

Mizuho Financial Group, Inc.
U.S. Resolution Plan 2021
Section 1: Public Section

Table of Contents

Section 1. Public Section	1
Summary of Resolution Plan	1
1. Material Entities	2
2. Core Business Lines	3
3. Summary Financial Information Regarding Assets, Liabilities, Capital and Major Funding Sources	4
4. Description of Derivative and Hedging Activities	8
5. Memberships in Material Payment, Clearing and Settlement Systems.....	9
6. Foreign Operations	11
7. Material Supervisory Authorities	12
8. Principal Officers.....	13
9. Resolution Planning Corporate Governance Structure and Processes	16
10. Material Management Information Systems	17
11. Description of Resolution Strategy	17

Section 1. Public Section

Summary of Resolution Plan

Consistent with Section 401 of the Economic Growth, Regulatory Relief and Consumer Protection Act of 2018, the Board of Governors of the Federal Reserve System (the “**FRB**”) and the Federal Deposit Insurance Corporation (the “**FDIC**”) and together with the FRB, the “**Agencies**”) jointly revised the Agencies’ rule under Section 165(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (“**Section 165(d)**”) (as revised, the “**Rule**”). The Rule, which became effective on December 31, 2019 and remains codified at 12 C.F.R. Part 243 and 12 C.F.R. Part 381, tailors the U.S. bank regulatory framework for enhanced prudential standards for U.S. banking organizations and large foreign banking organizations (“**FBOs**”). It specifies that any foreign bank or company that is a bank holding company (or treated as such under section 8(a) of the International Banking Act of 1978) with \$250 billion or more in total consolidated assets, is a covered company subject to the resolution plan requirements set forth in the Rule. Under the Rule, Mizuho Financial Group, Inc. (“**MHFG**”), and similarly situated FBOs, must submit a resolution plan every three years, alternating between filing full and targeted resolution plans (and beginning with a targeted plan), that provides for the covered company’s rapid and orderly resolution (as such term is defined in the Rule) in the event of the covered company’s material financial distress (as such term is defined in the Rule) or failure. Accordingly, MHFG has developed a targeted resolution plan for its U.S. operations (the “**Resolution Plan**”) as required by the Rule and made its required Resolution Plan submissions.

MHFG is a leading financial services group with a global presence and a broad customer base. MHFG has approximately 60,000 staff working in over 800 offices inside and outside Japan. The Resolution Plan describes MHFG’s material U.S. operations (“**MHFG’s U.S. operations**”) and its strategy for the rapid and orderly resolution of MHFG’s U.S. operations in the event of an adverse idiosyncratic event. The Resolution Plan also demonstrates, as summarized below under “Description of Resolution Strategy,” that the designated material entities (“**MEs**”) and core business lines (“**CBLs**”) 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 emphasizes corporate governance, involving key stakeholders and senior management throughout the process. MHFG has submitted to the Agencies a Resolution Plan that conforms to the requirements of a targeted resolution plan. This Public Section provides an executive summary of MHFG’s overall resolution strategy for MHFG’s U.S. operations and addresses the informational requirements for a public section under the Rule, which covers:

1. MHFG’s U.S. operations’ MEs;
2. MHFG’s U.S. operations’ CBLs;
3. Summary Financial Information Regarding Assets, Liabilities, Capital and Major Funding Sources;
4. Description of Derivative and Hedging Activities;

5. Memberships in Material Payment, Clearing and Settlement Systems;
6. Foreign Operations;
7. Material Supervisory Authorities;
8. Principal Officers;
9. Resolution Planning Corporate Governance Structure and Processes;
10. Material Management Information Systems; and
11. MHFG's U.S. operations' Resolution Strategy.

1. Material Entities

Under the Rule, the Agencies have defined a material entity as “a subsidiary or foreign office of the covered company that is significant to the activities of an identified critical operation or core business line, or is financially or operationally significant to the resolution of the covered company.” MHFG has used detailed quantitative and qualitative criteria to determine that the following six legal entities are MEs:

- **Mizuho Bank, Ltd., New York Branch (“MHBK NY”)** is licensed by the New York State Department of Financial Services (the “**NYDFS**”) 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 (USA) (“BKUSA”)** is an FDIC-insured New York state-chartered wholesale commercial banking institution. BKUSA primarily engages in lending and corporate finance activities, deposit-receiving activities, leasing business, custody and trust business as well as other financial services with a broad range of corporate customers located in the United States.
- **Mizuho Securities USA LLC (“MSUSA”)** is registered as a broker-dealer with the Securities and Exchange Commission (“**SEC**”) and as a futures commission merchant (“**FCM**”) with the Commodity Futures Trading Commission (“**CFTC**”). MSUSA is a Delaware limited liability company (“**LLC**”). MSUSA primarily provides a range of sales and trading (fixed income, equities and futures), capital markets and advisory services to institutional and corporate clients.
- **Mizuho Capital Markets LLC (“MCM”)** is provisionally registered as a swap dealer with the CFTC, as well as a security based swap dealer with the SEC. MCM is a Delaware LLC. MCM's primary activity is the offering of a range of derivative products to MHFG's corporate banking and institutional clients, including interest rate swaps and options, cross-currency swaps, equity swaps and other derivative products.

