

February 16, 2011
Resona Holdings, Inc.

Announcement Regarding the Number of Shares Issued through Third-Party Allotment

Resona Holdings, Inc. (“Resona Holdings”) hereby announces that, in connection with the issuance of new shares through third-party allotment, which was resolved at the meeting of the Board of Directors held on January 7, 2011 together with the issuance of new shares through public offering, etc. and the secondary offering of shares (secondary offering through over-allotments), it has been notified that the allottee will subscribe in full for the shares planned to be issued. Details are announced as follows:

(1)	Number of New Shares to be Issued	63,000,000 shares (Number of Shares Planned to be Issued: 63,000,000 shares)
(2)	Total Amount to be Paid	JPY 26,543,160,000 (JPY 421.32 per share)
(3)	Amount of Capital Stock to be Increased	JPY 13,271,580,000 (JPY 210.66 per share)
(4)	Amount of Capital Reserve to be Increased	JPY 13,271,580,000 (JPY 210.66 per share)
(5)	Subscription Period (Subscription Date)	Thursday, February 17, 2011
(6)	Payment Date	Friday, February 18, 2011

<Reference>

1. The third-party allotment described above was resolved at the meeting of the Board of Directors held on January 7 2011 together with the issuance of new shares through public offering, etc. and the secondary offering of shares (secondary offering through over-allotments).

For detailed information on the third-party allotment, please refer to the press releases entitled “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’” dated January 7, 2011 and

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 the number of shares issued through the third-party allotment, 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.

“Announcement Regarding the Determination of the Issue Price and the Selling Price, etc. and the Amount of Capital Stock and Capital Reserve to be Reduced” dated January 24, 2011.

2. Number of shares outstanding before and after the issuance of shares of common stock through third-party allotment:

Current number of shares outstanding (as of February 16, 2011):

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

Number of shares to be newly issued by the issuance of shares of common stock through third-party allotment:

Common stock	63,000,000 shares
--------------	-------------------

Number of shares outstanding after the issuance of shares of common stock through third-party allotment:

Common stock	2,514,957,691 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	3,176,258,477 shares

3. Use of proceeds

Together with the net proceeds from the issuance of shares of common stock through public

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 the number of shares issued through the third-party allotment, 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.

offering, etc. resolved at the meeting of the Board of Directors on the same day that the issuance of shares of common stock through third-party allotment was resolved, which are estimated to be JPY 518,349,390,000, the net proceeds from the issuance of shares of common stock through third-party allotment, which are estimated to be JPY 26,408,450,000 (the net proceeds in total being estimated to be JPY 544,757,840,000), 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.

4. Total Amount to be Paid

(1) Number of Shares Newly Issued

Issuance of new shares through public offering, etc.:	1,237,000,000 shares
Issuance of new shares through third-party allotment:	63,000,000 shares
Total	1,300,000,000 shares

(2) Total Amount to be Paid

Issuance of new shares through public offering, etc.:	JPY 521,172,840,000
Issuance of new shares through third-party allotment:	JPY 26,543,160,000
Total	JPY 547,716,000,000

Notes:

- *1 The total amount to be paid equals the amount to be paid (JPY 421.32 per share) multiplied by the total number of shares newly issued.
- *2 The total estimated amount of net proceeds described in “3. Use of proceeds”, which is JPY 544,757,840,000, is derived by deducting the total estimated amount of offering expenses from the total amount to be paid.

[End of Document]

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 the number of shares issued through the third-party allotment, 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.