

March 30, 2017
Mizuho Financial Group, Inc.

**Partial Revision to Policies Regarding Mizuho's Fiduciary Duties and
Review of Action Plans**

-Commitment to Customer First (Client-oriented) Business Management-

In February 2016, in the interests of stating clear policies for and making a stronger response with regard to the practice of the organization's fiduciary duties as a corporate group, Mizuho Financial Group, Inc. ("MHFG"; President and CEO: Yasuhiro Sato) established and made publicly available: (1) its Policies Regarding Mizuho's Fiduciary Duties; and (2) action plans for each of its group companies aimed at realizing the above.

A report on the progress of each company's action plan is to be disclosed each fiscal year via the website of that company. In preparation for this release, we have invited a panel of three academics and industry experts from outside Mizuho to join our fiduciary duty advisory committee. At the first session of the committee, the panel discussed and reviewed Mizuho's fiduciary duty initiatives, providing insightful advice into how to further improve them.

Based on advice from external experts and the current status of our group company action plans, and with the objective of further enhancing our client-focused business management, we hereby announce a partial revision of the Policies Regarding Mizuho's Fiduciary Duties, and revisions to company action plans.

We have adopted the Principles for Customer-Oriented Business Conduct set forth by Japan's Financial Services Agency on March 30, 2017, the same date as this release.

Going forward, as a long-term partner in providing appropriate products and services which are in our customers' best interests, and in seeking to continue to be our customers' most trusted financial services partner, we are committed to developing and pursuing customer-focused initiatives.

1. The Holding of the Fiduciary Duty Advisory Committee

MHFG formed a committee, headed by the Group CEO, of members from MHFG and other group companies, as well as three external experts (listed below). The committee had its first session (the First Meeting of the Fiduciary Duty Advisory Committee) on March 10, 2017.

To ensure that we are able to further incorporate the customer first principle into our business management, in addition to engaging in discussion about fiduciary duty initiatives at Mizuho, we also received suggestions and advice from advisors aimed at further improving the current system. These included ideas about how to enhance our monitoring of conflicts of interest, how to make information easier to understand for customers, and what kind of frameworks would better allow our employees to perform their fiduciary duties when dealing with customers in a sales environment.

Panel of external experts (in alphabetical order of surname)

Name	Title
Hideki Kanda	Professor at Gakushuin University, Emeritus Professor at the University of Tokyo
Sachiko Kishimoto	Executive Director, Public Resources Foundation
Akihiro Wani	Senior Counselor, Morrison & Foerster

2. Partial Revision of the Policies Regarding Mizuho's Fiduciary Duties and Review of Action Plans

In light of the suggestions from the external experts outlined in the table above, the current status of MHFG's action plans, and the information contained within *Principles for Customer-Oriented Business Conduct*, released by Japan's Financial Services Agency, and with the aim of further embedding customer-focused business management into the organization, we have made partial revisions to the Policies Regarding Mizuho's Fiduciary Duties. Revisions are shown in Attachment 1.

Additionally, after carrying out reviews of group company action plans for the new fiscal year based on the policy revisions above, we have established and released new action plans. These are shown in Attachment 2.

Policies Regarding Mizuho's Fiduciary Duties

Mizuho Financial Group has established our ambition to continue being our customers' most trusted long-term financial partner as the vision of Mizuho's Corporate Identity. In working to achieve this vision, Mizuho employees share a common set of five central values—called the Mizuho Values—starting with putting our customers first. As a team of finance professionals providing a broad range of financial services, Mizuho is committed to fulfilling our fiduciary duties* in providing the best, most appropriate solutions in response to our customers' diverse needs.

Strong capabilities in product development, sales, asset management, and asset administration are indispensable to the successful conduct of asset management-related business. As a comprehensive financial services group, Mizuho Financial Group is dedicated to speed and flexibility in our responses to the constantly changing, diverse needs of our broad range of clients—from individual investors to pension funds, regional financial institutions, and other institutional investors—which are made possible by our full complement of group companies with the expertise in banking, trust banking, securities, and asset management required to provide top-tier asset management-related products and services.