- **Mizuho Americas LLC (“MALLC”)** is MHFG’s U.S. bank holding company which is also a financial holding company. MALLC is a Delaware LLC. MALLC’s primary activities are to provide consolidated management oversight of its subsidiaries and conduct risk management for MHFG’s U.S. operations.
- **Mizuho Americas Services LLC (“MAS”)** is a U.S. internal shared services company. It provides various corporate functions such as Risk Management, Strategy, Finance, Legal and certain IT services to other MHFG’s U.S. entities. It is also anticipated that, effective January 1, 2022, MAS will begin providing additional corporate functions such as Human Resources, Internal Audit, Compliance, Operations, Administration and certain other IT services.

2. Core Business Lines

Under the Rule, CBLs are “business lines of the covered company, including associated operations, services, functions and support, that, in the view of the covered company, upon 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 four CBLs for MHFG’s U.S. operations, which are described below.

- **Corporate & Investment Bank (“CIB”) Banking.** CIB Banking CBL consists of services provided primarily to U.S. corporate and sponsor clients. These services include lending and credit extension, trade finance services, deposit services, cash management services, capital raising through the origination, structuring and distribution of bonds, loans, equity and equity-linked transactions (*i.e.*, Debt Capital Markets, Loan Capital Markets, Equity Capital Markets) and mergers and acquisitions (“M&A”) advisory services. CIB Banking CBL operates through MHBK NY, BKUSA and MSUSA.
- **CIB Markets.** CIB Markets CBL consists of Fixed Income, which includes interest rates, foreign exchange (“FX”), credit, securitized products and municipals, as well as derivative risk solutions; Equities, which includes U.S. and Japanese cash equities, equity research, as well as financing and derivative products; and Futures clearing and execution as a registered FCM for an external and internal client base. CIB Markets CBL operates through MSUSA and MCM.
- **Japanese North American Banking (“JNAB”).** JNAB CBL supports the funding and strategic needs of affiliates of Japanese and other Asian companies in the Americas through lending, deposits and financing, as well as through leveraging industry expertise and product capabilities within the CIB, including capital markets, M&A and transaction banking. JNAB CBL operates through MHBK NY and BKUSA.
- **Asset Liability Management (“ALM”).** ALM CBL 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 FX-related products to corporate customers. ALM CBL operates through MHBK NY.

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

The consolidated balance sheet for MHFG as of March 31, 2021, its fiscal year-end, is presented below. Figures have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”).

Table 1: MHFG Consolidated Balance Sheets: Assets

Assets	(in millions of JPY)	
	2020	2021
As of March 31,		
Cash and due from banks	2,325,139	1,600,555
Interest-bearing deposits in other banks	39,625,975	47,133,541
Call loans and funds sold	1,006,991	858,806
Receivables under resale agreements	18,580,919	11,623,438
Receivables under securities borrowing transactions	2,216,059	2,694,107
Trading account assets (including assets pledged that secured parties are permitted to sell or repledge of ¥4,978,497 million in 2020 and ¥6,249,224 million in 2021)	28,092,871	26,753,109
Investments		
Available-for-sale securities (including assets pledged that secured parties are permitted to sell or repledge of ¥1,036,534 million in 2020 and ¥1,416,772 million in 2021)	19,112,952	27,853,035
Held-to-maturity securities (including assets pledged that secured parties are permitted to sell or repledge of ¥297,240 million in 2020 and ¥97,949 million in 2021)	862,031	887,149
Equity securities	3,256,717	3,785,916
Other investments	443,951	515,346
Loans	87,528,088	88,580,867
Allowance for loan losses	(440,855)	(650,849)
Loans, net of allowance	87,087,233	87,930,018
Premises and equipment-net	1,856,248	1,811,458
Due from customers on acceptances	167,764	237,348
Accrued income	323,632	316,834
Goodwill	92,997	92,695
Intangible assets	64,689	56,121
Deferred tax assets	136,713	44,970
Other assets	5,965,879	7,457,028
Total assets	211,218,760	221,651,474

The following table presents the assets of consolidated variable interest entities (“VIEs”), which are included in the consolidated balance sheets above. The assets in the table below can be only used to settle obligations of consolidated VIEs.

