

Mizuho Securities Presentation

Company Briefing for Fiscal Year 2011

May 2011
Mizuho Securities

This document is intended to provide information on the Company's operating performance for FY 2010, and does not constitute an offer or solicitation for the purchase or sale of any securities issued by the Company. This may discuss future expectations, identify strategies, contain projections of results of operations or of financial condition or state "forward-looking" information. The information contained in this document is based on data available as of May 11, 2011. Any opinion, plan or projection expressed in this document reflects our judgment as of the date of preparation of the document. No guarantee, representations or warranties are made as to its accuracy or completeness, or actual performance or achievement thereof. Information contained in this document is subject to change without notice. Mizuho Securities Co., Ltd undertake no obligation to publicly update any forward-looking statements after the date of this presentation. All rights pertaining to this document are reserved by Mizuho Securities Co., Ltd.

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^{*} Consolidated results for the former Shinko Securities for the period from April 1, 2009 to May 6, 2009 are exempt because the merger corresponded to a reverse acquisition under accounting standards for business combinations

^{*} Non-consolidated results for the former Mizuho Securities for the period from April 1 to May 6 are exempt because the former Mizuho Securities is the dissolving entity (former Shinko Securities is the surviving entity)

^{*} Description: -Underwriting and selling fees, and commissions: Commissions from solicitation to professional investors abbreviated as underwriting and selling fees
-Offerings, selling, and other commissions and fees: Commissions from solicitation to qualifying investors as offerings, selling and other commissions and fees

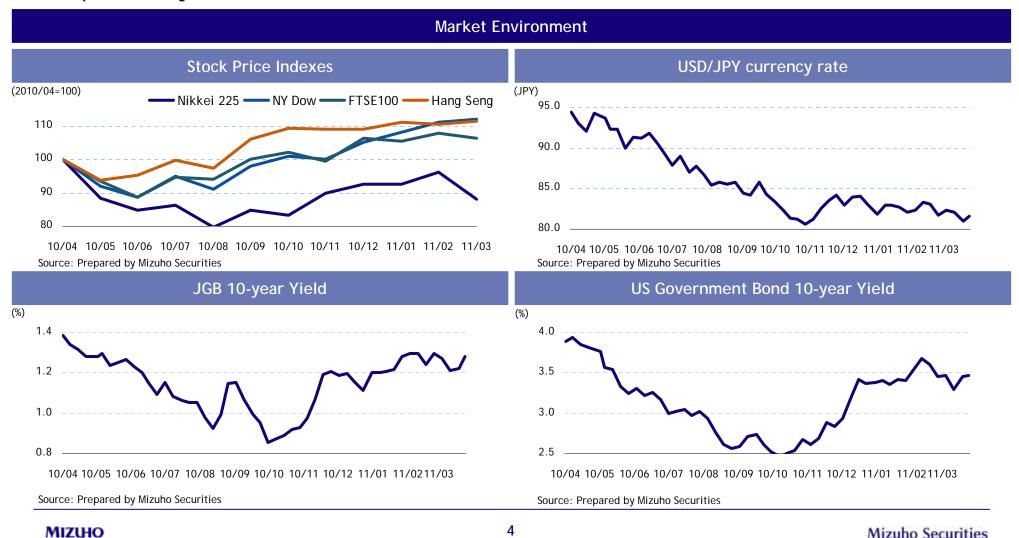
We wish to express our deepest sympathy and sincere condolences to everyone who has suffered as a result of the recent the Great East Japan Earthquake and tsunami.

Not only will we offer prayers for the safety of all those who have been affected and the reconstruction of the regions as soon as possible, but Mizuho Securities will exert our utmost efforts to contribute to supporting the recovery in the regions severely damaged by the earthquake.

Summary

FY2010 Market Environment and FY2011 Outlook

- Challenging year to steer the operation due to both domestic and global factors despite signs of improvement of economy
- Uncertainties continue over economic concerns from the Great East Japan Earthquake, political unrest in the Middle East, and European sovereign risks



Moving Toward FY2011

Promote initiatives with utmost effort to overcome challenges at Mizuho Securities while proactively responding to changes of external environment (e.g. economic trends etc).

Economic Trends

Uncertainties continue over economy in wake of Great East Japan Earthquake and increase of European credit risk and overseas geopolitical risk

Regulatory Movements

- Japan: Consolidated regulation of securities companies implemented from April 2011
- Overseas: US and European regulatory trends

Competitive Environments

Severe competition with other securities companies in Japan and abroad

Mizuho Securities

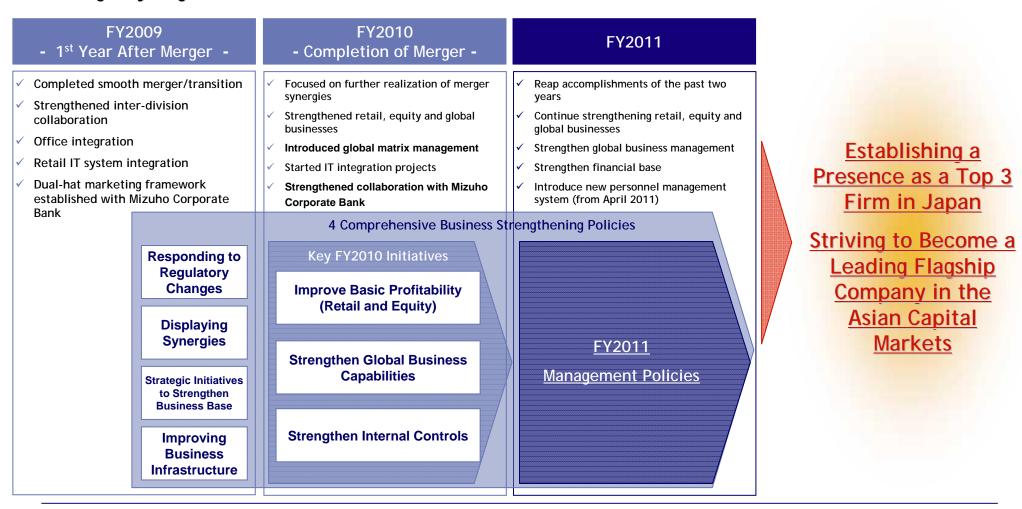
- Measures to overcome challenges at Mizuho Securities
 - ✓ Strengthen 3 priority areas (retail, equity, and global)
 - ✓ Initiatives to enhance global business management, cost reductions, etc.
- On-going issue at Mizuho Financial Group
 - ✓ Turning listed subsidiaries into wholly-owned subsidiaries by means of the share exchange* (Mizuho Securities, Mizuho Investors Securities and Mizuho Trust & Banking)
 - Further enhance the "group collective capabilities" by optimizing management resources
 - In the securities business, consider the integration of Mizuho Securities and Mizuho Investors Securities by merger or other method after the completion of the transactions in order to provide securities functions in a unified manner through the group's full-line securities company