Each of Mizuho's group companies specializes in a different function, and as a long-term partner in providing appropriate products and services that are in our customers' best interests, and in seeking to continue to be our customers' most trusted financial services partner, Mizuho has established and announced our response policies for each function and the following group management policies as our action plan for fulfilling our fiduciary duties with respect to asset management-related business, and we are taking customer-oriented measures to implement these policies.

*Fiduciary duties is a general term for the broad range of various roles and responsibilities that fiduciaries are expected to fulfill when engaging in certain business activities in order to live up to the trust that is placed in them by their customers.

Group Management Policies

In fulfilling our fiduciary duties, Mizuho Financial Group prioritizes our customers' interests above all else. We comply with the following group management policies when providing products and services which meet our customers' needs and are in their best interests.

1. Corporate Governance

- Mizuho Financial Group has established—at the holding company level—a corporate governance system which holds the group's management accountable and encourages them to practice self-discipline. In the context of asset management-related business as well, the group will build governance systems to ensure the appropriate levels of independence between the holding company and the group's asset management companies, and between the group's sales companies and asset management companies.
- In addition to establishing and disclosing specific plans of action on the part of the holding company and group companies, the compliance departments shall report to the board of directors and other relevant parties the state of compliance pursuant to the Policies Regarding Mizuho's Fiduciary Duties.

2. Evaluating Performance

- An appropriate performance review system will be established at the holding company and group companies to evaluate initiatives which meet our customers' needs and are in their best interests.

3. Rationality of Remuneration, Etc.

- Rational levels of remuneration, fees and commissions, etc. at group companies shall be set according to the nature of the products and services provided to customers.

4. Monitoring Conflicts of Interest

- The holding company and group companies shall, in advance, identify and classify any transactions where potential for conflict of interest may exist, and employ a specific method for conducting appropriate monitoring of these transactions. Additionally, group companies shall enhance monitoring of intra-group conflicts of interest by means of providing pertinent, easy to understand information relating to possible conflicts of interest.

5. Solidifying Corporate Culture

- We will foster a corporate culture that encourages frontline employees who actually provide products and services, as well as all other employees and executive officers, to be aware of and fulfill their fiduciary duties through training programs and incentive frameworks.

Policies by Function: Sales

1. Building Appropriate Product Lines in Response to Customers' Needs

- (1) Mizuho Bank, Mizuho Trust & Banking, and Mizuho Securities aim to provide customers with excellent investment opportunities that are right for them on a group basis.
- (2) Based on our customers' investment objectives, Mizuho will thoroughly review our existing products and consider adopting new products which help customers to steadily build their assets.

2. Providing Investment Products to Customers via Consulting Services

- (1) In order to appropriately understand our customers' respective investment goals, Mizuho will strive to accurately assess the state of our customers' assets and liabilities and their tolerance for risk.
- (2) The consulting services we provide will be accurately matched to the characteristics of each customer, and we will provide our customers with clear, truthful, and non-misleading information corresponding to the level of complexity and materiality of our products, in order to give them an understanding of the options available, and after comparing those, find the right product for their needs.
- (3) We will make earnest efforts to enhance our consulting capabilities and pursue new methods of making proposals using the latest technologies to sustainably provide high value-added services.
- (4) We will promote a high degree of transparency in setting remuneration, fees, and commissions, etc. in the interest of providing high value-added services at a reasonable cost, and make this information available to customers .

3. Attentive Follow-Up Service to Help Customers Achieve Their Goals

- (1) Through attentive follow-up services, we will provide information and advice to assist customers in making appropriate investment decisions.
- (2) We will strive to reliably execute and improve our business activities so that customers can invest with confidence.

4. Laying Foundations to Help Customers Invest with Confidence and Steadily Build Their Assets

- (1) We will enhance useful services which help to improve the financial and investment knowledge of our customers.
- (2) We will strive to share an understanding of our customers' respective goals, and to enhance personnel development as an organization in order to provide consulting services of the highest standard.

Policies by Function: Asset Management & Product Development

1. Enhancing Asset Management

- (1) Mizuho will aim to provide added value of the highest standard to our customers by enhancing investment analysis and decision-making capabilities through further reinforcements to our personnel base and asset management foundations.
- (2) To continue to provide optimal solutions to our customers' asset management needs, we will continuously pursue improvements in existing asset management methods and new methods and investment opportunities.

