

Mizuho Financial Group, Inc.  
U.S. Resolution Plan 2014  
Section 1: Public Section

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## PUBLIC SECTION

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## Public Section

### I. Summary of Resolution Plan

The Board of Governors of the Federal Reserve System (the “**Federal Reserve**”) and the Federal Deposit Insurance Corporation (the “**FDIC**”) jointly adopted a final rule (the “**Final Rule**”) pursuant to Section 165(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act (“**Section 165(d)**”) on September 13, 2011. Section 165(d) and the Final Rule specify that a foreign banking organization, defined as any foreign bank or company that is a bank holding company that has \$50 billion or more in global and total consolidated assets, is a covered company subject to the resolution plan requirements set forth in the Final Rule. Under the Final Rule, a covered company must submit a resolution plan annually that provides for the covered company’s rapid and orderly resolution (as such term is defined in the Final Rule) in the event of the covered company’s material financial distress (as such term is defined in the Final Rule) or failure.

Mizuho Financial Group, Inc. (“**MHFG**”), a corporation organized under the laws of Japan, is a bank holding company under the International Banking Act of 1978 and has over \$50 billion in consolidated assets, and is, therefore, a covered company subject to the resolution planning requirements of Section 165(d) and the Final Rule. Accordingly, MHFG has developed a U.S. resolution plan (the “**Resolution Plan**”) as required by the Final Rule.

MHFG is a leading financial services group with a global presence and a broad customer base. MHFG has approximately 55,000 staff working in approximately 880 offices inside and outside Japan. The Resolution Plan describes MHFG’s material U.S. operations (“**MHFG U.S.**”) and its strategy for rapid and orderly resolution of MHFG U.S. in the event of an adverse idiosyncratic event. The Resolution Plan also demonstrates, as more fully described below under “Description of Resolution Strategy,” that the designated material entities and core business lines are able to be resolved without posing a threat to the financial stability of the United States.

MHFG has a robust resolution planning process that places a large emphasis on corporate governance structure, involving key stakeholders and senior management throughout the process. MHFG provides the information required by the Final Rule in the Resolution Plan, which includes:

- MHFG U.S.’s “Material Entities” (“**MEs**”);
- MHFG U.S.’s “Core Business Lines” (“**CBLs**”);
- Summary Financial Information Regarding Assets, Liabilities, Capital and Major Funding Sources;
- Description of Derivative and Hedging Activities;
- Memberships in Material Payment, Clearing and Settlement Systems;
- Interconnections and Interdependencies;
- Material Supervisory Authorities;
- Principal Officers;
- Corporate Governance Structure and Processes Related to Resolution Planning;
- Material Management Information Systems; and
- MHFG U.S.’s Resolution Strategy.

## A. Material Entities

Under the Final Rule, the Federal Reserve and the FDIC have defined a material entity as “a subsidiary or foreign office of the covered company that is significant to the activities of a critical operation or core business line.” MHFG has used detailed quantitative and qualitative criteria to determine that the following five legal entities are MEs:

- **Mizuho Bank, Ltd., New York Branch (“MHBK NY”)** is licensed by the New York State Department of Financial Services (the “DFS”) as a New York state-chartered branch of Mizuho Bank, Ltd. (“MHBK”). MHBK NY primarily engages in wholesale commercial banking services, including lending and credit extension, trade finance services, market and foreign exchange transactions, deposit services, cash management and settlement services and a limited number of derivative products. MHBK NY also provides treasury operations through the offering of a variety of products, including foreign exchange, money market instruments and securities lending.
- **Mizuho Bank, Ltd., Los Angeles Branch (“MHBK LA”)** is licensed by the California Department of Business Oversight (the “California DBO”) as a California state-chartered branch of MHBK. MHBK LA primarily engages in wholesale commercial banking, with a particular focus on corporate lending activities.
- **Mizuho Bank (USA) (“MHBK (USA)”)** is an FDIC-insured New York state-chartered wholesale commercial banking institution. MHBK (USA) primarily engages in lending activities and specializes in corporate finance.
- **Mizuho Securities USA Inc. (“MSUSA”)** is registered as a broker-dealer with the Securities and Exchange Commission (“SEC”), as well as a futures commission merchant (“FCM”) with the Commodity Futures Trading Commission (“CFTC”). MSUSA is provisionally registered as a swap dealer with the CFTC. MSUSA is a Delaware corporation. MSUSA primarily provides its institutional clients with securities services, including debt, equities, futures, and mergers and acquisitions (“M&A”) activities.
- **Mizuho Capital Markets Corporation (“MCMC”)** is provisionally registered as a swap dealer with the CFTC. MCMC is a Delaware corporation. MCMC’s primary activity is the offering of a range of derivative products to MHFG’s corporate banking clients, including interest rate swaps and options, cross-currency swaps and other derivative products.