Table 2: Assets of Consolidated VIEs

Assets of Consolidated VIEs	(in millions of JPY)	
As of March 31,	2020	2021
Cash and due from banks	8,749	315
Interest-bearing deposits in other banks	61,439	46,143
Call loans and funds sold	422,304	269,030
Trading account assets	2,438,607	2,539,589
Investments	62,262	100,928
Loans, net of allowance	2,285,831	8,277,276
All other assets	535,954	540,124
Total assets	5,815,146	11,773,405

Table 3: MHFG Consolidated Balance Sheets: Liabilities and Equity

Liabilities and equity	(in millions of JPY)	
As of March 31,	2020	2021
Deposits		
Domestic:		
Noninterest-bearing deposits	28,109,943	29,818,303
Interest-bearing deposits	86,651,036	92,037,375
Foreign:		
Noninterest-bearing deposits	2,186,203	2,332,218
Interest-bearing deposits	28,001,485	26,822,708
Due to trust accounts	249,737	380,793
Call money and funds purchased	2,263,076	1,312,790
Payables under repurchase agreements	17,970,662	18,607,147
Payables under securities lending transactions	1,423,638	1,208,031
Other short-term borrowings	4,914,485	9,085,912
Trading account liabilities	12,416,785	10,877,538
Bank acceptances outstanding	167,764	237,348
Income taxes payable	68,557	56,665

Liabilities and equity	(in millions of JPY)	
As of March 31,	2020	2021
Deferred tax liabilities	25,874	76,957
Accrued expenses	249,344	194,303
Long-term debt (including liabilities accounted for at fair value of ¥2,537,082 million in 2020, and ¥2,703,021 million in 2021)	10,346,152	11,706,471
Other liabilities	6,998,395	7,208,758
Total liabilities	202,043,136	211,963,317
Commitments and contingencies		
Equity:		
MHFG shareholders' equity:		
Common stock-no par value, authorized 4,800,000,000 shares in 2020 and 2021, and issued 2,539,249,894 shares in 2020 and 2021	5,827,500	5,826,863
Retained earnings	2,700,774	2,967,385
Accumulated other comprehensive income, net of tax	(9,494)	318,114
Less: Treasury stock, at cost-Common stock 3,210,681 shares in 2020, and 3,889,782 shares in 2021	(6,415)	(7,124)
Total MHFG shareholders' equity	8,512,365	9,105,238
Noncontrolling interests	663,259	582,919
Total equity	9,175,624	9,688,157
Total liabilities and equity	211,218,760	221,651,474

The following table presents the 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 MHFG or its subsidiaries (collectively "MHFG Group"), except where MHFG Group provides credit enhancement through guarantees or other means.

Table 4: Liabilities of Consolidated VIEs

Liabilities of Consolidated VIEs	(in millions of JPY)	
As of March 31,	2020	2021
Payables under securities lending transactions	138,094	73,630
Other short-term borrowings	60,086	36,546
Trading account liabilities	34,205	58,935
Long-term debt	330,863	593,719
All other liabilities	948,715	954,599
Total liabilities	1,511,963	1,717,429

Capital

The capital adequacy guidelines applicable to Japanese banks and bank holding companies with international operations are supervised by the Financial Services Agency of Japan (the “**JFSA**”) and 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 8.0% 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 (“**CET1**”) capital requirement is 4.5%, and the Tier 1 capital requirement is 6.0%. As of March 31, 2021, calculated in accordance with Japanese GAAP, MHFG had a total capital ratio of 16.87%, a Tier 1 capital ratio of 14.37% and a CET1 capital ratio of 11.63%.

