to the issuer (in case of the loss absorption event set forth in clause (iv) below, the issuance thereof is at our discretion) upon any of the following events with respect to Mizuho Financial Group: (i) liquidation event that shall be deemed to occur where a liquidation proceeding is commenced by or against Mizuho Financial Group or a competent court in Japan shall have (a) adjudicated Mizuho Financial Group to be subject to bankruptcy proceedings or (b) approved a preparation of a reorganization plan for abolishment of all business of Mizuho Financial Group; (ii) reorganization event that shall be deemed to occur if a competent court in Japan shall have adjudicated (a) the commencement of a corporate reorganization proceeding of Mizuho Financial Group under the Corporate Reorganization Law or (b) the commencement of a civil rehabilitation proceeding of Mizuho Financial Group under the Civil Rehabilitation Law; (iii) governmental action that shall be deemed to occur if the government authority in Japan (a) publicly declares Mizuho Financial Group is not able to pay its debts as they become due, (b) publicly declares Mizuho Financial Group's liabilities exceed its assets, (c) publicly declares Mizuho Financial Group to be under public management or (d) issues an order that Mizuho Financial Group be transferred to a third party; (iv) inadequate ratio event that shall be deemed to occur if capital adequacy ratio or Tier 1 capital ratio fails to meet the minimum requirement or would fall short as a result of a dividend payment on the relevant preferred securities; (v) default event that shall be deemed to occur if Mizuho Financial Group is not able to pay its debts as they become due or would not be able to do so as a result of a dividend payment on the relevant preferred securities; or (vi) insolvency event shall be deemed to occur if the liabilities of Mizuho Financial Group exceeds its assets or would exceed its assets as a result of a dividend payment on the relevant preferred securities.

## (2) Preferred Stock

Refers to preferred stock of Mizuho Financial Group qualifying as Tier 1 capital and ranking most senior compared to other preferred stock of Mizuho Financial Group as to dividend payments. It includes such preferred stocks that are issued in the future.

## (3) Available Distributable Amounts

Refers to the maximum amount available for dividends ( Distributable Amounts ) calculated based on the immediately preceding fiscal year's financial statements, less the aggregate amount of dividends paid previously during the current fiscal year and scheduled to be paid thereafter in respect of such fiscal year in respect of any Preferred Stock (provided that each interim dividend payment on Preferred Stock to be paid during such current Fiscal Year shall be excluded in calculating Available Distributable Amounts). Notwithstanding the foregoing, if there are securities issued by a company other than Mizuho Financial Group of which the rights to dividends and the rights at the time of liquidation, etc., are determined by reference to the financial condition and results of operation of Mizuho Financial Group and which rank, in relation to MPC1, equal in point of subordination as the Parity Preferred Securities<sup>(6)</sup> ( Parallel Preferred Securities ), the Available Distributable Amounts are adjusted as follows:

Available Distributable Amounts after the adjustment = Available Distributable Amounts x (Total of full dividend payment amount for Parity Preferred Securities<sup>(6)</sup> in such fiscal year) / (Total of full dividend payment amount for Parity Preferred Securities<sup>(6)</sup> in such fiscal year + Total amount of full dividend payment amount for Parallel Securities in such fiscal year)

## (4) DistributableAmounts Limitation Certificate

Refers to a certificate issued by Mizuho Financial Group on or before the annual general meeting of shareholders to issuers if Available Distributable Amounts falls short of total dividends to be paid on the dividend payment date, which shall set forth the Available Distributable Amounts of such fiscal year.

## (5) MandatoryDividend Payment Date

Refers to a dividend payment date in June of a calendar year when a fiscal year of Mizuho Financial Group ends with respect to which it paid dividends on its common stock.

## (6) ParityPreferred Securities

Refers to the collective designation for preferred securities and MPC1 Preferred Securities issued by MPC1 which are perpetual and the dividend payment dates and the use of proceeds are the same as that of the relevant MPC1 Preferred Securities. (As to MPC1, for example, Parity Preferred Securities are the collective designation of MPC1 Preferred Securities as well as other preferred securities that satisfy the above conditions if newly issued in the future.)

## (7) LiquidationEvent



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Shall be deemed to occur where a liquidation proceeding is commenced by or against Mizuho Financial Group or a competent court in Japan shall have (i) adjudicated Mizuho Financial Group to be subject to bankruptcy proceedings or (ii) approved a preparation of a reorganization plan for abolishment of all business of Mizuho Financial Group.

(8) ReorganizationEvent

Shall be deemed to occur if a competent court in Japan shall have adjudicated (i) the commencement of a corporate reorganization proceeding of Mizuho Financial Group under the Corporate Reorganization Law or (ii) the commencement of a civil rehabilitation proceeding of Mizuho Financial Group under the Civil Rehabilitation Law.

(9) InsolvencyEvent

Shall be deemed to occur if (i) Mizuho Financial Group is not able to pay its debts as they become due or would not be able to do so as a result of a dividend payment on the relevant preferred securities, or (ii) if the liabilities of Mizuho Financial Group exceeds its assets or would exceed its assets as a result of a dividend payment on the relevant preferred securities.

(10) GovernmentalAction

Shall be deemed to occur if the government authority in Japan (i) publicly declares Mizuho Financial Group is not able to pay its debts as they become due, (ii) publicly declares Mizuho Financial Group's liabilities exceed its assets, (iii) publicly declares Mizuho Financial Group to be under public management or (iv) issues an order that Mizuho Financial Group be transferred to a third party.

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(11) Available Distributable Amounts for MCI (USD) 1 Preferred Securities

(i) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (USD) 1 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (USD) 1 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (USD) 1 Preferred Securities.

(ii) Amount available in December

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (USD) 1 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date falling in June, pro-rated between full dividends on MCI (USD) 1 Preferred Securities for the dividend payment date falling in December and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (USD) 1 Preferred Securities falling in June up to the dividend payment date falling in December.

(12) Preferred Stocks

Refers to preferred stock of Mizuho Financial Group qualifying as Tier 1 capital and ranking most senior compared to other preferred stock of Mizuho Financial Group as to dividend payments and claims to residual assets.

