

Mizuho Financial Group, Inc.

U.S. 2018 Resolution Plan

Section 1: Public Section

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Section 1. Public Section

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Section 1. Public Section

Summary of Resolution Plan

Section 165(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (“**Section 165(d)**”) and the implementing rules (collectively, the “**Rule**”) jointly issued by the Board of Governors of the Federal Reserve System (the “**Federal Reserve**”), codified at 12 C.F.R. Part 243, and the Federal Deposit Insurance Corporation (the “**FDIC**” and together with the Federal Reserve, the “**Agencies**”), codified at 12 C.F.R. Part 381, 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 Rule. Under the Rule, a covered company must submit a resolution 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.

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 Rule. Accordingly, MHFG has developed a 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 900 offices inside and outside Japan. The Resolution Plan describes MHFG’s material U.S. operations (“**MHFG U.S.**”) and its strategy for the rapid and orderly resolution of MHFG U.S. 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 and core business lines are able to be resolved without posing a threat to the financial stability of the United States.

MHFG was notified in a public letter dated January 29, 2018 that, following the review of the Resolution Plan MHFG submitted in December 2015, the Agencies have jointly determined, as authorized under subsection __.4(k) of the Rule, to reduce the informational content that MHFG is required to provide in its Resolution Plan submissions due by December 31, 2018, and each of the following two dates by which MHFG is required to submit a Resolution Plan, subject to specified conditions (each a “**Reduced Content Plan**”). MHFG has met both of the conditions to submit a Reduced Plan; that:

- total U.S. non-branch assets remain below \$50 billion; and
- absence of a material event as specified by section __.3(b)(2) of the Rule.

Accordingly, MHFG has submitted a Resolution Plan that conforms to the requirements of a Reduced Content Plan to the Agencies. This Public Section provides an executive summary of MHFG’s overall resolution strategy for

MHFG U.S. and addresses the informational requirements for a public section under the Rule by including information on:

1. MHFG U.S.'s Material Entities (“**MEs**”);
2. MHFG U.S.'s Core Business Lines (“**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 U.S.'s 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 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 “**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 deposit activities and specializes in corporate finance.
- **Mizuho Securities USA LLC (“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 a Delaware limited liability company (“**LLC**”). MSUSA primarily provides its institutional clients with securities services, including debt, equities, futures, and mergers and acquisitions (“**M&A**”) activities.
- **Mizuho Capital Markets LLC (“MCM”)** is provisionally registered as a swap dealer with the CFTC. MCM is a Delaware LLC. MCM'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.

- **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 U.S.
- **Mizuho Americas Services LLC (“MAS”)** is a recently established U.S. internal shared services company. It is expected to become an ME beginning January 1, 2019.

2. Core Business Lines

Under the 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 both 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, BKUSA and MCM. It is also mapped to MSUSA, owing to employment and service arrangements.
- **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.

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

The consolidated balance sheet for MHFG as of March 31, 2018, 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
**MHFG AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS
MARCH 31, 2017 AND 2018**

As of March 31,	(in millions of yen)	
	2017	2018
Assets:		
Cash and due from banks	1,592,191	1,685,835
Interest-bearing deposits in other banks	45,994,780	46,485,086
Call loans and funds sold	1,037,986	720,461
Receivables under resale agreements	8,967,712	8,080,927
Receivables under securities borrowing transactions	3,350,052	4,408,508
Trading account assets (including assets pledged that secured parties are permitted to sell or repledge of ¥5,861,942 million in 2017 and ¥4,897,190 million in 2018)	24,998,493	24,302,543
Investments		
Available-for-sale securities (including assets pledged that secured parties are permitted to sell or repledge of ¥442,775 million in 2017 and ¥932,302 million in 2018)	20,557,118	23,665,628
Held-to-maturity securities (including assets pledged that secured parties are permitted to sell or repledge of ¥1,050,714 million in 2017 and ¥677,046 million in 2018)	3,817,360	2,517,551
Other investments	595,069	585,896
Loans	82,283,906	83,514,644
Allowance for loan losses	(479,673)	(309,902)
Loans, net of allowance	81,804,233	83,204,742
Premises and equipment-net	2,041,273	2,116,184
Due from customers on acceptances	184,171	212,596
Accrued income	270,694	301,332
Goodwill	95,176	95,184
Intangible assets	94,147	84,447
Deferred tax assets	63,520	57,088
Other assets	4,992,329	5,731,634
Total assets	200,456,304	204,255,642

