Business Results for FY2011 and Future Management Direction - Aiming at Establishing a True Retail Bank Group -



RESONA

May 23, 2012 Resona Holdings, Inc. **Outline of Business Results for FY2011**

Updates on Major Businesses

Efforts to Build Solid Foundation for Sustainable Growth

Direction of Future Capital Policies

<Reference Material>

- In some pages of this material, names of Resona Group companies are shown in the following abbreviated forms: RHD: Resona Holdings, RB: Resona Bank, SR: Saitama Resona Bank, KO: Kinki Osaka Bank, Total of Group Banks: Sum of non-consolidated figures for the three banks
- 2. Negative figures represent items that would reduce net income

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Financial Highlights for FY2011

Posted Y253.6 bn as consolidated net income

- An increase of Y93.5 bn (+58.4%) YoY, topping the forecast by Y83.6 bn (+49.2%)
 - Income before income taxes and minority interests rose by Y36.1 bn (+15.2%) YoY
 - > Mostly attributable to a decrease in net credit cost: Net credit cost declined by Y47.7 bn (-77.5%) YoY
 - Income tax and other charges decreased by Y57.3 bn (-74.5%) YoY
 - > Due to a change in the tax effect treatment of loan loss reserves, etc.

Actual net operating profit was Y259.7 bn, staying at the same level as the previous year

- A decrease of Y0.2 bn (-0.1%) YoY, or Y8.3 bn (-3.0%) from the forecast
 - Income from loans and deposits decreased YoY and fell short of the forecast due to a decline in loan-todeposit spread
 - Fees and commission income (total of 3 group banks) increased YoY driven by insurance products sale and real estate brokerage businesses
 - Special dividend on trust beneficiary right accompanying a sale of underlying assets: Resona Bank posted a gain of Y13.8 bn.
 - Cost income ratio improved by 0.4% YoY due to sustained efforts for low-cost operation

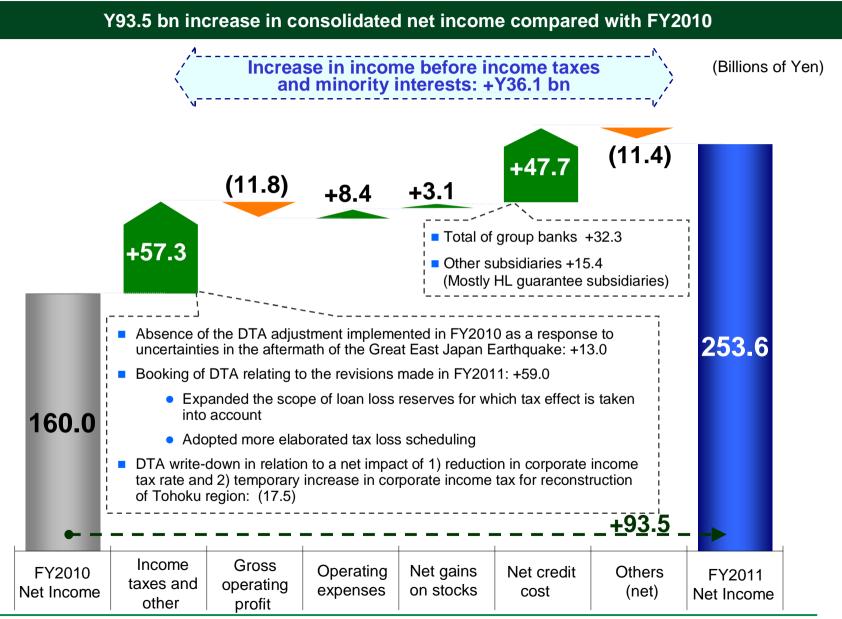
Maintained soundness in asset quality

- NPL ratio at 2.32%, kept at a low level (total of 3 group banks)
- NPL balance declined steadily by Y34.9 bn YoY (total of 3 group banks)
- Unrealized gain on available-for-sale securities: Y131.5 bn (total of 3 group banks)

Consolidated CAR above 13%, maintaining a sound level

Consolidated CAR: 13.19%, Tier 1 ratio: 9.32% (preliminary ratios)

Consolidated Net Income for FY2011 Compared with FY2010



Outline of Financial Results for FY2011

									(Billions of Yen)	
	Resona Holdings			Total of 3 g	roup banks	Factors accounting for the				
	(Consolidat	Consolidated)		(Non-consolidated)		Resona	Saitama	Kinki Osaka	difference(A)-(B) (Approx. figures) RC: Resona Card	
	(A)	YoY change	(A)—(B)	(B)	YoY change	(Non-consolidated)	Resona	(Non-consolidated)	RG: Resona Guarantee	
Gross operating profit	655.2	(11.8)	+56.5	598.6	(7.0)	403.1	143.5	51.9		
Net interest income	463.9	(20.1)	+9.7	454.1	(16.9)	281.3	128.0	44.8	RC 4.3 bn and other	
Income from loans and deposits				405.0	(16.6)	253.6	110.6	40.7	Domestic operations: Banking account Deposits include NCDs	
Trust fees	23.4	(2.4)	-	23.4	(2.4)	23.4	-	-		
Fees and commission income	119.6	(1.1)	+46.2	73.4	+0.4	54.9	12.7	5.6	RG 29.3 bn, RC 15.4 bn and other	
Other operating income	48.0	+11.9	+0.4	47.5	+11.9	43.3	2.7	1.4		
Actual net operating profit				259.7	(0.2)	180.5	67.8		Actual net operating profit: net operating profit before NPL disposal in the trust account and before provision to general reserve for possible loan losses	
Operating expenses (including non-recurring items)	(360.9)	+8.4	(18.3)	(342.5)	+7.4	(223.1)	(77.3)	(42.0)	RC (12.0) bn, RG (3.4) bn and other	
Net gains on stocks	2.3	+3.1	+0.1	2.2	+3.9	1.1	0.9	0.1		
Credit related expenses, net	(13.8)	+47.7	(9.3)	(4.4)	+32.3	6.0	(4.3)	(6.1)	RG (5.9) bn, RC (3.3) bn and other	
Other gains/(losses), net	(9.5)	(11.4)	+1.5	(11.1)	(11.7)	(8.7)	(1.3)	(0.9)		
Income before income taxes	273.2	+36.1	+30.6	242.6	+24.9	178.4	61.3	2.9		
Income taxes and other	(19.6)	+57.3	(16.4)	(3.2)	+64.0	8.5	(25.3)	13.5	Minority interests in net income (4.5) bn, Income tax of RHD and other (11.9) bn	
Net income	253.6	+93.5	+14.1	239.4	+88.9	186.9	35.9	16.5		

Gross operating profit for FY2011 Compared with FY2010 (Total of Group Banks)

Gross operating profit declined by Y7.0 bn YoY mainly due to a decline in net interest income

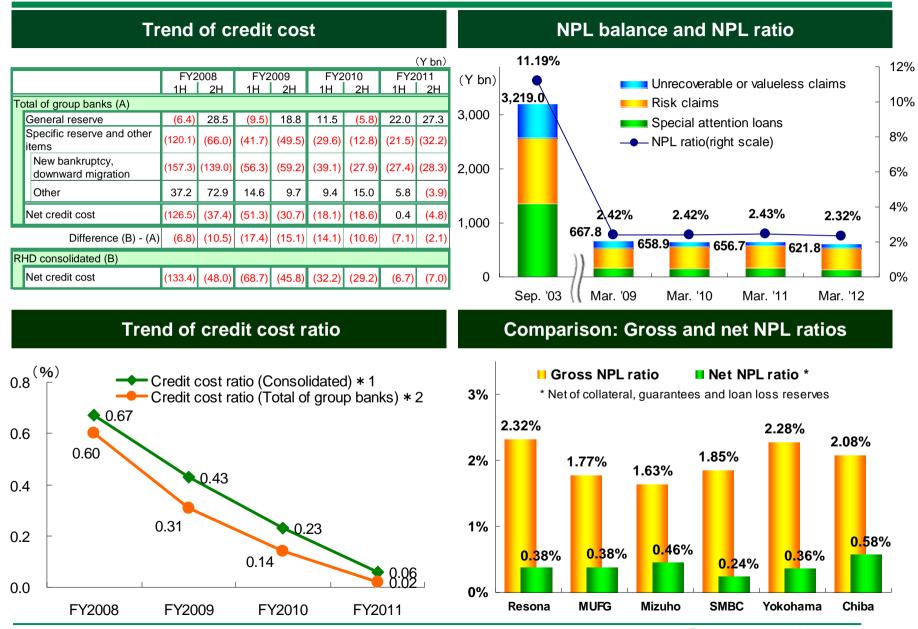
FY2010 Loans and deposits*1 (7.0)(16.6) **Top-line** Special dividends on Volume factor (0.9) Income Pension trust beneficiary right Rate factor (15.6) Financial **FY2011** & securities +13.8 605.7 product sale trusts (1.6)(1.2)**Top-line** Inv. trusts: (2.5) Pension: (0.6) Income Insurance: +0.9 | | Securities: (0.5) 598.6 Interests and Other dividends on Real Other (1.6)securities estate (0.1)+1.3+1.1Net gains Other on bonds +1.7(3.7)**Net Interest Income:** Fees and Commission Income^{*2}: **Net Gains on Bonds** (16.9)and Other (Net): +11.9 (1.9)FY2010 FY2011 FY2010 FY2011 FY2010 FY2011 Fees and commission Net gains on bonds Net interest income 471.1 454.1 96.9 98.8 income^{*2} 35.6 47.5 and other (net) Financial product sale Loans and deposits *1 421.7 405.0 35.5 33.9 26.8 30.5 Net gains on bonds Interests and Real estate (excluding 59.8 58.4 7.7 6.6 dividends on securities equity investments) Other items (net) 5.1 6.9 Pension and securities 2.1 1.4 23.0 Short-term funds 24.3 trusts Special dividends on Interest paid on bonds 13.8 -(11.1)(12.1)Other items (net) 32.4 32.3 trust beneficiary right and other

(Billions of yen)

*1. Domestic operations (Deposits include NCDs) *2. Fees and commission income plus trust fees

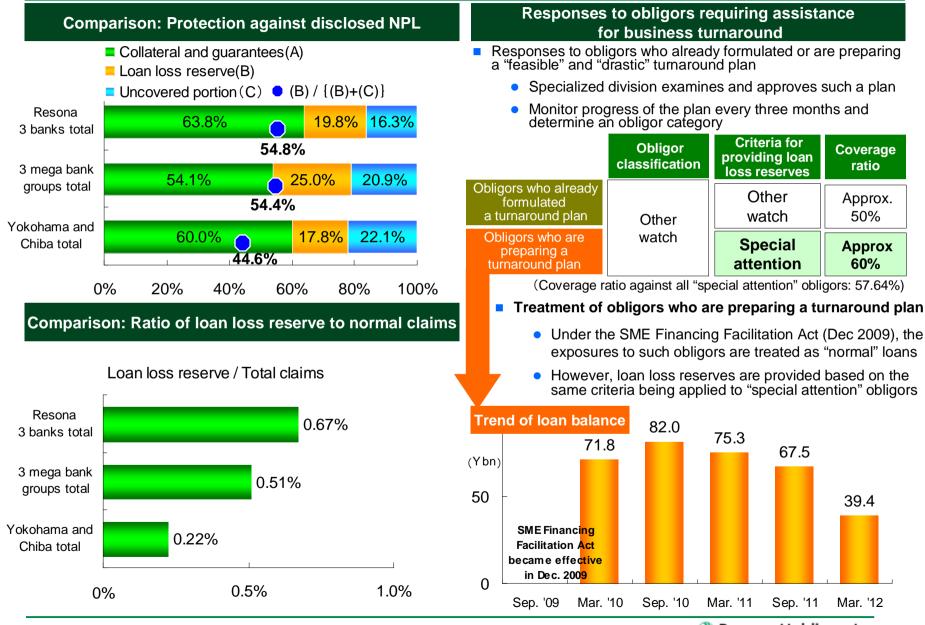
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Credit Cost and NPL



*1 Credit cost / (Loans and bills discounted + acceptances and guarantees) (Simple average of the balances at the beginning and end of the year) *2 Credit cost / Total credits defined under the Financial Reconstruction Law (Simple average of the balances at the beginning and end of the year) 🔮 Resona Holdings, Inc.

Measures to Enhance Financial Soundness



🔮 Resona Holdings, Inc.