(13) Available Distributable Amounts for the MCI (JPY) 1 Preferred Securities

(i) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (JPY) 1 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (JPY) 1 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (JPY) 1 Preferred Securities.

(ii) Amount available in December

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (JPY) 1 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date in June, pro-rated between full dividends on MCI (JPY) 1 Preferred Securities for the dividend payment date falling in December and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (JPY) 1 Preferred Securities falling in June up to the dividend payment date falling in December.

(14) Available Distributable Amounts for the MCI (JPY) 2 Preferred Securities

(i) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (JPY) 2 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (JPY) 2 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (JPY) 2 Preferred Securities.

(ii) Amount available in December

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (JPY) 2 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date in June, pro-rated between full dividends on MCI (JPY) 2 Preferred Securities for the dividend payment date falling in December and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (JPY) 2 Preferred Securities falling in June up to the dividend payment date falling in December.

(15) Available Distributable Amounts for the MCI (JPY) 3 Preferred Securities

(i) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (JPY) 3 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (JPY) 3 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (JPY) 3 Preferred Securities.

(ii) Amount available in December (except for the amount available in December 2008)

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (JPY) 3 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date in June, pro-rated between full dividends on MCI (JPY) 3 Preferred Securities for the dividend payment date falling in December and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (JPY) 3 Preferred Securities falling in June up to the dividend payment date falling in December.

(iii) Amount available in December 2008

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments) and (B) the dividends on Equivalent Securities paid or declared to be paid from April 1, 2008 to June 30, 2008, pro-rated between full dividends on MCI (JPY) 3 Preferred Securities for the dividend payment date falling in December 2008 and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after June 30, 2008 up to the dividend payment date falling in December 2008.

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## (16) Available Distributable Amounts for the MCI (JPY) 4 Preferred Securities

## (i) Amount available in March 2009

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the fiscal year ended March 31, 2008, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments) and (B) the dividends on Equivalent Securities paid or declared to be paid from April 1, 2008 to December 30, 2008, pro-rated between the full dividend amount on MCI (JPY) 4 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (JPY) 4 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid from the day after December 30, 2008 up to the dividend payment date falling in March 2009.

## (ii) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (JPY) 4 Preferred Securities and the full dividend amount on Equivalent Securities to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (JPY) 4 Preferred Securities.

## (iii) Amount available in December

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (JPY) 4 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date in June, pro-rated between full dividends on MCI (JPY) 4 Preferred Securities for the dividend payment date falling in December and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (JPY) 4 Preferred Securities falling in June up to the dividend payment date falling in December.

## (17) Available Distributable Amounts for the MCI (USD) 2 Preferred Securities

## (i) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (USD) 2 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (USD) 2 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (USD) 2 Preferred Securities.

## (ii) Amount available in December

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (USD) 2 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date in June, pro-rated between full dividends on MCI (USD) 2 Preferred Securities for the dividend payment date falling in December and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (USD) 2 Preferred Securities falling in June up to the dividend payment date falling in December.

## (18) Available Distributable Amounts for the MCI (JPY) 5 Preferred Securities

## (i) Amount available in June

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), pro-rated between the full dividend amount on MCI (JPY) 5 Preferred Securities and the full dividend amount on preferred securities that are equivalently subordinated in nature with MCI (JPY) 5 Preferred Securities ( Equivalent Securities ) to which dividends are paid in whole or in part or declared to be paid on or prior to the relevant dividend payment date of MCI (JPY) 5 Preferred Securities.

## (ii) Amount available in December (except for the amount available in December 2009)

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the immediately preceding fiscal year, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments), (B) the amount of dividend payments on MCI (JPY) 5 Preferred Securities made or declared to be made on or prior to the dividend payment date falling in June and (C) the dividends on Equivalent Securities paid or declared to be paid on or prior to the dividend payment date in June, pro-rated between full dividends on MCI (JPY) 5 Preferred Securities for the dividend payment date falling in December and full dividends on

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Equivalent Securities paid in whole or in part or declared to be paid from the day after the dividend payment date of MCI (JPY) 5 Preferred Securities falling in June up to the dividend payment date falling in December.

(iii) Amount available in December 2009

Refers to Distributable Amounts of Mizuho Financial Group calculated based on the financial statements for the fiscal year ended March 31, 2009, less (A) the amount of dividend payments on Preferred Stock<sup>(12)</sup> (excluding interim dividend payments) and (B) the dividends on Equivalent Securities paid or declared to be paid from April 1, 2009 to June 30, 2009, pro-rated between full dividends on MCI (JPY) 5 Preferred Securities for the dividend payment date falling in December 2009 and full dividends on Equivalent Securities paid in whole or in part or declared to be paid from the day after June 30, 2009 up to the dividend payment date falling in December 2009.

**Table of Contents****(B) Summary of preferred stock**

The preferred stocks that have been issued as stated below are included in Tier 1 capital of Mizuho Financial Group's consolidated capital adequacy ratio.

