

# **Enhancement of Group Governance System and Related Issues**

**January 31, 2014**

**One MIZUHO**  
Building the future with you

**Mizuho Financial Group**

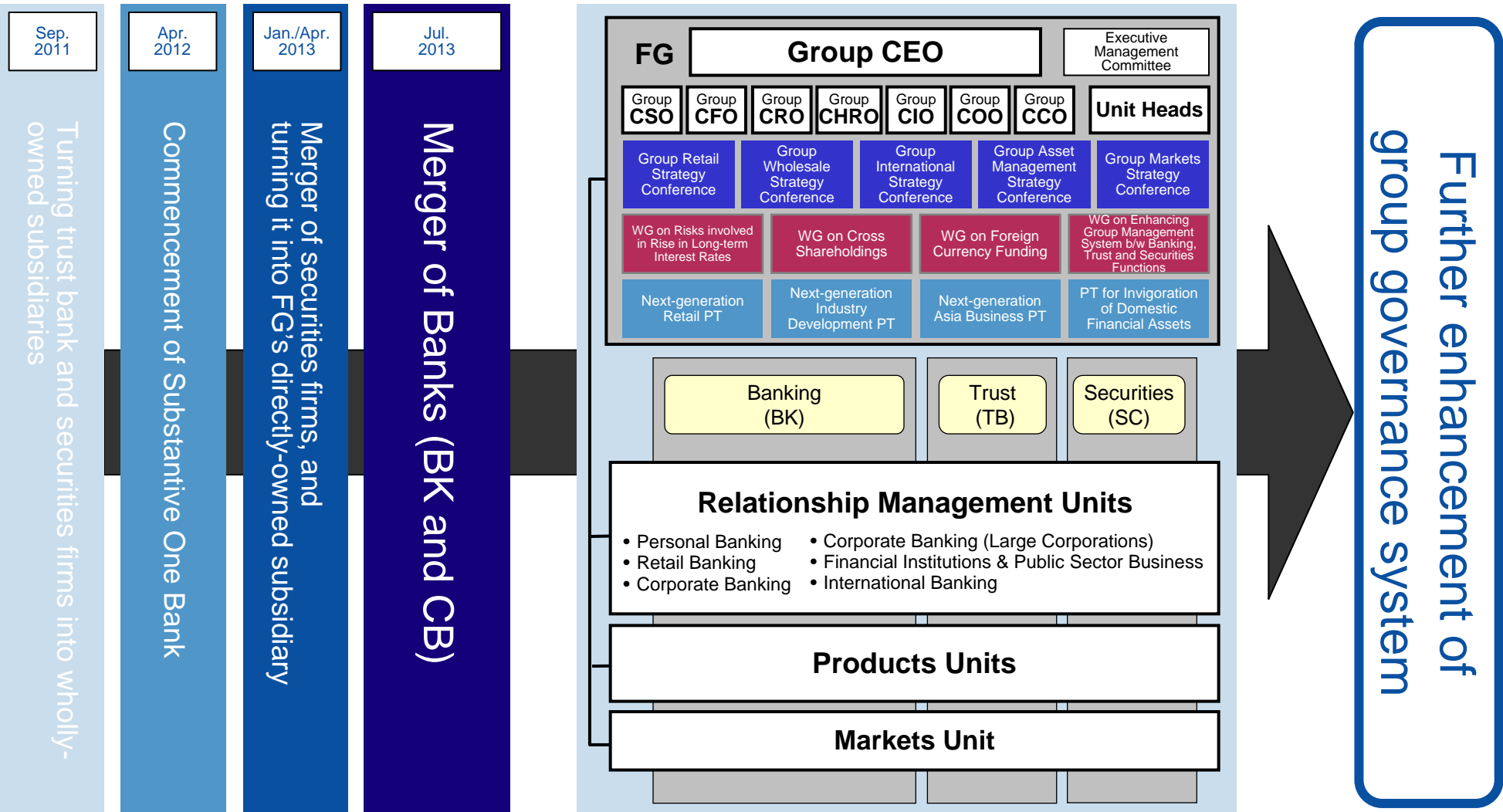
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This presentation is a summary of our current understanding and business plan, which are based on internal investigations at Mizuho Financial Group, Inc. and Mizuho Bank Ltd.. Please refer to press releases dated January 17, 2014 and December 26, 2013 from Mizuho Financial Group, Inc. and Mizuho Bank, Ltd.