Securities Portfolio (1) (RHD Consolidated)

Securities portfolio with reduced downside risks

(Y hn)

Trend of Securities Portfolio

	Mar. 2003		Mar. 2007	•	Mar. 2010	Mar. 2011	Mar. 2012
Available-for-sale securities ^{*1}	6,005.1		6,396.5		7,733.7	8,153.4	9,158.7
Stocks (1)	1,319.0		390.4		344.5	351.8	342.5
Bonds	4,433.0		4,951.7		7,055.1	7,530.0	8,451.0
JGBs	3,811.0		3,927.6		5,755.7	6,337.8	7,393.3
Average duration (years)			1.2		2.1	2.1	2.4
Local Government Bonds	159.8		311.5		146.2	150.4	183.5
Corporate Bonds	462.2	r	712.5	1	1,153.1	1,041.7	874.1
Other	253.0	(2)	1,054.4		334.0	271.5	365.1
Foreign securities	112.6		244.0		135.6	98.6	237.6
Unrealized gains/(losses)	(25.8)		432.9		120.6	92.8	131.9

Bonds held to maturity *2	2.5	(3)	148.4	1,087.2	1,667.9	2,060.6
Unrealized gains/(losses)	0.0		(0.3)	24.8	24.5	49.6

*1. Acquisition cost basis

*2. Balance sheet amount basis

(1) Significant reduction during the Intensive Revitalization Period

- (2) Unwound net investment position amid poor market visibility
- (3) Increased bonds held to maturity to secure stable income

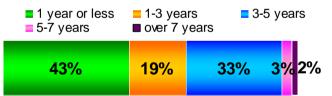
Relationship-purpose equity holdings

Stocks

- Impairment loss on stocks held for FY2011: Y0.9 bn
- Reduced relationship-purpose stock holdings by approx. Y1 tn on an acquisition cost basis from the level in March 2003
- Continue efforts to reduce the balance further

Net investment portfolio

- JGB
 - Average duration : 2.4 years^{*}, BPV: Y1.81 bn^{*}
 - Balance of floating-rate JGBs: Y369.7 bn [JGBs Portfolio*]



- Other (Total of group banks)
 - Foreign securities include Y171.2 bn of U.S. treasuries
 - No direct exposures to GIIPS countries Indirect exposure is also minimal
 - Securitized products: Y188.5 bn
 - All securitized products held were organized in Japan and 97% of them are backed by housing loans originated in Japan

* JGBs held as "available-for-sale securities" (Total of group banks)

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Securities Portfolio (2)

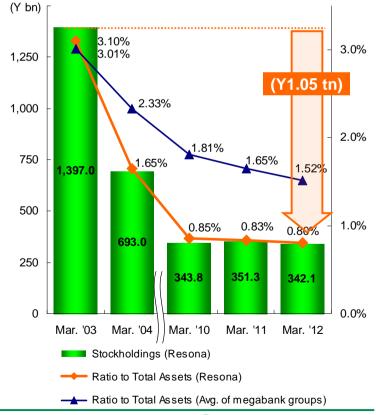
Net unrealized gain (loss) on marketable securities available for sale (RHD consolidated)

- Net unrealized gain as of Mar. 31, 2012: Y131.9 bn
- Floating-rate JGB consistently marked to market prices
 - Net unrealized loss on floating-rate JGB : Y1.6 bn
 - [Reference] Net unrealized gain based on theoretical prices computed for an administrative purpose: Y6.1 bn
- Net unrealized gain (loss)



Stockholdings (At cost, total of group banks)

- Break-even Nikkei Average : Approx. 7,100 yen
- **\beta** vis-à-vis Nikkei Average : Approx. 0.8
- Stockholdings (acquisition cost) to total assets: 0.80%
- Historical stockholdings to total assets



Capital Adequacy Ratio (RHD Consolidated)

■ RHD's consolidated CAR [Mar. 31, 2011] 11.21% \Rightarrow [Mar. 31, 2012] 13.19% (+1.98%)

Capital adequacy ratio [F-IRB] (Billions of Yen) Mar. 31, 2011 Mar. 31, 2012 Change 11.21% 13.19% 1.98% Capital adequacy ratio Tier 1 ratio 7.51% 9.32% 1.81% Total qualifying capital 2,119.0 2,301.4 182.3 1,418.9 Tier 1 1.627.0 208.1 Capital stock, capital surplus and 1,456.9 1.664.2 207.3 retained earnings Capital stock 340.4 340.4 Capital surplus 237.0 237.0 1,086.6 Retained earnings 879.3 207.3 Minority interests in consolidated 110.2 109.8 (0.4)subsidiaries Tier 2 715.1 680.4 (34.6)45% of unrealized gains on other This item is not applicable to banks with only domestic operations securities Excess of eligible reserves ralative (5.9)63.6 57.6 to expected losses Subordinated debts 621.4 593.6 (27.8) 15.0 6.1 (8.9) Deductions Risk-weighted assets 18,893.8 17,442.1 (1,451.7)16.326.5 (1.398.1) 17.724.7 Credit risk assets Operational risk assets 1,169.1 (53.5)1.115.6 *Disclosure of capital adequacy ratio as of Mar. 31, 2012 is on a preliminary basis.

Factors for the change in FY2011

[Total qualifying capita ■ Tier 1 +208.1 bn (+1.	al] +182.3 bn (+1.04%)				
Retained earnings	+207.3 bn (+1.19%)				
Tier 2 -34.6 bn (- 0.2	20%)				
 Subordinated debts 	-27.8 bn (-0.16%)				
Deductions -8.9 bn (+0.0))6%)				
	ation exposure to be deducted capital -8.8 bn (+0.05%)				
[RWA] -1,451.7 bn (+1	1.01%)				
Risk-weighted assets					
 Credit risk assets -1,398.1 bn (+0.97%) Improvements in ratings for corporate obligors -780 bn Decline in LGD for housing loan portfolio and the balance of delinquent housing loans, etc320 bn 					
Reference	e information				
T1 and CET1 ratios (trial calcu criteria are as follows:	ulation*) under the Basel III				
Tier 1 ratio: 8.9% CE	T1 ratio: 7.1%				
*The presented ratios are calculated by Resona Holdings on a best effort					

*The presented ratios are calculated by Resona Holdings on a best effort basis in reference to the Basel III International Standard. Deduction items and unrealized gains on available-for-sale securities are not taken into account.

Earnings Forecasts for FY2012

Lower half

of 12%

	Resona Holdings (Consolidated)					
	Interim forecasts	Full year forecasts	Change from previous year			
Consolidated ordinary profit	110.0	220.0	(54.8)			
Net (interim) income	70.0	140.0	(113.6)			

Forecast of capital adequacy ratio

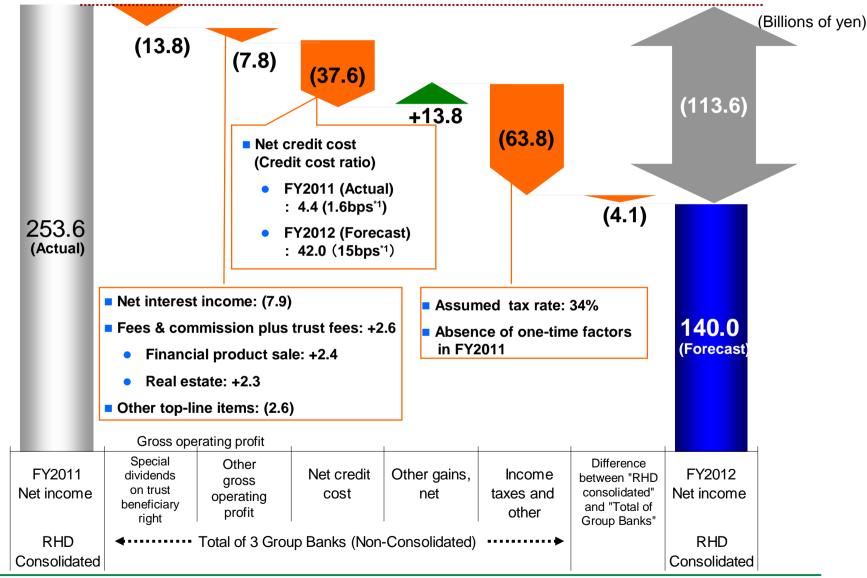
	Resona Holdings (Non-consolidated)					
	Interim forecasts	Full year forecasts	Change from previous year			
Operating income	121.0	243.0	+84.7			
Operating profit	117.0	235.0	+84.2			
Ordinary profit	117.0	235.0	+83.9			
Net (interim) income	117.0	235.0	+83.9			

	(Billions of Yen)
	Forecast for term- end per share dividend
Common stock	12 yen
Preferred stock	As pre-determined

	Т	Total of 3 group banks (approx. figures)			R	Resona Bank			Saitama Resona Bank			Kinki Osaka Bank		
	Interim Forecasts	Full year forecasts	Change from previous year	Change from BRP	Interim Forecasts	Full year forecasts	Change from previous year	Interim Forecasts	Full year forecasts	Change from previous year	Interim Forecasts	Full year forecasts	Change from previous year	
Gross operating profit	286.0	577.0	(21.6)	(29.0)	188.0	381.0	(22.1)	72.5	146.0	+2.5	25.5	50.5	(1.4)	
Operating expenses	(170.0)	(339.0)	(0.2)	+6.0	(111.0)	(222.0)	+0.6	(38.5)	(77.0)	(1.4)	(20.5)	(40.5)	-	
Actual net operating profit	116.0	238.0	(21.7)	(23.0)	77.0	159.0	(21.5)	34.0	69.0	+1.2	5.0	10.0	(1.4)	
Ordinary profit	101.0	198.0	(46.1)	(6.0)	68.5	136.0	(43.2)	31.0	60.5	(1.1)	1.0	1.5	(1.6)	
Income before income taxes	100.0	197.0	(45.6)	(3.0)	67.5	135.0	(43.4)	30.5	60.0	(1.3)	1.0	1.5	(1.4)	
Net (interim) income	65.0	130.0	(109.4)	+9.0	Resona Group adopts a consolidated taxation system.									
Net gains on stocks	-	-	(2.2)	(7.0)	-	-	(1.1)	-	-	(0.9)	-	-	(0.1)	
Credit related expenses	(17.5)	(42.0)	(37.6)	+22.0	(11.0)	(27.0)	(33.0)	(3.0)	(7.0)	(2.7)	(3.5)	(8.0)	(1.9)	
Forecast of capital adequacy ratio					[C	Onsolidate Upper half of 11%	ed]	[Nor	Consolida Upper half of 11%	ated]	[C	Consolidate Lower half of 12%	d]	

Forecasted Consolidated Net Income for FY2012 Compared with FY2011 (Act)

Forecasting a consolidated net income of Y140.0 bn (Y113.6 bn decrease YoY) for FY2012



*1. Net credit costs / Total credits defined under the Financial Reconstruction Law (Simple average of the balances at the beginning and end of the year)

Outline of Business Results for FY2011

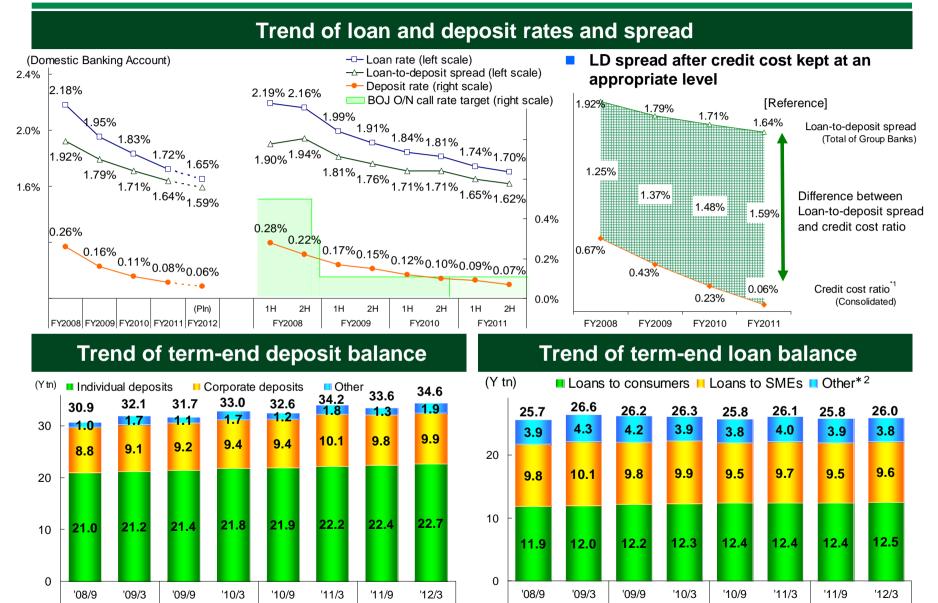
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<Reference Material>

Trend of Loan and Deposit (Total of Group Banks)



FY2008

FY2009

FY2009 *1. Credit cost / (Loans and bills discounted + acceptances and guarantees),

FY2008

Simple average of the balance at the beginning and end of the year *2. Include the loan extended to Resona Holdings (Y0.27 th at 2011/3 and 2011/9, Y0.24th at 2012/3)