	<b>Eleventh Series Class XI</b>	<b>Thirteenth Series Class XIII</b>
	<b>Preferred Stock</b>	<b>Preferred Stock</b>
<b>Amount outstanding as of fiscal year end (excluding treasury stock)</b>	¥373.6782 billion	¥36.69 billion
<b>Preferred dividend payment</b>	An annual dividend payment of ¥20 per preferred share to holders of preferred stock in priority to dividend payments to holders of common stock.	An annual dividend payment of ¥30 per preferred share to holders of preferred stock in priority to dividend payments to holders of common stock.
<b>Non-cumulative clause</b>	In the event that all or part of the preferred dividends are not paid during a given fiscal year, the shortfall is not accumulated in or beyond the following fiscal year.	In the event that all or part of the preferred dividends are not paid during a given fiscal year, the shortfall is not accumulated in or beyond the following fiscal year.
<b>Non-participation clause</b>	No distribution of surplus exceeding the preferred dividend payment is made to holders of preferred stock.	No distribution of surplus exceeding the preferred dividend payment is made to holders of preferred stock.
<b>Preferred interim dividend payment</b>	If an interim dividend payment is made, ¥10 per share is to be paid in priority to holders of common stock.	If an interim dividend payment is made, ¥15 per share is to be paid in priority to holders of common stock.
<b>Distribution of residual assets</b>	¥1,000 per preferred share is to be paid in priority to holders of common stock and no other distribution of residual assets is to be made.	¥1,000 per preferred share is to be paid in priority to holders of common stock and no other distribution of residual assets is to be made.
<b>Conversion<sup>(1)</sup> request</b>	<b>Conversion period</b> From July 1, 2008 to June 30, 2016.	n.a.
	<b>Conversion price</b> ¥282.90 (As of July 1, 2012)	n.a.
	<b>Reset of conversion price</b> On July 1 of each year from July 1, 2009 to July 1, 2015 (hereafter, "Conversion Price Reset Date"), in the event the market price of common stock on such date is below the effective conversion price on the day before the relevant Conversion Price Reset Date, the reset price is to be adjusted as of the relevant Conversion Price Reset Date to such market price (minimum: ¥282.90), where market price is defined as the average of the daily closing prices of common stock as reported by the Tokyo Stock Exchange for the 30 consecutive trading days commencing on the 45th trading day prior to the Conversion Price Reset Date.	n.a.

<b>Adjustment of the conversion price</b>	Adjustments to the conversion price are to be made upon the issuance or disposition of common stock at a price lower than the market price and in other specified circumstances.	n.a.
<b>Number of shares of common stock to be provided upon conversion</b>	The number obtained by dividing (i) the total issue price of the preferred stock submitted in connection with the conversion request by the holders of such preferred stock by (ii) the conversion price.	n.a.

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<b>Mandatory conversion of preferred stock</b>	Mizuho Financial Group shall acquire on July 1, 2016 any preferred stock in respect of which a request for conversion has not been made by June 30, 2016 and deliver common stock to the holder of such preferred stock. The number of shares of common stock to be delivered is obtained by dividing ¥1,000 by the average of the daily closing prices of common stock as reported by the Tokyo Stock Exchange for the 30 consecutive trading days commencing on the 45th trading day prior to July 1, 2016 (minimum: ¥282.90).	n.a.
<b>Conversion clause</b>	n.a.	<p>On or after April 1, 2013, as determined by a resolution of the general meeting of shareholders, all or a portion of the preferred stock can be repurchased at the conversion price set forth below.</p> <p>The conversion price per share will be the sum of ¥1,000 and the preferred dividend pro-rated for the number of days from the first day of the fiscal year during which the conversion date falls; provided, however, that if preferred interim dividends are paid, the conversion price per share is to be reduced by the amount of such interim dividend.</p>
<b>Voting rights</b>	The holders of preferred stock shall not have voting rights at a general meeting of shareholders; provided, however, that the holders of preferred stock may have voting rights from the date of a general meeting of shareholders if a proposal for the payment of preferred dividends is not submitted to such general meeting of shareholders, or immediately after the closing of a general meeting of shareholders if a proposal on the preferred dividends is rejected at such general meeting of shareholders, until, in either case, such time as a resolution of a general meeting of shareholders for the payment of preferred dividends is approved.	The holders of preferred stock shall not have voting rights at a general meeting of shareholders; provided, however, that the holders of preferred stock may have voting rights from the date of a general meeting of shareholders if a proposal for the payment of preferred dividends is not submitted to such general meeting of shareholders, or immediately after the closing of a general meeting of shareholders if a proposal on the preferred dividends is rejected at such general meeting of shareholders, until, in either case, such time as a resolution of a general meeting of shareholders for the payment of preferred dividends is approved.
<b>Preferential status</b>	All classes of preferred stock rank <i>pari passu</i> with respect to preferred dividends, preferred interim dividends and residual assets.	All classes of preferred stock rank <i>pari passu</i> with respect to preferred dividends, preferred interim dividends and residual assets.



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### (C) Summary of debt capital instruments

#### 1. Summary

The following debt capital instruments are included in Tier 2 capital:

Perpetual subordinated debt;

Dated subordinated debt; and

Dated preferred stock.

Of the above, perpetual subordinated debt and dated subordinated debt are in the form of subordinated bonds with subordination clause (corporate bonds with subordination clause) or subordinated loans (borrowing by means of loan agreement with subordination clause) (collectively, Subordinated Bonds, Etc. ). Specifically, such debt capital is raised as follows:

(1) Subordinated bonds offered to investors in Japan and abroad;

(2) Subordinated bonds using a Euro MTN program, etc.; and

(3) Subordinated loans.

The Subordinated Bonds, Etc., are issued by or loaned to Mizuho Financial Group, its banking subsidiaries or overseas consolidated SPC subsidiaries.

In each case, the above instruments are based on terms that are in accordance with relevant public notices and supervisory guidelines of the Financial Services Agency so as to ensure eligibility as Tier 2 capital, and the following is the summary of such terms as of July 1, 2012.

At present, we have no dated preferred stock outstanding.

#### 2. Subordination clause

Subordinated Bonds, Etc., include subordination clauses pursuant to which, in the event that certain grounds for subordination arise, payments of principal and interest on the relevant Subordinated Bonds, Etc., are ranked lower in priority compared to the execution of obligations relating to more senior claims which are obligations other than those that rank *pari passu* or junior to such Subordinated Bonds, Etc. (concerning the rights of holders of Subordinated Bonds, Etc., that seek payment, the order of priority in receiving payments in bankruptcy proceedings is junior to subordinated bankrupt claims as set forth in the Bankruptcy Law). As a result, senior creditors have priority over holders of Subordinated Bonds, Etc., in the event of bankruptcy, corporate reorganization and civil rehabilitation proceedings, etc.

