



Resona Holdings, Inc.

Consolidated Financial Results for the First Quarter of Fiscal Year 2013 (Three months ended June 30, 2013/Unaudited) <Under Japanese GAAP>



Code number: 8308

Stock exchange listings: Tokyo

URL: <http://www.resona-gr.co.jp>

Representative: Kazuhiro Higashi, President and Representative Executive Officer

Quarterly securities report issuing date: August 9, 2013 Trading accounts: Established

Dividend payment date: -

Supplemental information for quarterly financial statements: Available

Quarterly investor meeting presentation: Scheduled (for institutional investors and analysts)

1. Consolidated Financial Results for the First Quarter of Fiscal Year 2013 (April 1, 2013- June 30, 2013)

Note: Amounts less than 1 million yen are rounded down.

(1) Consolidated Operating Results (% represents the change from the same period in the previous fiscal year)

	Ordinary Income		Ordinary Profits		Net Income	
	Million yen	%	Million yen	%	Million yen	%
1Q of FY2013	211,047	0.6	86,097	24.9	62,180	43.7
1Q of FY2012	209,827	(4.1)	68,955	(20.4)	43,285	(31.6)

Note: Comprehensive Income: 1Q of FY2013: 44,748 million yen (+72.1%)

1Q of FY2012: 25,994 million yen (-61.6%)

	Net Income per Common Share	Diluted Net Income per Common Share
	Yen	Yen
1Q of FY2013	25.45	17.68
1Q of FY2012	17.71	11.87

(2) Consolidated Financial Conditions

	Total Assets	Net Assets	Net Assets Attributable to Stockholders to Total Assets Ratio	Net Assets per Common Share
	Million yen	Million yen	%	Yen
June 30, 2013	43,387,938	2,189,447	4.7	492.84
March 31, 2013	43,110,629	2,189,304	4.8	490.48

(Reference) Net Assets Attributable to Stockholders: June 30, 2013: 2,052,333 million yen

March 31, 2013: 2,063,232 million yen

Note: "Net Assets Attributable to Stockholders to Total Assets Ratio" is (Net assets at period-end minus Stock option at period-end minus Minority interests at period-end) divided by Total assets at period-end.

2. Dividends on Common Stock

	Dividends per Share				
	1st Quarter-end	2nd Quarter-end	3rd Quarter-end	Fiscal Year-end	Total
	Yen	Yen	Yen	Yen	Yen
FY2012	-	0.00	-	12.00	12.00
FY2013	-	-	-	-	-
FY2013 (Forecast)	-	0.00	-	15.00	15.00

Notes: 1. Revision of forecasts for dividends for FY2013: None

2. The figure above shows dividends on common stock. Please refer to following "Dividends on Classified stock" with regard to the details of dividends on classified stock (unlisted) whose legal rights differ from common stock.

3. Earnings Forecasts for Fiscal Year 2013 (April 1, 2013 - March 31, 2014, Consolidated)

(% represents the change from the same period in the previous fiscal year)

	Ordinary Profits		Net Income		Net Income per Common Share
	Million yen	%	Million yen	%	Yen
1 st Half of FY2013	110,000	(18.6)	70,000	(60.2)	31.07
FY2013 (Full year)	220,000	(22.8)	145,000	(47.3)	57.06

Note: 1. Revision of earnings forecast from the latest announcement: None

2. For calculation of forecasted net income per common share, please refer to "Forecasted Net Income per Common Share" which appears on page 3.

4. Other

(1) Changes in significant subsidiaries during the period : No

(2) Adoption of any particular accounting methods for quarterly consolidated financial statements: No

(3) Changes in Accounting Policies, Changes in Accounting Estimates and Restatements

- A) Changes due to revision of accounting standards : No
- B) Changes due to other reasons : No
- C) Changes in accounting estimates : No
- D) Restatements : No

(4) Number of common shares outstanding

- A) Total outstanding shares including treasury stock at the end of the period
June 30, 2013: 2,514,957,691 March 31, 2013: 2,514,957,691
- B) Treasury shares at the end of the period
June 30, 2013: 71,317,640 March 31, 2013: 71,812,990
- C) Average outstanding shares during the period
1Q of FY2013: 2,443,256,731 1Q of FY2012: 2,443,367,895

- Notes: 1. Treasury shares at the end of the period include the company's shares held by the ESOP-type Stock Benefit Trust for the Employee Shareholding Association: 7,120,900 (as of June 30, 2013)
7,618,400 (as of March 31, 2013)
2. After completing the share repurchase and cancellation (190,839,600 common shares) by July 25, 2013, the number of common shares outstanding including treasury shares as of the same date is 2,324,118,091 shares.