Abbreviations: FG stands for Mizuho Financial Group (holding company), BK for Mizuho Bank, TB for Mizuho Trust & Banking, SC for Mizuho Securities.

Entity-oriented  
Global Group Structure

Toward Advanced and Integrated Group Management



Further enhancement of  
group governance system

## Enhancement of Group Governance System

### 1. Transformation into a “Company with Committees”

### 2. Strengthening of the functions of the Holding Company

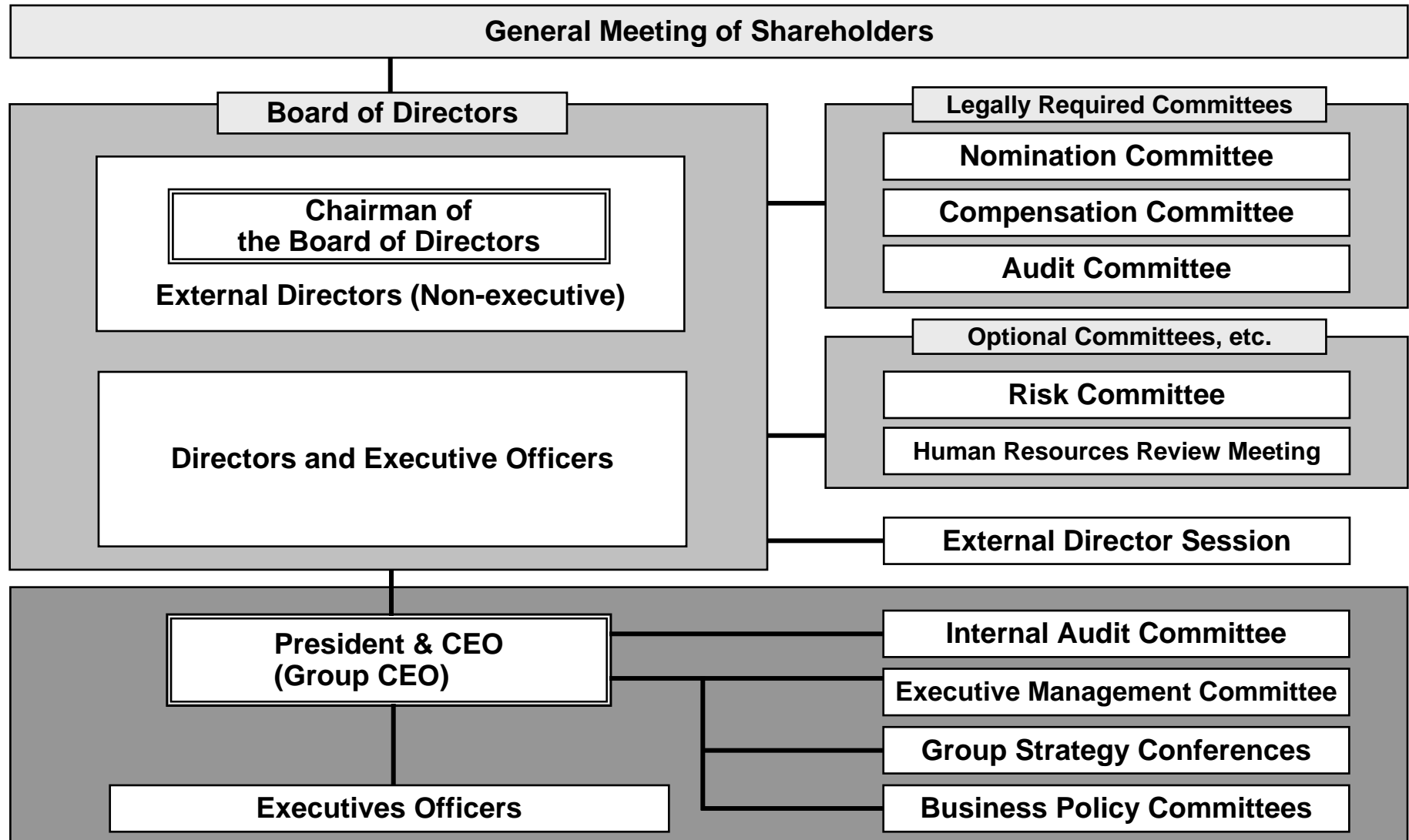
### 3. Transformation of the Corporate Culture (Establishment of a Strong Culture)