#### 3. Perpetual subordinated debt

Perpetual subordinated debt is a debt capital instrument with all of the following features:

(1) Unsecured, fully paid and subordinated to other obligations;

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- (2) Not redeemable or repayable, except when it is optional and the debtor anticipates that a sufficient capital adequacy ratio will be maintained after such redemption or repayment or in connection with the raising of capital in an amount equal to or in excess of the amount to be redeemed or repaid;
  - (3) Applicable to absorb losses while the obligor continues to do business; and
  - (4) Contains a provision that allows a deferred payment of interest.
4. Dated subordinated debt

Dated subordinated debt differs from perpetual subordinated debt in that it has a fixed redemption or repayment term of more than five years.

In the case of both perpetual subordinated debt and dated subordinated debt, if a step-up in interest is provided for, the application of such step-up must be made at a time five years or more from the issue or loan date so as to prevent the interest to be paid after step-up from being excessive, and the amount of step-up must be within the limit that the Financial Services Agency determines in supervisory guidelines.

#### **(4) Summary of approach to assessing capital adequacy**

In order to ensure that risk-based capital is sufficiently maintained in light of the risk held by us, we regularly conduct the following assessment of capital adequacy in addition to adopting a suitable and effective capital adequacy monitoring structure.

#### **Maintaining a sufficient BIS capital adequacy ratio and Tier 1 capital ratio**

We confirm our maintenance of a high level of financial soundness by conducting regular evaluations to examine whether our risk-based capital is adequate in qualitative as well as quantitative terms, in light of our business plans and strategic targets to match the increase in risk-weighted assets acquired for growth, in addition to maintaining risk-based capital that exceeds the minimum requirements (8% under BIS standards, 4% under domestic standards).

#### **Balancing risk and capital**

On the basis of the framework for allocating risk capital, after obtaining the clearest possible grasp of the group's overall risk exposure, we endeavor to control risk so as to keep it within the range of our business capacity by means of allocating capital that corresponds to the amount of risk to the business groups and units of our banking subsidiaries, etc., within the bounds of our capital, and we conduct regular assessments to ensure that a sufficient level of capital is maintained for our risk profile. When making these assessments, we examine whether an appropriate return on risk is maintained in addition to considering the effects that interest rate risk related to our banking book, credit concentration risk and stress tests have on our capital.

**Table of Contents****(5) Required capital by portfolio classification**

	As of March 31, 2011		(Billions of yen) As of March 31, 2012	
	EAD	Required capital	EAD	Required capital
<b>Credit risk</b>	<b>168,629.5</b>	<b>5,084.9</b>	<b>171,425.4</b>	<b>4,737.4</b>
<b>Internal ratings-based approach</b>	<b>160,055.2</b>	<b>4,834.2</b>	<b>163,265.5</b>	<b>4,486.1</b>
Corporate (except specialized lending)	49,049.3	2,690.6	51,054.8	2,523.9
Corporate (specialized lending)	2,615.8	326.0	2,378.0	239.5
Sovereign	74,995.2	53.8	77,549.7	62.9
Bank	5,073.8	134.4	5,525.0	123.2
Retail	13,885.2	665.1	13,652.5	623.7
Residential mortgage	10,774.8	447.5	10,529.9	418.2
Qualifying revolving loan	350.4	33.3	346.3	31.0
Other retail	2,759.9	184.2	2,776.2	174.4
Equities	3,530.3	375.5	3,357.6	353.0
PD/LGD approach	1,037.1	109.9	964.4	97.7
Market-based approach (simple risk weight method)	285.3	78.3	274.2	75.6
Market-based approach (internal models approach)				
Transitional measure applied	2,207.9	187.2	2,118.8	179.6
Regarded-method exposure	1,035.1	255.5	1,261.8	270.5
Purchase receivables	1,929.8	68.7	1,834.9	54.2
Securitized assets	4,422.1	89.6	3,818.1	74.0
Others	3,518.1	174.7	2,832.6	160.8
<b>Standardized approach</b>	<b>8,574.3</b>	<b>250.6</b>	<b>8,159.8</b>	<b>251.2</b>
Sovereign	4,664.3	3.3	4,273.0	4.2
Bank	1,250.4	24.5	1,159.0	24.1
Corporate	2,038.9	157.5	2,064.2	164.5
Residential mortgage	0.0	0.0		
Securitized assets	39.4	30.1	37.0	24.4
Others	581.1	35.1	626.5	33.7
<b>Market risk</b>	<b>n.a.</b>	<b>111.1</b>	<b>n.a.</b>	<b>166.6</b>
<b>Standardized approach</b>	<b>n.a.</b>	<b>84.5</b>	<b>n.a.</b>	<b>68.4</b>
Interest rate risk	n.a.	49.8	n.a.	38.5
Equities risk	n.a.	26.1	n.a.	22.2
Foreign exchange risk	n.a.	4.3	n.a.	4.2
Commodities risk	n.a.	4.2	n.a.	3.3
Option transactions	n.a.		n.a.	
<b>Internal models approach</b>	<b>n.a.</b>	<b>26.6</b>	<b>n.a.</b>	<b>98.2</b>
<b>Operational risk</b>	<b>n.a.</b>	<b>264.5</b>	<b>n.a.</b>	<b>233.3</b>
Advanced measurement approach	n.a.	218.5	n.a.	192.5
Basic indicator approach	n.a.	46.0	n.a.	40.8
<b>Total required capital (consolidated)</b>	<b>n.a.</b>	<b>4,135.5</b>	<b>n.a.</b>	<b>4,013.2</b>

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Notes:

1. EAD: Exposure at default.
2. PD: Probability of default.
3. LGD: Loss given default.
4. Required capital: For credit risk, the sum of (i) 8% of credit risk-weighted assets, (ii) expected losses and (iii) deductions from capital. For market risk, the market risk equivalent amount. For operational risk, the operational risk equivalent amount.
5. Total required capital (consolidated): 8% of the denominator of the capital adequacy ratio.
6. The major exposures included in each portfolio classification of internal ratings-based approach are as follows:

Corporate (excluding specialized lending)	Credits to corporations and sole proprietors (excluding credits to retail customers)
Corporate (specialized lending)	Credits which limit interest and principal repayment sources to cash flow derived from specific real estate, chattel, businesses, etc, including real estate non-recourse loan, ship finance and project finance, etc.
Sovereign	Credits to central governments, central banks and local governmental entities
Bank	Credits to banks and securities companies, etc.
Retail	Housing loans (residential mortgage), credit card loans (qualifying revolving retail loan) and other individual consumer loans and loans to business enterprises with total credit amount of less than ¥100 million, etc. (other retail).
Equities	Capital stock, preferred securities, perpetual subordinated debt, etc. (excluding trading assets)
* The transitional measure applies to those held from September 30, 2004 or earlier, and others are applied either the PD/LGD approach or the market-based approach.	
Regarded-method exposure	Investment trusts and funds, etc.
Purchase receivables	Receivables purchased from third parties excluding securities (excluding securitizations)
Securitizations	Transactions in the form of non-recourse and having a senior/subordinated structure, etc. (excluding specialized lending).