## B. Core Business Lines

Under the Final Rule, a business line, including associated operations, services, functions and support, of a covered company is considered “core” if its failure would result in a material loss of revenue, profit or franchise value. MHFG applied detailed quantitative and qualitative metrics based on this definition in order to identify the three CBLs for MHFG U.S., which are described below.

- **Corporate Banking.** Corporate Banking consists of services provided primarily to clients headquartered in Japan requiring U.S. corporate banking support, and to U.S. clients. These

services include lending and credit extension, trade finance services, market and foreign exchange transactions, deposit services, cash management services and a limited number of derivative products. Corporate Banking operates through MHBK NY, MHBK LA, MHBK (USA) and MCMC.

- **Treasury.** Treasury consists of asset liability management and funding responsibilities of MHBK NY performed by accessing the money market and pricing customer deposits; fixed income operations dealing primarily in U.S. Treasury and agency securities; and provision of foreign exchange related products to corporate customers. Treasury operates through MHBK NY.
- **Broker-Dealer.** The Broker-Dealer business consists of fixed income services, which include debt capital markets focused on underwriting debt for corporate banking clients and sales and trading in the secondary market; equities in both equity capital markets and equity sales and trading; futures clearing as a registered FCM for an external and internal client base; and M&A advisory services. Broker-Dealer operates through MSUSA.

## C. Summary Financial Information Regarding Assets, Liabilities, Capital and Major Funding Sources

The consolidated balance sheet for MHFG as of March 31, 2014 is presented below. Figures have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”).

**Table 1: MHFG Consolidated Balance Sheets: Assets**

**MIZUHO FINANCIAL GROUP, INC. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS  
MARCH 31, 2013 AND 2014**

	2013	2014
	(in millions of yen)	
<b>Assets:</b>		
Cash and due from banks	1,268,442	1,696,879
Interest-bearing deposits in other banks	11,215,597	19,037,527
Call loans and funds sold	530,542	468,283
Receivables under resale agreements	9,024,808	8,349,365
Receivables under securities borrowing transactions	5,543,914	5,010,740
Trading account assets (including assets pledged that secured parties are permitted to sell or repledge of ¥12,090,161 million in 2013 and ¥9,445,432 million in 2014)	34,066,555	27,408,259
Investments		
Available-for-sale securities (including assets pledged that secured parties are permitted to sell or repledge of ¥6,549,038 million in 2013 and ¥3,422,827 million in 2014)	39,413,951	30,648,761
Held-to-maturity securities	3,000,403	4,040,083
Other investments	838,135	792,689

## Mizuho Financial Group, Inc. U.S. 2014 Resolution Plan

		I. Public Section
Loans	69,833,483	73,484,954
Allowance for loan losses	(772,957)	(626,177)
Loans, net of allowance	69,060,526	72,858,777
Premises and equipment—net	1,091,989	1,356,594
Due from customers on acceptances	101,590	92,398
Accrued income	276,193	264,380
Goodwill	6,147	11,549
Intangible assets	64,474	58,947
Deferred tax assets	641,777	405,120
Other assets	2,601,951	3,198,995
Total assets	178,746,994	175,699,346

The following table presents certain assets of consolidated variable interest entities (“**VIEs**”), which are included in the consolidated balance sheets above. The assets in the table below include only those assets that can be used to settle obligations of consolidated VIEs on the following page, and are in excess of those obligations.