In addition, the Share Exchange is to be conducted on the assumption that an amendment of the Articles of Incorporation of Mizuho Financial Group (MHFG) regarding an increase of the total number of shares and the total number of class shares of common stock that MHFG is authorized to issue, which will be required upon the Share Exchange, will be approved at the ordinary general meeting of shareholders and the general meetings of each class of shareholders of MHFG that are scheduled to be held in June 2011

^{*} The Share Exchange will be effective as of September 1, 2011, on the assumption that, among other things, the share exchange will have been approved at the relevant general meeting of shareholders, etc., and filings will have been made to, and permission will have been obtained from, the relevant authorities in Japan and any foreign counties which are required for the Share Exchange.

Action Plans to Realize Management Vision

Realize management vision of "Establishing a Presence as a Top 3 Firm in Japan" and "Striving to Become a Leading Flagship Company in the Asian Capital Markets" through focus on reaping accomplishments of merger synergies and initiatives in FY2011





Mission Statement

Strive to become the "most reliable investment bank with global reach" while always upholding the corporate philosophy and policy

Philosophy

Fair & Positive

Policy

Mizuho Securities seeks to offer the best professional services that are chosen by clients at all times and contribute to sustainable development of the society as a responsible player in the capital markets

Corporate Vision

Mizuho Securities is committed to become the most reliable investment bank with global reach

Financial Highlights Consolidated

Earnings Summary

Financial Results

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	2009 1Q-4Q	2010 1Q-4Q	2010 1Q	2Q	3Q	4Q	QoQ dif.
Operating revenues	312,161	268,595	71,165	91,978	62,758	42,694	(31.9%)
Commissions and fees	145,822	135,991	30,516	39,246	32,116	34,112	6.2%
Gain on trading, net	64,124	12,624	15,139	15,908	3,053	(21,477)	-
Gain (loss) on sales of operating investment securities	(653)	2,096	(978)	3,433	(350)	(8)	-
Interest and dividend income	102,868	117,883	26,487	33,389	27,938	30,067	7.6%
Interest expenses	61,760	75,768	15,855	23,963	17,069	18,879	10.6%
Net operating revenues	250,401	192,827	55,309	68,015	45,689	23,814	(47.8%)
SG&A expenses	219,513	229,773	56,712	58,172	54,888	60,000	9.3%
Operating income	30,887	(36,945)	(1,402)	9,842	(9,199)	(36,185)	-
Ordinary income	33,073	(33,720)	486	10,337	(9,214)	(35,328)	-

1,278

470

9,816 (9,518)

5,926 (6,829)

135,917

(36,954)

127,064 (29,312)

Summary

(JPY millions) **FY 2010/1Q-4Q**

Financial Results

Net Operating Revenues: JPY192.8bn Ordinary Income: JPY-33.7bn Income before Tax*: JPY-36.9bn Net Income: JPY-29.3bn

- · Gain on Trading faced difficulties in position management due to market uncertainties toward the end of fiscal year while Commissions and Fees remained steady on back of wins of large-scale underwriting deals and firm sales of publiclyoffered equity investment trusts. As a result, Net Operating Revenues down to low level of JPY 192bn
- Both Ordinary Income and Net Income recorded deficits due to decrease in Net Operating Revenues
- Business Segments
 - Global Investment Banking Division and Global Markets & Products Division secured surplus in income before tax
 - Saw deficit in income before tax in Corporate Investment Services & Retail Business Division and **Overseas Subsidiaries**

FY2010/40

- Financial Results
 - Net operating revenues declined by JPY21.8bn QoQ due mainly to trading losses, despite increases in Commissions and Fees, especially in equity brokerage commissions and equity underwriting and selling fees, and commissions
 - Both Ordinary Income and Net Income recorded deficits due to decrease in Net Operating Revenues

Net income

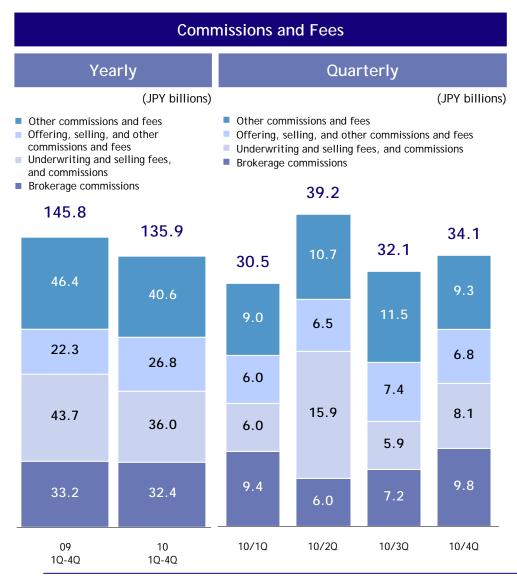
Income before tax*

(38,530)

(28,880)

^{*} Income before tax: Income before income taxes and minority interests

Commissions and Fees



/ Highlights (2010/1Q-4Q)

Commissions and Fees: JPY135.9bn

- Decreased brokerage commissions in line with decline in Japanese equity market trading volume
 - ☐ TSE market share: 2.43% (09/1Q-4Q: 2.48%)
 - ☐ Share of TSE, OSE, and NSE retail trading value:

1.57% (09/1Q-4Q: 1.55%)