In November 2015, the JFSA published revised capital adequacy guidelines and related ordinances to introduce the capital buffer requirements under the Basel III rules for Japanese banks and bank holding companies with international operations, which include the capital conservation buffer, the countercyclical buffer and the additional loss absorbency requirements for global systemically important banks (“**G-SIBs**”) and domestic systemically important banks (“**D-SIBs**”). These guidelines became effective on March 31, 2016. The capital conservation buffer, the countercyclical capital buffer and the additional loss absorption capacity requirement for G-SIBs and D-SIBs must be met with CET1 capital under the revised guidelines, and if such buffer requirements are not satisfied, a capital distribution constraints plan is required to be submitted to the JFSA and carried out. The capital conservation buffer became fully effective in March 2019 at 2.5%. In addition, if the relevant national authority judges a period of excess credit growth to be leading to the build-up of system-wide risk, a countercyclical capital buffer ranging from 0% to 2.5% is also imposed on banking organizations. The countercyclical capital buffer is a weighted average of the buffers deployed across all the jurisdictions to which the banking organization has credit exposures. MHFG is designated as both a G-SIB and D-SIB, and the additional loss absorption capacity requirement applied to MHFG by the JFSA is 1.0%. The additional loss absorption capacity requirement is the same as that imposed by the Financial Stability Board, which became fully effective in March 2019 at 1.0%. As of March 31, 2021, MHFG satisfied its capital conservation buffer, applicable countercyclical buffer and additional loss absorbency requirements.

Funding

MHFG continuously endeavors to enhance the management of its liquidity profile to meet customers’ loan demand and deposit withdrawals and respond to unforeseen situations such as adverse movements in stock prices, non-JPY currencies exchange rates, interest rates 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 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 agreements. MHFG also 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 non-JPY 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 and customer deposits. In the event of future declines in its credit quality or that of Japan in general, MHFG expects to be able to purchase non-JPY currencies in sufficient amounts using JPY funds raised through MHFG's domestic customer base. In order to further support MHFG's non-JPY currency liquidity, MHFG holds debt securities and maintains credit lines and swap facilities denominated in non-JPY currencies.

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, as liquidity reserve assets. MHFG monitors the amount of liquidity reserve assets and such amount is reported to the Risk Management Committee, the Balance Sheet Management Committee, the Executive Management Committee and the President & Chief Executive Officer on a regular basis.

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 2021 Annual Report on Form 20-F, filed with the SEC.

4. 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 permissible proprietary trading activities. Such derivative financial instruments include interest rate, currency, equity, commodity and credit default swap agreements, options, caps and floors and financial futures and forward contracts. In accordance with the Financial Accounting Standards Board's Accounting Standards Codification Topic 815, "Derivatives and Hedging," MHFG's qualifying hedging derivatives are valued at fair value and included in trading account assets or trading account liabilities. Derivatives that do not qualify for hedge accounting are treated as trading positions and are accounted for as such.

MHFG 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 each respective ME is

responsible for hedging the non-trading cash flows and adhering to risk limits applicable to each ME. As a provisionally registered swap dealer, MCM records all derivatives as trading activity.