**Table 2: Assets of Consolidated VIEs**

	2013	2014
	(in millions of yen)	
<b>Assets of Consolidated VIEs:</b>		
Cash and due from banks .....	15,078	25,762
Interest-bearing deposits in other banks .....	3,216	10,306
Trading account assets .....	936,800	1,383,280
Investments .....	83,762	72,626
Loans, net of allowance .....	2,428,898	2,639,153
Other .....	343,522	421,585
Total assets.....	3,811,276	4,552,712

**Table 3: MHFG Consolidated Balance Sheets: Liabilities and Equity****MIZUHO FINANCIAL GROUP, INC. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS MARCH 31, 2013  
AND 2014**

	2013	2014
	(in millions of yen)	
<b>Liabilities and equity:</b>		
Deposits		
Domestic:		
Noninterest-bearing deposits.....	12,138,640	12,751,194
Interest-bearing deposits .....	74,218,101	73,114,857
Foreign:		
Noninterest-bearing deposits.....	836,177	1,114,729
Interest-bearing deposits .....	13,028,638	15,629,374
Due to trust accounts .....	619,271	742,036
Call money and funds purchased .....	6,126,425	7,194,433
Payables under repurchase agreements .....	17,451,080	16,797,809
Payables under securities lending transactions.....	11,496,178	6,265,875
Commercial paper.....	252,277	286,968
Other short-term borrowings .....	6,471,823	6,023,972
Trading account liabilities.....	16,768,830	14,824,922
Bank acceptances outstanding .....	101,590	92,398
Income taxes payable .....	37,555	57,124
Deferred tax liabilities.....	14,301	33,181
Accrued expenses.....	158,664	160,107
Long-term debt (including liabilities accounted for at fair value of ¥460,825 million in 2012, and ¥552,354 million in 2013) .....	8,802,223	9,853,941
Other liabilities.....	4,368,126	4,422,023
Total liabilities .....	172,889,899	169,077,975
Commitments and contingencies		
Equity:		
MHFG shareholders' equity:		
Preferred stock .....	377,354	312,651
Common stock—no par value, authorized 48,000,000,000 shares in 2012 and 2013, and issued 24,048,165,727 shares in 2012, and 24,164,864,477 shares in 2013 .....	5,460,821	5,489,295
Accumulated deficit.....	(883,390)	(537,479)
Accumulated other comprehensive income, net of tax.....	777,997	1,117,877
Less: Treasury stock, at cost—Common stock 37,046,418 shares in 2012, and 22,128,230 shares in 2013 .....	(4,662)	(3,874)
Total MHFG shareholders' equity .....	5,728,120	6,378,470
Noncontrolling interests .....	128,975	242,901
Total equity .....	5,857,095	6,621,371
Total liabilities and equity.....	178,746,994	175,699,346

The following table presents certain liabilities of consolidated VIEs, which are included in the consolidated balance sheets above. The creditors or investors of the consolidated VIEs have no recourse to the MHFG Group, except where the Group provides credit enhancement through guarantees or other means.

**Table 4 : Liabilities of Consolidated VIEs**

	2013	2014
	(in millions of yen)	
<b>Liabilities of Consolidated VIEs:</b>		
Commercial paper .....	252,276	286,968
Other short-term borrowings .....	253,311	287,910
Trading account liabilities .....	10,585	7,355
Long-term debt .....	144,055	173,870
Other .....	978,685	929,990
Total liabilities .....	1,386,636	1,399,125

MHFG U.S. represents less than 10% of MHFG's assets as of March 31, 2014.

## Capital

The capital adequacy guidelines applicable to Japanese banks and bank holding companies with international operations supervised by the Japanese Financial Services Agency (“JFSA”) closely follow the risk-adjusted approach proposed by the Bank for International Settlements and are intended to further strengthen the soundness and stability of Japanese banks. Under the risk-based capital framework of these guidelines, balance sheet assets and off-balance-sheet exposures are assessed according to broad categories of relative risk, based primarily on the credit risk of the counterparty, country transfer risk and the risk regarding the category of transactions.