Note: Status of the quarterly review process

At the time when this "Consolidated Financial Results for the First Quarter of Fiscal Year 2013" is disclosed, the quarterly review process based on "Financial Instruments and Exchange Act" has been in process.

Note: Disclaimer regarding Forward-looking Statements

This report contains forward-looking statements, which are based on the information currently available and certain assumptions the Company considers to be reasonable. Risks, uncertainties and other factors may cause actual results, performance, achievements or financial position to be materially different from any future results, performance, achievements or financial position expressed or implied by these forward-looking statements. Resona Holdings does not revise the full year forecasts announced in May 2013, at this point in time.

Dividends on Classified Stock

Dividends per share on classified stock whose legal rights differ from common stock are as follows:

		Dividends per Share				
		1st Quarter-end	2nd Quarter-end	3rd Quarter-end	Fiscal Year-end	Total
Class C No. 1 preferred stock	FY2012	Yen -	Yen 0.00	Yen -	Yen 68.00	Yen 68.00
	FY2013	-				
	FY2013 (Forecast)		0.00	-	68.00	68.00
Class F No. 1 preferred stock	FY2012	-	0.00	-	185.00	185.00
	FY2013	-				
	FY2013 (Forecast)		0.00	-	185.00	185.00
Class three No. 1 preferred stock	FY2012	-	0.00	-	21.04	21.04
	FY2013	-				
	FY2013 (Forecast)		0.00	-	19.02	19.02
Class four preferred stock	FY2012	-	0.00	-	992.50	992.50
	FY2013	-				
	FY2013 (Forecast)		0.00	-	992.50	992.50
Class five preferred stock	FY2012	-	0.00	-	918.75	918.75
	FY2013	-				
	FY2013 (Forecast)		0.00	-	918.75	918.75
Class six preferred stock	FY2012	-	0.00	-	1,237.50	1,237.50
	FY2013	-				
	FY2013 (Forecast)		0.00	-	1,237.50	1,237.50

Note: For Class C and Class F Preferred Shares, Resona Holdings plans to distribute the special preferred dividends utilizing other capital surplus (totaling Y12 billion and Y20 billion per annum, respectively). These special preferred dividends will be appropriated to the repayment in installments of public funds in accordance with the contract signed between the Deposit Insurance Corporation of Japan and the Company on June 21, 2013.

(Reference)**Formula for Forecasted Net Income per Common Share**

$$\frac{\text{Forecasted net income} - \text{Forecasted total dividend for preferred stock}}{\text{Forecasted average number of common shares (excluding treasury stock)}}$$

* Forecasted average number of common shares (excluding treasury stock): 2,252,800,451 shares

* Forecasted dividend for preferred stock
 2nd Quarter : - million yen
 Full Year : 16,464 million yen

Notes: 1. Since the Company completed the common share repurchase and cancellation (totaling 190,839,600 shares) based on the resolutions by the board of directors' meetings held on May 10 and June 21, 2013 by July 25, 2013, the per share forecast is provided based on the number of common shares outstanding (excluding the number of treasury shares) at the end of the term less the number of shares repurchased and cancelled as specified below.

2. Forecasted total preferred dividends do not include the special preferred dividends which the Company plans to distribute.