7. EAD calculated using the standardized approach for credit risk represents the amount before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs.

**Table of Contents****n Credit risk****(6) Credit risk management****Summary of credit risk management**

See pages 58 to 59 for a summary of our credit risk management policies and procedures.

We apply the advanced internal ratings-based approach to calculate credit risk-weighted assets under Basel II. With regard to some business units or asset classes that are deemed to be immaterial for purposes of calculating credit risk-weighted assets, we apply the standardized approach.

We use our estimates of PD (probability of default) and LGD (loss given default) in calculating credit risk-weighted assets. In accordance with regulations, we estimate PD by using long-term averages of actual defaults, to which conservative adjustments are made, based on internal data, and make adjustments to LGD taking into account recessionary periods. We regularly perform verifications of PD and LGD through back testing and other methods. We also utilize these estimates for measuring credit risks for internal use, allocating risk capital and other purposes.

**Status of portfolios to which the standardized approach is applied**

Eligible external credit assessment institutions used for determining the risk weight for portfolios to which the standardized approach is applied are Rating and Investment Information, Inc. (R&I) in Japan and Standard & Poor's Ratings Services (S&P) overseas.

We apply a 100% risk weight for all of our corporate exposure.

**Summary of our internal rating system**

See pages 58 for a summary of our internal rating system and rating assignment procedures.

The following table sets forth information with respect to the definition of obligor ratings.

**Obligor ratings****Obligor ratings**

(major category)	Definition of ratings	Classification
<b>A1 A3</b>	Obligors whose certainty of debt fulfillment is very high, hence their level of credit risk is excellent.	Investment grade zone
<b>B1 B2</b>	Obligors whose certainty of debt fulfillment poses no problems for the foreseeable future, hence their level of credit risk is sufficient.	
<b>C1 C3</b>	Obligors whose certainty of debt fulfillment and their level of credit risk pose no problems for the foreseeable future.	
<b>D1 D3</b>	Obligors whose current certainty of debt fulfillment poses no problems, however, their resistance to future changes in business environment is low.	Non-investment grade zone
<b>E1 E2</b>	Obligors who require close watching going forward because there are problems with their borrowing conditions, such as reduced or suspended interest payments, problems with fulfillment such as de facto postponements of principal or interest payments, or problems with their financial positions as a result of their poor or unstable business conditions.	
<b>F1</b>	<b>R*</b> Obligors who are not yet bankrupt but are in financial difficulties and are deemed to be very likely to go bankrupt in the future because they are finding it difficult to make progress in implementing their management improvement plans (including obligors who are receiving ongoing support from financial institutions).	Default
<b>G1</b>	Obligors who have not yet gone legally or formally bankrupt but who are substantially bankrupt because they are in serious financial difficulties and are not deemed to be capable	

of restructuring.

**H1** Obligor who has already gone bankrupt, from both a legal and/or formal perspective.

\* Including restructured loans and loans past due for three months or more

**Table of Contents****(7) Credit risk exposure, etc.**

We exclude regarded-method exposure and securitization exposure from the amount of credit risk exposure.

The outstanding balance is based on exposure at default.

No significant difference exists between period-end credit risk position and the average credit risk position during the fiscal years ended March 31, 2011 and 2012.

**Status of credit risk exposure****(A) Breakdown by geographical area**

	(Billions of yen)				
	As of March 31, 2011				
	Loans, commitments and other non-OTC derivative off-balance-sheet exposures	Securities	OTC derivatives	Others	Total
<b>Domestic</b>	<b>80,450.9</b>	<b>36,914.8</b>	<b>2,146.5</b>	<b>10,636.2</b>	<b>130,148.6</b>
<b>Overseas</b>	<b>13,971.5</b>	<b>5,354.8</b>	<b>2,112.5</b>	<b>3,010.2</b>	<b>24,449.2</b>
Asia	3,452.6	773.5	119.3	869.9	5,215.4
Central and South America	2,062.6	147.4	232.2	3.5	2,445.9
North America	4,602.1	3,168.3	637.1	1,721.0	10,128.7
Eastern Europe	48.8		0.0	1.5	50.4
Western Europe	2,706.2	1,122.5	1,040.9	255.8	5,125.6
Other areas	1,098.9	142.9	82.7	158.3	1,483.0
<b>Total</b>	<b>94,422.5</b>	<b>42,269.7</b>	<b>4,259.0</b>	<b>13,646.5</b>	<b>154,597.9</b>
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>8,534.9</b>

	(Billions of yen)				
	As of March 31, 2012				
	Loans, commitments and other non-OTC derivative off-balance-sheet exposures	Securities	OTC derivatives	Others	Total
<b>Domestic</b>	<b>77,828.0</b>	<b>40,146.5</b>	<b>1,842.3</b>	<b>7,323.2</b>	<b>127,140.2</b>
<b>Overseas</b>	<b>17,071.5</b>	<b>8,465.3</b>	<b>2,054.8</b>	<b>3,453.5</b>	<b>31,045.2</b>
Asia	4,363.0	996.8	148.4	981.9	6,490.2
Central and South America	2,258.9	144.2	201.5	8.8	2,613.7
North America	5,825.6	6,029.2	595.1	1,922.0	14,372.0
Eastern Europe	29.2		0.9	6.2	36.5
Western Europe	3,222.0	1,140.7	992.9	474.0	5,829.6
Other areas	1,372.5	154.2	115.7	60.3	1,702.9
<b>Total</b>	<b>94,899.5</b>	<b>48,611.9</b>	<b>3,897.1</b>	<b>10,776.7</b>	<b>158,185.4</b>

<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>8,122.8</b>
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Notes:

1. Exempt portion represents the amount before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs, calculated using the standardized approach for business units and asset classes that are immaterial for the purpose of calculating credit risk-weighted assets.
2. Exposure to non-Japanese residents is included in Overseas.
3. Others include cash, deposits, call loans, other debt purchased, money held in trust, foreign exchange assets, other assets, etc.