In December 2010, the Basel Committee on Banking Supervision issued its Basel III rules (“Basel III”). Subsequently, the JFSA made revisions to its capital adequacy guidelines that became effective from March 31, 2013, which generally reflect rules in Basel III applied from January 1, 2013. Under the revised guidelines, the minimum capital adequacy ratio is 8% on a consolidated basis for bank holding companies with international operations, such as MHFG. Within the minimum capital adequacy ratio, the Common Equity Tier 1 capital requirement is currently 4.0%, which will be raised in phases to 4.5% when fully effective in March 2015, and the Tier 1 capital requirement is currently 5.5%, which will be raised in phases to 6% when fully effective in March 2015. As of March 31, 2014, calculated in accordance with Japanese GAAP, MHFG had a total capital ratio of 14.35%, a Tier 1 capital ratio of 11.35% and a Common Equity Tier 1 capital ratio of 8.79%.

## Funding

MHFG continuously endeavors to enhance the management of its liquidity profile and strengthen its capital base to meet customers' loan demand and deposit withdrawals and respond to unforeseen situations such as adverse movements in stock, foreign currency, interest rate and other markets or changes in general domestic or international conditions. MHFG manages its liquidity profile through the continuous monitoring of its cash flow situation, the enforcement of upper limits on funds raised in



financial markets and other market and liquidity risk management means.

MHFG is funded primarily through deposits based on a broad customer base and brand recognition in Japan. Secondary sources of liquidity include short-term borrowings, such as call money and funds purchased and payables under repurchase agreement. MHFG issues long-term debt, including both senior and subordinated debt, as additional sources for liquidity. MHFG raises subordinated long-term debt for the purpose of improving its capital adequacy ratios, which also enhances its liquidity profile.

MHFG sources its funding in foreign currencies primarily from corporate customers, foreign governments, financial institutions and institutional investors, through short-term and long-term financing, under terms and pricing commensurate with MHFG's credit ratings. In the event of future declines in its credit quality or that of Japan in general, MHFG expects to be able to purchase foreign currencies in sufficient amounts using yen funds raised through MHFG's domestic customer base. In order to further support MHFG's foreign currency liquidity, MHFG holds foreign debt securities, maintains credit lines and swap facilities denominated in foreign currencies and pledges collateral to the U.S. Federal Reserve Bank to support future credit extensions.

Also, in order to maintain an appropriate level of liquidity, MHFG's principal banking subsidiaries hold highly liquid investment assets such as Japanese government bonds ("JGBs"), as liquidity reserve assets. MHFG monitors the amount of liquidity reserve assets and reports such amount to its ALM & Market Risk Management committee, which convenes monthly. Minimum regulatory reserve amounts, or the reserve amount deposited with the Bank of Japan pursuant to applicable regulations that is calculated as a specified percentage of the amount of deposits held by MHFG's principal banking subsidiaries, are excluded in connection with the management of liquidity reserve asset levels.

For further information on MHFG's financial statements, refer to MHFG's 2014 Annual Report on Form 20-F, filed with the SEC.

## D. Description of Derivative and Hedging Activities

MHFG enters into derivative financial instruments in response to the diverse needs of customers, as part of its asset and liability management and for proprietary trading purposes. MHFG offers customers a range of derivative products, including interest rate swaps and options, cross-currency swaps, foreign exchange forwards and commodity derivatives. Within MHFG, derivatives, including interest rate swaps, foreign exchange swaps and forward rate agreements, are used to manage exposure to interest rate, credit and market risks related to asset and liability management. In accordance with ASC 815, "Derivatives and Hedging," MHFG's qualifying hedging derivatives are valued at fair value and included in other assets or other liabilities. Derivatives that do not qualify for hedge accounting are treated as trading positions and are accounted for as such.

Each MHFG U.S. entity only engages in transactions that are permitted for it under applicable banking and commodities laws and appropriate regulations. The treasury group or front office, as appropriate, at the respective MEs is responsible for hedging the non-trading cash flows and adhering to risk limits applicable to each ME. As a provisionally registered swap dealer, MCMC records all derivatives as trading activity.

## E. Memberships in Material Payment, Clearing and Settlement Systems

MHFG U.S. has memberships with financial market utilities (“**FMUs**”), including financial institutions, to facilitate the payment, clearing and settlement of transactions. The table below summarizes MHFG U.S.’s material FMU memberships.