- Brokerage commission rate: 0.19% (09/1Q-4Q: 0.22%)
- Decreased underwriting and selling fees, and commissions due to primary market contraction YoY despite wins of large-scale underwriting deals
- Increased offering, selling, and other commissions and fees from firm sales of publicly-offered equity investment trusts
 - Publicly-offered equity investment trusts sales:

JPY955.1bn (09/1Q-4Q: 774.2bn)

- Decreased other commissions and fees in line with M&A market contraction despite increase in investment trust service fees along with increase in balance of publicly-offered equity investment trusts
 - Balance of publicly-offered equity investment trusts:

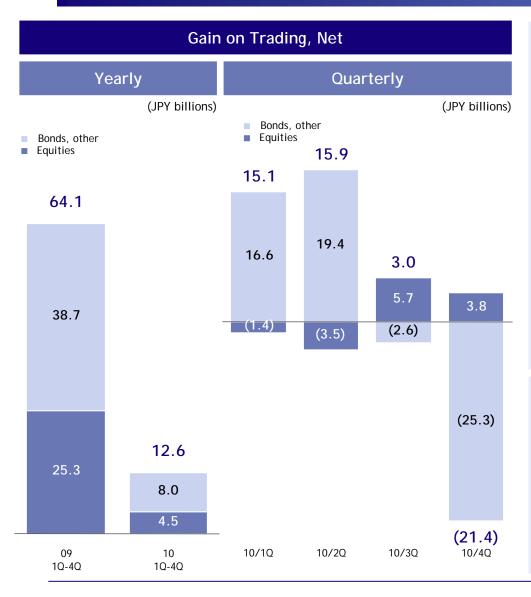
JPY1,556.4bn (09/3: 1,330.5bn)

√ Highlights (2010/4Q)

Commissions and Fees: JPY34.1bn

- Increased brokerage commissions due to increase of Japanese equity brokerage trading volume toward the end of fiscal year
- Increased underwriting and selling fees, and commissions due to win of large-scale underwriting deal
- Decreased offering and selling commissions and fees due to decrease in sales of publicly-offered equity investment trusts QoQ
- Decreased other commissions and fees due mainly to decrease in investment banking-related fees

Gain on Trading, Net



√ Highlights (2010/1Q-4Q)

Gain on trading, net: JPY12.6bn

- Decreased gain on equity trading due to decrease in retail foreign equity trading volume in addition to low trading volume in Japanese equity market throughout fiscal year
 - Retail foreign equity trading volume:

JPY450.7bn (09/1Q-4Q: 695.7bn)

- > Decreased gain on trading in bonds and others
 - Weak bond trading due to decrease of bond market trading volume in addition to difficulties in position management under the environment such as small movements in interest rate and financial turmoil in the wake of the earthquake in 2H, despite successful response to the market movement by flexible position management in 1H

Highlights (2010/4Q)

Gain on trading, net: JPY-21.4bn

- Decreased gain on equity trading due to decrease in retail foreign equity trading volume in addition to rapid decline in Japanese equity market toward the end of fiscal year
- Widened loss on trading in bonds and other due to loss recognized at overseas subsidiaries in addition to difficulties in position management under the environment such as small movements in interest rate and turmoil in the wake of earthquake

Business Segments - FY2010

Financial Results

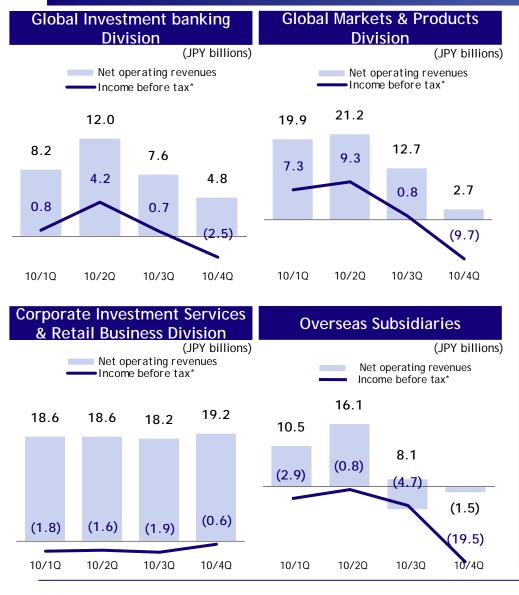
		(JPY millions
	2009 1Q-4Q	2010 1Q-4Q
Net operating revenues	250,401	192,827
Global Investment Banking Division	45,552	32,718
Global Markets & Products Division	69,891	56,756
Corporate Investment Services & Retail Business Division	85,420	74,770
Overseas Subsidiaries	69,406	33,290
Other	(19,869)	(4,708)
Income before tax*	135,917	(36,954)
Global Investment Banking Division	11,302	3,298
Global Markets & Products Division	22,217	7,890
Corporate Investment Services & Retail Business Division	4,852	(6,143)
Overseas Subsidiaries	12,248	(28,121)
Other	85,296	(13,877)

^{*} Income before tax: Income before income taxes and minority interests

Highlights (2010/1Q-4Q)

- Global Investment Banking Division
 - · Despite winning a number of large-scale underwriting deals, revenues remained weak due to contraction of both underwriting in equity and bonds and M&A markets compared to previous fiscal year
 - Maintained high shares in each category of league tables and achieved surplus in income before tax*
- Global Markets & Products Division
 - Equity secondary business remained weak due to low trading volume in Japanese equity market up to early March
 - Despite successful response to the market movement by flexible position management in 1H, bond secondary business slowed due to unstable movements of interest rate shifts in 2H
 - Surplus in income before tax*
- > Corporate Investment Services & Retail Business Division
 - Despite firm sales of publicly-offered equity investment trust throughout fiscal year, booked deficit by low level of revenues due to weakness in Japanese equity brokerage and foreign equity trading volume
 - Enhanced retail business base by continuous net inflow of assets under management and increase in number of HNW accounts
- Overseas Subsidiaries
 - · Revenues remained weak throughout fiscal year, and booked deficit in income before tax*

Business Segments - FY2010/40



√ Highlights (2010/4Q)