5. Memberships in Material Payment, Clearing and Settlement Systems

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

Table 5: Material FMUs and Financial Institutions

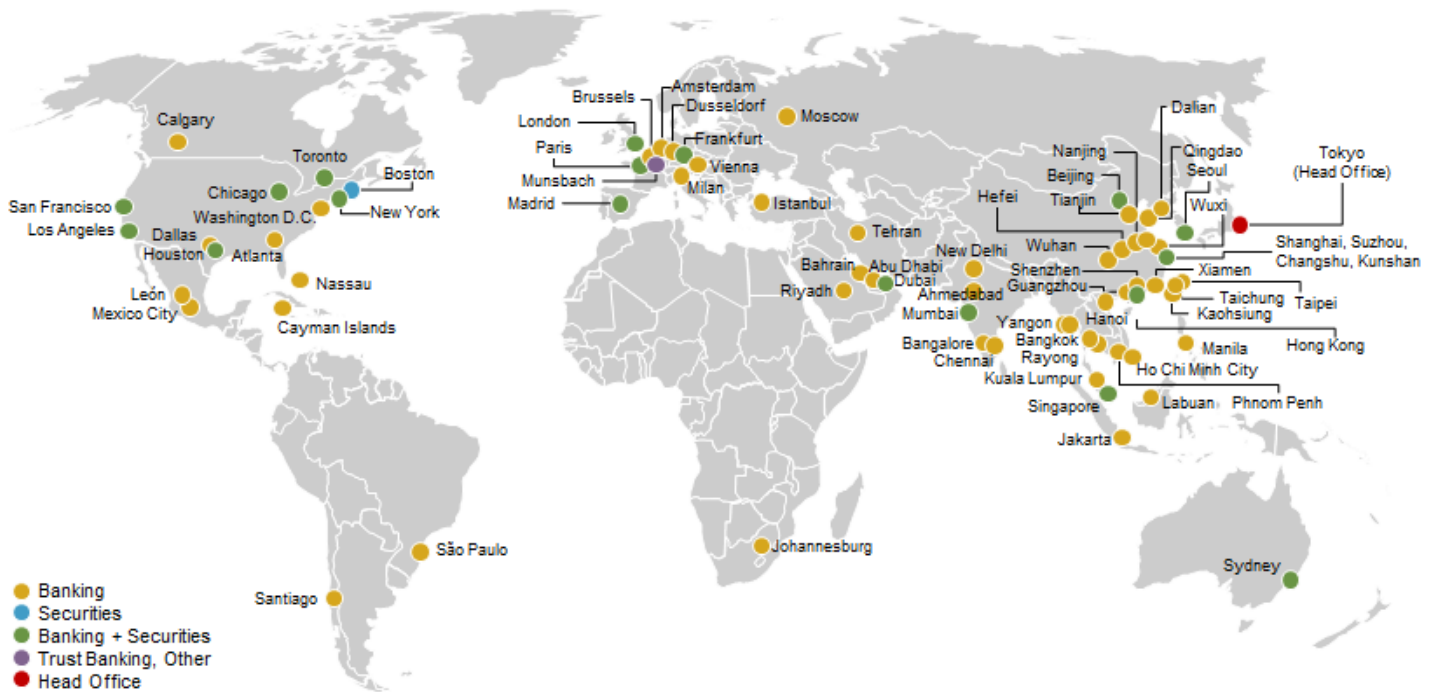
Member Legal Entity	Material FMUs and Financial Institutions
MHBK NY	Bank of New York Mellon (“ BNYM ”)
MHBK NY	Citibank
MHBK NY	Clearing House Interbank Payments System (“ CHIPS ”)
MHBK NY	Electronic Payments Network
MHBK NY	Euroclear Bank
MHBK NY	Federal Reserve Bank - Check Clearing
MHBK NY (also used by MCM)	Federal Reserve Funds Transfer System-Fedwire Securities Service / Fedwire Funds Service
MHBK NY	Fixed Income Clearing Corporation
MHBK NY	National Automated Clearing House Association “TCH” - ACH
MHBK NY	SWIFT
MHBK NY	The Depository Trust Company (“ DTC ”)
BKUSA	BNYM
BKUSA	Brown Brothers Harriman
BKUSA	CIBC
BKUSA	Citibank
BKUSA	DTC
BKUSA	Electronic Payments Network
BKUSA	Federal Reserve Bank - Check Clearing
BKUSA	Federal Reserve Funds Transfer System - Fedwire Securities Service / Fedwire Funds Service
BKUSA	Mizuho Trust & Banking (Luxembourg) S.A.
BKUSA	National Automated Clearing House Association “TCH” - ACH
BKUSA	SWIFT

Member Legal Entity	Material FMUs and Financial Institutions
MSUSA	BNYM
MSUSA (also used by MCM)	Chicago Board of Trade
MSUSA (also used by MCM)	Chicago Mercantile Exchange
MSUSA	Citibank
MSUSA	COMEX Division of the New York Mercantile Exchange
MSUSA (also used by MCM)	DTC
MSUSA	Eurex AG
MSUSA	Euroclear
MSUSA	Fixed Income Clearing Corporation
MSUSA	ICE Futures Europe
MSUSA (also used by MCM)	ICE Futures US
MSUSA	London Metal Exchange
MSUSA	Mortgage Backed Securities Clearing Corporation
MSUSA	National Securities Clearing Corporation
MSUSA (also used by MCM)	New York Mercantile Exchange
MSUSA	Nodal Exchange
MSUSA (also used by MCM)	NYSE Euronext Liffe London Market
MSUSA (also used by MCM)	Options Clearing Corporation
MSUSA	Pershing
MSUSA	SWIFT
MCM	BNYM
MCM	Citibank
MCM	DTCC
MCM	London Clearing House (Swap Clear)
MCM	Fixed Income Clearing Corporation
MCM	Morgan Stanley
MCM	SWIFT
MHBK Tokyo (used by MHBK NY)	Continuous Linked Settlement-Part of CLS Group
MHBK Tokyo (used by MCM)	CLS Bank
MHBK Tokyo (used by MCM)	Japanese Securities Clearing Corporation

6. Foreign Operations

MHFG is a global financial institution with offices inside and outside Japan, including in Europe, the Middle East, Africa, Asia and the United States. Figures 1 and 2 below show MHFG’s global offices network and organizational structure, respectively.