**Table 5: Material FMUs and Financial Institutions**

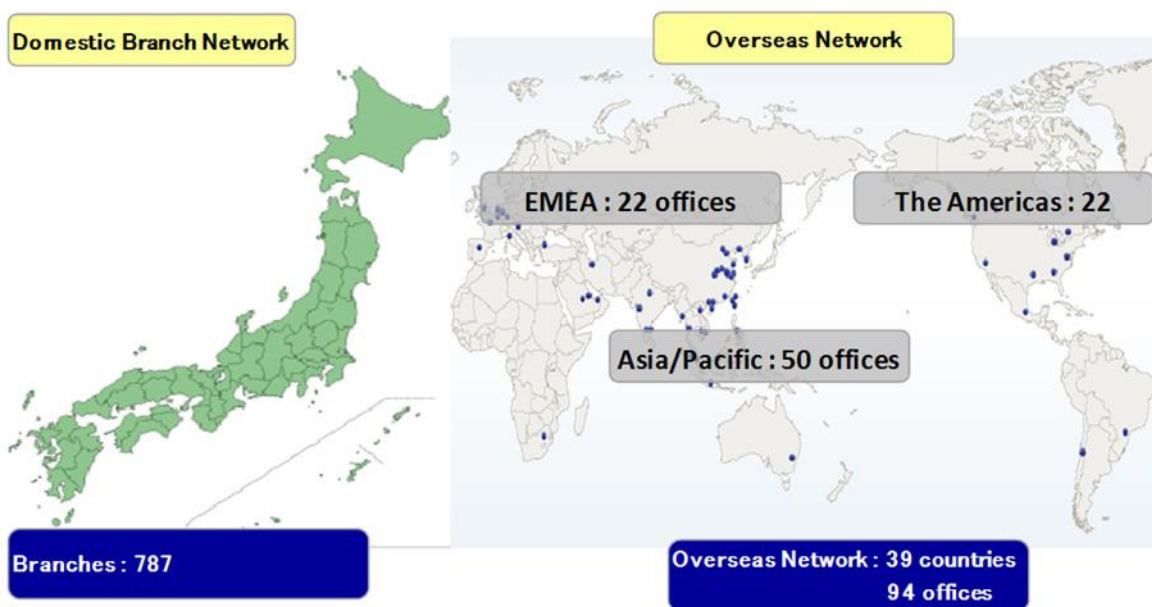
Member Legal Entity	Material FMUs and Financial Institutions
MHBK NY	Bank of New York Mellon (“ <b>BNYM</b> ”)
MHBK NY	Euroclear Bank
MHBK NY	Clearing House Interbank Payments System
MHBK NY	Continuous Linked Settlement - Part of CLS Group
MHBK NY (also used by MHBK (USA))	The Depository Trust Company (“ <b>DTC</b> ”)
MHBK NY	Federal Reserve Check Clearing System
MHBK NY (also used by MCMC)	Federal Reserve Funds Transfer System - Fedwire Securities Service / Fedwire Funds Service
MHBK NY	Fixed Income Clearing Corporation
MHBK NY	SWIFT
MHBK LA	Federal Reserve - ACH System
MHBK LA	Federal Reserve Funds Transfer System - Fedwire Funds Service
MHBK LA	Federal Reserve Check Clearing System
MHBK LA	SWIFT
MHBK LA	National Automated Clearing House Association
MHBK (USA) (also used by MHBK NY)	Electronic Payments Network
MHBK (USA)	Federal Reserve Check Clearing System
MHBK (USA)	Federal Reserve Funds Transfer System – Fedwire Securities Service / Fedwire Funds Service
MHBK (USA)	SWIFT
MSUSA	ICE Futures Europe
MSUSA	New York Mercantile Exchange
MSUSA	Chicago Mercantile Exchange
MSUSA	Chicago Board of Trade
MSUSA	Eurex AG
MSUSA	COMEX Division of the New York Mercantile Exchange
MSUSA	NYSE Euronext Liffe London Market
MSUSA	London Metal Exchange
MSUSA	Ice Futures US