## <Key Points>

- Separate business execution function and supervisory function and facilitate swifter decision making by authority delegation to the business execution line
- Establish a structure which incorporates external viewpoints in supervision of business execution and nomination of management which reflects international requirements such as those by the Basel Committee on Banking Supervision
- The holding company will control and supervise the group entities as well as act as the “control tower” to develop integrated group-wide strategic plans, which will be implemented by group companies in a unified and timely manner
- Define clearly the respective roles, responsibilities and chain of command of the holding company and its subsidiaries
- Under the slogan of “One MIZUHO”, encourage the change of mindset and proactive actions of each employee within the group to embody Mizuho’s corporate identity (One of the most important issues for Group CEO)

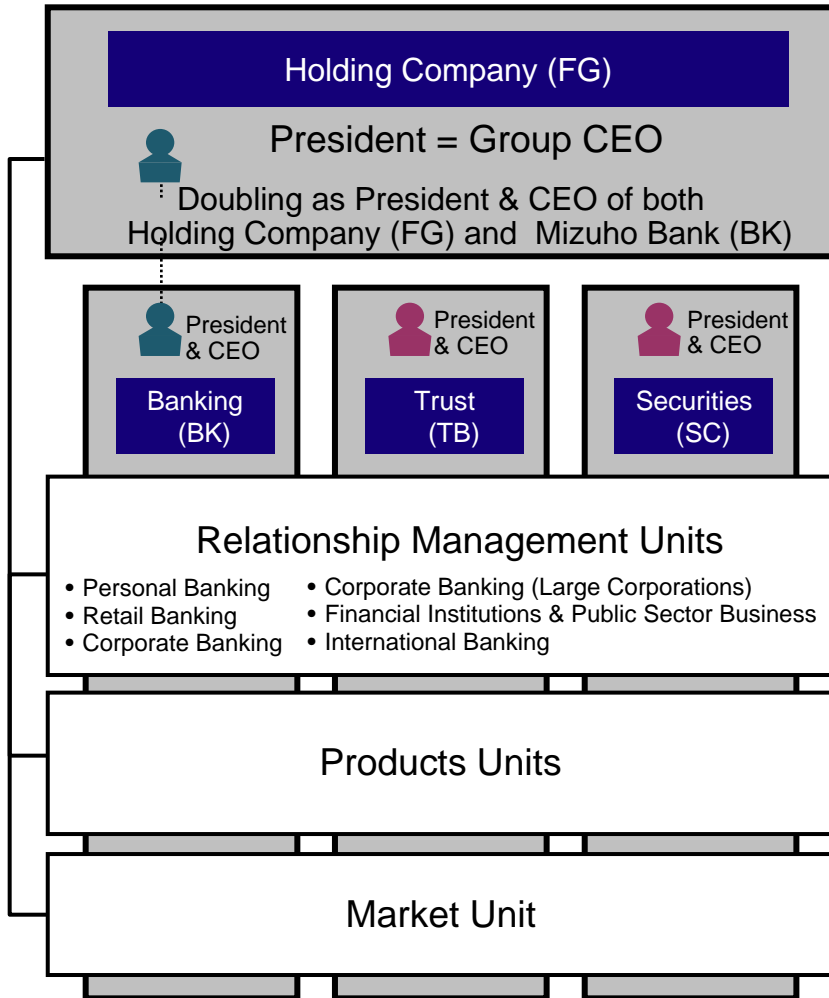
# 1. Transformation into a “Company with Committees” (FG Structure)

