

PUBLIC DISCLOSURE

January 14, 2008

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

**Mizuho Corporate Bank (USA)
RSSD No. 229913**

**1251 Avenue of the Americas
New York, NY 10020**

FEDERAL RESERVE BANK OF NEW YORK

**33 LIBERTY STREET
NEW YORK, NY 10045**

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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INSTITUTION'S CRA RATING: Mizuho Corporate Bank (USA) ("Mizuho") is rated "Outstanding."

The outstanding performance of Mizuho with regard to the Community Reinvestment Act ("CRA") is based on the following performance criteria:

- A high level of community development loans, community development services, or qualified investments, particularly investments that are not routinely provided by private investors.
- Extensive use of innovative or complex qualified investments, community development loans, or community development services.
- Excellent responsiveness to credit and community economic development needs in the bank's assessment area.

SCOPE OF EXAMINATION

Mizuho's performance was evaluated using the FFIEC interagency procedures for wholesale or limited-purpose institutions. The evaluation covers Mizuho's community development activities from January 1, 2006 through December 31, 2007. Examiners also considered information received from interviews with two community development groups in order to gain an understanding of local credit needs.

DESCRIPTION OF INSTITUTION

Mizuho is headquartered in New York City. The bank was created in December 2002, through the merger of The Industrial Bank of Japan Trust Company with Fuji Bank and Trust Company. Mizuho is a subsidiary of Mizuho Corporate Financial Group, Ltd., which was formed from the merger of three Japanese banks in April 2002: Fuji Bank, Ltd., Dai-Ichi Kangyo Bank, Ltd., and The Industrial Bank of Japan, Ltd.

Mizuho reported total assets of \$2.9 billion as of September 30, 2007. As a wholesale bank, Mizuho serves a predominantly international, institutional and government client base providing commercial lending and leasing services. The bank does not have a branch network and offers no retail deposit or lending products or services.

At the bank's last CRA examination, dated January 6, 2006, Mizuho was assigned an overall CRA rating of "Outstanding" under the wholesale bank evaluation procedures. There are no financial or legal factors that would prevent the bank from fulfilling its obligations under CRA.

DESCRIPTION OF ASSESSMENT AREA

Mizuho's assessment area consists of the five counties of New York City (Bronx, Kings, New York, Richmond and Queens). These counties are a part of MD 35644 (New York-White Plains-

Wayne, NY-NJ). The assessment area does not arbitrarily exclude low- and moderate-income (“LMI”) geographies and is in compliance with the requirements of Regulation BB Section 228.41. A map of the assessment area appears on page BB11.

PERFORMANCE CONTEXT

The data used to describe the assessment area and evaluate the context in which the bank operates was obtained from publicly available sources including the U.S. Department of Commerce’s Bureau of the Census, the U.S. Department of Labor, the U.S. Department of Housing and Urban Development (“HUD”) and the New York City Department of Housing Preservation and Development (“HPD”).

Demographic Characteristics

According to the 2000 Census, the population in the assessment area is over 8 million. Almost 2.9 million of the city’s population of 8.9 million, or 33%, was born outside the United States. Flexible underwriting is needed for recent immigrants who may have limited credit histories and nontraditional incomes. In addition, immigrants may be unfamiliar with the credit application process and could benefit from financial literacy education.

More than 42% of the census tracts in the assessment area are LMI, with those areas concentrated in upper Manhattan, northern Brooklyn and Bronx County.

Income Characteristics

The 2007 HUD-adjusted median family income (“MFI”) for MD 35644 (New York-White Plains-Wayne, NY-NJ) is \$59,500 and the 2006 MFI was \$59,200. A significant proportion of families, almost 19%, subsist below the poverty level in the assessment area. In Bronx County, 28% of families are living below the poverty level. New York City also has a large proportion of non-family households which tend to have lower incomes. Only 62% of households in the bank’s assessment area are families.

Housing Characteristics

Housing is expensive relative to income in New York City, causing significant affordability issues for the LMI population. According to the National Association of Realtors, the median price of a single-family home in MD 35644 was \$551 thousand in 2007, increasing from \$539 thousand in 2006. These prices are unaffordable to LMI families, and even many middle-income borrowers.

The assessment area also has a shortage of affordable rental housing, with an increasing gap between renter incomes and the cost of housing. According to HPD’s 2005 New York City Housing and Vacancy Survey, the median income of renter households was \$32 thousand in 2004 while the median gross rent was \$920 in 2005. In addition, the survey noted that almost 29% of all renter households in New York City paid more than 50% of their income for gross rent.

The sharp disparity between incomes and costs of either owned or rented housing indicates that the LMI population needs affordable mortgage programs and rental property development. Programs to develop housing for the lowest income New Yorkers are especially needed.