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

Table 2: Assets of Consolidated VIEs

	(in millions of yen)	
As of March 31,	2017	2018
Assets of Consolidated VIEs:		
Cash and due from banks	96,077	31,435
Interest-bearing deposits in other banks	81,807	95,048
Trading account assets	2,099,890	2,558,186
Investments	46,180	48,565
Loans, net of allowance	2,149,321	2,323,081
All other assets	772,290	811,453
Total assets	5,245,565	5,867,768

Table 3: MHFG Consolidated Balance Sheets: Liabilities and Equity
**MHFG AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS
MARCH 31, 2017 AND 2018**

	(in millions of yen)	
As of March 31,	2017	2018
Liabilities and equity:		
Deposits		
Domestic:		
Noninterest-bearing deposits	19,063,774	21,068,569
Interest-bearing deposits	87,358,504	91,206,963
Foreign:		
Noninterest-bearing deposits	1,996,450	2,257,350
Interest-bearing deposits	22,766,225	22,351,124
Due to trust accounts	4,123,088	3,992,544
Call money and funds purchased	1,255,172	2,105,294
Payables under repurchase agreements	17,969,941	16,656,930
Payables under securities lending transactions	1,919,249	1,832,870
Other short-term borrowings	1,476,612	1,688,018
Trading account liabilities	13,591,740	13,115,270
Bank acceptances outstanding	184,171	212,596
Income taxes payable	73,598	64,501
Deferred tax liabilities	140,475	306,203

As of March 31,	(in millions of yen)	
	2017	2018
Accrued expenses	209,309	232,885
Long-term debt (including liabilities accounted for at fair value of ¥1,496,488 million in 2017, and ¥1,955,636 million in 2018)	14,529,414	12,955,230
Other liabilities	5,026,525	4,705,595
Total liabilities	191,684,247	194,751,942
Commitments and contingencies		
Equity:		
MHFG shareholders' equity:		
Common stock-no par value, authorized 48,000,000,000 shares in 2017 and 2018, and issued 25,386,307,945 shares in 2017 and 25,389,644,945 shares in 2018	5,826,149	5,826,383
Retained earnings	918,894	1,306,141
Accumulated other comprehensive income, net of tax	1,521,163	1,741,894
Less: Treasury stock, at cost-Common stock 19,992,754 shares in 2017, and 24,829,446 shares in 2018	(4,849)	(5,997)
Total MHFG shareholders' equity	8,261,357	8,868,421
Noncontrolling interests	510,700	635,279
Total Equity	8,772,057	9,503,700
Total liabilities and equity	200,456,304	204,255,642

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

Table 4: Liabilities of Consolidated VIEs

As of March 31,	(in millions of yen)	
	2017	2018
Liabilities of Consolidated VIEs:		
Other short-term borrowings	60,575	31,392
Trading account liabilities	7,723	22
Long-term debt	431,190	419,649
All other liabilities	1,147,895	1,305,640
Total liabilities	1,647,383	1,756,703

Capital

The capital adequacy guidelines applicable to Japanese banks and bank holding companies with international operations are supervised by the Japanese Financial Services Agency (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% 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, 2018, calculated in accordance with Japanese GAAP, MHFG had a total capital ratio of 18.24%, a Tier 1 capital ratio of 15.44% and a CET1 capital ratio of 12.49%.

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 started in March 2016 at 0.625% and is being phased in until becoming 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% would also be 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. Further, MHFG has been designated as both a G-SIB and D-SIB, and the additional loss absorption capacity requirement applied to MHFG by the JFSA was 1.0%. The additional loss absorption capacity requirement was the same as that imposed by the Financial Stability Board, which started in March 2016 at 0.25% and is being phased in until becoming fully effective in March 2019 at 1.0%.

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, non-JPY 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 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 & CEO 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 2018 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 ("**ASC**") 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.

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 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 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 (“BNYM”)
MHBK NY	Clearing House Interbank Payments System
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”)
MHBK (USA)	BNYM
MHBK (USA)	Brown Brothers Harriman
MHBK (USA)	CIBC
MHBK (USA)	Citibank
MHBK (USA)	DTC
MHBK (USA) (also used by MHBK NY)	Electronic Payments Network
MHBK (USA)	Federal Reserve Bank - Check Clearing
MHBK (USA)	Federal Reserve Funds Transfer System - Fedwire Securities Service / Fedwire Funds Service
MHBK (USA)	Mizuho Trust & Banking (Luxembourg) S.A.
MHBK (USA)	National Automated Clearing House Association “TCH” - ACH
MHBK (USA)	SWIFT
MSUSA	BNYM
MSUSA	Chicago Board of Trade
MSUSA (also used by MCM)	Chicago Mercantile Exchange
MSUSA	COMEX Division of the New York Mercantile Exchange
MSUSA	DTC
MSUSA	Eurex AG
MSUSA	Euroclear