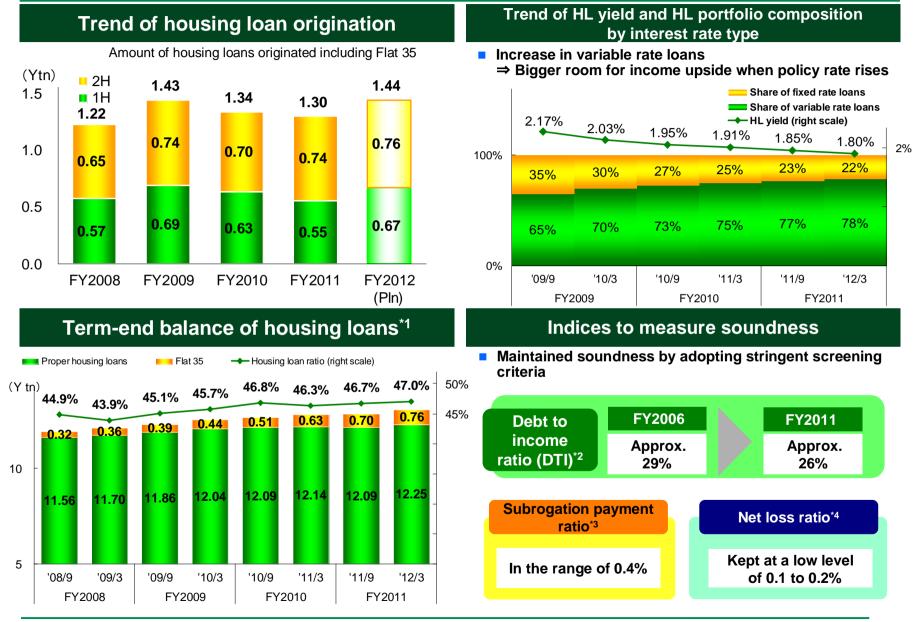
FY2010

FY2011

FY2011

FY2010

Trend of Housing Loans (Total of Group Banks)



*1. Residential housing loans + apartment loans

*2. Principal and interests payments in a year / Pre-tax annual income (%)

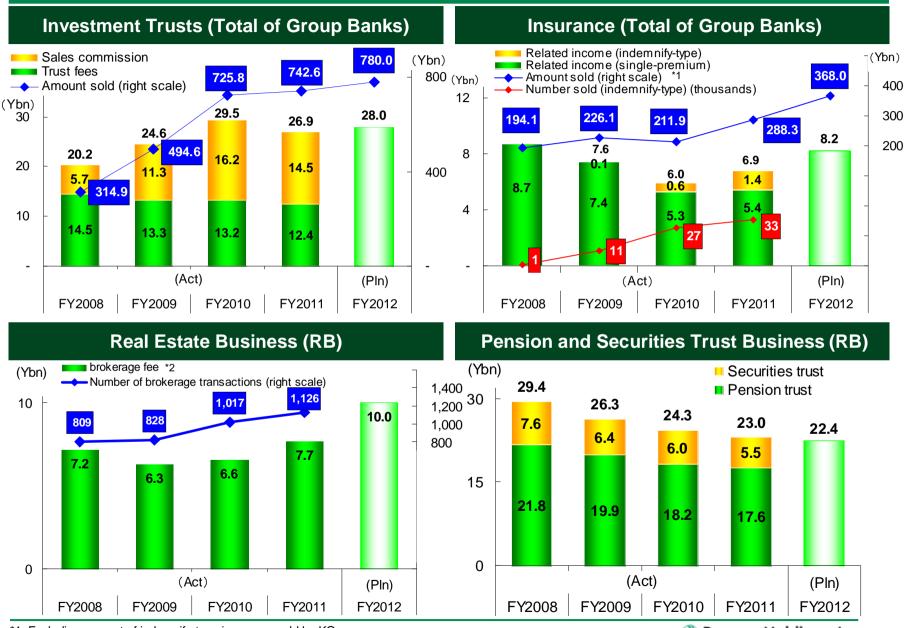
*3. Rate of subrogation repayment by loan guarantee subsidiaries We Resona Holdings, Inc. 17

Measures to Keep and Restore Profitability of HL Business



	Volume	 Explore existing home market and expand lineup of HL products More LPs open on holidays and strengthen their sales staffs Prevent refinancing by competitor banks
	Pricing	Total profitability analysis based on Life Time Value (LTV) model
Incomo		Pursue rational risk pricing based on credit profile analysis
Income	Add-on	Promote cross-selling 1) before extending housing loans, 2) during a repayment period and 3) after full repayment
	Income	0.54 million HL clients with whom credit profile and life events are grasped
		Become a main bank and prevent refinancing by other banks by promoting cross-selling
		Capture such financial needs as reform loan, AM and inheritance for those who have fully repaid their loans
	Clerical Cos	 Housing loan back office processing reform (till the end of FY2014, Page 28 for further details)
Expense		Reduce clerical work volume by 50% and clerical staffs by 450
	Credit Cost	 Strengthen credit administration (More active delinquency control, improvement in recovery ratio, etc.)
		—

Trend of Major Fee Businesses



*1. Excluding amount of indemnify-type insurance sold by KO

*2. Excluding gains from investments in real estate fund

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Management Strategies / Capital Policies and ROE Target

Management Strategies	Capital Policies				
#1 Metro Area-based Super Regional Bank	#1 Preventing Dilution				
 Dual focuses ⇒ "retail" and "2 metro areas" Commercial bank with a trust capability Strong relationship with individual and SME clients 	 Intend to repurchase DIC preferred stock with retained earnings ⇒ Conversion into common shares is not an option 				
#2 Efforts to Strengthen Cross-selling	#2 Return to Common Shareholders				
 Cross-selling on top of the established customer base and variety of functions Diversification and sustainable growth of earnings 	 Maintain 12 yen per common share annual dividends Repurchase of DIC PS with retained earnings ⇒ Reduced potential shares would mean an indirect return to common shareholders 				
#3 Efficient Cost Structure	#3 Capital Adequacy Ratio Management				
 Consolidated group management Overcome high cost structure inherent in retail banking business 	 Maintain adequate CAR as a domestic bank Take into account the International standard as a benchmark 				

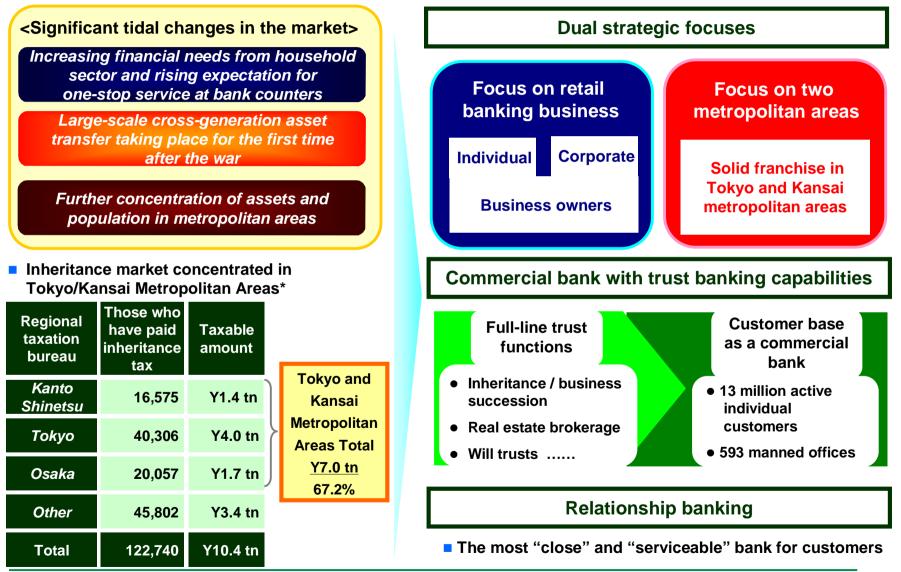
Level of Targeted Sustainable ROE

Achieve a 10% return on CET1 on a sustainable basis

 Build earnings and capital structures that could yield a 10% return on Common Equity Tier 1 Capital on a sustainable basis

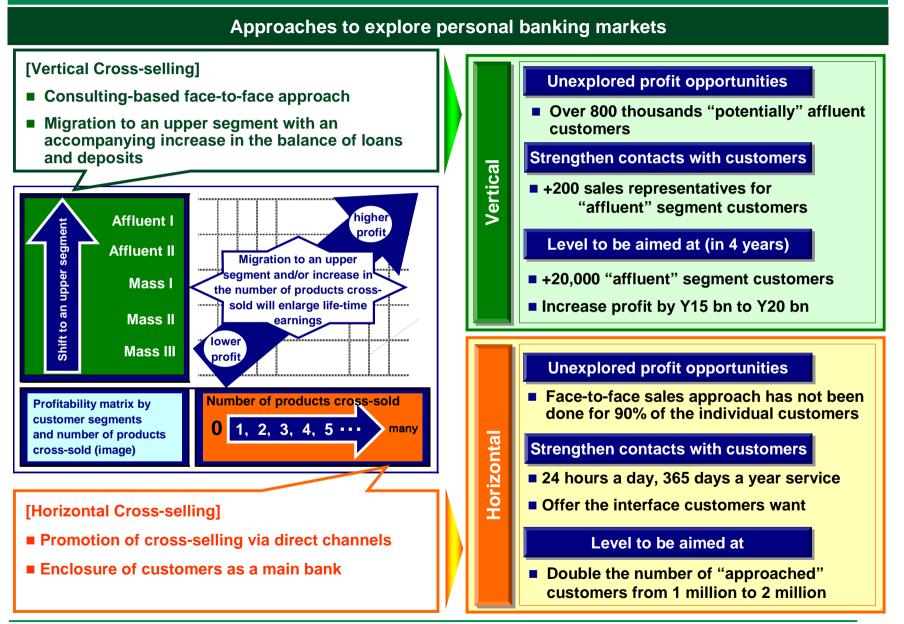
Metro Area-based Super Regional Bank

Financial group that can benefit the most from the prevailing tidal change in the market



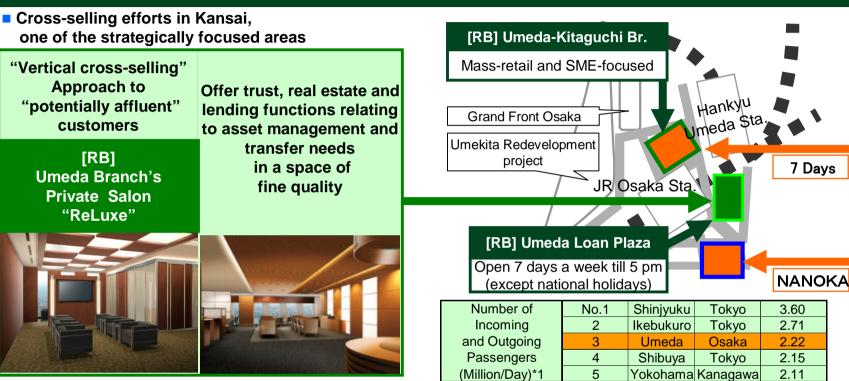
* Source: "Statistics of taxation by regional taxation bureau" (National Tax Agency 2010)

Multifaceted Cross-selling Approach



Multifaceted Cross-selling Approach: New Channels

New face-to-face channel in Osaka Umeda area, the largest terminal station in Kansai



"Horizontal cross-selling" Strengthen contacts with formerly-unapproachable customers

Extend "life-planning supports" to customers who couldn't visit Resona's branches on weekdays daytime by offering consulting services relating to housing loan, insurance, etc.

[RB] 7Days Plaza Ume-Kita	[KO] Umeda Plaza "NANOKA"
(Apr.1)	(Jul. 7)
Open 365 days till 7 pm	Open 7 days a week till 7 pm on weekdays and till 5 pm on Saturdays and Sundays ^{*2}



*1. Source: Osaka Statistics Year Book and web sites of various railway companies.

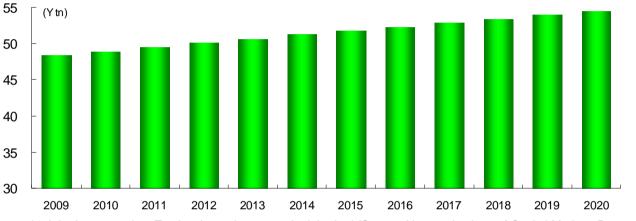
*2. Except year-end and new-year holidays and GW holidays.

7 Days

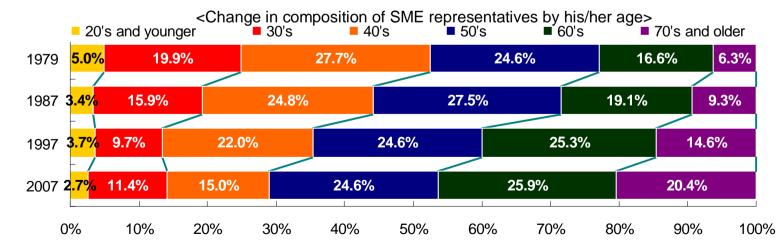
Asset Transfer Business and Promotion of Cross-selling (1)

Expanding markets and customer needs

- Expanding inheritance market^{*1}
 - Over Y500 trillion to be handed over to next generation in 10 years (Heirs tend to be concentrated in the Tokyo and Kansai metropolitan areas.)