- (1) Number of common shares outstanding (excluding treasury shares) at the end of the term:
 2,443,640,051 shares
 (2) Number of common shares repurchased and cancelled: 190,839,600 shares
 (3) Difference ((1) - (2) above): 2, 252,800,451 shares

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Statements of Trust Assets and Liabilities

1. Information Regarding "4. Other"

(1) Changes in important subsidiaries during the period
None

(2) Changes in accounting policies, changes in accounting estimates and restatements
None

[Additional Information]

The Company executed an agreement with the Deposit Insurance Corporation of Japan on June 21, 2013, which specifies that the aggregate amount of the public funds pursuant to the Act on Emergency Measures for Early Strengthening of Financial Functions that Resona Holdings must repay is 160 billion yen and the repayment will be made in installments with the special preferred dividends. The outstanding amount to be repaid for Class C and Class F Preferred Shares as of June 30, 2013 is Y160 billion.

2. Consolidated Financial Statements

(1) Consolidated Balance Sheets

(Millions of yen)

	March 31, 2013	June 30, 2013
Assets		
Cash and due from banks	¥ 3,386,146	¥ 4,077,970
Call loans and bills bought	183,822	148,646
Monetary claims bought	376,537	368,292
Trading assets	787,139	774,744
Monetary claims trusts	200	526
Securities	10,181,599	10,441,931
Loans and bills discounted	26,490,121	25,881,998
Foreign exchange assets	67,782	64,072
Other assets	867,023	832,209
Tangible fixed assets	307,328	307,399
Intangible fixed assets	43,498	44,124
Deferred tax assets	176,269	199,374
Customers' liabilities for acceptances and guarantees	539,855	539,076
Reserve for possible loan losses	(305,532)	(292,280)
Reserve for possible losses on investments	(161)	(149)
Total assets	¥43,110,629	¥43,387,938
Liabilities		
Deposits	¥35,384,871	¥35,066,658
Negotiable certificates of deposit	1,301,400	1,284,710
Call money and bills sold	250,602	318,599
Payables under repurchase agreements	38,992	19,997
Payables under securities lending transactions	-	382,065
Trading liabilities	346,073	266,781
Borrowed money	671,869	1,087,887
Foreign exchange liabilities	1,463	1,448
Bonds	716,429	692,768
Due to trust account	448,793	509,458
Other liabilities	1,126,413	949,267
Reserve for employees' bonuses	18,182	3,975
Reserve for employees' retirement benefits	12,940	13,388
Other reserves	39,504	38,425
Deferred tax liabilities	240	292
Deferred tax liabilities for land revaluation	23,690	23,690
Acceptances and guarantees	539,855	539,076
Total liabilities	40,921,325	41,198,490
Net assets		
Capital stock	340,472	50,472
Capital surplus	237,082	847,082
Retained earnings	1,315,470	1,011,323
Treasury stock	(89,596)	(89,418)
Total stockholders' equity	1,803,428	1,819,459
Net unrealized gains on available-for-sale securities	186,573	172,815
Net deferred gains on hedges	36,319	21,696
Revaluation reserve for land	41,260	41,260
Foreign currency translation adjustments	(4,350)	(2,899)
Total accumulated other comprehensive income	259,803	232,873
Minority interests in consolidated subsidiaries	126,072	137,114
Total net assets	2,189,304	2,189,447
Total liabilities and net assets	¥43,110,629	¥43,387,938

(2) Consolidated Statements of Income and Consolidated Statements of Comprehensive Income**[Consolidated Statements of Income]***(Millions of yen)*

	For the three months ended June 30, 2012	For the three months ended June 30, 2013
Ordinary income	¥209,827	¥211,047
Interest income	123,914	118,380
Interest on loans and bills discounted	106,242	99,845
Interest and dividends on securities	13,217	12,866
Trust fees	5,420	5,655
Fees and commissions	39,445	45,615
Trading income	5,642	157
Other operating income	13,002	19,173
Other ordinary income	22,401	22,065
Ordinary expenses	140,872	124,950
Interest expenses	12,832	11,886
Interest on deposits	6,399	5,448
Fees and commissions	9,597	9,348
Trading expenses	1,034	4,529
Other operating expenses	6,307	4,574
General and administrative expenses	87,540	86,839
Other ordinary expenses	23,560	7,772
Ordinary profits	68,955	86,097
Extraordinary gains	576	3,090
Gains on disposal of fixed assets	576	3,090
Extraordinary losses	560	445
Losses on disposal of fixed assets	439	336
Losses on impairment of fixed assets	120	108
Net income before income taxes and minority interests	68,972	88,743
Income taxes – current	13,654	23,686
Income taxes – deferred	11,021	(624)
Total income taxes	24,675	23,061
Net income before minority interests	44,296	65,681
Minority interests in net income	1,010	3,500
Net income	¥43,285	¥62,180