Labor, Employment and Economic Characteristics

Unemployment rates increased somewhat during the examination period. The New York State Department of Labor reported that the annual average unemployment rate for New York City was 5.2% in 2007, up from 4.0% in 2006.

Exhibit 1 on the following page provides additional assessment area demographics.

Exhibit 1

Assessment Area Demographics

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	326	14.7	310,882	16.6	128,229	41.2	574,246	30.7
Moderate-income	613	27.6	586,320	31.4	136,861	23.3	311,873	16.7
Middle-income	663	29.9	522,015	27.9	59,653	11.4	318,556	17.0
Upper-income	557	25.1	450,592	24.1	21,091	4.7	665,134	35.6
Unknown-income	58	2.6	0	0.0	0	0.0	0	0.0
Total Assessment Area	2,217	100.0	1,869,809	100.0	345,834	18.5	1,869,809	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	471,421	30,113	3.3	6.4	411,139	87.2	30,169	6.4
Moderate-income	923,923	158,133	17.3	17.1	714,817	77.4	50,973	5.5
Middle-income	850,907	313,795	34.4	36.9	497,604	58.5	39,508	4.6
Upper-income	954,512	410,088	45.0	43.0	485,867	50.9	58,557	6.1
Unknown-income	149	4	0.0	2.7	28	18.8	117	78.5
Total Assessment Area	3,200,912	912,133	100.0	28.5	2,109,455	65.9	179,324	5.6
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low-income	25,404	8.7	22,225	8.9	2,005	5.9	1,174	12.8
Moderate-income	60,244	20.6	52,942	21.2	4,858	14.3	2,444	26.7
Middle-income	61,971	21.2	54,184	21.7	5,728	16.9	2,059	22.5
Upper-income	139,773	47.8	116,233	46.6	20,179	59.5	3,361	36.8
Unknown-income	5,169	1.8	3,939	1.6	1,129	3.3	101	1.1
Total Assessment Area	292,561	100.0	249,523	100.0	33,899	100.0	9,139	100.0
	Percentage of Total Businesses:			85.3		11.6		3.1

Based on 2000 Census Information.

CONCLUSIONS WITH RESPECT TO PERFORMANCE CRITERIA

Mizuho provided an excellent level of community development loans, qualified investments and community development services that were targeted to maximize benefit to credit and community development needs in the assessment area. In many cases, qualifying activities were innovative and/or complex.

Community Development Lending

As shown in Exhibit 2, Mizuho's community development lending totaled \$59 million. Of this total, \$24 million was originated since the prior CRA examination. Community development lending within the assessment area totaled \$35 million. The level of Mizuho's community development lending activities compared favorably with other similarly-situated banks operating in the assessment area.

\$24 million of the total community development lending represented a line of credit extended to support repairs to a power company damaged by Hurricane Katrina. Mizuho received credit for qualifying community development activities outside of its assessment area because it has adequately addressed community development credit needs within its assessment area.

EXHIBIT 2		
Summary of Community Development Lending		
January 1, 2006 – December 31, 2007*		
Primary Community Development Purpose	(\$ millions)	%
Revitalize and Stabilize	\$26	44%
Economic Development	\$17	29%
Affordable Housing	\$14	24%
Community Services	\$2	3%
TOTAL ACTIVITY	\$59	100%

**Lending activity includes new loans extended during the examination period as well as existing balances from the prior examination that were outstanding as of 12/31/2007. Five loans totaling \$35 million were outstanding from the prior CRA exam.*

Lending activity was directed to financial intermediaries that provide loans and other services to community development groups. Most of these intermediaries take a multifaceted approach to community development and their activities meet multiple community development designations.

Many of the loans were extended to organizations that develop housing, services and businesses for the lowest income New Yorkers, such as the homeless, and were particularly responsive to

the local community. Services provided by most of the intermediaries are not typically provided by for-profit financial institutions.

In an effort to leverage its lending, Mizuho maintains ongoing relationships with its intermediary borrowers that include investment and service activity as well as lending. In addition, most of the loans had flexible terms that resulted in reduced financing costs for the borrowers.