*1. Inheritance market: Total estimated assets to be inherited (Source: Nomura Institute of Capital Markets Research)



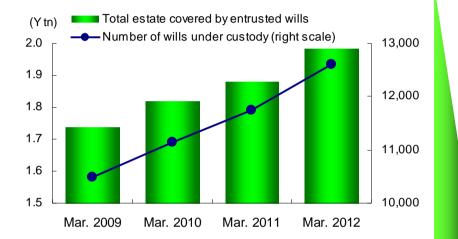
Aging of SME representatives

*2. Basic Survey on the Employment Structure (Ministry of Internal Affairs and Communications) White Paper on the Small and Medium-sized Businesses (The Small and Medium Enterprise Agency)

Asset Transfer Business and Promotion of Cross-selling (2) (RB)

Grasp how much assets customers have through asset transfer business

Will trust

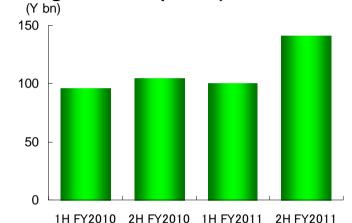


Trust for asset transfer / Trust for transfer of own company stocks

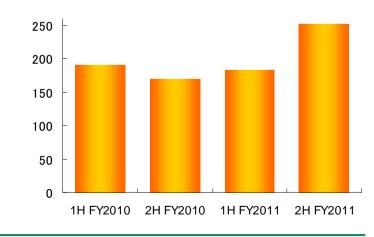


Capture as many cross-selling opportunities as possible

 Loans newly extended to affluent customers (including personal property management companies)

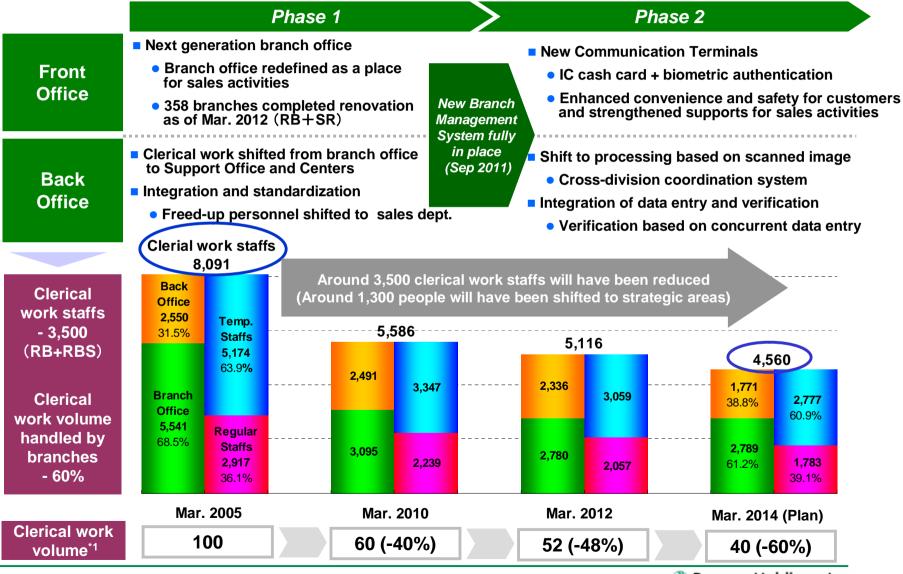


Number of real estate brokerage transactions for individual customers



Efficient Cost Structure: Operational Reform Initiatives (1)

Operational reforms are close to perfection with the new branch management system in place



*1. Clerical work volume handled in branch office (Mar. 2005 = 100)

Resona Holdings, Inc. 27

Efficient Cost Structure: Operational Reform Initiatives (2)

HL processing reform: Strengthen low-cost operation and supports to customers

Objectives		Basic Goals (From 2H FY2011 to FY2014)	
Processing reform	 Paperless processing from acceptance of application to execution of loans enabled by imaged documents 	Next- generation Loan Plaza (LP)All existing LPs upgraded to next- generation LPIntroduce Next-generation Housing Loan Processing System to all LPs and HL centers	
Interface	 Administration by customer rather than by process flow Conclusion of a contract through dialogue with customers (Use of communication terminals) 	Reduce clerical workReduce HL clerical work volume by 50% (Mar. 2014 vs Mar. 2011)Reduce HL clerical work staffs by 450 (Approx. 40% reduction)	

General overview of Next-generation Branch Management System (RB+SR)

- New store-front transaction style
- Change in composition of terminals installed in branch offices

Amount invested and related expenses

and thoroughly paperless clerical	installed in branch			
work process	[Mar. 2008]	[Sep. 2011]	Amount	467 hr
New Communication Terminal		(2,217)	invested	16.7 bn
		-38%	Related expenses	1.4 bn
	5,841	2 624	Expected	
		3,624 Clerical	expense	Approx
		terminals	reduction ^{*1}	2.5 bn
		(UBT/other)	(Per annum)	
TO PROVIDE NO	Sales termina (Communication terminal	.,	*1. Mostly comprised of expenses for clerical reduced	the personnel work staffs to be

Outline of Business Results for FY2011

Updates on Major Businesses

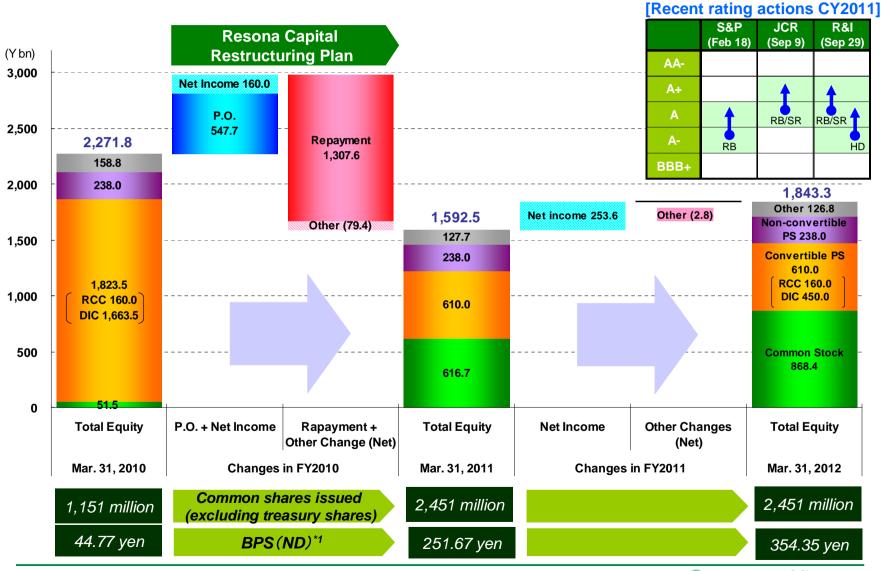
Efforts to Build Solid Foundation for Sustainable Growth

Direction of Future Capital Policies

<Reference Material>

Change in Composition of Resona HD's Total Equity (From Mar. 31, 2010 to Mar. 31, 2012)

Improved the quality of capital significantly by implementing Resona Capital Restructuring Plan



*1. Equity attributable to common stock at year-end / Number of common shares excluding treasury shares at year-end

Sesona Holdings, Inc. 30

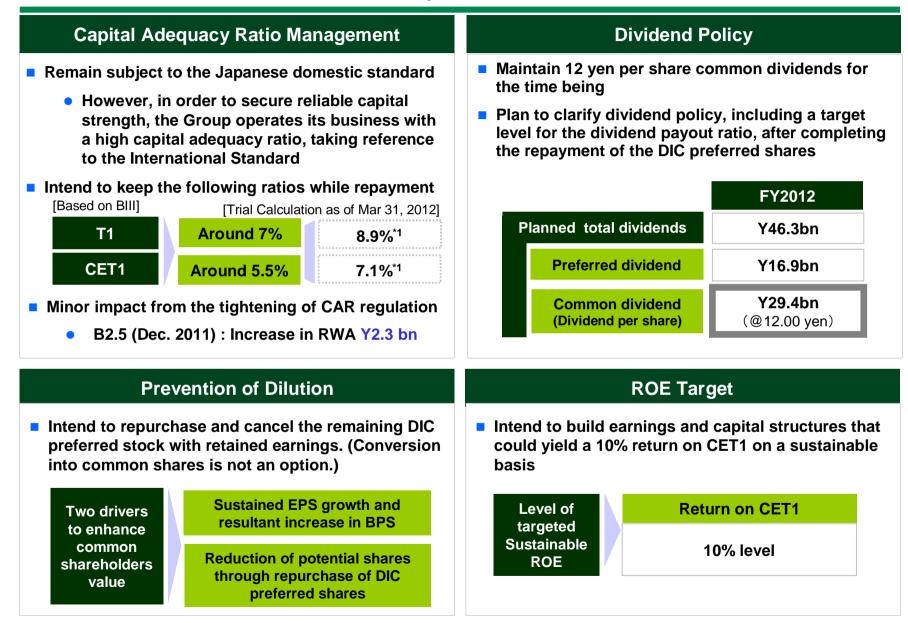
30

Approaches for Repaying the Remaining Public Funds

- The balance of injected public funds was reduced to almost one fourth of the peak amount in September 2003
- Intend to repay the remaining public funds as early as possible via the following approaches

(Y bn)	Amount 2003/9 (A)	Amount 2012/3 (B)	Amount Repaid (B) - (A)	Policy and approaches for future repayment
Class C	60.0	60.0	-	 The increase in outstanding common shares upon mandatory conversion is expected to be minimal, since almost equivalent shares that could arise from mandatory conversion of Class C
Class F RCC Subtotal	100.0 868.0	100.0	(708.0)	and F preferred stocks have already been repurchased from the market and are being held as treasury shares
Class 1	550.0	-	(550.0)	 Intend to repay the remaining balance through further accumulation of profits (retained earnings)
Class 2	563.5		(563.5)	 Aiming for full repayment within 5 years given current profit trends
Class 3	550.0	450.0	(100.0)	 However, the timing of future repayments will take into account capital adequacy regulations, etc. and will be
DIC Subtotal	1,663.5	450.0	(1,213.5)	 executed in an appropriate and flexible manner Combined retained earnings as of Mar. 31, 2012: Y1,028.8 b
Total Preferred	2,531.5	610.0	(1,921.5)	
Common Stock	296.4	261.6	(34.7)	 Current priority is on repayment of DIC preferred stock No current plans to apply for a secondary offering of DIC-held common stock
Total Public Funds Remaining	3,128.0	871.6	(2,256.3)]

Direction of Resona's Future Capital Policies



*1. The presented ratios are calculated by Resona Holdings on a best effort basis in reference to the Basel III International Standard. Deduction items and unrealized gains on available-for-sale securities are not taken into account.

Outline of Business Results for FY2011

Updates on Major Businesses

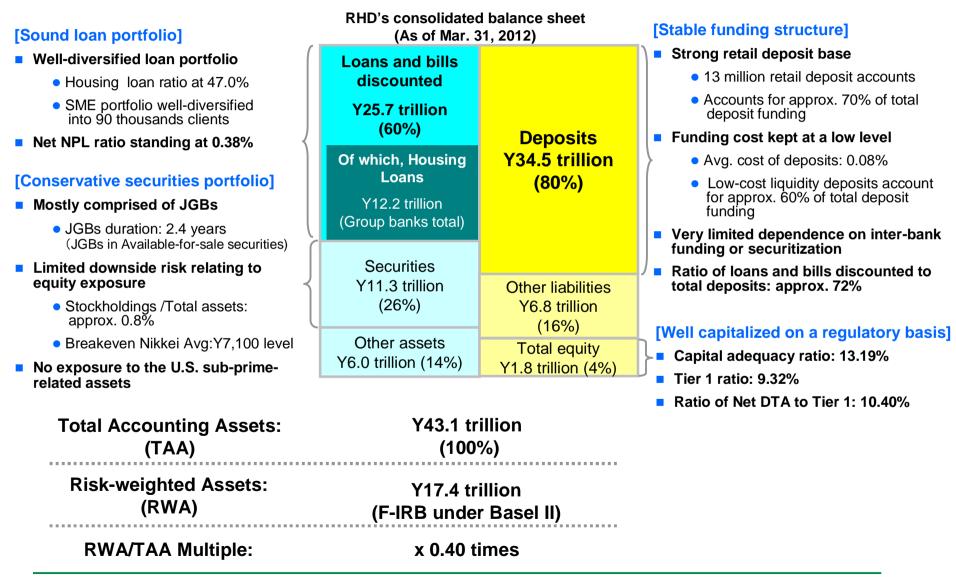
Efforts to Build Solid Foundation for Sustainable Growth

Direction of Future Capital Policies

<Reference Material>

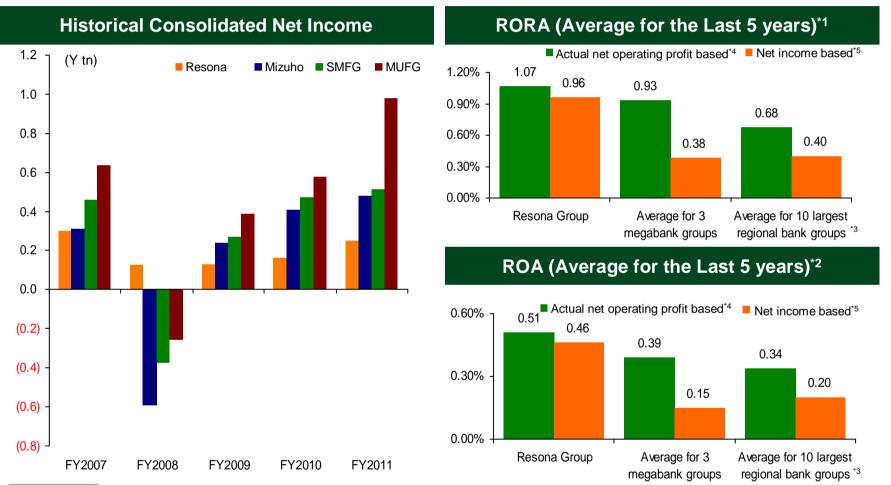
Sound Balance Sheet

Sound assets backed by very stable deposit funding



Stable Profitability

- Resona has consistently generated stable profits (positive net profit even through the Lehman crisis)
- This has been helped by minimized stockholdings and no investments in sub-prime related assets