- Recorded losses in income before tax in Global Investment Banking Div., Global Markets & Products Div., and Overseas Subsidiaries due to decline in revenues QoQ
- Recorded deficit in income before tax in Corporate Investment Services & Retail Business Division despite revenues increase and narrower loss

Global Investment Banking Division

- Despite win of large-scale underwriting deal in ECM business, both revenues and income declined QoQ due to contraction of primary market
- Maintained high share in league tables in Equities, Bonds, and M&A Advisory

Global Markets & Products Division

 Both revenues and income declined QoQ due to weak bond secondary business and equity secondary business

> Corporate Investment Services & Retail Business Division

- Despite decrease in retail foreign equity trading, increased revenues and improved level of deficit QoQ due to increase of Japanese equity brokerage trading and win of large-scale underwriting deal
- Enhanced retail business base due to continuous net increase of publicly-offered equity investment trusts and net inflow of client assets

Overseas Subsidiaries

Both revenues and income declined QoQ at core subsidiaries

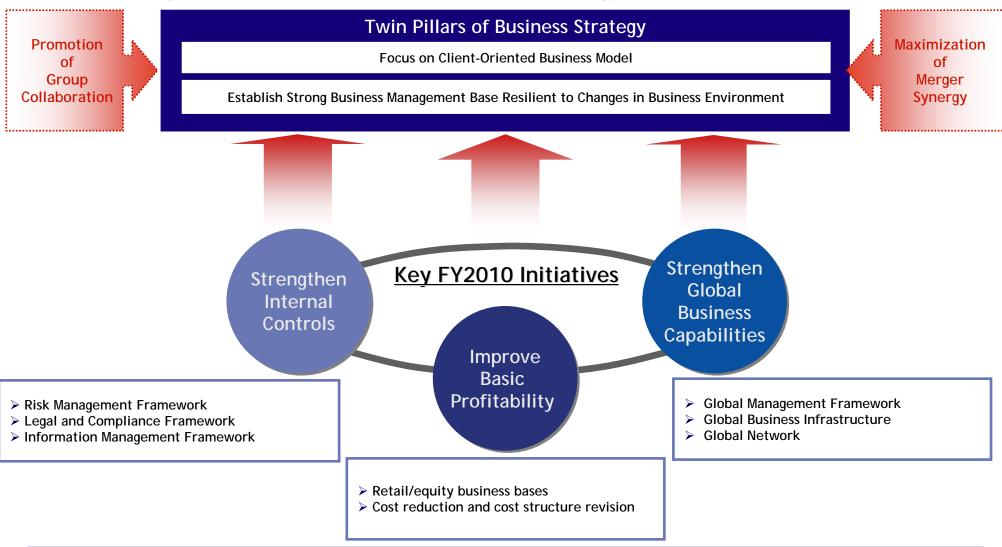
B/S Summary

		Balance	e Sheet				Ne	et Levera	ge*	
	2010	2011		2010	(JPY billions)	*(Total Assets - Se	ecured Transa	ction)/Net Asso 16.5		16.3
	Mar.	Mar.		Mar.	Mar.	14.3			15.6	
Assets			Liabilities							
Current assets	20,690	21,554	Current liabilities	19,233	20,034					
Cash on hand and bank deposits	162	377	Trading liabilities	3,610	4,263					
Trading assets	7,595	8,035	Collateralized short-term financing agreements	11,267	10,640					
Operating investment securiti	ies 88	84	Short-term borrowings	2,766	3,866					
Collateralized short-term financing agreements	12,369	12,717	Commercial paper	331	484	10/3	10/6	10/9	10/12	11/3
Fixed assets	260	229	Long-term Liabilities	1,116	1,195					
Tangible fixed assets	44	40	Corporate bonds	508	554	Capi	tal Adequ	Jacy Requ	uirement	Ratio
Intangible fixed assets	104	92	Long-term borrowings	578	621				(No.	n-consolidated, %)
Investment and other assets	112	96	Total liabilities	20,352	21,230		378.6	397.1	107.7	373.5
Investment securities	76	58	Net assets			352.3				
			Total shareholders' equity	635	597					
			Accumulated other comprehensive income	(60)	(65)					
			Stock subscription rights	0	0					
			Minority interests	23	21					
			Total net assets	598	553					
Total assets	20,951	21,784	Total net assets and liabilities	20,951	21,784	10/3	10/6	10/9	10/12	11/3

Initiatives / Strategic Priorities

"Twin Pillars" of Business Strategy and Key FY2010 Initiatives

✓ Focus on key FY2010 Initiatives to implement business strategy "Twin Pillars"



Key FY2010 Initiatives and Achievements

- Certain level of progress in business base expansion and infrastructure development
- Finalized merger process by implementing initiatives

FY2010 Initiatives Primary business: strengthen deal sourcing capabilities Improve Basic Profitability **Equity** ✓ Secondary business: strengthen sales & trading capabilities Strengthen product capabilities Strengthen face-to-face service channel Key Initiatives Retail capabilities Strengthen other service channel capabilities Strengthen business management on Strengthen global basis **Global Business** ✓ Develop global business infrastructure **Capabilities** Strengthen global network Strengthen risk management framework Strengthen legal and compliance Strengthen framework **Internal Controls** Strengthen information management framework Maximize Merger Implement initiatives to complete **Synergies** merger process

FY2010 Achievements

- ✓ Improved equity underwriting market share
- ✓ Progress in reconstruction of sales & trading framework
- ✓ Expanded business base (increased number of new HNW client accounts and balance of publicly-offered equity investment trusts)
- ✓ Upgraded Mizuho Net Club, launched Mizuho FX
- ✓ Introduced global business management
- ✓ Expanded business with non-Japanese clients
- Strengthened Asian equity supply framework at core overseas subsidiaries
- Developed group-wide risk management framework and compliance framework
- ✓ Improved monitoring systems to prevent information leakage
- ✓ Enhanced collaboration between Corporate Investment Services & Retail Business Division and Global Investment Banking Division
- ✓ Streamlined organization
- ✓ Implemented and continued IT integration project