The following are some examples of Mizuho's community development loans:

- A \$5 million working capital loan to a financial intermediary organization that serves community development corporations ("CDC's") that are engaged in developing affordable housing, creating community services facilities and retaining small businesses in LMI areas by providing technical assistance, pre-development loans, construction loans, donations and seed financing. This loan was in addition to a \$5 million 10-year loan that is currently outstanding.
- A \$5 million line of credit to a national nonprofit organization that provides affordable financing and comprehensive technical assistance to nonprofit and for-profit organizations situated in economically-distressed and traditionally underserved communities. This organization works closely with community-based partners to develop and operate financing programs that address specific capital gaps within local markets, seeks to obtain funding commitments from local financial institutions and provides low-cost financing for community based organizations undertaking development activities.
- A \$5 million line of credit to a major citywide affordable housing initiative established through a partnership between the City of New York, major foundations, nonprofit organizations, and New York's banking industry to meet an acute need for acquisition and predevelopment financing for affordable housing.
- A line of credit to an organization that is internationally recognized as a leader in providing services to the homeless and the development of exceptionally designed housing for low-income and formerly homeless adults.

Qualified Investments

As shown in Exhibit 3, Mizuho made almost \$19 million in qualified investments in the assessment area. This level is the same reported during the prior CRA evaluation, and includes approximately \$2 million in new investments made since the prior CRA evaluation. The level of Mizuho's qualified investment activities compared favorably with other similarly-situated banks operating in the assessment area.

EXHIBIT 3		
Summary of Qualified Investments*		
January 1, 2006– December 31, 2007		
Primary Community Development Purpose	(\$millions)	%
Affordable Housing	\$14	74%
Economic Development	\$4	21%
Community Services	\$1	5%
Revitalize and Stabilize	<\$1	0%
TOTAL ACTIVITY	\$19	100%

* Investments include investments and grants made during the examination period as well as existing balances from the prior examination that were outstanding as of 12/31/2006.

Low-income housing tax credit investments are the largest proportion of the investment dollars. These investments, which help meet the assessment area’s critical need for affordable housing, are considered complex because of their highly technical accounting requirements.

Investments also included nonmember deposits in community development financial institutions that serve LMI areas and residents in New York City, many of which have limited access to traditional financial service providers. Financial services directed toward LMI areas and residents are an important assessment area need.

Mizuho provided grants to an affordable housing organization. The grants helped sponsor a first-time homebuyer seminar series offered in mostly LMI areas. These seminars were created to help potential homebuyers acquire the skills to purchase, maintain and secure their homes.

Community Development Services

Mizuho provided an excellent level of community development services in relation to the size of its staff as summarized in Exhibit 4.

Most of the services provided are ongoing activities requiring regular participation on boards, loan committees and advisory committees of local community development groups.

Participation is at the highest levels, including the bank’s president, who served on two board advisory committees of local community development groups. These services include:

- The Mizuho Educational Seminar Series, offered, when needed, in Spanish, Creole, Korean and Chinese, has helped educate more than 33,250 low- and moderate-income, metropolitan-area prospective and current homeowners about the skills necessary to purchase, maintain and secure homes.

- A member of the Mizuho Board of Directors has served on the advisory board of a leading community development intermediary that provides financial and technical assistance to community based organizations for community development purposes.
- Mizuho's CRA Officer, has served on the Board of Directors of a not-for-profit citywide organization working to increase and protect investment in underserved low-and moderate-income neighborhoods and to create and preserve affordable housing in New York City.

EXHIBIT 4
Summary of Community Development Services
Within Assessment Area
January 1, 2006 – December 31, 2007

Activity Type	Number of Activities
On-Going Board & Committee Memberships	11
Training Sessions and Technical Assistance Events	22
TOTAL	33

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

The bank is in compliance with the substantive provisions of the anti-discrimination laws and regulations. No credit practices were identified as being inconsistent with helping to meet credit needs of the assessment area.

CRA APPENDIX A GLOSSARY

Census tract: A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community development: All agencies have adopted the following language. Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low-or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Community Development Financial Institution ("CDFI"): A CDFI is an organization that has been certified by the U.S. Treasury as a provider of loans and services that assist specially funded institutions that revitalize LMI areas and assist LMI persons.

Family: A family is a group of two people or more related by birth, marriage, or adoption and residing together; all such people (including related subfamily members) are considered as members of one family.

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act ("HMDA"): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary

reports of their mortgage lending activity. The reports include such data as the race, gender, and income of applicants, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes, and refinancings of home improvement and home purchase loans.

Household: A household consists of all persons who occupy a housing unit. Persons not living in households are classified as living in group quarters.

Low-income: Individual income that is less than 50% of the area median income, or a median family income that is less than 50%, in the case of a geography.

Metropolitan Area (“MA”): A metropolitan statistical area (MSA) or a metropolitan division (MD) as defined by the Office of Management and Budget. A MSA is a core area containing at least one urbanized area of 50,000 or more inhabitants, together with adjacent communities having a high degree of economic and social integration with that core. A MD is a division of a MSA based on specific criteria including commuting patterns. Only a MSA that has a population of at least 2.5 million may be divided into MDs.