*1 RORA (Return on Risk-weighted Assets)=(actual net operating profit or net income) / risk weighted-assets at period end, simple average of each year, risk-weighted assets for the megabank groups are calculated based on A-IRB method from the year ended March 2009 onwards, consolidated basis

*2 ROA=(actual net operating profit or net income) / total assets at period end, simple average of each year, consolidated basis

*3 Top 10 regional bank groups in terms of consolidated total assets (Fukuoka FG, Yokohama, Chiba, Hokuhoku FG, Shizuoka, Yamaguchi FG, Joyo, Sapporo Hokuyo HD, Nishinippon City, 77Bank)

*4 Based on net operating profits less credit cost and net gains/(losses) on stocks (figures for some banks are based on aggregated figures of group banks due to disclosure limitation; i.e. not consolidated figures)

*5 Based on net income (figures for some banks are based on aggregated figures of group banks due to disclosure limitation; i.e. not consolidated figures)

Consolidated Subsidiaries and Affiliated Companies

Consolidated domestic subsidiaries (excluding subsidiary banks)

			(
Nama	Line of husiness	Conital contribution ratio		Net Income		
Name	Line of business	Capital contribution ratio	FY2011	YoY change	FY2010	
Resona Guarantee Co., Ltd.	Credit guarantee (Mainly mortgage loan)	Resona Group 100%	10.0	8.8	1.2	
Daiwa Guarantee Co., Ltd.	Credit guarantee (Mainly mortgage loan)	Resona Group 100%	0.8	0.5	0.2	
Kinki Osaka Shinyo Hosho Co., Ltd.	Credit guarantee (Mainly mortgage loan)	Resona Group 100%	0.6	0.2	0.4	
Resona Card Co., Ltd.	Credit card Credit guarantee	Resona Holdings 77.6% Credit Saison 22.4%	2.3	(0.1)	2.5	
Resona Kessai Service Co., Ltd.	Factoring	Resona Holdings 100%	0.7	0.1	0.6	
Resona Research Institute Co., Ltd.	Business consulting service	Resona Holdings 100%	0.0	(0.0)	0.0	
Resona Capital Co., Ltd.	Venture capital	Resona Holdings 100%	0.1	(0.4)	0.5	
Resona Business Service Co., Ltd.	Clerical work Temporary staffing	Resona Holdings 100%	0.0	(0.0)	0.0	
Resona Servicer Co., Ltd. (Completed liquidation in Dec. 2011)	Servicer	Resona Holdings 100%	0.0	(0.0)	0.0	
	14.5	8.8	5.9			

Major consolidated overseas subsidiaries

Name	Line of business	Capital contribution ratio		Net Income	
Name	Line of busiliess Capital contribution ratio		FY2011	YoY change	FY2010
P.T. Bank Resona Perdania	Banking business (Indonesia)	Resona Group 43.4% (Effective control approach)	2.0	0.1	1.9
P.T. Resona Indonesia Finance	Leasing business				0.1
	2.1	0.1	2.0		

Affiliated company accounted for by the equity method

Name Line of business Capital contribution ratio		Net Income				
Name	Line of business	Capital contribution ratio	FY2011	YoY change	FY2010	
Japan Trustee Services Bank, Ltd.	Banking and Trust	Resona Group 33.3% Sumitomo Mitsui Trust HD 66.6%	0.5	(0.5)	1.1	

(Billions of Yen)

Management Accounting by Business Lines

Management Accounting by Group Business Lines (FY2011)

• "RAROC" and "RVA"^{*1} as management indicators to measure profitability to allocated capital

			Profi	tability		Soundness	Net ope	rating	profit afte	er a de	ductio	n of cr	edit co			, ,,
E	Resona Group Business Segments	Net profit deduction on cap	of cost	Risk- adjusted return on capital	Cost to income ratio	Internal			Actual ne	t opera	ting pro	ofit			Credit c	ost
		RVA ^{*1} (Actual)	YoY Change	RAROC (Actual)	OHR	CAR		YoY Change		YoY Change	Gross op profit	1	Operating expense	YoY Change		YoY Change
	Non-treasury	122.0	+53.4	12.4%	59.5%	10.9%	215.1	+38.9	226.3	(7.8)	558.9	(14.7)	(332.5)	+7.0	(11.2)	+46.6
	Personal Banking	74.3	+33.8	17.0%	62.5%	11.5%	108.5	+28.5	111.7	(6.3)	298.1	(14.0)	(186.4)	+7.7	(3.3)	+34.8
	Corporate Banking	37.7	+20.6	8.8%	56.1%	10.6%	96.4	+11.4	104.4	(0.5)	236.2	+0.7	(131.8)	(1.2)	(8.0)	+11.9
	Trust	10.0	(1.0)	206.5%	58.4%	10.7%	10.2	(1.0)	10.2	(1.0)	24.6	(1.5)	(14.3)	+0.5	0.0	+0.0
	Treasury	39.8	(8.2)	41.4%	17.5%	25.7%	45.7	(9.0)	45.7	(9.0)	55.4	(9.1)	(9.7)	+0.0	0.0	+0.0
	Total ^{*2}	145.3	+48.2	11.7%	55.1%	13.1%	267.9	+39.5	279.1	(7.1)	621.4	(14.1)	(342.2)	+7.1	(11.2)	+46.6

(Billions of Yen, %)

*1 RVA: Resona Value Added (Net profit after a deduction of cost on internally allocated capital)

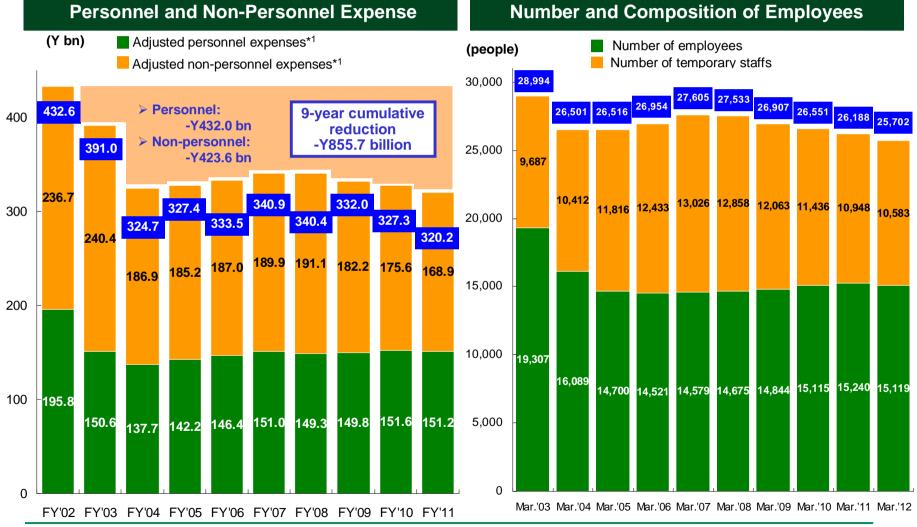
*2 Total of 3 banks on a non-consolidated basis plus profit and loss of loan guarantee subsidiaries

Distributable Profits and Dividend Policy

Distribute in total Y46.4 bn as term-end dividends for FY2011 (Common dividends: Y29.4 bn Preferred dividends: Y16.9 bn) Resona Holdings (Distributable Profits as of End Mar. 2012: Y342.4 bn) Term-end Y17.8 bn Common Y89.7 bn Common Y7.4 bn Common dividends Preferred Y3.1 bn Preferred for FY2011 Saitama Resona Kinki Osaka **Resona Bank** Bank Bank CAR Consolidated: 13.25% Non-Consolidated: 12.47% Consolidated: 13.43% (Tier 1 Ratio) (9.29%) (7.96%)(8.95%) (End of Mar 31.2012) **Net Income** Y186.9 bn Y35.9 bn Y16.5 bn for FY2011 **Distributable Profits** Y553.1 bn Y119.0 bn Y41.0 bn (End of Mar. 2012) RPGS Dividend to be paid by subsidiary banks to Resona Holdings Distributable profits test (SPC) Subsidiary banks secured sufficient distributable profits as of March 31, 2012 In principle, net income of the preceding year to be fully Callable on any dividend **Preferred Securities** distributed to the holding company in the following fiscal year payment date falling on or after July 2015 (50% as term-end and 50% as interim dividends) US\$ 1.15 bn, 7.191%

Efficient Cost Structure: Trend of Personnel and Non-Personnel Expense (Total of Group Banks)

- Reduced Y855.7 bn on a cumulative basis for the past 9 years through reduction of systems expense and rationalization measures such as elimination and consolidation of overlapping branches, etc.
- Strictly controlled personnel expenses including the cost associated with hiring temporary staffs

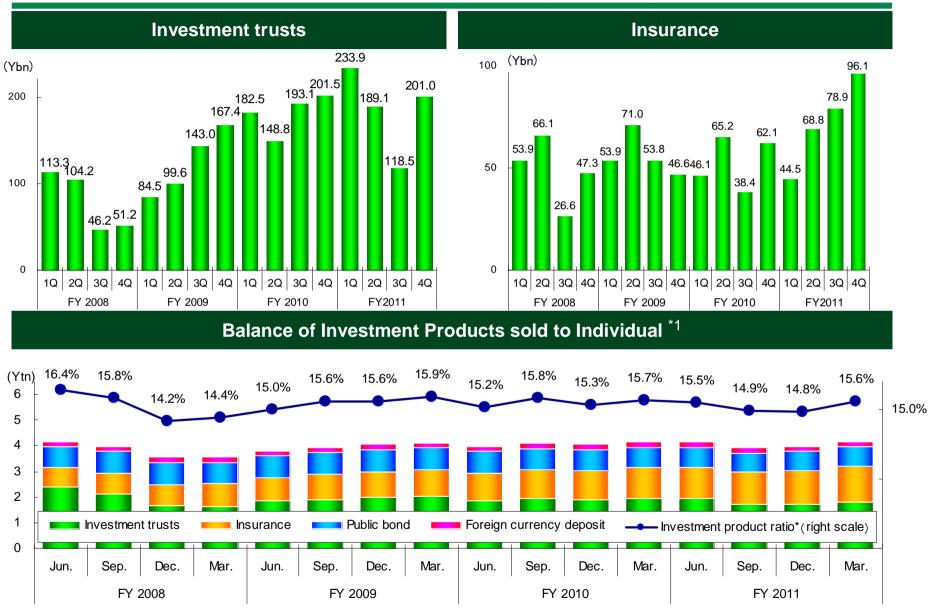


*1 Adjusted personnel expenses: Personnel expenses including the cost associated with hiring temporary staffs and other related costs Adjusted non-personnel expenses : Non-personnel expenses – Cost associated with hiring temporary staffs and other related costs

Capital Adequacy Ratio (Subsidiary Banks)

Japanese Domestic Standard	RB(Consolidated) [F-IRB]			SR(I	Non-consolida [F-IRB]	ted)	KO(Consolidated) [F-IRB]			
(Billions of Yen)	Mar.31,	Mar.31, 🛛		Mar.31,	Mar.31,		Mar.31,	Mar.31,		
	2011	2012	Change	2011	2012	Change	2011	2012	Change	
Capital adequacy ratio	11.76%	13.25%	+1.49%	12.10%	12.47%	+0.37%	12.85%	13.43%	+0.58%	
Tier 1 ratio	8.10%	9.29%	+1.19%	7.55%	7.96%	+0.41%	8.00%	8.95%	+0.95%	
Total qualifying capital	1,607.2	1,644.7	37.4	443.9	439.6	(4.3)	181.4	175.8	(5.5)	
Tier 1 capital	1,106.5	1,152.7	46.2	277.0	280.5	3.5	113.0	117.2	4.2	
Tier 2 capital	540.9	527.7	(13.1)	177.2	167.1	(10.0)	69.2	58.9	(10.2)	
Deductions	40.2	35.8	(4.4)	10.2	8.1	(2.1)	0.8	0.3	(0.4)	
Risk weighted assets	13,660.5	12,407.5	(1,252.9)	3,668.1	3,524.0	(144.0)	1,411.5	1,309.5	(102.0)	
Credit risk assets	12,905.3	11,687.4	(1,217.9)	3,403.0	3,268.8	(134.1)	1,306.6	1,210.9	(95.7)	
Operational risk assets	755.1	720.1	(34.9)	265.1	255.2	(9.9)	104.9	98.6	(6.2)	

Investment Products Sales (Total of Group Banks)