(Revised structure)

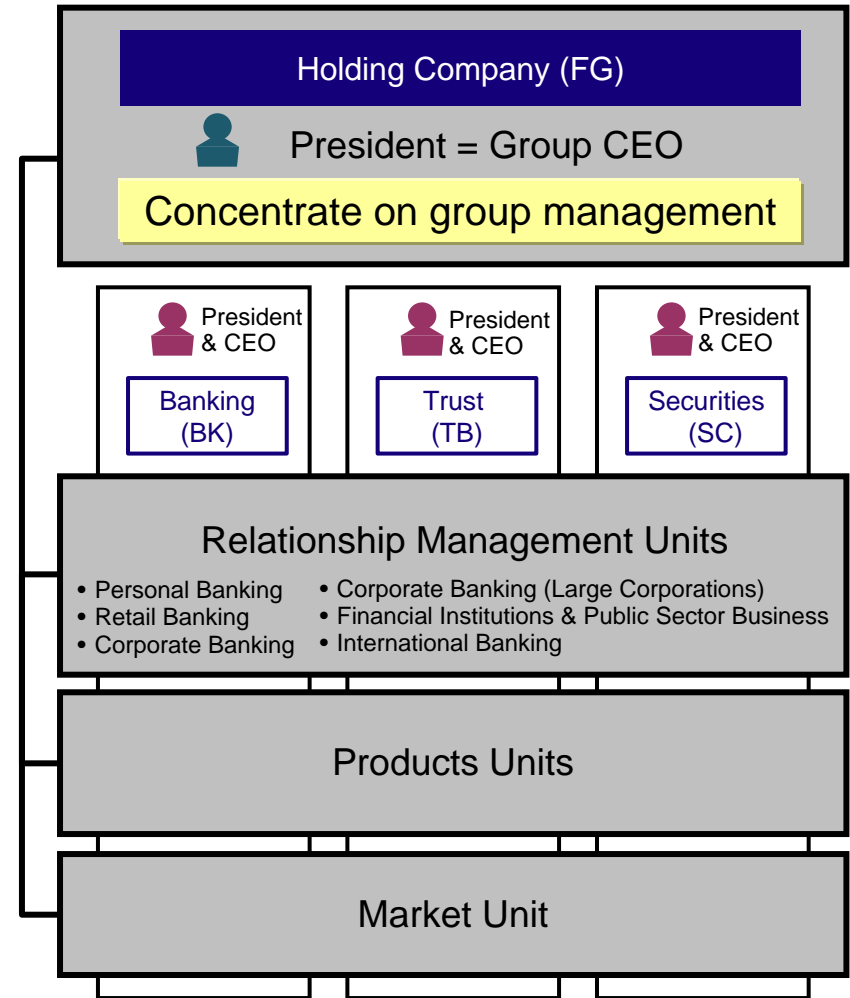


## 2. Strengthening of Holding Company Functions (Illustration)

<Until March 2014>



<After April 2014>



Holding Company will formulate and control group-wide strategy across “banking, trust and securities” functions

### 3. Transformation of Corporate Culture (Establishment of a Strong Culture)



#### Establish One MIZUHO Corporate Culture

Continue promoting initiatives of  
“One MIZUHO Promotion PT”

⇒ Encourage change of mindset  
and proactive actions of each  
individual within the group to  
embody the “Mizuho Values”

**One of the most important issues  
to be addressed by Group CEO**