Progress on Initiatives

	10/1Q	10/2Q	10/30	10/4Q	11/10				
	FY2010 1st Company Briefing		FY2010 2 nd Company Briefing	MOU on turning into wholly-owned subsidiaries	FY2011 Company Briefing				
Business Management			IR Seminar for Individual Investors		Signed Share Exchange Agreement regarding turning MHSC into wholly-owned subsidiary of MHCB				
	Implementation of "4 Comprehensive Business Strengthening Policies"								
	Organizational Changes	Affiliate Company Name Change			Organizational Changes				
Merger- related	Integration of two retail IT Systems into One, STAGE				Introduce new HR system				
	Transition to Global Business Management Framework	Establish Private Equity Business with Tata Capital Pte.	Establish Specialist FA Departments	Launch Mizuho FX Trading	Establish Asia Division				
Strengthen Business Infrastructure at Pan-Asia Market Private Lin Launch ABS Second Expand Mizuho Secu	Launch Electronic Trading Platform	Launch Mizuho Securities India	Establish Inheritance Center	Launch SOR (Smart Order Router)	Renewal of Mizuho Securities Net Club (May 2-)				
		Private Limited	Consolidated Call Center Business	Launch CMBS/RMBS Trading**					
		Launch ABS Secondary Trading** Expand Mizuho Securities Net Club	Launch Bond Underwriting Business***	Approved as German Govt. Bond Primary Dealer*					
	Information Contents	Launch Korean and Taiwanese Market Coverage in Electronic Trading	Launch Frankfurt Office*						
			Introduce DSA (Direct Strategy Access) for Pan-Asian Equity***						
Large-scale Deals		Mizuho FG PO		Tobu Railway PO					
Captured		INPEX PO							

*Mizuho International, **Mizuho Securities USA, ***Mizuho Securities Asia



Key FY2010 Initiatives (1) Improve Basic Profitability - Retail

- Focused on retail business base expansion by strengthening product capabilities, face-to-face and other service channels
- Achieved objectives of increase of new HNW accounts and balance of publicly-offered equity investment trusts

Initiatives to Enhance Retail Business Base

- Strengthen Product Capabilities
 - ✓ Distributed products of large-scaled ECM/DCM primary business-related products
 - Equity: Mizuho Financial Group, INPEX, Tobu Railway
 - Retail Bonds: Orix, Softbank
 - Expanded product lineups to provide diversified investment opportunity
 - Investment trusts: Mizuho Global High Yield Bond Fund Mizuho GS Hybrid Securities Fund
- Strengthen Face-to-Face Service Channels
 - ✓ Improve productivity by enhancing sales to HNW clients, etc.
 - > Establishment of specialized Financial Advisor (FA) departments
- Strengthen Other Service Channels
 - ✓ Promoted measures to enhance services
 - Launched Mizuho FX
 - Renewed Mizuho Securities Net Club
 - Integrated inheritance-related business by establishing Inheritance Centers



Key FY2010 Initiatives (1) Improve Basic Profitability - Equity

- Primary Business: Enhanced framework to expand global investment banking operations in addition to maintaining market presence
- Secondary Business: Promoted initiatives to improve customer satisfaction and to develop electronic trading framework

Primary Business Initiatives

- Maintain market presence (2nd place in FY2010 League Table)
- Promotion of globalization
 - ✓ Develop framework to correspond to cross-border deals
 - ✓ Enhance organizational framework to strengthen global business management
- Enhance both internal and external collaboration
 - ✓ Enhance collaboration between Global Investment Banking Division and Corporate Investment Services & Retail Business Division
 - Establish Corporate Finance Sections to enhance primary business at branches
 - Upgrade Corporate Business Sections to Corporate Business Departments to enhance coverage functions at branches
 - ✓ Implement initiatives to win large-scale deals through collaboration with Mizuho Corporate Bank

League Table (Total Japan Equity Underwriting)

Rank	Company Name	Amount (JPY bn)	Share (%)
1	Nomura Sec.	870.5	37.3
2	Mizuho Sec.	411.7	17.7
3	Daiwa Sec. Capital Markets	321.9	13.8
4	Nikko Cordial Sec.	187.0	8.0
5	Mitsubishi UFJ Morgan Stanley Sec.	127.3	5.5

10/4/1-11/3/31

Underwriting amount, including REITs

Source: Prepared by Mizuho Securities based on data from I-N Information Systems

Secondary Business Initiatives

Sales & Trading

- ✓ Reinforce Sales & Trading framework
- ✓ Focused on major clients both in Japan and overseas, and achieved higher rating (brokers ranking) from institutional investors
 - Especially successful outcomes as a result of approach to domestic institutional investors
- Electronic Trading
 - ✓ Reinforce framework to increase profit through electronic trading related business
 - Provided Direct Strategy Access (DSA) for Pan-Asian equities
 - ➤ Launched Smart Order Router (SOR) operations





Key FY2010 Initiatives (2) Strengthen Global Business Capabilities

- Focused on enhancement of client-oriented business at each core subsidiary
- Steady progress on reinforcing global business base by promoting global business infrastructure development

Enhance Business Base Centering on Client-Oriented Business at Core Subsidiaries

Summary of business at Core Subsidiaries **Key Investment Banking Deals** Mizuho International (MHI) ECM ✓ Guotai Junan International Holdings (co-lead manager) Strengthen bond primary/secondary business China ITS Holdings (co-lead manager) Hired and appointed local professional staffs China Hongqiao Group (lead manager) Approved as German government bond primary dealer/ Hutchison Port Holdings Trust (co-lead manager in Japan) established an office in Germany, etc. Mizuho Securities USA (MSUSA) DCM BP (lead manager) ✓ BP Capital Markets (lead manager) ✓ Increase in the number of underwriting deals (lead manager) in DCM √ Vodafone (lead manager) ✓ Expanded product lineups including ABS, CMBS, and RMBS, etc. √ Time Warner Cable (co-lead manager) Mizuho Securities Asia (MHSA) Georgia Power Company (lead manager) ✓ Engaged in various deals including RMB bonds, large-scale IPO in Hong Kong M&A Established Asian Equities sales framework both at MHSA and other ✓ Sharp acquisition of Recurrent Energy subsidiaries Lotte acquisition of E. Wedel (Poland)