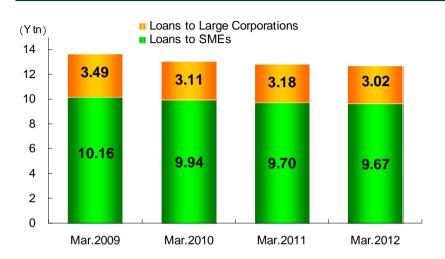
*1. Data compiled for a management and administration purpose

*2. Investment product ratio = balance of investment products sold / balance of investment products sold and deposits held by individuals

Corporate Banking Business (Total of Group Banks)

Loans extended to corporate borrowers

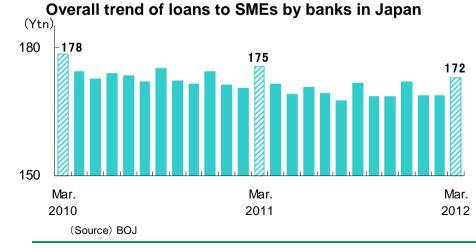


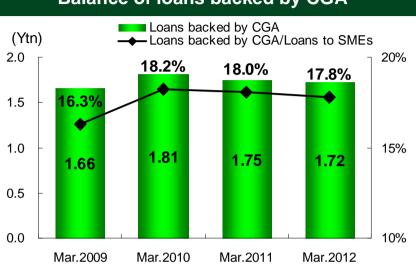


*1. Loans to SMEs = Loans to SMEs and Individuals – loans to individuals

*2. Loans to large corporations = Total loans - loans to SMEs and individuals - loans to central and local governments

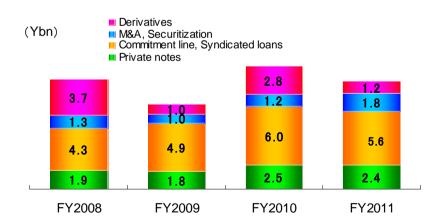
(Reference)





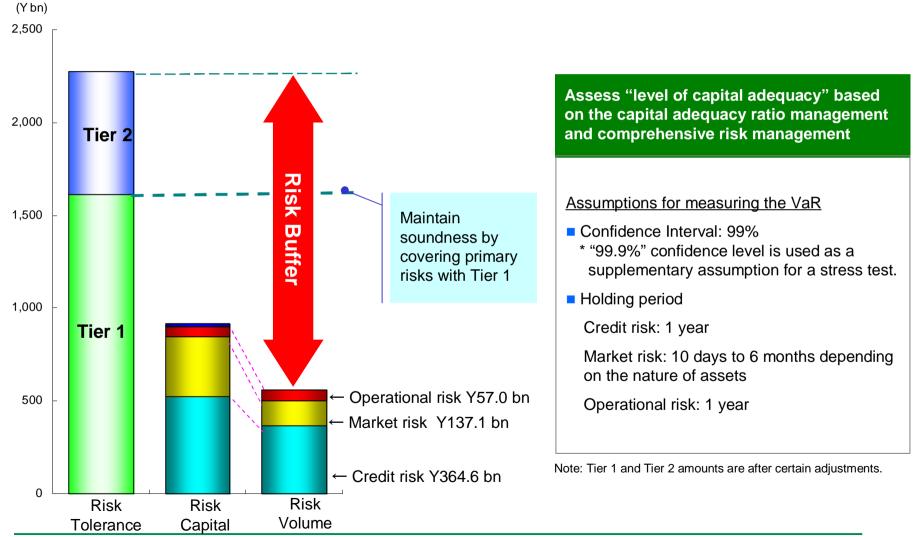
*1. Credit Guarantee Association

Trend of solution fees (RB)



Risk Volume Relative to Capital (End of March 2012)

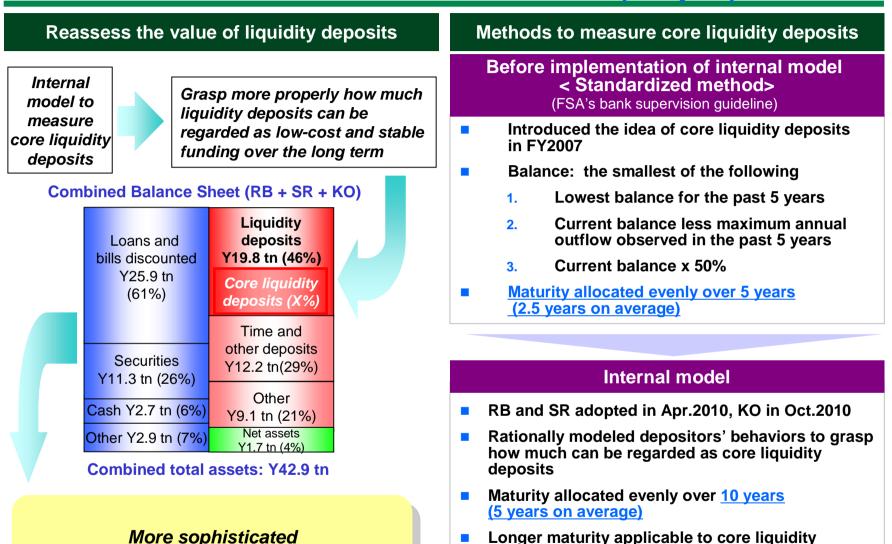
- Primary risks such as credit, market and operational risks are controlled within Tier 1 limit
- Risk buffers comprising of excess Tier 1 and Tier 2 are provided against the risk volume assumed under a stress scenario or the risks difficult to measure.



Sophistication in ALM Interest Rate Risk Management:

ALM interest rate risk management

Introduction of Internal Model to Measure Core Liquidity Deposits



 Longer maturity applicable to core liquidity deposits (from 2.5 years to 5.0 years on average) enables the banks to take longer-term interest rate risk

Securities Portfolio (Total of Group Banks)

Maturity ladder for securities held (securities with contractual maturities, nominal amount basis)

[]		End of Mar. 2012							End of M	lar. 2011		(YDN)
	One year or less	One to three years	Three to five years	Five to	Seven to ten years	Over ten years	One year or less	One to three years	Three to five years	Five to	Seven to ten years	Over ten years
Bonds held to maturity	30.3	317.4	288.0	345.1	1,075.3	3.0	45.2	220.1	254.1	327.3	824.7	3.0
JGBs	-	260.0	200.0	284.3	945.2	3.0	30.0	165.0	177.0	266.3	714.7	3.0
Floating-rate JGBs	-	-	120.0	135.3	294.7	-	-	-	2.0	236.3	311.7	-
Japanese local government bonds	26.8	55.7	86.2	60.8	130.1	-	12.0	51.0	75.2	60.9	110.0	-
Japanese corporate bonds	3.5	1.7	1.8	0.0	-	-	3.2	4.1	1.9	0.0	-	-
Available-for-sale securities	3,004.8	1,866.9	2,868.8	424.6	487.8	141.6	2,728.8	1,464.7	2,537.5	390.1	478.3	152.0
Bonds	2,973.3	1,803.2	2,757.9	386.9	469.2	38.8	2,713.6	1,403.9	2,506.0	381.4	476.1	22.3
JGBs	2,796.6	1,406.0	2,430.9	335.0	387.1	20.0	2,528.7	1,083.7	2,064.1	254.6	384.0	-
Floating-rate JGBs	-	-	15.7	81.5	268.6	-	-	-	2.9	219.1	184.0	-
Japanese local government bonds	4.1	28.7	49.6	23.5	77.5	-	0.3	5.7	41.8	16.7	85.8	-
Japanese corporate bonds	172.6	368.5	277.3	28.4	4.5	18.8	184.5	314.5	400.0	110.1	6.3	22.3
Other	31.4	63.7	110.9	37.6	18.6	102.8	15.2	60.8	31.5	8.7	2.1	129.7

Unrealized gains/(losses)

				(Y bn)
	B/S Amount (Mar. '12)	Change from Mar. '11	Unrealized gains/ (losses) (Mar. '12)	Change from Mar. '11
Bonds held to maturity	2,060.6	392.7	49.6	25.0
Stocks of subsidiaries and affili <u>ates</u>	9,288.8	1,045.5	131.5	38.9
Stocks	463.1	(0.1)	121.0	9.0
Bonds	8,463.5	947.9	12.5	26.9
Other	362.0	97.7	(2.0)	2.9

Note: The figures reported above include securities, negotiable certificates of deposit (NCDs) included in "cash and due from banks" and a portion of "monetary claims

The presented figures only include marketable securities.

Trend of market and other indicators

[Duration and Basis Point Value of JGBs (Available-for-sale securities)]

	2009/3	2010/3	2011/3	2012/3
Duration (year)	1.7	2.1	2.1	2.4
BPV (Ybn)	(0.90)	(1.19)	(1.35)	(1.81)
10-year JGB yield	1.350%	1.390%	1.250%	0.985%

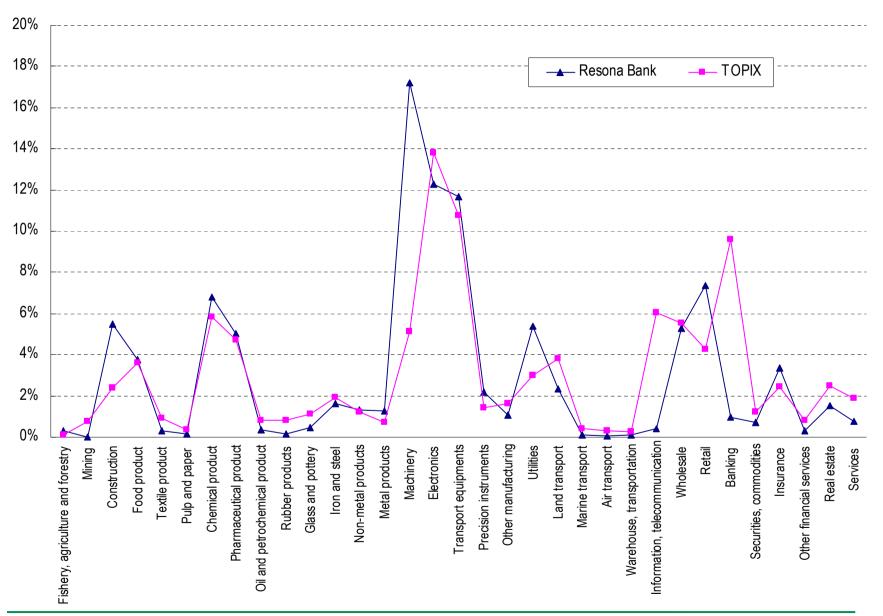
[Break-even Nikkei Average Points]

	2009/3	2010/3	2011/3	2012/3
Nikkei Average Points (Yen)	7,000	7,300	7,200	7,100
BV of stock sold outright (Ybn)	7.6	11.1	9.6	8.3

[Net gains/(losses) on bon	(Y bn)			
	FY2008	FY2009	FY2010	FY2011
Net gains/(losses) on bonds	10.2	19.7	30.5	26.8
Net gains/(losses) on stocks	(37.6)	4.3	(1.7)	2.2

(V hn)

Stocks Held by Industry (End of March 2012, RB)



Swap Positions by Remaining Periods (RB)

Notional amounts of interest rate swaps by remaining period (to which a deferred hedge accounting is applied)

Mar. 31, 2012 Mar. 31, 2011 Within 1 year Over 5 years Total Within 1 year Over 5 years 1 to 5 years 1 to 5 years Total Receive fixed rate/ 656.1 1,537.1 1,588.3 71.0 810.0 160.0 478.3 950.0 Pay floating rate Receive floating rate/ 950.0 0.0 236.1 515.0 751.1 205.0 160.0 585.0 Pay fixed rate Net position to receive 638.3 71.0 420.0 295.0 786.0 (45.0) 318.3 365.0 fixed rate

(Billions of Yen)

Maturity Ladder of Deposit and Loans (RB, Domestic Operations)

Loans and Bills Discounted

Deposits

[End of March 2011]

	Within 6M	6 to 12M	1 to 3Y	Over 3Y	Total
Fixed rate	1.5%	1.4%	4.0%	6.8%	13.7%
Prime rate-based	50.6%	0.4%	0.0%	0.0%	51.0%
Market rate-based	25.8%	3.7%	3.4%	2.4%	35.3%
Total	77.9%	5.5%	7.4%	9.2%	100.0%
Loans maturing	02 40/				

83.4%

[End of March 2011] Within 6M 6 to 12M 1 to 3Y Over 3Y Liquid deposits 45.6% 0.9% 3.8%

18.7%

64.3%

within 1 ye	ear
-------------	-----

[End of March 2012]

	-				
	Within 6M	6 to 12M	1 to 3Y	Over 3Y	Total
Fixed rate	1.3%	1.3%	3.5%	5.6%	11.6%
Prime rate-based	52.4%	0.3%	0.0%	0.0%	52.7%
Market rate-based	28.0%	2.0%	3.2%	2.5%	35.6%
Total	81.7%	3.6%	6.7%	8.1%	100.0%
Loans maturing	85.3%				

within 1 year

[Change in FY2011]										
	Within 6M	6 to 12M	1 to 3Y	Over 3Y	Total					
Fixed rate	-0.2%	-0.1%	-0.5%	-1.2%	-2.0%					
Prime rate-based	1.8%	-0.1%	0.0%	0.0%	1.7%					
Market rate-based	2.2%	-1.7%	-0.2%	0.1%	0.3%					
Total	3.8%	-1.9%	-0.8%	-1.1%	0.0%					
Loans maturing within 1 year	1.9%									