**Table of Contents****(B) Breakdown by industry**

(Billions of yen)

As of March 31, 2011

	Loans, commitments and other non-OTC derivative off-balance-sheet		OTC	Others	Total
	exposures	Securities	derivatives		
Manufacturing	13,031.1	2,228.1	617.2	225.4	16,102.0
Construction	1,426.7	198.3	22.1	4.9	1,652.1
Real estate	6,669.9	512.1	51.7	42.0	7,276.0
Service industries	3,784.0	989.9	157.8	82.2	5,014.0
Wholesale and retail	7,264.2	589.1	655.0	513.2	9,021.6
Finance and insurance	9,384.2	1,864.0	2,069.9	1,314.5	14,632.7
Individuals	12,135.1		0.2	14.0	12,149.4
Other industries	14,300.7	4,990.4	675.9	5,813.5	25,780.7
Japanese Government; Bank of Japan	26,426.1	30,897.5	8.8	5,636.4	62,968.9
<b>Total</b>	<b>94,422.5</b>	<b>42,269.7</b>	<b>4,259.0</b>	<b>13,646.5</b>	<b>154,597.9</b>
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>8,534.9</b>

(Billions of yen)

As of March 31, 2012

	Loans, commitments and other non-OTC derivative off-balance-sheet		OTC	Others	Total
	exposures	Securities	derivatives		
Manufacturing	13,808.8	2,080.9	537.5	249.9	16,677.2
Construction	1,374.8	188.3	18.6	4.1	1,585.8
Real estate	6,752.2	439.8	53.1	33.2	7,278.4
Service industries	3,575.2	2,136.7	123.5	60.5	5,896.1
Wholesale and retail	7,474.5	593.3	457.2	512.4	9,037.6
Finance and insurance	9,899.3	2,549.1	2,014.7	1,057.5	15,520.7
Individuals	11,907.2		0.1	14.3	11,921.8
Other industries	15,769.1	5,946.2	681.1	5,690.6	28,087.1
Japanese Government; Bank of Japan	24,338.1	34,677.4	11.0	3,153.9	62,180.5
<b>Total</b>	<b>94,899.5</b>	<b>48,611.9</b>	<b>3,897.1</b>	<b>10,776.7</b>	<b>158,185.4</b>
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>8,122.8</b>

## Notes:

- Exempt portion represents the amount before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs, calculated using the standardized approach for business units and asset classes that are immaterial for the purpose of calculating credit risk-weighted assets.
- Others include cash, deposits, call loans, other debt purchased, money held in trust, foreign exchange assets, other assets, etc.

**Table of Contents****(C) Breakdown by residual contractual maturity**

(Billions of yen)

	As of March 31, 2011					
	Loans, commitments and other non-OTC derivative off-balance-sheet		Securities	OTC derivatives	Others	Total
	exposures					
Less than one year	29,640.8		15,622.7	489.5	1,928.9	47,682.0
From one year to less than three years	13,673.1		9,881.0	1,781.8	38.9	25,374.9
From three years to less than five years	9,339.6		7,815.5	1,033.2	27.0	18,215.4
Five years or more	26,685.1		5,387.3	864.7	0.0	32,937.2
Other than above	15,083.7		3,563.0	89.6	11,651.6	30,388.1
<b>Total</b>	<b>94,422.5</b>		<b>42,269.7</b>	<b>4,259.0</b>	<b>13,646.5</b>	<b>154,597.9</b>
<b>Exempt portion</b>	<b>n.a.</b>		<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>8,534.9</b>

(Billions of yen)

	As of March 31, 2012					
	Loans, commitments and other non-OTC derivative off-balance-sheet		Securities	OTC derivatives	Others	Total
	exposures					
Less than one year	29,665.1		13,917.9	536.9	1,897.0	46,017.1
From one year to less than three years	12,628.3		12,704.9	1,606.1	43.9	26,983.4
From three years to less than five years	11,347.2		11,449.5	937.4	27.8	23,762.1
Five years or more	28,158.3		7,156.6	746.9	1.8	36,063.7
Other than above	13,100.3		3,382.8	69.7	8,806.0	25,358.9
<b>Total</b>	<b>94,899.5</b>		<b>48,611.9</b>	<b>3,897.1</b>	<b>10,776.7</b>	<b>158,185.4</b>
<b>Exempt portion</b>	<b>n.a.</b>		<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>8,122.8</b>

## Notes:

- Exempt portion represents the amount before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs, calculated using the standardized approach for business units and asset classes that are immaterial for the purpose of calculating credit risk-weighted assets.
- Others include cash, deposits, call loans, other debt purchased, money held in trust, foreign exchange assets, other assets, etc.