MSUSA	Nodal Exchange
MSUSA	Bank of New York Mellon
MSUSA	Government Securities Clearing Corporation
MSUSA	DTC
MSUSA	Mortgage Backed Securities Clearing Corporation
MSUSA	Pershing
MSUSA	Euroclear
MSUSA	National Securities Clearing Corporation
MSUSA	Options Clearing Corporation
MSUSA (used by MCMC)	Fixed Income Clearing Corporation
MCMC	BNYM
MCMC	London Clearing House's SwapClear
MCMC	SWIFT
MHBK Tokyo (used by MCMC)	CLS Bank
MHBK Tokyo (used by MCMC)	Japanese Securities Clearing Corporation

## F. Foreign Operations

MHFG is a global financial institution with offices inside and outside Japan, including in Europe, the Middle East, Asia and the United States. Figure 1 below shows MHFG's global offices network.

**Figure 1: MHFG Global Offices Network**

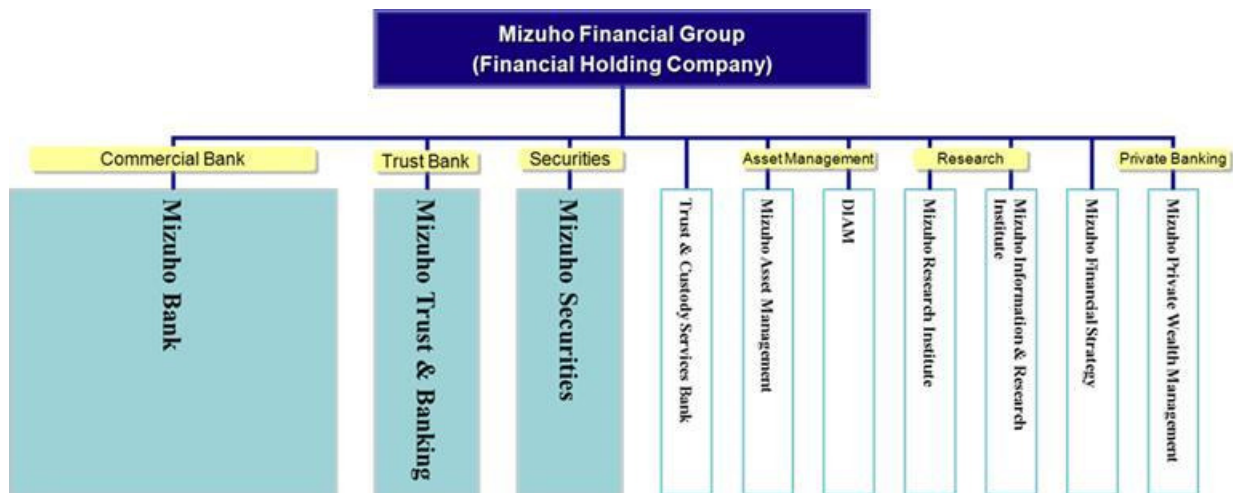


MHFG’s global corporate structure is organized generally into six areas:

- Commercial Bank
- Trust Bank
- Securities
- Asset Management
- Research
- Private Banking

Figure 2 below shows MHFG’s global corporate structure.

**Figure 2: MHFG Global Corporate Structure**



For further information on MHFG’s global operations, refer to MHFG’s 2013 Annual Report on Form 20-F, filed with the SEC.

## G. Material Supervisory Authorities

MHFG is subject to various laws and regulations, including those applicable to financial institutions and general laws applicable to its business activities, as well as regulatory oversight from the JFSA. Operations elsewhere in the world are subject to regulation and control by local supervisory authorities, including local central banks.

MHFG U.S.’s MEs are regulated by federal and state supervisory authorities, as well as by self-regulatory organizations. The tables below list material supervisory authorities relevant to each ME.