	Within 6M	6 to 12M	1 to 3Y	Over 3Y	Total
Liquid deposits	45.7%	1.0%	4.0%	13.7%	64.3%
Time deposits	18.2%	10.2%	6.0%	1.2%	35.7%
Total	63.8%	11.2%	10.0%	14.9%	100.0%

10.3%

11.3%

Time deposits

Total

[End of March 2012]

	Within 6M	6 to 12M	1 to 3Y	Over 3Y	Total
Liquid deposits	0.0%	0.1%	0.2%	0.7%	1.0%
Time deposits	-0.5%	-0.1%	-0.4%	0.1%	-1.0%
Total	-0.5%	-0.1%	-0.2%	0.8%	0.0%

*1. Data compiled for a management and administration purpose

Total

63.3%

36.7%

100.0%

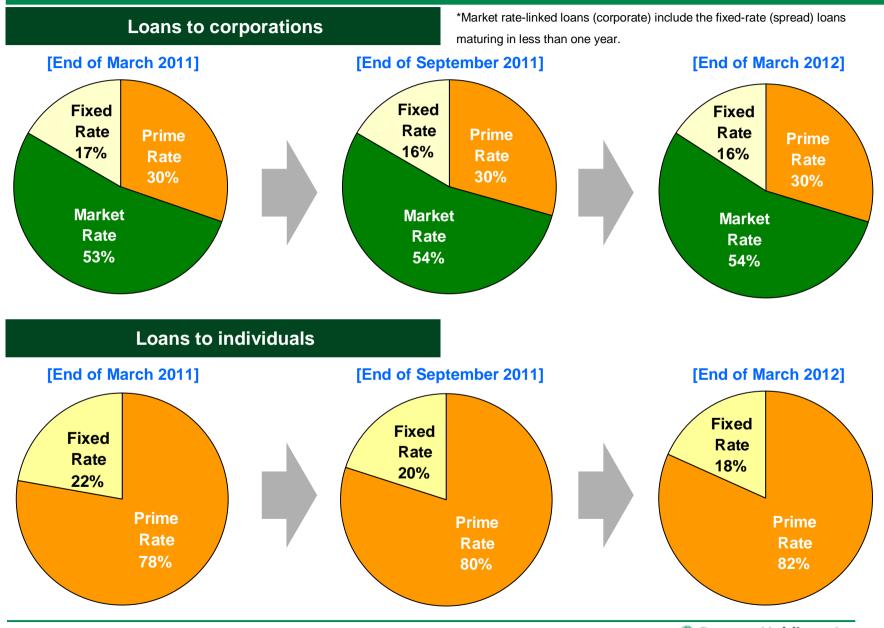
13.0%

1.2%

14.2%

6.5%

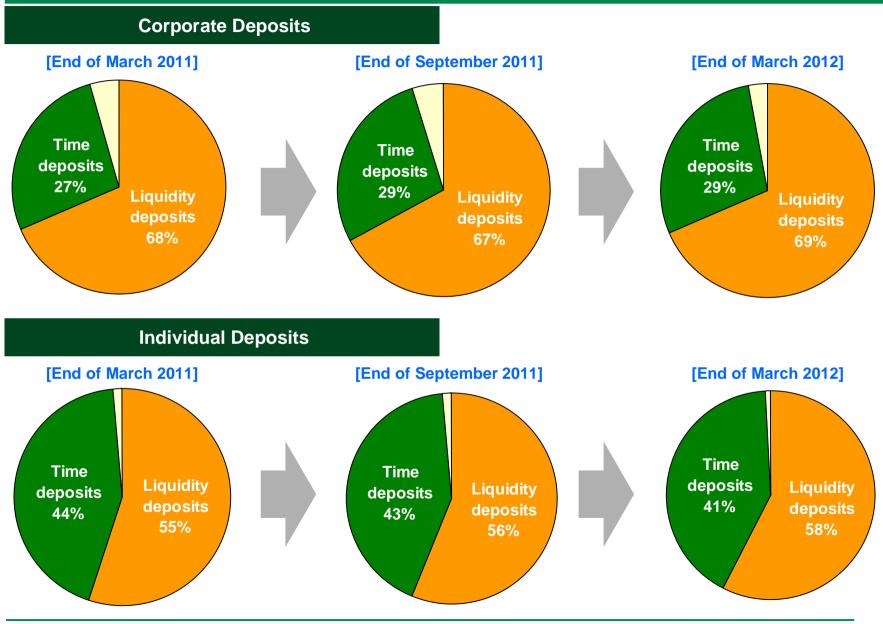
10.2%



Composition of Loan Portfolio by Base Rates (RB)

* Portfolio composition is computed based on the numbers compiled for administration purposes.

Composition of Deposits by Types (RB)



Migrations of Borrowers (RB, 1H FY2011)

Exposure amount basis (Migration during 1H of FY2011)

		End of September 2011										
		Normal	Other Watch	Special Attention	Doubtful	Quasi- Bankrupt	Bankrupt	Other	Collection, Repayments	Assignments, Sale	Upward Migration	Downward Migration
	Normal	98.3%	1.2%	0.1%	0.1%	0.0%	0.0%	0.3%	0.3%	0.0%		- 1.4%
2011	Other Watch	10.3%	82.9%	0.9%	1.9%	0.2%	0.2%	3.6%	3.6%	0.0%	10.3%	3.2%
March 2	Special Attention	2.6%	7.3%	73.1%	11.2%	1.1%	0.0%	4.6%	4.6%	0.0%	9.9%	12.4%
ð	Doubtful	1.0%	3.7%	2.6%	81.6%	7.5%	0.6%	3.2%	3.2%	0.0%	7.2%	8.0%
End	Quasi- Bankrupt	0.0%	0.2%	0.0%	0.3%	90.7%	3.8%	4.9%	3.4%	1.5%	0.5%	3.8%
	Bankrupt	0.0%	0.1%	0.0%	1.4%	0.0%	89.7%	8.8%	0.9%	7.9%	1.5%	, o -

1. Above tabel shows how a borrower belonging to a particular borrower category as of the end of March 2011 migrated to a new category as of the end of September 2011.

2. Percentage points are calculated based on exposure amounts as of the end of March 2011. (New loans extended, loans partially collected or written-off during the period are not taken into account.)

3. "Other" as of the end of September 2011 refers to those exposures removed from the balance sheet due to collection, repayments, assignments or sale of claims.

Migrations of Borrowers (RB, 2H FY2011)

Exposure amount basis (Migration during 2H of FY2011)

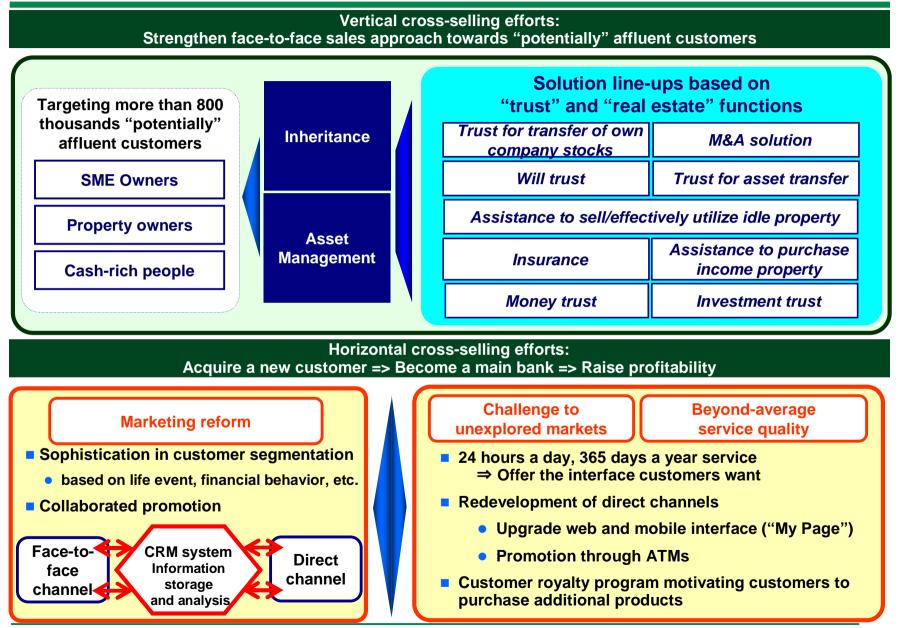
		End of March 2012											
		Normal	Other Watch	Special Attention	Doubtful	Quasi- Bankrupt	Bankrupt	Other	Collection, Repayments	Assignments, Sale		ward ration	Downward Migration
	Normal	98.0%	1.0%	0.0%	0.1%	0.0%	0.0%	0.9%	0.9%	0.0%		-	1.1%
r 2011	Other Watch	6.0%	87.0%	1.4%	2.3%	0.4%	0.2%	2.7%	2.7%	0.0%		6.0%	4.3%
ptembe	Special Attention	13.1%	20.5%	53.3%	11.0%	0.7%	0.4%	1.0%	1.0%	0.0%	3	3.6%	12.0%
Se	Doubtful	1.2%	6.4%	2.6%	73.8%	11.5%	0.5%	3.8%	3.8%	0.0%	1	0.3%	12.0%
End of	Quasi- Bankrupt	0.4%	0.4%	0.0%	0.1%	88.9%	4.5%	5.7%	3.7%	1.9%		0.9%	4.5%
	Bankrupt	0.0%	0.0%	0.0%	0.8%	0.0%	89.8%	9.3%	0.9%	8.4%		0.9%	-

1. Above tabel shows how a borrower belonging to a particular borrower category as of the end of September 2011 migrated to a new category as of the end of March 2012.

2. Percentage points are calculated based on exposure amounts as of the end of September 2011. (New loans extended, loans partially collected or written-off during the period are not taken into account.)

3. "Other" as of the end of March 2012 refers to those exposures removed from the balance sheet due to collection, repayments, assignments or sale of claims.

"Vertical" and "Horizontal" Cross-selling Approaches



Next-generation Branch Office and "Re-styled Office"



- Started introduction in FY2005
 RB and SR completed the renovations of almost all branch offices
- Transformed the former clerical work space into a space for customers (transaction and consultation)
 - Clerical work shifted to Support Offices (Branch office = Place for sales activities)
 - Quick-Navi handles routine transactions

Further strengthen focus on sales activities

- RB started renovating its small-scale branch offices as "Re-styled Office" in Sep. 2011.
- Renovate around 50 offices as "Re-styled Office"
 - Fewer clerical work staffs
 - (before) 3 clerical staffs
 - (after) 2 clerical staffs and 1 sales staff
 - Processing style based on Resona's "3 NOs & 3 LESSes" concept
 - Clearer focus on sales activities



Re-styled Office

Number of Customers and Items Cross-Sold for Each Customer Segment (Total of Group Banks)

Average number of products cross-sold per customer increased by 0.02 in FY2011

Customers belonging to "Mass II" and higher segments increased by 6.5 thousands

		r of active cu ounts (Thous			number of p sold per cus				
Segments*1	2011/3	2012/3	Change	2011/3	2012/3	Change			
Affluent I	42	43	0.6	3.16	3.15	(0.01)			
Affluent II	628	629	1.6	2.44	2.40	(0.03)			
Mass I	528	531	3.1	2.20	2.24	0.05			
Mass II	785	786	1.1	1.79	1.77	(0.02)	"Mass II" to	o "Affluent I	" Sub Total
Mass III	10,907	10,859	(48.8)	0.79	0.81	0.03	2011/3	2012/3	Change
All Segments	12,890	12,848	(42.3)	0.99	1.02	0.02	1,983	1,989	+6.5

*1. Customer segments are defined as follows:

Affluent I AUM or condominium loans exceeding JPY 50 million

- Affluent II AUM exceeding JPY 10 million
- Mass I Housing loan for own home
- Mass II AUM exceeding JPY 5 million
- Mass III AUM below JPY 5 million

Supports Extended to SMEs to Do Business in Asia

Resona's Footholds in Asia

- JV bank with over 50 years of local experience
 - P.T. Bank Resona Perdania (Indonesia)
- Overseas representative offices (RB) ··· 4 rep offices



- Additional regional coverage to offer local information
 - Vietnam (RB: Mar. 2011)
 - ⇒ Dispatched personnel to Ho Chi Minh Branch of an alliance partner bank
 - India (RB: New Delhi, KO: Chennai, Oct. 2011)
 ⇒ Dispatched personnel to JETRO's local offices

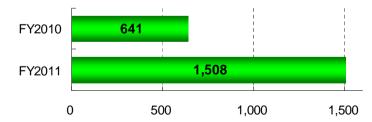
Local Services Offered through Alliances

- Large number of branches and local expertise
- Ability to provide local service without being regulated as a foreign bank

	Major Alliance Partners in Asia
	Bank of East Asia, Bank of China, China Construction
China	Bank,
	Industrial and Commercial Bank of China,
Hong Kong	Bank of East Asia
South Korea	Korea Exchange Bank
Taiwan	Mega International Commercial Bank
Singapore	Bank of East Asia
Malaysia	Public Bank
Thailand,	Panakak Pank
Vietnam	Bangkok Bank
India	State Bank of India
Philippines	Rizal Commercial Banking Corp.