[Consolidated Statements of Comprehensive Income]*(Millions of yen)*

	For the three months ended June 30, 2012	For the three months ended June 30, 2013
Net Income before minority interests	¥44,296	¥65,681
Other comprehensive income	(18,301)	(20,932)
Net unrealized gains (losses) on available-for-sale securities	(19,217)	(13,745)
Net deferred gains (losses) on hedges	3,815	(14,622)
Foreign currency translation adjustments	(2,893)	7,443
Share of other comprehensive income of affiliates accounted for using equity method	(6)	(7)
Total comprehensive income	25,994	44,748
Comprehensive income attributable to:		
Owners of the parent	28,094	35,250
Minority interests	¥ (2,100)	¥ 9,498

(3) Note on Going-Concern Assumption

Not applicable

(4) Note for Significant Changes in the Amount of Stockholders' Equity1st Quarter of FY2013 (from April 1, 2013 to June 30, 2013)

(Millions of yen)

	Capital stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity
Balance at the beginning of the term	340,472	237,082	1,315,470	(89,596)	1,803,428
Changes during the term (cumulative)					
Dividends paid			(46,327)		(46,327)
Net income (cumulative)			62,180		62,180
Acquisition of own shares				(1)	(1)
Disposal of treasury shares		(0)		179	179
Transfer from retained earnings to capital stock (Note)	320,000		(320,000)		-
Transfer from capital stock to capital surplus (Note)	(610,000)	610,000			-
Changes in total during the term (cumulative)	(290,000)	609,999	(304,146)	178	16,031
Balance at the end of the term	50,472	847,082	1,011,323	(89,418)	1,819,459

Note: Due to the transfer from retained earnings to capital stock, the amount of retained earnings decreased by Y320,000 million and the amount of capital stock increased by the same amount, effective on June 24, 2013. On the same day, the capital stock was reduced by Y610,000 million to make a transfer to capital surplus.

(5)Per Common Share Information**1. Net assets per share of common stock and its calculation base***(Millions of yen, except "Net assets per common share" and number of shares)*

	As of March 31, 2013	As of June 30, 2013
Net assets per common stock (yen)	¥490.48	¥492.84
(Calculation base)		
Total net assets	2,189,304	2,189,447
Deductions from total net assets	990,991	985,114
Minority interests	126,072	137,114
Preferred stock	848,000	848,000
Preferred dividends	16,918	-
Net assets attributable to common stock at the end of the period	1,198,313	1,204,333
Number of shares of common stock at the end of the period used for the calculation of net assets per share of common stock (shares in thousands)	2,443,144	2,443,640

Note: The number of common shares used for the calculation of net assets per common shares as of the end of June 2013 is after deductions of 1) the number of treasury shares and 2) the number of shares held by the ESOP Trust (7,120 thousands shares as June 30, 2013).

2. Net income per share of common stock and diluted net income per share of common stock and those calculation base*(Millions of yen, except "Net income per share of common stock" and number of shares)*

	For the three months ended June 30, 2012	For the three months ended June 30, 2013
Net income per share of common stock (yen)	¥17.71	¥25.45
(Calculation base)		
Net income	43,285	62,180
Amounts not attributable to common stockholders	-	-
Net income attributable to common stock	43,285	62,180
Average number of common shares during the period (shares in thousand)	2,443,367	2,443,256
Diluted net income per share of common stock (yen)	11.87	17.68
(Calculation base)		
Adjustments in net income	-	-
Increase in number of shares (shares in thousands)	1,202,181	1,072,526

Note: Average number of common shares during the period is after deductions of 1) the number of treasury shares and 2) the number of shares held by the ESOP Trust (7,505 thousands shares for the period ended June 30, 2013).