**Table 6: Material Supervisory Authorities for MHBK NY**

Supervisory Authority	Jurisdiction
Federal Reserve Bank of New York	Second Federal District
NYDFS	New York

**Table 7: Material Supervisory Authorities for MHBK LA**

Supervisory Authority	Jurisdiction
Federal Reserve Bank of San Francisco	Twelfth Federal District
California DBO	California

**Table 8: Material Supervisory Authorities for MHBK (USA)**

Supervisory Authority	Jurisdiction
Federal Reserve Bank of New York	Second Federal District
NYDFS	New York
FDIC	United States

**Table 9: Material Supervisory Authorities for MSUSA**

Supervisory Authority	Jurisdiction
SEC	United States
CFTC	United States
Federal Reserve Bank of New York	Second Federal District
Financial Industry Regulatory Authority	Self-Regulatory Authority
National Futures Association	Self-Regulatory Authority
CME Group	Self-Regulatory Authority

**Table 10: Material Supervisory Authorities for MCMC**

Supervisory Authority	Jurisdiction
CFTC	United States

## H. Principal Officers

The tables below list the principal officers of MHFG U.S.'s MEs.

**Table 11: Principal Officers – MHBK NY**

Name	Title
Hiroshi Suehiro	Managing Executive Officer
Koji Nishiwaki	General Manager – Americas Division
Atsushi Shimizu	General Manager – U.S. FBO Regulation Project Team
Masanobu Kobayashi	General Manager – Americas Corporate Banking Division No. 1
Andrew Dewing	General Manager – Americas Corporate Banking Division No. 2
Masatoshi Abe	General Manager – Americas Financial Products Division
William Getz	General Manager – Americas Acquisition Finance Division
John Ho	General Manager – Americas Credit Division
Angelo Aldana	General Manager – Americas Legal and Compliance Division
Yoshiaki Fujikawa	General Manager – Americas Systems Operations Division
Hiroshi Mochizuki	General Manager – Americas Business Operations Division
Yasuyuki Shibata	General Manager – Americas Treasury Division
Soshi Ebisuda	General Manager – Asset Management Coordination Division Americas & Portfolio Management Division Americas Department
Izumi Todoroki	General Manager – Risk Management Division Americas Department

Tatsuo Muromachi	General Manager – Internal Audit Division Americas Department
Toshiharu Yumoto	General Manager – Credit Review Division Americas Department

**Table 12: Principal Officers – MHBK LA**

Name	Title
Tomohiro Matsumura	General Manager
Suresh Kumar	Joint General Manager
Naoaki Saito	Joint General Manager

**Table 13: Principal Officers – MHBK (USA)**

Name	Title
Kenji Yoshioka	President and Chief Executive Officer
Koji Mimura	Chief Financial Officer
Izumi Todoroki	Chief Risk Officer
Angelo Aldana	General Counsel and Chief Compliance Officer

**Table 14: Principal Officers – MSUSA**

Name	Title
John Koudounis	President & CEO
Tsuyoshi Ando	Deputy President
Seiichiro Kondo	Executive Managing Director & Bridgeford Division Head
Patrick Fay	Executive Managing Director & Chief Operating Officer
Matthew DeSalvo	Executive Managing Director & Equity Division Head
Jerry Rizzieri	Executive Managing Director & Fixed Income Division Head
John Murphy	Executive Managing Director & Futures Division Head
Eric Tarlow	Senior Managing Director, General Counsel & Corporate Secretary
David Kronenberg	Senior Managing Director & Chief Financial Officer
John Buchanan	Senior Managing Director

**Table 15: Principal Officers – MCMC**

Name	Title
Masahiko Umemoto	President and CEO
Takeshi Goto	Managing Director – Risk Management
Akira Onuma	Managing Director – Trading/ACTD
Doug Frankel	Managing Director – Chief Legal Counsel
Tony Daulerio	Chief Financial Officer
Hideo Nishikawa	Managing Director – Operations and Technology

## I. Resolution Planning Corporate Governance Structure and Processes

MHFG supports the Federal Reserve and FDIC's goals and objectives with regards to resolution planning under the Final Rule. Accordingly, MHFG implemented a robust governance structure to ensure that the Resolution Plan received input from the relevant and key stakeholders. This includes Material Entity Working Groups, a Core Resolution Project Management Team and a U.S. Resolution Plan Steering Committee (the "**Steering Committee**").