Figure 1: MHFG Global Offices Network

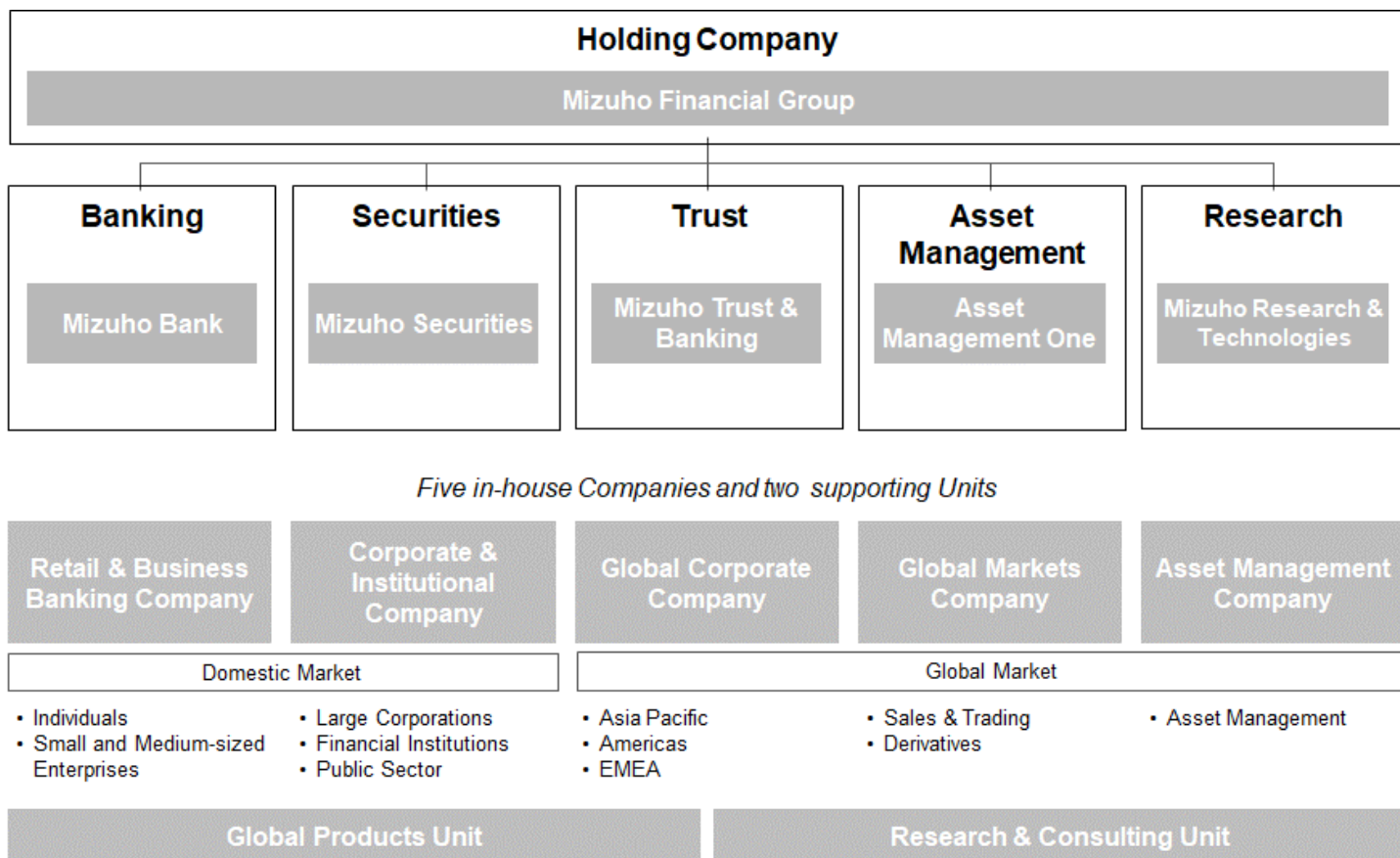


Offices in Japan
761

Offices outside Japan (38 countries)
115

- Americas: **35**
- Europe, the Middle East and Africa: **27**
- Asia and Oceania: **53**

Figure 2: MHFG Global Organizational Structure



For further information on MHFG’s global operations, refer to MHFG’s 2021 Annual Report on Form 20-F, filed with the SEC.

7. 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’s U.S. operations’ MEs may be 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. MAS does not have a table below because, as an internal shared services company, it does not have any material supervisory authorities.