Recent Initiatives to Strengthen Supports

- Asia Business Promotion Center (Oct. 2010)
 - Number of consultations handled by ABPC



- Special Fund to Assist SMEs to Do Business in Asia (RB, SR)
 - Extended Y27.1bn to 125 clients since introduction
- Assistance to clients suffering from flood damage in Thailand
 - Extended Y3.0bn to 20 clients since introduction

Other Updates on Capital Policies

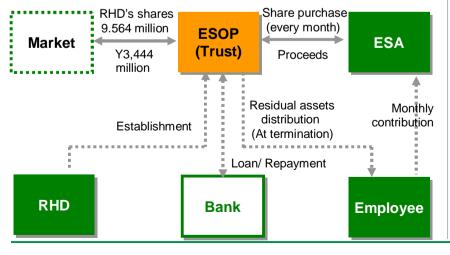
ESOP-type Stock Benefit Trust for the Employee Shareholding Association (ESA)

Purpose of introduction

- Provide employees with incentives to increase the group's corporate value over the medium to long term
- Further promote the Employee Shareholding Association

Outline of the ESOP-type Stock Benefit Trust

Trustor	Resona Holdings, Inc.
Trustee	Resona Bank, Ltd.
Trust period	Apr. 9, 2012 to Mar. 31, 2017 (Plan)
Type and number of shares acquired by the trust	RHD's common shares Total amount of shares acquired Y3,444 million (9.564 million shares) Already purchased from the market (2012/4/12 ~ 2012/4/19)



Amendments to the Articles of Incorporation relating to Class 7 and Class 8 Preferred Shares

- AOI will be amended to allow for multiple issuances under Class 7 and 8 PS, respectively
- Both Class 7 and 8 PS are non-convertible type
- Propose to the 11th GSM (June 22, 2012)

[Before amendment]

	Total number of shares (Upper limit)	Issue price per share (Upper limit)	Total issue amount (Upper limit)	Times of issue allowed
Class 7 Preferred Shares	10 million	35,000 yen	Y350 bn	1 time
Class 8 Preferred Shares	10 million	35,000 yen	Y350 bn	1 time

[After amendment]

		Total number of shares (upper limit)	Issue price per share (Upper Limit)	Total issue amount (Upper limit)	Times of issue allowed
No.1 No.2 No.3 No.4	Class 7 Preferred Shares	10 million	35,000 yen	Y350 bn	4 times
No.1 No.2 No.3 No.4	Class 8 Preferred Shares	10 million	35,000 yen	Y350 bn	4 times

Resona Holdings, Inc. 57

List of Preferred Shares Issued by RHD

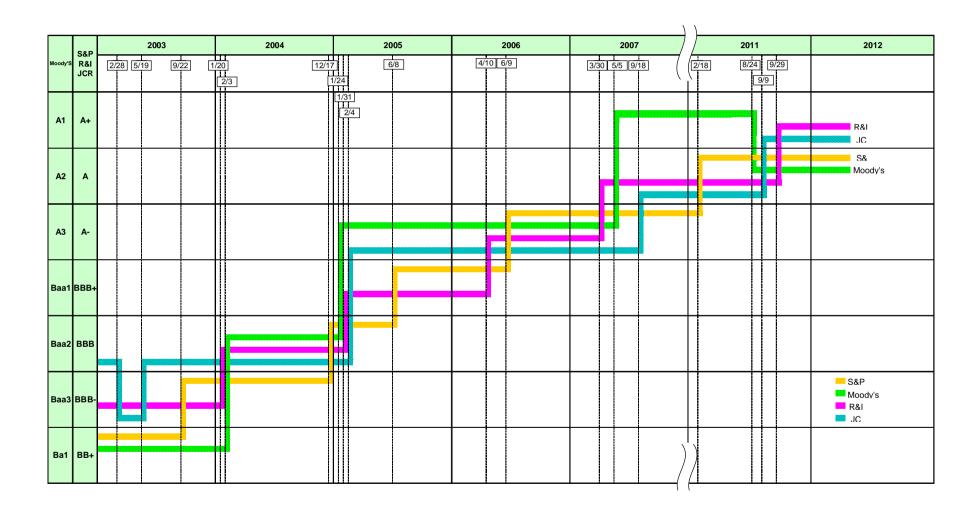
[As of May 1, 2012]	
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Public Fund

Private Fund

		Class C Preferred Shares	Class F Preferred Shares	Class 3 Preferred Shares	Class 4 Preferred Shares	Class 5 Preferred Shares	Class 6 Preferred Shares	
Distinction between public and private funds		Public Fund	Public Fund	Public Fund	Private Fund	Private Fund	Private Fund	
Original issuer and name of securities		Kinki Osaka Bank Series 1	Asahi Bank Series 2 Class 2	Resona Bank Class 3 Series 1	Resona Holdings Class 4	Resona Holdings Class 5	Resona Holdings Class 6	
Original issue date		4/26/2001	3/31/1999	7/1/2003	8/31/2006	8/28/2007	12/8/2009	
Current number of shares		12,000,000 shares	8,000,000 shares	225,000,000 shares	2,520,000 shares	4,000,000 shares	3,000,000 shares	
Issue price per share		JPY 5,000	JPY 12,500	JPY 2,000 JPY 25,000		JPY 25,000	JPY 25,000	
Total issue amount remaining at present		JPY 60.0 Billion	JPY 100.0 Billion	JPY 450.0 Billion JPY 63.0 Billion		JPY 100.0 Billion	JPY 75.0 Billion	
Original total issue amount		JPY 60.0 Billion	JPY 100.0 Billion	JPY 550.0 Billion	JPY 63.0 Billion	JPY 100.0 Billion	JPY 75.0 Billion	
Shareholder		RCC	RCC	DIC	Shinkin Trust Bank	Dai-ichi Life	Nippon Life Meiji Yasuda Life Daido Life	
Preferred dividend	Dividend per share (Jun. 2013)	JPY 68.00	JPY 185.00	JPY 21.04	JPY 992.50	JPY 918.75	JPY 1,237.50	
	Total amount of dividend (Jun. 2013)	JPY 816 Million	JPY 1,480 Million	JPY 4,734 Million	JPY 2,501 Million	JPY 3,675 Million	JPY 3,712 Million	
	Yield	1.36%	1.48%	Libor (1y) + 50bp 1.052%	3.97%	3.675%	4.950%	
Acquisition right	Acquisition period	1/1/2002 3/31/2015	7/1/2003 11/30/2014	7/1/2010 				
	Current exchange price	JPY 1,501	JPY 3,240	JPY 392				
	Current exchange rate	(3.331)	(3.858)	(5.102)	()	()	()	
Reset of	Date of reset	1/1	7/1	5/1				
exchange rate	Direction of reset	Upward/Downward	Upward/Downward	Upward/Downward				
	Cap exchange rate	(3.331)	(3.858)	(12.987)				
	Floor exchange rate							
	Cap exchange price							
	Floor exchange price	JPY 1,501	JPY 3,240	JPY 154				
	Start of market price calculation	45 trading days before	45 trading days before	45 trading days before				
	Calculation period	30 trading days	30 trading days	30 trading days				
Acquisition clause	Date of mandatory exchange	4/1/2015	12/1/2014	Mandatory exchange not applicable	Mandatory exchange not applicable Acquisition clause exercisable under certain conditions at the issuer's option after seven years affter issue date	Mandatory exchange not applicable Acquisition clause exercisable under certain conditions at the issuer's option after seven years affter issue date	Mandatory exchange not applicable Acquisition clause exercisable under certain conditions at the issuer's option after seven years after issue date	
	Mandatory exchange rate	JPY 5,000 / Market Price	JPY 12,500 / Market Price					
	Start of market price calculation	45 trading days before	45 trading days before					
	Calculation period	30 trading days	30 trading days					
	Floor exchange price	JPY 1,667	JPY 3,598					

Trend of Long-term Senior Debt Rating of Resona Bank



Business Revitalization Plan

(Total of Group Banks)

(Total of Group Banks)											
	FY 2009	FY 2010	FY 2011	FY 2012	FY 2013		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013
(Billions of Yen)	(Actual)	(Actual)	(Actual)	(Plan)	(Plan)	(Billions of Yen)	(Actual)	(Actual)	(Actual)	(Plan)	(Plan)
Gross operating profit	615.2	605.7	598.6	606.0	623.0	Total assets *1	39,336.8	39,733.0	41,000.1	41,050.0	41,510.0
Trust fees	28.7	25.9	23.4	26.1	28.7	Loans and bills discounted	25,668.3	25,262.9	25,297.8	26,000.0	26,390.0
Jointly Operated Designated Money Trust	4.4	3.3	3.1	3.5	4.0	Securities	8,837.4	9,530.3	10,623.5	10,060.0	10,040.0
NPL disposal in the trust account	(0.0)	0.0	(0.0)	-	-	Trading assets	467.6	422.3	473.1	500.0	500.0
Interest income	578.4	541.3	513.2	555.0	604.0	DTA (term-end bal.)	219.0	158.6	142.2	98.1	97.4
Interest expense	92.5	70.1	59.1	86.0	123.0	Total liabilities*1	38,104.7	38,394.4	39,578.1	39,540.0	40,000.0
Net fees & commissions	67.6	72.9	73.4	81.0	83.0	Deposits and NCDs	33,192.0	34,013.3	34,878.9	34,000.0	34,430.0
Net trading income	27.4	30.1	12.1	7.9	8.7	Trading liabilities	5.1	11.8	23.5	50.0	50.0
Other operating income	5.4	5.5	35.3	22.0	21.6	DTL (term-end bal.)	-	-	-	-	
Gains/(losses) on bonds	19.7	30.5	26.8	(2.7)	0.9	DTL for land revaluation (term-end bal.)	29.8	28.2	23.7	25.3	24.5
Net operating profit	2010	260.0	259.7	201.0	280.0	Net assets*1	1,459.9	1,567.3	1,701.9	1,556.2	1,572.9
Before provision to general reserve and NPL disposal in the trust account)	264.6	260.0	259.7	261.0	280.0	Capital stock	388.8	388.8	388.8	388.8	388.8
Net operating profit	273.3	264.8	267.4	261.0	280.0	Capital reserve	418.8	418.8	418.8	418.8	418.8
Provision to general reserve	(8.6)	(4.7)	(7.6)	-	-	Other capital surplus	113.7	113.7	113.7	113.7	113.7
Expenses	350.5	345.6	338.8	345.0	343.0	Earned surplus reserve	20.0	20.0	20.0	20.0	20.0
Personnel expense	126.0	130.1	130.4	127.5	129.0	Retained earnings *2	381.1	508.9	599.5	484.1	501.3
Non-personnel expenses	206.0	197.1	189.8	198.5	195.0	Land revaluation excess	40.4	38.4	41.2	33.8	32.6
Disposal of NPL	114.6	70.4	57.8	64.0	61.0	Net unrealized gains/(losses) on other securities	82.8	61.6	92.0	83.4	84.1
Net gain/(loss) on stocks	4.3	(1.7)	2.2	7.0	8.0	(Management Indicators)					
Loss on devaluation	3.1	3.3	1.1	1.5	1.5	Yield on interest earning assets (A)	1.61	1.49	1.36	1.49	1.6
Ordinary profit*3	152.6	193.0	244.1	204.0	229.0	Interest earned on loans and bills discounted	1.95	1.82	1.72	1.80	1.9
Extraordinary gains	28.9	30.4	2.0	-	-	Interest on securities	0.61	0.61	0.56	0.63	0.6
Extraordinary losses	4.9	5.7	3.4	4.0	4.0	Total cost of funding (B)	1.21	1.13	1.04	1.14	1.2
ncome taxes - current	48.7	5.5	1.8	69.0	88.0	Interest paid on deposits and NCDs (D)	0.16	0.11	0.08	0.12	0.2
ncome taxes - deferred	4.6	61.7	1.3	10.0	-	Overall interest spread (A) - (B)	0.39	0.36	0.31	0.35	0.3
Net income/(loss)	123.1	150.5	239.4	121.0	137.0	Cost-to-income ratio (OHR)	56.98	57.06	56.60	56.93	55.0
Credit related expenses	82.1	36.8	4.4	64.0	61.0						
	<u>.</u>		•								

*1. Assets and liabilities are stated in average balance. Net assets are reported in term-end balance.

*2. Earned surplus excluding earned surplus reserve

The forward-looking statements contained in this presentation may be subject to material change due to the following factors.

These factors may include changes in the level of stock price in Japan, any development and change related to the government's policies, laws, business practices and their interpretation, emergence of new corporate bankruptcies, changes in the economic environment in Japan and abroad and any other factors which are beyond control of the Resona Group.

These forward-looking statements are not intended to provide any guarantees of the Group's future performance. Please also note that the actual performance may differ from these statements.