

January 27, 2011
Resona Holdings, Inc.

Announcement Regarding the Determination of the Number of New Shares to be Issued and the Amount of Capital Stock and Capital Reserve to be Reduced

Resona Holdings, Inc. (“Resona Holdings”) hereby announces that it has determined the number of shares issued by the exercise of the option granted to the international managers in the international offering for the purchase of the additionally issued shares and the amount of capital stock and capital reserve to be reduced, in relation to the issuance of new shares through public offering, etc. and the transfer of the increased amount of capital stock and capital reserve to “other capital surplus” due to the reduction of such amounts concurrently with the issuance of shares, which were resolved at the meeting of the Board of Directors held on January 7, 2011. Details are announced as follows:

1. Number of shares issued by the exercise of the option granted to the international managers
106,000,000 shares
2. Reduction of the amount of capital stock and capital reserve concurrently with the issuance of shares
 - (1) Amount of Capital Stock to be Reduced JPY260,586,420,000
 - (2) Amount of Capital Reserve to be Reduced JPY260,586,420,000

<Reference>

1. Number of shares to be offered by the issuance of new shares through public offering, etc.
1,237,000,000 shares of common stock of Resona Holdings which is the sum of (i), (ii) and (iii) below.
 - (i) 652,000,000 new shares to be underwritten and purchased by the Japanese underwriters in the Japanese public offering.
 - (ii) 479,000,000 new shares to be underwritten and purchased by the international managers in the international offering.
 - (iii) 106,000,000 new shares issued by the exercise of the option granted to the international managers in the international offering for the purchase of the additionally issued shares.

Note: This press release is not an offer to sell or a solicitation of any offer to buy the securities of Resona Holdings in the United States or elsewhere. This press release has been prepared for the sole purpose of publicly announcing that Resona Holdings has determined the number of new shares to be issued and the amount of capital stock and capital reserve to be reduced in relation to the issuance of new shares through public offering, etc. and the reduction in the amount of capital stock and capital reserve and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. The securities have not been and will not be registered under the United States Securities Act of 1933 and may not be offered or sold in the United States absent registration or an exemption from such registration requirement.

2. Number of shares outstanding before and after the issuance of shares of common stock through public offering, etc.:

Current number of shares outstanding
(as of January 27, 2011):

Common stock	1,214,957,691 shares
Class C No.1 preferred stock	12,000,000 shares
Class F No.1 preferred stock	8,000,000 shares
Class One No.1 preferred stock	75,000,000 shares
Class Two No.1 preferred stock	281,780,786 shares
Class Three No.1 preferred stock	275,000,000 shares
Class Four preferred stock	2,520,000 shares
Class Five preferred stock	4,000,000 shares
Class Six preferred stock	3,000,000 shares
Total number of shares issued	1,876,258,477 shares

Number of shares to be newly issued by the issuance of shares of common stock through public offering, etc.:

Common stock	1,237,000,000 shares
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Number of shares outstanding after the issuance of shares of common stock through public offering, etc.:

Common stock	2,451,957,691 shares
Class C No.1 preferred stock	12,000,000 shares
Class F No.1 preferred stock	8,000,000 shares
Class One No.1 preferred stock	75,000,000 shares
Class Two No.1 preferred stock	281,780,786 shares
Class Three No.1 preferred stock	275,000,000 shares
Class Four preferred stock	2,520,000 shares
Class Five preferred stock	4,000,000 shares
Class Six preferred stock	3,000,000 shares
Total number of shares issued	3,113,258,477 shares

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In addition to the above, up to 63,000,000 shares of common stock of Resona Holdings may be issued on February 18, 2011 by the third-party allotment to one of the Japanese underwriters in connection with the secondary offering through over-allotments.

3. Use of proceeds

Together with the net proceeds from the issuance of shares of common stock through third-party allotment resolved by the Board of Directors on the same day that the issuance of shares of common stock through public offering, etc. was resolved, which are estimated to be a maximum of JPY 26,408,450,000, the aggregate net proceeds from the issuance of shares of common stock through public offering, etc., which are estimated to be JPY 518,349,390,000, will be used to fund the repurchase of certain preferred shares issued pursuant to the Deposit Insurance Law, subject to the approval of the relevant authorities.

For details, please refer to “Announcement Regarding ‘the Issuance of New Shares and the Secondary Offering of Shares,’ ‘the Increase in the Amount of Other Capital Surplus,’ and ‘the Withdrawal of the Filing of the Shelf Registration Statement for the Issuance of New Shares’” released on January 7, 2011.

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