

## (Reference) Q&A regarding the share consolidation

Q1. What is a share consolidation?

A1. Share consolidation means combining multiple shares into a smaller number of shares, as set forth in Japan's Companies Act. The Company plans to consolidate ten shares of common stock into one share.

Q2. What is the purpose of the share consolidation?

A2. As of March 31, 2020, the Company's total number of issued shares was 25.3 billion, which is not only the greatest number among Japanese banks but also among companies listed on the First Section of the Tokyo Stock Exchange ("TSE"). The current share price of the Company, 119.8 yen, and its Trading Unit, 11,980 yen (as of May 14, 2020), is far below the desirable Trading Unit range of 50,000 yen to 500,000 yen designated by the TSE's Securities Listing Regulations.

In order to address this situation, we have decided to consolidate the shares on the basis of one post-consolidation share per ten pre-consolidation shares, and are seeking approval by the shareholders at the Ordinary General Meeting of Shareholders.

Q3. What will happen to the number of shares I own and my voting rights?

A3. After the share consolidation, shareholders will have one-tenth the number of their shares which are recorded in the register of shareholders as of September 30, 2020 (fractions less than one share shall be rounded down). The number of voting rights shall be allotted on the basis of one per 100 shares owned after the share consolidation. Below are examples for the number of shares and the voting rights that shareholders will own.

	Pre-Share Consolidation		Post-Share Consolidation		
	Number of shares owned	Number of voting rights	Number of shares owned	Number of voting rights	Fractional shares
Example 1	10,000 shares	100	1,000 shares	10	0
Example 2	7,700 shares	77	770 shares	7	0
Example 3	2,345 shares	23	234 shares	2	0.5 shares
Example 4	1,000 shares	10	100 shares	1	0
Example 5	226 shares	2	22 shares	0	0.6 shares
Example 6	50 shares	0	5 shares	0	0
Example 7	9 shares	0	0	0	0.9 shares

- In a case similar to Examples 1 or 4 : no specific procedure is needed.
- In a case similar to Examples 3, 5 or 7 : the Company will dispose of all the fractional shares or purchase them as treasury stock and pay back the proceeds to the shareholders for the disposition value in proportion

to the amount of the fractions. Notifications of payment are planned in Late-November 2020, and will be sent directly to the shareholders.

- In a case similar to Example 7 : the share consolidation will reduce all of the shares to a fraction and you will lose the opportunity to hold those shares.
- In a case similar to Examples 2, 3, 5 or 6 : it is possible to avoid shares less than one Trading Unit - 70 for Example 2, 34 for Example 3, 22 for Example 5 and 5 for Example 6 - that occur as a result of the share consolidation, by using the program to sell back shares less than one Trading Unit or the program to purchase additional shares up to one Trading Unit.

Any shareholders can avoid disposal of fractions by selling back shares less than one Trading Unit or purchasing additional shares up to one Trading Unit before the effective date of the share consolidation. For more information on this program, please contact your securities company with an account to hold our shares or the Company's shareholder registry administrator listed at the end of this document.

Q4. The share consolidation will reduce the number of shares, but will it have any effect on the asset value?

A4. The share consolidation will reduce the aggregate number of shares owned by shareholders to one-tenth of the previous number, but the Company's assets and capital will remain unchanged after the share consolidation. As such, the asset value per share will become ten times larger than prior to the share consolidation. This means that aside from fluctuations in the stock market or any other such factors, the share consolidation will not have any effect on the asset value of the shares which shareholders own. The share price after the share consolidation will theoretically become ten times higher than before the share consolidation.

Q5. The share consolidation will reduce the number of shares, but will it have any effect on dividends?

A5. The share consolidation will reduce the aggregate number of shares owned by shareholders to one-tenth of the previous number, but we plan to adjust dividends per share in order to avoid any changes in the economic value for shareholders. The share consolidation should have no impact on the total amount of dividends for shareholders.

Q6. What can I do to avoid having fractions of shares less than one share as a result of the share consolidation?

A6. Any shareholder can avoid disposal of fractions by selling back shares less than one Trading Unit or purchasing additional shares of up to one Trading Unit before the share consolidation takes effect. For more information on this program, please contact a securities company with an account to hold our shares or the Company's shareholder registry administrator.

Q7. Will it be possible to sell back shares less than one Trading Unit or purchase additional shares up to one Trading Unit even after the share consolidation?

A7. Shareholders who own shares less than one Trading Unit may sell back shares of less than one Trading Unit or purchase additional shares up of to one Trading Unit after the share consolidation in the same way as before the share consolidation. For more information on this program, please contact a securities company with an account to hold our shares or the Company's shareholder registry administrator.

Q8. What will happen to the Trading Unit (the smallest possible investment amount)?

A8. To give an example based on the closing share price of 119.8 yen on May 14, 2020, on the Tokyo Stock Exchange, the Trading Unit before and after the share consolidation would be as follows,

*Pre-Share Consolidation:*  $119.8 \text{ yen per share} \times 100 \text{ shares} = 11,980 \text{ yen}$

Given this share price, the Trading Unit should theoretically be as follows,

*Post-Share Consolidation:*  $1,198 \text{ yen per share} \times 100 \text{ shares} = 119,800 \text{ yen}$

\*The share price after the share consolidation will theoretically become ten times higher than the share price before the share consolidation.

Q9. What is the schedule going forward?

A9. The planned schedule is as follows:

May 15, 2020	Date of the Board of Directors
June 25, 2020 (scheduled)	Date of Ordinary General Meeting of Shareholders
September 30, 2020 (scheduled)	Record date of share consolidation
October 1, 2020 (scheduled)	Effective date of share consolidation
Late-November, 2020 (scheduled)	The date to send a notice of allotment of consolidated shares to shareholders
Late-November 2020 (scheduled)	The date to start paying for disposed fractions

### Contact Information

Shareholder registry administrator Contact address	Mizuho Trust & Banking Co., Ltd. 2-8-4 Izumi, Suginami-ku, Tokyo 168-8507 Securities Agency, Mizuho Trust & Banking Co., Ltd. Telephone 0120-288-324 (toll-free, from Japan only) Open 9:00 to 17:00 (Tokyo time, excluding weekends and national holidays)
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