**Table of Contents****Status of exposure past due three months or more or in default****(D) Breakdown by geographical area**

	As of March 31, 2011					(Billions of yen)
	Loans, commitments and other non-OTC derivative off-balance-sheet exposures		Securities	OTC derivatives	Others	Total
<b>Domestic</b>	<b>1,561.1</b>	<b>28.8</b>	<b>79.2</b>	<b>75.3</b>	<b>1,744.6</b>	
<b>Overseas</b>	<b>185.5</b>	<b>1.9</b>	<b>8.2</b>	<b>20.8</b>	<b>216.6</b>	
Asia	25.1	0.0	0.0	4.0	29.2	
Central and South America	42.3	1.5	6.3	0.0	50.2	
North America	23.6	0.4	0.0	14.7	38.8	
Eastern Europe	8.7			0.0	8.7	
Western Europe	58.3		1.8	1.7	61.8	
Other areas	27.3			0.3	27.6	
<b>Total</b>	<b>1,746.7</b>	<b>30.7</b>	<b>87.5</b>	<b>96.2</b>	<b>1,961.2</b>	
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>1.5</b>	

	As of March 31, 2012					(Billions of yen)
	Loans, commitments and other non-OTC derivative off-balance-sheet exposures		Securities	OTC derivatives	Others	Total
<b>Domestic</b>	<b>1,439.5</b>	<b>20.5</b>	<b>82.3</b>	<b>59.0</b>	<b>1,601.4</b>	
<b>Overseas</b>	<b>197.0</b>	<b>0.5</b>	<b>17.7</b>	<b>14.5</b>	<b>229.9</b>	
Asia	41.7	0.0	0.1	3.9	45.8	
Central and South America	59.0	0.0	9.5	0.0	68.7	
North America	8.0	0.5	0.0	8.4	17.0	
Eastern Europe	0.4				0.4	
Western Europe	66.5		8.0	1.6	76.2	
Other areas	21.2			0.4	21.6	
<b>Total</b>	<b>1,636.5</b>	<b>21.1</b>	<b>100.1</b>	<b>73.6</b>	<b>1,831.4</b>	
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>1.1</b>	

## Notes:

1. Exempt portion represents the amount before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs, calculated using the standardized approach for business units and asset

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classes that are immaterial for the purpose of calculating credit risk-weighted assets.

2. Exposure to non-Japanese residents is included in Overseas.
3. Others include deposits, call loans, other debt purchased, money held in trust, foreign exchange assets, other assets, etc.

**Table of Contents****(E) Breakdown by industry**

(Billions of yen)

	As of March 31, 2011				
	Loans, commitments and other non-OTC derivative off-balance-sheet		OTC		Total
	exposures	Securities	derivatives	Others	
Manufacturing	415.7	9.3	39.5	19.5	484.1
Construction	94.0	3.4	0.4	1.9	99.9
Real estate	291.1	5.2	0.2	4.5	301.1
Service industries	191.3	3.5	3.7	6.9	205.5
Wholesale and retail	266.8	2.4	34.9	35.9	340.1
Finance and insurance	24.5	1.8	0.1	17.3	43.9
Individuals	264.5		0.0	1.6	266.2
Other industries	198.4	4.9	8.4	8.2	220.0
<b>Total</b>	<b>1,746.7</b>	<b>30.7</b>	<b>87.5</b>	<b>96.2</b>	<b>1,961.2</b>
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>1.5</b>

(Billions of yen)

	As of March 31, 2012				
	Loans, commitments and other non-OTC derivative off-balance-sheet		OTC		Total
	exposures	Securities	derivatives	Others	
Manufacturing	386.7	8.0	35.1	16.6	446.6
Construction	53.7	2.7	0.2	1.1	58.0
Real estate	251.1	5.3	0.0	0.8	257.4
Service industries	205.6	3.4	5.6	6.2	221.0
Wholesale and retail	268.2	0.8	41.6	31.1	341.9
Finance and insurance	21.2	0.2	3.0	10.5	35.0
Individuals	236.2		0.0	1.3	237.5
Other industries	213.3	0.3	14.2	5.7	233.7
<b>Total</b>	<b>1,636.5</b>	<b>21.1</b>	<b>100.1</b>	<b>73.6</b>	<b>1,831.4</b>
<b>Exempt portion</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>n.a.</b>	<b>1.1</b>

## Notes:

- Exempt portion represents the amount before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs, calculated using the standardized approach for business units and asset classes that are immaterial for the purpose of calculating credit risk-weighted assets.
- Others include deposits, call loans, other debt purchased, money held in trust, foreign exchange assets, other assets, etc.

**Table of Contents****Status of reserves for possible losses on loans**

The amounts associated with regarded-method exposure and securitization exposure are excluded.

**(F) Fiscal year-end balances of reserves for possible losses on loans and changes during the fiscal year**

(after partial direct write-offs)

	As of, or for the fiscal year ended, March 31, 2011	(Billions of yen) As of, or for the fiscal year ended, March 31, 2012
<b>General reserve for possible losses on loans</b>		
Beginning balance	563.8	501.4
Increase during the fiscal year	501.4	447.5
Decrease during the fiscal year	563.8	501.4
Ending balance	501.4	447.5
<b>Specific reserve for possible losses on loans</b>		
Beginning balance	317.7	259.1
Increase during the fiscal year	259.1	243.9
Decrease during the fiscal year	317.7	259.1
Ending balance	259.1	243.9
<b>Reserve for possible losses on loans to restructuring countries</b>		
Beginning balance	0.1	0.0
Increase during the fiscal year	0.0	0.0
Decrease during the fiscal year	0.1	0.0
Ending balance	0.0	0.0
<b>Total</b>		
<b>Beginning balance</b>	<b>881.8</b>	<b>760.5</b>
<b>Increase during the fiscal year</b>	<b>760.5</b>	<b>691.5</b>
<b>Decrease during the fiscal year</b>	<b>881.8</b>	<b>760.5</b>
<b>Ending balance</b>	<b>760.5</b>	<b>691.5</b>

Note:

General reserve for possible losses on loans in the above table represents the amount recorded in our consolidated balance sheet, and the amounts associated with regarded-method exposure and securitization exposure are not excluded.