Member Legal Entity	Material FMUs and Financial Institutions
MSUSA (used by MCM)	Fixed Income Clearing Corporation
MSUSA	Government Securities Clearing Corporation
MSUSA	ICE Futures Europe
MSUSA	ICE Futures US
MSUSA	London Metal Exchange
MSUSA	Mortgage Backed Securities Clearing Corporation
MSUSA	National Securities Clearing Corporation
MSUSA	New York Mercantile Exchange
MSUSA	Nodal Exchange
MSUSA	NYSE Euronext Liffe London Market
MSUSA	Options Clearing Corporation
MSUSA	Pershing
MCM	BNYM
MCM	DTCC
MCM	London Clearing House (Swap Clear)
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. Figure 1 and 2 below show MHFG's global offices network and corporate structure, respectively.

Figure 1: MHFG Global Offices Network

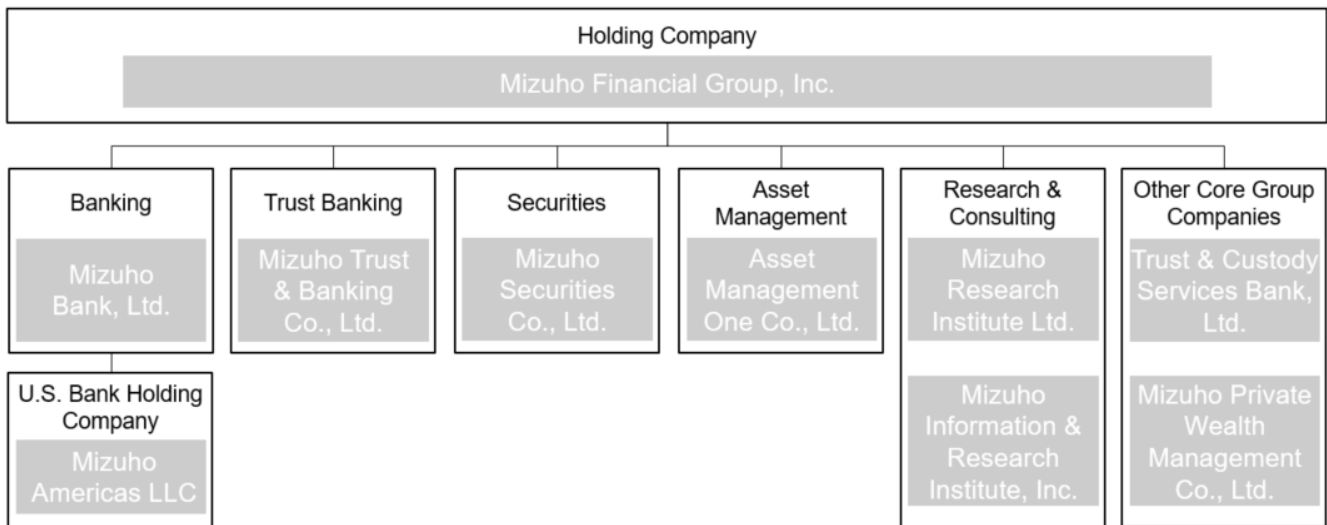


Domestic Branches in Japan
787

Offices outside Japan (38 countries)
116

- Americas: 40
- Europe, the Middle East and Africa: 22
- Asia and Oceania: 54

Figure 2: MHFG Global Corporate Structure



For further information on MHFG’s global operations, refer to MHFG’s 2018 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 U.S.’s 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 a service 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	Second Federal District
NYDFS	New York

Table 7: Material Supervisory Authorities for BKUSA

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

Table 8: Material Supervisory Authorities for MSUSA

Supervisory Authority	Jurisdiction
SEC	United States
CFTC	United States
Financial Industry Regulatory Authority	Self-Regulatory Authority
National Futures Association	Self-Regulatory Authority
CME Group	Self-Regulatory Authority

Table 9: Material Supervisory Authorities for MCM

Supervisory Authority	Jurisdiction
CFTC	United States
National Futures Association	Self-Regulatory Authority