2. Initiatives to Continuously Improve Product Quality and Develop New Products Based on Customer Needs

- (1) Through appropriate risk management and checking of products, Mizuho will continuously improve the quality of our products and respond to changes in the market environment.
- (2) With our understanding of our customers' needs, including those of the ultimate beneficiary, and our expertise as professionals, we will develop products which help our customers to steadily build their assets.
- (3) Products we develop will be tailored to customer types depending on the degree of risk of the product and the level of complexity involved. We will also coordinate with brokers and sales departments where appropriate in order to provide the right products for our customers.
- (4) In seeking to provide superior products at a reasonable cost, we will take a customer-oriented view, promote a high degree of transparency in setting management fees, and endeavor to provide easy to understand information about these fees to our customers.

3. Enhancing the Provision of Information and Services from the Customer's Perspective

- (1) In an effort to become our customers' most trusted consultant, Mizuho will practice the highest quality of service.
- (2) We will prioritize convenience and ease of understanding in providing customers with the most appropriate information.
- (3) We will enhance personnel training, as well as useful services which help to improve the financial and investment knowledge of our customers.

4. Strengthening Corporate Governance

- (1) In an effort to further strengthen our organizational structure in consideration of our customers' best interests, Mizuho will build a corporate governance system that is of the highest standard in the industry and ensures the independence of the asset management entities.
- (2) Decisions pertaining to new product development will be made based on objective evaluations and highly transparent processes, which will include the involvement of the compliance divisions.

Policies by Function: Asset Administration

1. Strengthening the System for Providing Asset Administration Services

- (1) Our customers' asset management needs are becoming increasingly more refined and more globalized. In response, Mizuho will continuously advance initiatives to enhance our operational and IT infrastructure and develop personnel with a high degree of specialized expertise, so that we can continue to provide for our customers the same consistently high quality asset administration services adapted to their individual situation, such as custody, settlement, and various forms of reporting with regard to customers' assets entrusted to us.

2. Initiatives to Improve Service Quality and Develop New Services

- (1) So that customers can be comfortable with entrusting their assets to us, Mizuho practices proper administration of trust assets and works to develop new services in a broad range of fields pertaining to asset administration with the ultimate aim of providing optimal solutions in anticipation of customers' increasingly diversified and complex needs.
- (2) In addition to setting rational asset management fees, we will also provide easy to understand information about these fees to our customers to ensure that they reflect the nature of the services we provide to our customers.

3. Enhancing the Provision of Information in Support of Customers' Investment Activities

- (1) In addition to accurately reporting the state of assets in trust, Mizuho will strive to enrich our various services for providing information to investors to enhance their investment management efforts.

Action Plan of MHFG (the holding company) based on the policies

Action Plan with Regard to Group Management Policies

1. Corporate Governance
We will maintain governance systems to ensure the appropriate levels of independence between the holding company and the group's asset management companies, and between the group's sales companies and asset management companies.
The holding company and its group companies will provide regular reports on the status of compliance to the action plan at meetings of the board of directors and other similar functions.
2. Evaluating Performance
We will build a performance evaluation system at the holding company and each group company to gauge how well we are fulfilling our fiduciary duties based on customer first (client-oriented) business management.
3. Rationality of Remuneration, Etc.
We will set rules and regulations for rational levels of remuneration, fees and commissions, etc. according to the nature of the products and services provided by group companies to customers.
4. Monitoring Conflicts of Interest
We will evaluate the effectiveness and suitability of monitoring of conflicts of interest and continually work to implement improvements based on findings.
In addition to providing accessible and pertinent information relating to conflicts of interest, we will also ensure that group companies do the same.
5. Solidifying Corporate Culture
We will utilize incentive frameworks at group companies, and internal communication initiatives to foster a corporate culture that encourages all employees and executive officers to be aware of and to fulfill their fiduciary duties.
We will proactively use our knowledge and expertise as a financial services consulting group to support financial education to address the societal need for better financial literacy.

Action Plan with Regard to Various Functions

Common to all Sales, Asset Management/Product Development, Asset Administration
We will confirm that the action plans set forth by group companies are in line with the strategies of our in-house companies and units, ascertain whether they are following the plans, and take action as necessary.