Table 6: Material Supervisory Authorities for MHBK NY

Supervisory Authority	Jurisdiction
Federal Reserve Bank of New York (“FRBNY”)	Second Federal District
NYDFS	New York State

Table 7: Material Supervisory Authorities for BKUSA

Supervisory Authority	Jurisdiction
FRBNY	Second Federal District
NYDFS	New York State
FDIC	United States

Table 8: Material Supervisory Authorities for MSUSA

Supervisory Authority	Jurisdiction
SEC	United States
Financial Industry Regulatory Authority	Self-Regulatory Authority
FRBNY	Second Federal District
CFTC	United States
CME Group	Self-Regulatory Authority

Table 9: Material Supervisory Authorities for MCM

Supervisory Authority	Jurisdiction
CFTC	United States
National Futures Association	Self-Regulatory Authority
FRBNY	Second Federal District
SEC	United States

Table 10: Material Supervisory Authorities for MALLC

Supervisory Authority	Jurisdiction
FRBNY	Second Federal District

8. Principal Officers

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

Table 11: Principal Officers - MHBK NY

Name	Title
Shuji Matsuura	CEO for the Americas
Makoto Sakata	Deputy Head of the Americas
Atsushi Shibukawa	Head of Americas Department
Yoichi Akagashi	Head of Americas Corporate Banking Department No. 1
Eiji Kojima	Co-Head of Americas Corporate Banking Department No. 2
Raymond Ventura	Co-Head of Americas Corporate Banking Department No. 2
Victor Forte	Head of Americas Syndicated Finance Department
Domenico Tardugno	Head of Americas Credit Department
Yasuhiko Sugimoto	Head of Americas Treasury Department
Richard Skoller	Co-Head of Americas Legal & Compliance Department
Howard Wynn	Co-Head of Americas Legal & Compliance Department
Peter DelGrosso	Head of Americas Business Operations Department
Michael Gotimer	Head of Americas IT Department

Table 12: Principal Officers - BKUSA

Name	Title
Hiroyuki Kasama	President and Chief Executive Officer
Yoshifumi Tan	Chief Administrative Officer
Koji Mimura	Chief Financial Officer
Hideki Matsubara	Treasurer
Richard Skoller	General Counsel, Chief Legal Officer, and Corporate Secretary
Howard Wynn	Chief Compliance Officer
Timothy Healey	Chief Risk Officer
Michael Gotimer	Chief Information Officer
Peter DelGrosso	Chief Operations Officer
James Minogue	Co-Chief Human Resources Officer
Liz Ceisler	Co-Chief Human Resources Officer
Yoichi Akagashi	Head of Japanese Corporate Banking
Jerry Rizzieri	Head of CIB
Michal Katz	Head of Banking Americas
George Ziemer	Head of Institutional Custody
Mamoru Kurita	Co-Head of Custody Marketing & Services

Name	Title
David McCarthy	Co-Head of Custody Marketing & Services
Yasuhiko Sugimoto	Head of ALM
Gerard Rieger	Chief Auditor

Table 13: Principal Officers - MSUSA

Name	Title
Jerry Rizzieri	President and Chief Executive Officer
Thomas Hartnett	Head of Fixed Income Division
Darlene Pasquill	Head of Equities Division
John Murphy	Head of Futures Division
Michal Katz	Head of Banking Division
John Buchanan	Chief Operating Officer
James Minogue	Co-Chief Human Resources Officer
Liz Ceisler	Co-Chief Human Resources Officer
Howard Wynn	Senior Chief Compliance Officer
Brendan Daly	Chief Compliance Officer
Richard Skoller	General Counsel and Secretary
Mitchell Billek	Chief Financial Officer
Timothy Healey	Chief Risk Officer

Table 14: Principal Officers - MCM

Name	Title
Jerry Rizzieri	President and Chief Executive Officer
Adam Wernow	Chief Compliance Officer
Timothy Healey	Chief Risk Officer
Mitchell Billek	Chief Financial Officer

Table 15: Principal Officers - MALLC

Name	Title
Shuji Matsuura	Chief Executive Officer
Timothy Healey	Chief Risk Officer
Richard Skoller	Chief Legal Officer

Name	Title
Howard Wynn	Chief Compliance Officer
David Kronenberg	Chief Financial Officer
Hideki Matsubara	Treasurer
Atsushi Shibukawa	Chief Strategy and Administrative Officer
Paul Hughes	Head of Strategy
James Minogue	Co-Chief Human Resources Officer
Liz Ceisler	Co-Chief Human Resources Officer
Peter DelGrosso	Chief Operations Officer
Michael Gotimer	Co-Chief Information Officer
John Buchanan	Co-Chief Information Officer
Gerard Rieger	Chief Auditor

Table 16: Principal Officers - MAS

Name	Title
Shuji Matsuura	Chief Executive Officer
Timothy Healey	Chief Risk Officer
Atsushi Shibukawa	Chief Strategy and Administrative Officer
Paul Hughes	Head of Strategy
Richard Skoller	Chief Legal Officer
David Kronenberg	Chief Financial Officer

9. Resolution Planning Corporate Governance Structure and Processes

MHFG supports the Agencies’ goals and objectives with regards to resolution planning under the Rule. Accordingly, MHFG has a comprehensive governance structure to ensure that its Resolution Plan receives input, support and approval at the appropriate levels.