The Material Entity Working Groups involved key stakeholders from each entity who provided data and worked collaboratively with the Core Resolution Project Management Team throughout the process. The Core Resolution Project Management Team was responsible for drafting and finalizing the resolution planning documentation, including updates and reports to the Steering Committee. External advisors, consultants and counsel also provided guidance on the regulatory and legal requirements to the Core Resolution Project Management Team.

The Steering Committee was established to oversee and guide the development, review and approval of the Resolution Plan. The Steering Committee consists of representatives from relevant areas of the organization, including senior management from MHBK's Americas Division, U.S. FBO Regulation Project Team, Americas Legal & Compliance Division, and Risk Management Division Americas Department.

The Steering Committee met on an ad hoc or as needed basis to discuss progress, issues, risks, regulatory updates and any items that needed to be addressed or resolved in connection with preparation of the Resolution Plan.

The Resolution Plan has been approved by the MHFG Board of Directors, after being reviewed and recommended for submission to the Board by the U.S. Management Committee.

## J. Material Management Information Systems

MHFG's management information systems ("**MIS**") consist of systems that assist with the daily management of the business, including key functions such as accounting, financial reporting, operations, risk management and regulatory reporting. MIS also assists with the generation of key reports such as financial reports, operational reports, risk management reports and external reports for regulatory agencies. The types of MIS reports used are listed below:

- Management reporting, which facilitates the review of the financial health of MHFG U.S. and reviews progress of strategic initiatives by the Senior Management of MHFG ("**Senior Management**");
- Risk reporting, which provides risk information used to manage primary risk inherent across MHFG U.S., including counterparty credit, market, liquidity and operational risk;
- Financial reporting, which provides accounting and financial information used to produce internal business planning and regulatory reporting; and

- Operational reporting, which provides information to enable the management and monitoring of operations, including, but not limited to, people, data and back office transactions.

## K. Description of Resolution Strategy

MHFG U.S. has no critical operations the failure or discontinuance of which would pose a threat to the financial stability of the United States. MHFG U.S. has five designated MEs (MHBK NY, MHBK LA, MHBK (USA), MSUSA and MCMC) and three designated CBLs (Corporate Banking, Treasury and Broker-Dealer). This Resolution Plan assumes that an unspecified, adverse idiosyncratic event has occurred to MHFG. The Resolution Plan calls for each ME to be resolved pursuant to its applicable resolution regime, which will also have the effect of resolving the three CBLs. The MEs would be resolved as follows:

- **MHBK NY** – Since it is a New York State-chartered branch, the Superintendent of the DFS would assume control of MHBK NY and would likely proceed to liquidate MHBK NY for the benefit of its creditors.
- **MHBK LA** – Since it is a California state-chartered branch, the Commissioner of the California DBO would assume control of MHBK LA and would likely proceed to liquidate MHBK LA for the benefit of its creditors.
- **MHBK (USA)** – Since it is an FDIC-insured New York state-chartered wholesale commercial banking institution, it is anticipated that the Superintendent of the DFS would likely appoint the FDIC as receiver. The FDIC is then expected to liquidate MHBK (USA) in a manner that is least costly to the Deposit Insurance Fund and to satisfy the claims of creditors. Alternatively, MHBK (USA) could enter into a voluntary liquidation under New York State banking laws, under which MHBK (USA) would voluntarily approve a resolution to liquidate and wind down in order to pay its creditors and depositors.
- **MSUSA** – Since it is a broker-dealer, liquidation would proceed under the Securities Investor Protection Act of 1970 under the control of the Securities Investor Protection Corporation Trustee (the “**SIPC Trustee**”). The SIPC Trustee would manage and oversee the liquidation of MSUSA.
- **MCMC** – Since it is a Delaware corporation, MCMC would be resolved under Chapter 11 of the Bankruptcy Code. MCMC would then operate as a Debtor in Possession (“**DIP**”) in the bankruptcy proceedings with management continuing to operate the business while winding it down, subject to Bankruptcy Court supervision.

Owing to the limited scope of MHFG U.S.’s MEs, MHFG anticipates that the dissolution of its MEs will be conducted in an orderly manner without an adverse effect on the financial stability of the United States.