**(G) Specific reserve for possible losses on loans by geographical area and industry**

	As of March 31, 2010	As of March 31, 2011	(Billions of yen) Change
<b>Domestic</b>	<b>274.8</b>	<b>220.0</b>	<b>(54.8)</b>
Manufacturing	24.7	27.0	2.2
Construction	6.4	18.6	12.2
Real estate	30.2	19.7	(10.5)
Service industries	22.5	17.0	(5.5)

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Wholesale and retail	29.0	39.0	10.0
Finance and insurance	9.4	0.5	(8.8)
Individuals	71.1	84.2	13.1
Other industries	81.2	13.5	(67.6)
<b>Overseas</b>	<b>36.2</b>	<b>34.2</b>	<b>(1.9)</b>
<b>Exempt portion</b>	<b>6.7</b>	<b>4.8</b>	<b>(1.8)</b>
<b>Total</b>	<b>317.7</b>	<b>259.1</b>	<b>(58.6)</b>

	As of March 31, 2011	As of March 31, 2012	(Billions of yen) Change
<b>Domestic</b>	<b>220.0</b>	<b>187.4</b>	<b>(32.5)</b>
Manufacturing	27.0	26.8	(0.1)
Construction	18.6	6.0	(12.5)
Real estate	19.7	20.3	0.6
Service industries	17.0	14.1	(2.9)
Wholesale and retail	39.0	39.7	0.6
Finance and insurance	0.5	0.8	0.2
Individuals	84.2	67.3	(16.9)
Other industries	13.5	12.0	(1.5)
<b>Overseas</b>	<b>34.2</b>	<b>50.4</b>	<b>16.1</b>
<b>Exempt portion</b>	<b>4.8</b>	<b>6.0</b>	<b>1.2</b>
<b>Total</b>	<b>259.1</b>	<b>243.9</b>	<b>(15.1)</b>

Note:

Exempt portion represents the amount calculated using the standardized approach for business units and asset classes that are immaterial for purposes of calculating credit risk-weighted assets.

**Table of Contents****(H) Write-offs of loans by industry**

	(Billions of yen)	
	For the fiscal year ended March 31, 2011	For the fiscal year ended March 31, 2012
Manufacturing	13.3	7.1
Construction	1.8	1.1
Real estate	8.6	1.7
Service industries	9.1	3.4
Wholesale and retail	19.8	7.5
Finance and insurance	0.4	0.0
Individuals	9.3	12.2
Other industries	8.8	5.0
<b>Exempt portion</b>	<b>0.1</b>	<b>0.1</b>
<b>Total</b>	<b>71.6</b>	<b>38.5</b>

## Notes:

- The above table represents the breakdown of losses on write-offs of loans recorded in our consolidated statement of income after excluding the amounts associated with regarded-method exposure and securitization exposure.
  - Exempt portion represents the amount calculated using the standardized approach for business units and asset classes that are immaterial for purposes of calculating credit risk-weighted assets.
  - Other industries include overseas and non-Japanese resident portions.
- Status of exposure to which the standardized approach is applied**

**(I) Exposure by risk weight category after applying credit risk mitigation**

	(Billions of yen)			
	As of March 31, 2011			
Risk weight	On-balance sheet	Off-balance sheet	Total	With external rating
0%	714.7	3,893.1	4,607.9	90.0
10%	1.2		1.2	
20%	302.1	847.9	1,150.1	9.2
35%	0.0		0.0	
50%	73.9	8.2	82.2	5.5
100%	1,863.2	829.9	2,693.2	34.6
150%	0.0		0.0	
350%				
625%		0.0	0.0	
937.5%		0.0	0.0	
1,250%		0.0	0.0	
<b>Total</b>	<b>2,955.4</b>	<b>5,579.4</b>	<b>8,534.9</b>	<b>139.6</b>



(Billions of yen)

As of March 31, 2012

Risk weight	On-balance sheet	Off-balance sheet	Total	With external rating
0%	452.3	3,702.0	4,154.3	139.1
10%	67.4	0.1	67.5	
20%	288.5	796.1	1,084.7	8.7
35%				
50%	4.4	1.0	5.4	2.0
100%	2,144.8	665.7	2,810.5	42.8
150%	0.1		0.1	
350%				
625%		0.0	0.0	
937.5%				
1,250%		0.0	0.0	
<b>Total</b>	<b>2,957.8</b>	<b>5,165.0</b>	<b>8,122.8</b>	<b>192.8</b>

## Notes:

1. The amounts in the above table are before the deduction of specific reserve for possible losses on loans, reserve for possible losses on loans to restructuring countries and partial direct write-offs.
2. Off-balance-sheet exposure shows credit equivalent amount.

**Table of Contents****(J) Deduction from capital**

	As of March 31, 2011	(Billions of yen) As of March 31, 2012
<b>Deduction from capital</b>	27.9	21.9
Status of exposure to which the internal ratings-based approach is applied		

**(K) Specialized lending exposure under supervisory slotting criteria by risk weight category**

Risk weight	As of March 31, 2011	(Billions of yen) As of March 31, 2012
50%	158.0	
70%	757.2	13.1
90%	235.9	
95%	4.1	84.0
115%	80.2	15.5
120%	15.4	2.4
140%		41.9
250%	402.5	236.7
Default	102.4	7.1
<b>Total</b>	<b>1,756.1</b>	<b>400.9</b>

**(L) Equity exposure under simple risk weight method of market-based approach by risk weight category**

Risk weight	As of March 31, 2011	(Billions of yen) As of March 31, 2012
300%	217.7	204.9
400%	67.6	69.2
<b>Total</b>	<b>285.3</b>	<b>274.2</b>

Note: Of the equity exposure under the simple risk weight method, 300% risk weight is applied for listed equities and 400% for unlisted equities.

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**(M) Portfolio by asset class and ratings segment (Corporate, etc.)**

(Billions of yen, except percentages)

As of March 31, 2011

	PD (EAD weighted average) (%)	LGD (EAD weighted average) (%)	EL default (EAD weighted average) (%)	Risk weight (EAD weighted average) (%)	EAD (Billions of yen)	On-balance sheet	Off-balance sheet	Amount of undrawn commitments	Weighted average of credit conversion factor (%)
<b>Corporate</b>	4.08	35.30	n.a.	46.38	51,448.3	38,017.0	13,431.3	9,671.1	75.10
Investment grade zone	0.11	36.51	n.a.	23.60	29,926.6	20,015.7	9,910.9	7,797.9	75.12
Non-investment grade zone	3.29								