Support for Overseas

Promote Global Business Infrastructure Development

Global Business Management	Global Business Infrastructure Committee
 ✓ Global Products Management: Enhance collaboration between Tokyo and overseas subsidiaries ✓ Global Coverage: Expanded business with non-Japanese clients 	 ✓ Smoothly respond to new regulations ✓ Promoted development of corporate function

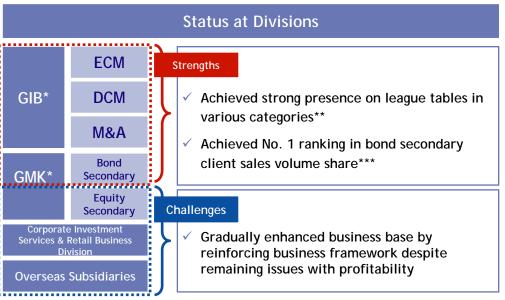
FY2010 Summary and Challenges

- Weak performance in revenues despite completion of merger process through development of framework and establishment of action plans
- Challenges: further enhancement of profitability, continuance of global business base enhancement, enhancement of financial base, and cost reductions, etc.

FY2010 Summary

Challenges for further growth

- ✓ <u>Merger process: Completed</u>
- ✓ <u>Domestic business: Slowdowned since 3Q</u>
- ✓ Overseas business: Weak performance at all overseas subsidiaries



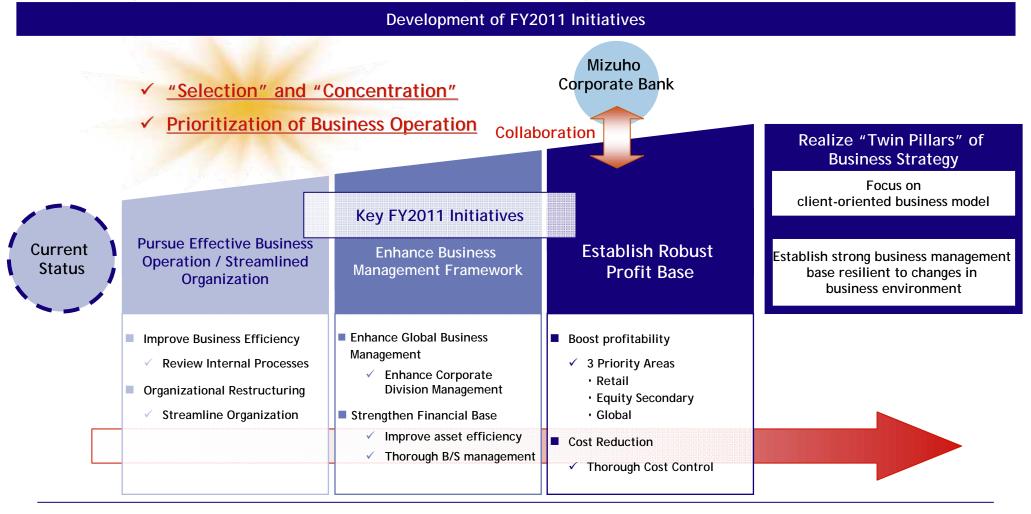
- Further enhance profitability
- Continue to enhance global business base
- Strengthen financial base
- Cost reductions (constrained cost management)

*GIB: Global Investment Banking Division, GMK: Global Markets & Products Division, **Domestic equity total (17.7%, 2nd place), Total straight bonds (19.2%, 1st place), Publicly Announced M&A Advisory (104 deals, 2nd place), ***Greenwich Share Leaders 2010



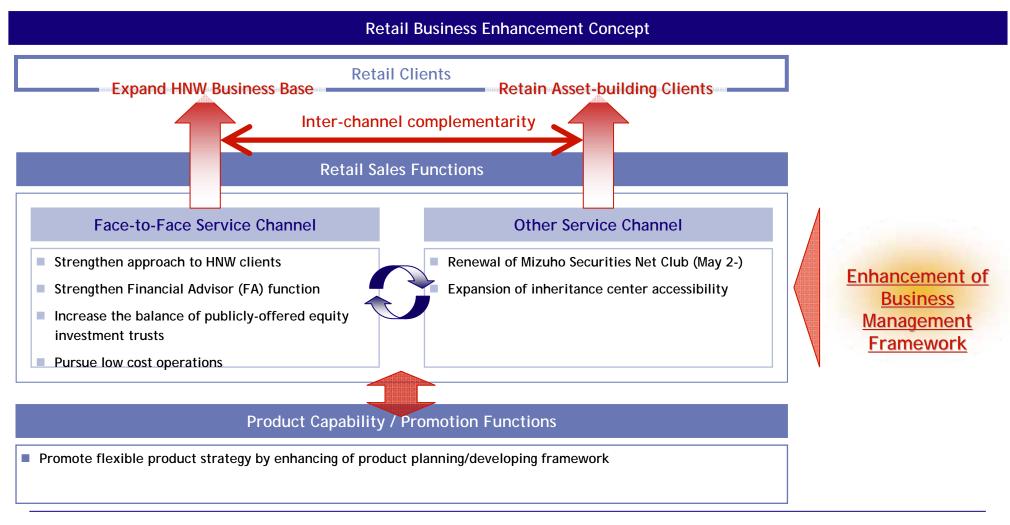
FY2011 Management Policies

- ✓ FY2011: focus on prioritization of business management based on "selection" and "concentration"
- ✓ Strengthen profit base by simultaneously boosting profitability in 3 priority areas and reducing costs, backed up by pursuing effective business operation and enhancing business management framework