(6) Significant subsequent events

1. Repurchase and cancellation of treasury shares

Within the upper limits for acquisition of own shares which were established based on the resolutions of the board of directors meetings held on May 10 and June 21, 2013, Resona Holdings repurchased 190,839,600 ordinary shares of its own with the total acquisition price of 99,999,950,400 yen and cancelled all of them on July 25, 2013.

2. Partial amendments to the Articles of Incorporation

The following partial amendments to the Articles of Incorporation which enable installment repayment for Class C and Class F Preferred Shares were approved and adopted on June 21, 2013 at the annual shareholders' meeting and at each of the class meetings of the Ordinary Shareholders, Class C Preferred Shareholders, Class F Preferred Shareholders, Class Three Preferred Shareholders, Class Four Preferred Shareholders, Class Five Preferred Shareholders and Class Six Preferred Shareholders and became effective as of July 24, 2013, after the settlement of the share repurchase specified in 1. above was completed.

- I. Extension of the Simultaneous Acquisition Date with the Ordinary Shares and the extension of the period for making acquisition requests regarding the Class C Preferred Shares and Class F Preferred Shares
 - (1) The Simultaneous Acquisition Date with the Ordinary Shares (so-called date of simultaneous conversion into the Ordinary Shares) will both be extended to the date following the date of the annual shareholders' meeting for the fiscal year ending March 2018
 - (2) The period for making acquisition requests (so-called conversion period) will be extended to the date of the annual shareholders' meeting for the fiscal year ending March 2018.
- II. Changes in the amount of preferred dividends regarding the Class C Preferred Shares and the Class F Preferred Shares
 - (1) Separate from the usual preferred dividends, provisions on the special preferred dividends of the aggregate of ¥12 billion per year (fixed) on the Class C Preferred Shares and ¥20 billion per year (fixed) on the Class F Preferred Shares, respectively, will be established. These special preferred dividends will be appropriated to the repayment in installments of public funds.
 - (2) The provision on the amount of usual preferred dividends will be changed so that the amount of usual preferred dividends will be reduced proportionately to the year-on-year reduction in the balance of the amount of repayment required for the public funds with the annual payment of the special preferred dividends set forth in (1) above.

[Reference Sheet]**Statement of Trust Assets and Liabilities**

	Mar 31, 2013		June 30, 2013	
	<i>Million yen</i>	<i>%</i>	<i>Million yen</i>	<i>%</i>
Assets				
Loans and bills discounted	¥53,412	0.23	¥51,535	0.21
Securities	63	0.00	63	0.00
Beneficiary rights	21,969,982	93.98	22,675,385	94.07
Security held in custody account	5,578	0.02	5,736	0.02
Monetary claims	372,080	1.59	349,433	1.45
Tangible fixed assets	500,550	2.14	488,024	2.03
Intangible fixed assets	2,024	0.01	2,022	0.01
Other claims	7,052	0.03	6,402	0.03
Due from banking account	448,793	1.92	509,458	2.11
Cash and due from banks	17,817	0.08	16,618	0.07
Total assets	¥23,377,357	100.00	¥24,104,682	100.00
Liabilities				
Money trusts	¥7,030,744	30.08	¥7,180,279	29.79
Pension trusts	3,502,401	14.98	3,719,233	15.43
Property formation benefit trusts	1,120	0.01	1,128	0.01
Securities investment trusts	11,205,133	47.93	11,618,687	48.20
Money entrusted, other than money trusts	325,836	1.39	359,721	1.49
Securities trusts	166,568	0.71	116,727	0.48
Monetary claims trusts	382,789	1.64	359,888	1.49
Land and fixtures trusts	118,844	0.51	116,815	0.49
Land and fixtures lease trusts	2,814	0.01	2,835	0.01
Composite trusts	641,104	2.74	629,366	2.61
Total liabilities	¥23,377,357	100.00	¥24,104,682	100.00

Notes: 1. Figures in the above table exclude trusts whose monetary value cannot be reliably estimated.

2. A consolidated subsidiary to be added up is Resona Bank, Ltd.