Middle-income: Individual income that is at least 80% and less than 120% of the area median income, or a median family income that is at least 80% and less than 120%, in the case of a geography.

Moderate-income: Individual income that is at least 50% and less than 80% of the area median income, or a median family income that is at least 50% and less than 80%, in the case of a geography.

Owner-occupied units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

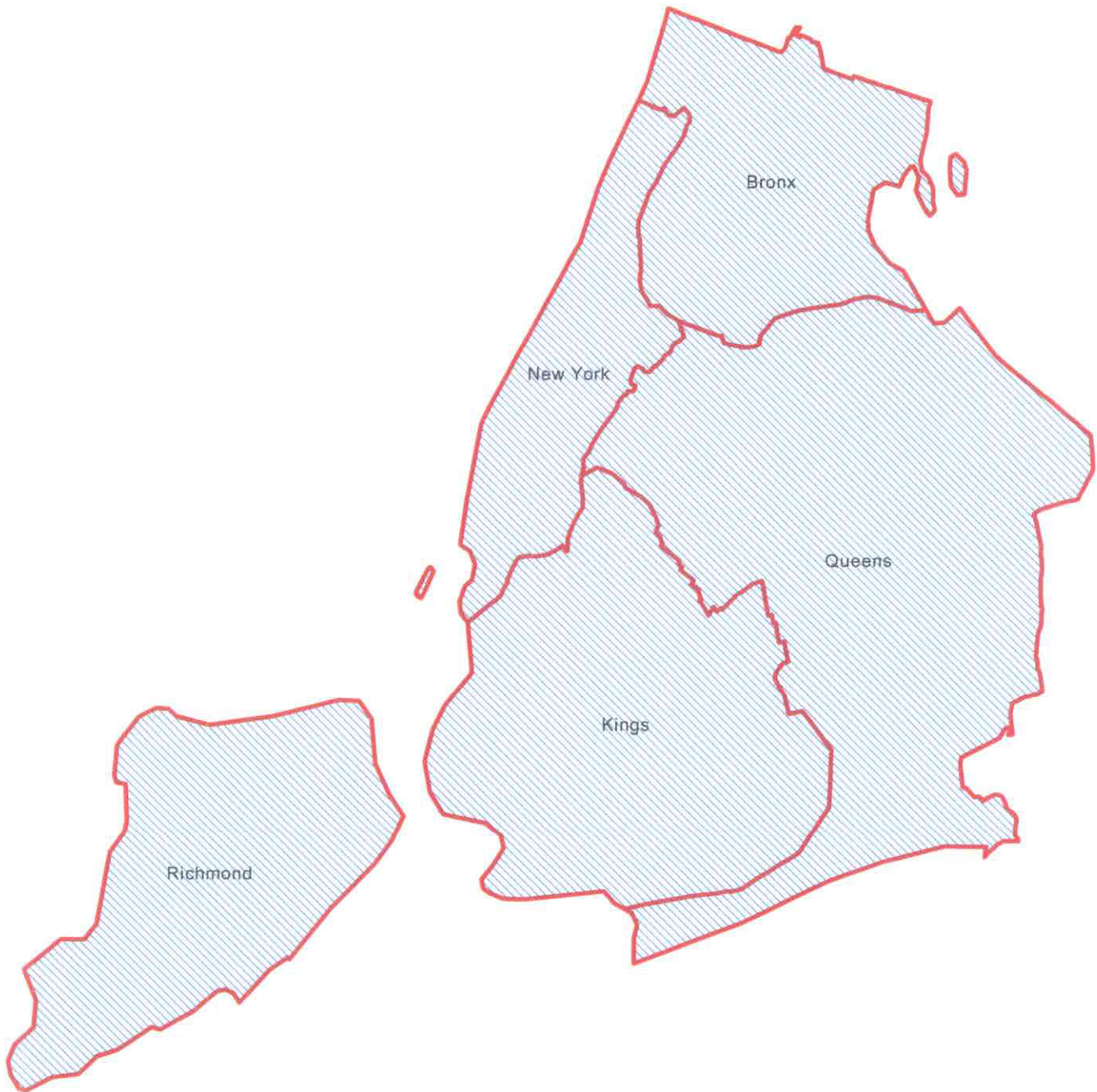
Small loan(s) to business (es): A loan included in “loans to small businesses” as defined in the Consolidated Report of Condition and Income (“Call Report”) and the Thrift Financial Reporting (“TFR”) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial loans.

Upper-income: Individual income that is more than 120% of the area median income, or a median family income that is more than 120%, in the case of a geography.



Mizuho Corporate Bank (USA)

2006 - 2007

Assessment Area



Legend

-  County
-  Assessment Area