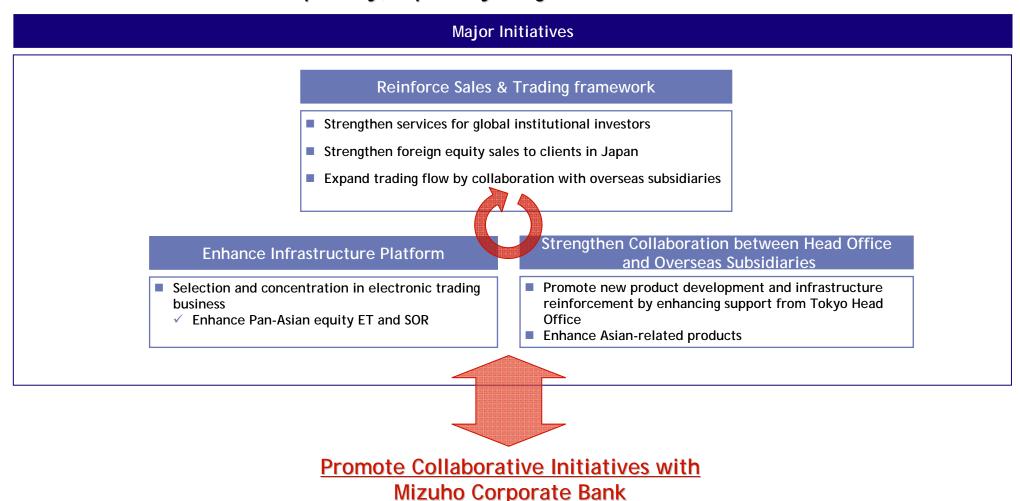
Key FY2011 Initiatives (1) Establish Robust Profit Base - Retail

- Expand business base through enhancement of sales to HNW clients in face-to-face service channels
- Expand business base and strengthen profitability through enhancement of business management



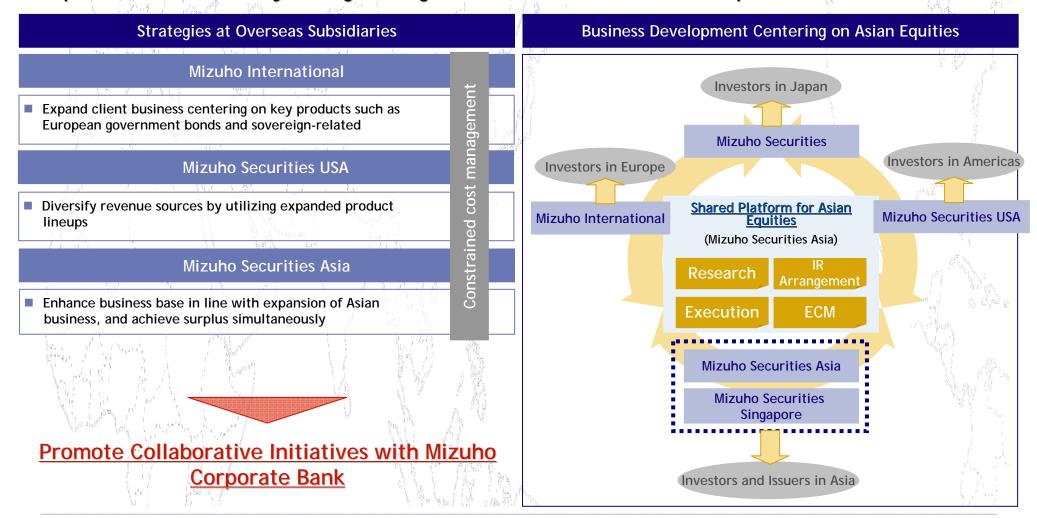
Key FY2011 Initiatives (1) Establish Robust Profit Base - Equity Secondary

- Strengthen products supply framework envisioning "Asian business"
- Enhance client service capability, especially for global institutional investors



Key FY2011 Initiatives (1) Establish Robust Profit Base - Global

- Enhance collaboration among overseas subsidiaries, primarily in Asian equity business
- Expand business base by strengthening collaboration with Mizuho Corporate Bank



Key FY2011 Initiatives (1) Establish Robust Profit Base - Costs

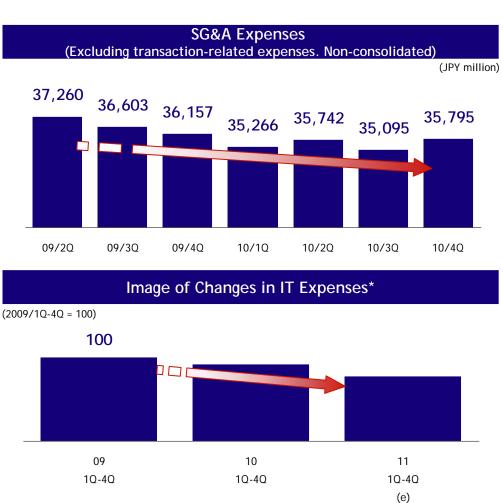
- Consider current economic environment surrounding Mizuho Securities and severe financial results
- Reduce costs to a level that will enable us to secure profits even in worsened market environment

Initiatives to Reduce Cost

- Personnel Expenses
 - ✓ Improve efficiency by reviewing personnel allocation, etc.
- IT Expenses
 - ✓ Constrain new investment plan
 - ✓ Review low-active assets and optimize service level
- Other operating expenses
 - ✓ Review overall expenses for further reduction



Investment decision based on priority and effectiveness



*Includes system development cost recorded as extraordinary loss

Key FY2011 Initiatives (2) Enhance Business Management Framework - Enhancement of Global Business Management and Financial base

- Global business management: Maximize revenues by applying matrix management that is balanced vertically and horizontally
- Financial base enhancement: Improve asset efficiency by continuous reduction of unprofitable assets