A Core Resolution Plan Project Management Team, consisting of representatives from the Corporate Strategy & Administration Department and the Legal Department of MHFG’s U.S. operations, with assistance from the Enterprise Program Management Office, and overseen by the U.S. Resolution Plan Program Steering Committee (the “**Steering Committee**”), is responsible for developing and finalizing the resolution plan documentation in collaboration with stakeholders from various other functions, who provide necessary data or information. External counsel provided drafting assistance and guidance on the regulatory and legal requirements.

This targeted resolution plan was approved by the MHFG Board of Directors, following approval recommendations from the Steering Committee, the MALLC Management Committee, the MHFG Executive Management Committee and the MHFG Risk Committee.

10. Material Management Information Systems

MHFG's U.S. operations' 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's U.S. operations and reviews progress of strategic initiatives by the senior management of MHFG's U.S. operations;
- Risk reporting, which provides risk information used to manage primary risk inherent across MHFG's U.S. operations, including 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.

11. Description of Resolution Strategy

MHFG's U.S. operations have no critical operations the failure or discontinuance of which would pose a threat to the financial stability of the United States. MHFG's U.S. operations have six designated MEs (MHBK NY, BKUSA, MSUSA, MCM, MALLC and MAS) and four designated CBLs (CIB Banking, CIB Markets, JNAB and ALM). The Resolution Plan assumes that an unspecified, single, large and adverse idiosyncratic event has occurred with respect to MHFG. The Resolution Plan calls for each ME to be resolved pursuant to its applicable resolution regime, as follows:

- **MHBK NY** – Because it is a New York state-chartered branch, the Superintendent of the NYDFS would assume control of MHBK NY and would likely proceed to liquidate MHBK NY if the Superintendent determined that such action would be to the benefit of MHBK NY creditors. The resolution of MHBK NY would have the effect of resolving the ALM CBL and the portions of the CIB Banking and JNAB CBLs conducted through MHBK NY.
- **BKUSA** – Because it is an FDIC-insured New York state-chartered wholesale commercial banking institution, it is anticipated that the Superintendent of the NYDFS would likely appoint the FDIC as receiver if the NYDFS were to find that one or more of the statutory grounds for appointing the FDIC as receiver or conservator exist under the Federal Deposit Insurance Act. The FDIC then would be

expected to liquidate BKUSA in a manner that is least costly to the Deposit Insurance Fund and to satisfy the claims of creditors. Alternatively, BKUSA could enter into a voluntary liquidation under New York State banking laws, pursuant to which MALLC (as owner of 100% of the shares of BKUSA) would approve a resolution to voluntarily liquidate and wind down BKUSA in order to pay BKUSA's creditors and depositors. The resolution of BKUSA would have the effect of resolving the portions of the CIB Banking and JNAB CBLs conducted through BKUSA.

- **MSUSA** – Because it is a broker-dealer, a liquidation of MSUSA 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. The resolution of MSUSA would have the effect of resolving the portions of the CIB Banking and CIB Markets CBLs conducted through MSUSA.
- **MCM** – Because it is a Delaware LLC, MCM would be resolved pursuant to Chapter 11 under Title 11 of the U.S. Code (the “**Bankruptcy Code**”). MCM 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. The resolution of MCM would have the effect of resolving the portion of the CIB Markets CBL conducted through MCM.
- **MALLC** – Because it is a Delaware LLC, MALLC would be resolved pursuant to Chapter 11 of the Bankruptcy Code. MALLC would then operate as a DIP in the bankruptcy proceedings, with management continuing to operate the business while winding it down subject to Bankruptcy Court supervision. The resolution of MALLC would not directly affect any CBLs.
- **MAS** – Because it is an internal shared services company and the MEs that it services would be undergoing resolution proceedings of their own, once there is no longer a need for MAS to service the other MEs, MALLC (as the sole member of MAS) would approve a resolution to voluntarily dissolve MAS pursuant to Delaware corporate law. MHFG expects that MAS would continue to provide services to the estates of its ME affiliates while MAS conducts its own solvent wind-down. The resolution of MAS would not directly affect any CBLs.

The dissolution of the MEs would have the effect of resolving all four of MHFG's U.S. operations' CBLs.

Owing to the limited scope of their operations, MHFG anticipates that the dissolution of its MEs would be conducted in an orderly manner without an adverse effect on the financial stability of the United States.