Table 10: Material Supervisory Authorities for MALLC

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

8. Principal Officers

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

Table 11: Principal Officers - MHBK NY

Name	Title
Teiji Teramoto	Senior Managing Executive Officer, Head of the Americas
Andrew Dewing	Managing Executive Officer, Joint Head of the Americas
Takuya Ito	Executive Officer, Joint Head of the Americas
Mitsuhiro Kanazawa	Managing Director, Head of Americas Department
Hiroyuki Kasama	Managing Director, Head of Americas Administration Department
Fumio Yamazaki	Executive Officer and Managing Director, Head of Americas Corporate Banking Department No. 1
Michael Keating	Managing Director, Head of Americas Corporate Banking Department No. 2
Keiichi Niinuma	Managing Director, Head of Americas Financial Products Department
Takashi Kawaguchi	Executive Officer and Managing Director, Head of Americas Treasury Department
John Ho	Executive Officer and Managing Director, Head of Americas Credit Department
Angelo Aldana	Executive Officer and Managing Director, Head of Americas Legal & Compliance Department
Peter DelGrosso	Managing Director, Head of Americas Business Operations Department
Michael Gotimer	Managing Director, Head of Americas IT Department
Gerard Rieger	Managing Director, Head of Internal Audit Department Americas Office

Table 12: Principal Officers - BKUSA

Name	Title
Hiroyuki Kasama	President and Chief Executive Officer
Koji Mimura	Chief Financial Officer
Eric Yoss	Chief Risk Officer
Angelo Aldana	General Counsel and Chief Compliance Officer

Table 13: Principal Officers - MSUSA

Name	Title
Jerry Rizzieri	President & CEO
Shinjiro Nomura	Deputy President
Yasuhiro Shibata	Deputy President
John Buchanan	Managing Director, Chief Operating Officer
Thomas Hartnett	Managing Director, Head of Fixed Income Sales & Trading
John Murphy	Managing Director, Head of Futures Division
Andrew Dewing	Managing Director, Head of Banking Division
Richard Skoller	Managing Director, General Counsel
David Kronenberg	Managing Director, Chief Financial Officer

Table 14: Principal Officers - MCM

Name	Title
Jerry Rizzieri	President & CEO
Adam Wernow	Managing Director, Chief Compliance Officer
Timothy Healey	Managing Director, Head of Risk Officer
David Kronenberg	Managing Director, Chief Financial Officer

Table 15: Principal Officers - MALLC

Name	Title
Teiji Teramoto	Chief Executive Officer
Gerard Rieger	Chief Auditor
Eric Yoss	Chief Risk Officer
Angelo Aldana	Chief Compliance Officer & Chief Legal Officer
David Kronenberg	Co-Chief Financial Officer
Kenichi Matsumoto	Co-Chief Financial Officer
Hideki Matsubara	Treasurer
Mitsuhiro Kanazawa	Chief Administration Officer
John Buchanan	Head of Strategy
Brian McQuade	Head of Human Resources
Peter DelGrosso	Chief Operations Officer
Michael Gotimer	Chief Information Officer

Table 16: Principal Officers - MAS

Name	Title
Teiji Teramoto	Chief Executive Officer
Eric Yoss	Chief Risk 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 robust governance structure to ensure that its Resolution Plan receives input from the relevant and key stakeholders.

A team consisting of representatives from MHFG Americas Department and MALLC's offices of the Chief Compliance Officer & Chief Legal Officer and the Chief Risk Officer is responsible for developing and finalizing the resolution planning documentation in collaboration with stakeholders from each entity, who provide necessary data or information. External counsel provided drafting assistance and guidance on the regulatory and legal requirements.

The Reduced Content Plan was approved by the MHFG Board of Directors, after being recommended for submission to the MHFG Board of Directors by the MHFG Executive Management Committee and MALLC's Board of Directors and Management Committee.

10. 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;
- 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.

11. 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 MEs¹ (MHBK NY, BKUSA, MSUSA, MCM and MALLC) and three designated CBLs (Corporate Banking, Treasury and Broker-Dealer). The 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, as follows:

- **MHBK NY** – Since 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 for the benefit of its creditors. The resolution of MHBK NY will have the effect of resolving the Treasury CBL and the portions of the Corporate Banking CBL conducted through MHBK NY.
- **BKUSA** – Since 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. The FDIC is then 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 BKUSA would voluntarily approve a resolution to liquidate and wind down in order to pay its creditors and depositors. The resolution of BKUSA will have the effect of resolving the portions of the Corporate Banking CBL conducted through BKUSA.
- **MSUSA** – Since 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 will have the effect of resolving the Broker-Dealer CBL and portions of the Corporate Banking CBL.
- **MCM** – Since 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 will have the effect of resolving the portions of the Corporate Banking CBL conducted through MCM.
- **MALLC** – Since it is a Delaware LLC, MALLC would be resolved under 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 will not directly affect any CBLs.

In addition, 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 will not directly affect any CBLs.

The dissolution of the MEs will have the effect of resolving all three of MHFG U.S.’s CBLs.

¹ As previously noted, MAS will become an ME beginning January 1, 2019.

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.