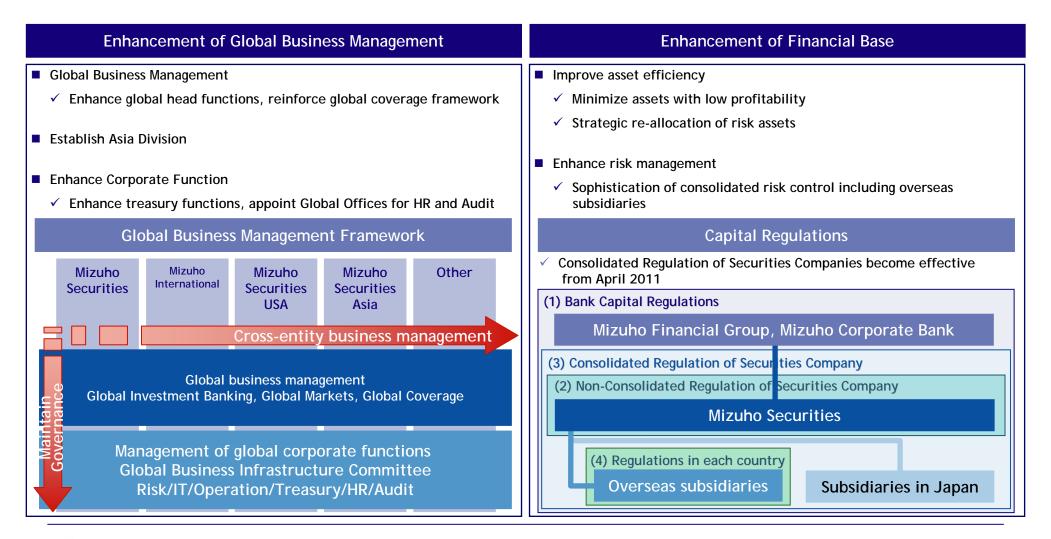
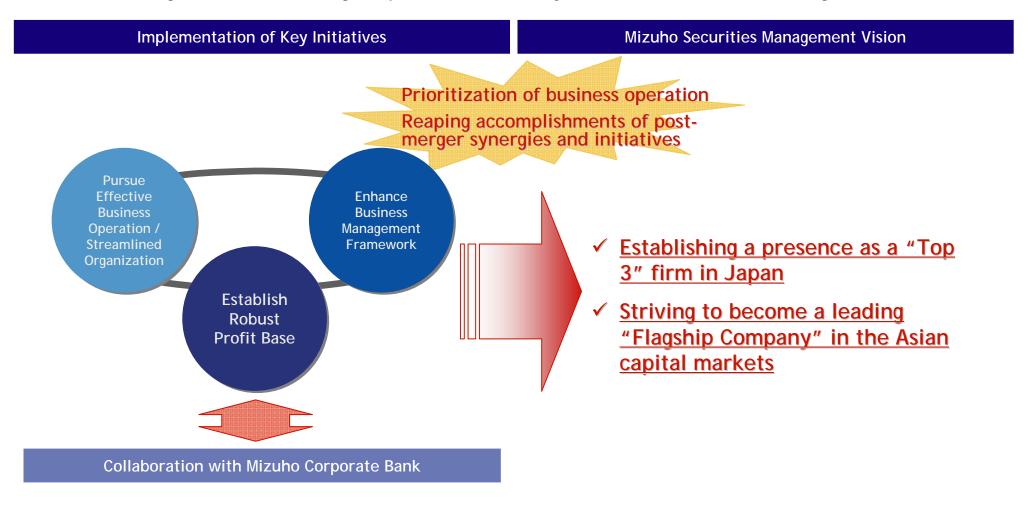




Image for Achieving Management Vision

- Strengthen profit base by promoting collaboration with Mizuho Corporate Bank in each business area
- Realize management vision through implementation of key initiatives amid severe management environment



(Ref.) Turning 3 Listed Subsidiaries into Wholly-owned Subsidiaries of MHFG

■ Turning MHSC into wholly-owned subsidiaries of MHCB through "triangular share exchange*" (Delisted in Aug 29th, effective in Sep 1st (scheduled))

Consider the integration of Mizuho Sec. and Mizuho Investors Sec. by merger or other method

Image of the Transactions

Mizuho Financial Group 100% Mizuho Bank Mizuho Bank 53.0%* Mizuho Bank Solution Bank Mizuho Bank Mizuho Bank Mizuho Bank Solution Bank Mizuho Bank

Mizuho
Investors Sec.
*The percentage of shares held is the ratio of the number of shares held to total number of shares issued as

*The percentage of shares held is the ratio of the number of shares held to total number of shares issued as of September 30, 2010 (excluding preferred stock as to Mizuho Trust & Banking). Mizuho Bank has contributed 12.1% shares of Mizuho Investors Sec. to the employee retirement benefit trust.

After the Transactions Mizuho Financial Group 100% 100% 100% Mizuho Mizuho Mizuho Bank Corporate Bank Trust & Banking 100% 100% Mizuho Mizuho Sec. **Investors Sec** Consider the integration by merger or other method

Schedule

- The meeting of the board of directors for approval of the Share Exchange Agreement Apr 28, 2011
- Signing of the Share Exchange Agreement Apr 28, 2011
- The ordinary general meeting of shareholders for approval of the Share Exchange Agreement

for approval of the Share Exchange Agreement Late June, 2011 (Scheduled)

- Last trading date
- Date of delisting

Effective date of share exchange

- Aug 26, 2011 (Scheduled)
- Aug 29, 2011 (Scheduled)
- Sep 1, 2011 (Scheduled)

Share allotment ratio

- Share allotment ratio
 - √ 1.48 shares of common stock of Mizuho Financial Group, Inc. will be delivered for each share of Mizuho Securities

Discussion with The Norinchukin Bank

■ Discussion will be continued in a view to, after the completion of the transaction, expanding areas of business cooperation and further enhancing a collaborative relationship between Mizuho Sec. and The Norinchukin Bank as well as maintaining the capital relationship between Mizuho Sec. and The Norinchukin Bank by way of a transfer, etc., of shares of Mizuho Sec. from Mizuho Corporate Bank to The Norinchukin Bank

^{*} The Share Exchange will be effective as of September 1, 2011, on the assumption that, among other things, the share exchange will have been approved at the relevant general meeting of shareholders, etc., and filings will have been made to, and permission will have been obtained from, the relevant authorities in Japan and any foreign counties which are required for the Share Exchange.

In addition, the Share Exchange is to be conducted on the assumption that an amendment of the Articles of Incorporation of Mizuho Financial Group (MHFG) regarding an increase of the total number of shares and the total number of class shares of common stock that MHFG is authorized to issue, which will be required upon the Share Exchange, will be approved at the ordinary general meeting of shareholders and the general meetings of each class of shareholders of MHFG that are scheduled to be held in June 2011



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