

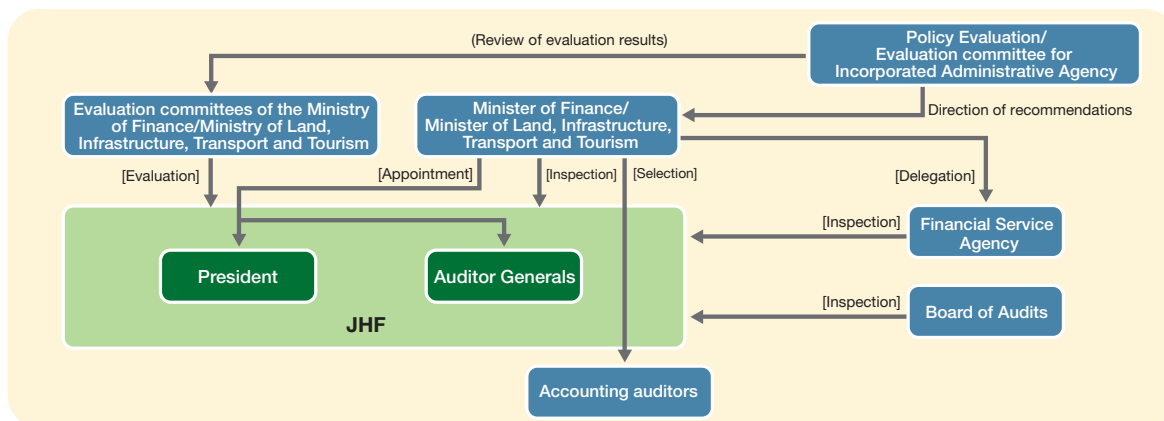
Corporate Governance

Governance Structure

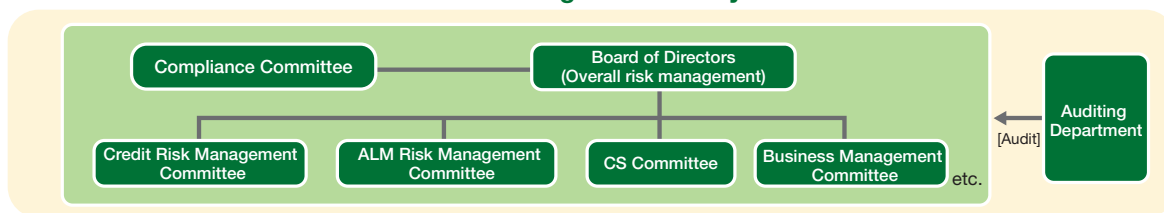
Recognizing its basic mission and social responsibility as an Incorporated Administrative Agency, JHF places strengthening of corporate governance as a priority of its business management, as a way to ensure sound and proper proceedings of its business with high ethical standards and wisdom under transparent and efficient management based on the Act on the General Rules for Incorporated Administrative Agencies.

Moreover, in order to develop its internal governance system for appropriate business operation, JHF establishes the Basic Policy on Internal Governance and promotes appropriate internal governance by introducing a PDCA cycle.

<Governance structure>



<JHF's internal governance system>



Basic Policy on Internal Governance (summary)

● Compliance system

- Establishment of the Compliance Charter for our employees to perform their duties based on full awareness of our fundamental mission and social responsibilities
- Development of a compliance enforcement system through establishment of the Compliance Committee and formulation of compliance programs, etc.
- Creation of a system to handle compliance violations

● Customer protection and other customer management

- Establishment of rules and systems for customer explanations, management of customer support, etc. and customer information management
- Establishment of privacy policy and rules on information security
- Establishment of rules on document management

● Risk management system

- Establishment of risk management rules
- Creation of a risk management system that includes establishment of a risk management committee necessary to understand where risks are as well as types and features of risks and manage each risk

● Establishment of board of directors

- Development of rules on the organization and document approvals to clarify disciplines in official authority and decision making
- Establishment of board of directors to deliberate management-related issues and support decision-making of the president
- Quarterly inspection management of annual plan
- Establishment of the post of chief information officer (CIO)

● Internal audit system

- Establishment of internal audit division directly under the president, independent from other business departments, etc.

● Establishment of a system for auditor-generals auditing

- Establishment of a system for effective audit by auditor-generals independent from JHF

(For the full text, refer to page 92)

Compliance

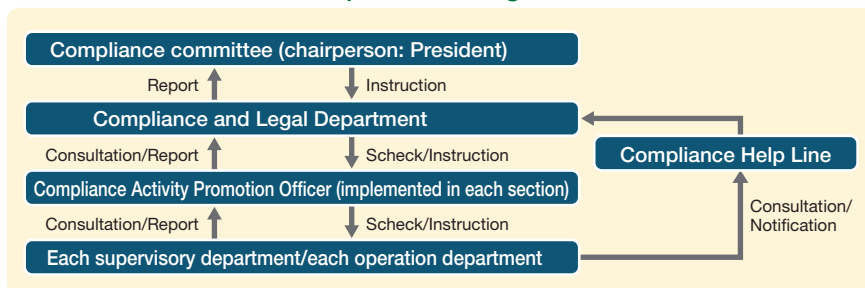
Arrangements for compliance

In order to reliably implement compliance, JHF has set up the Compliance Committee (chairperson is President) comprising of all directors and managers of departments involved in discussing and deciding important matters related to compliance. In addition, the Compliance and Legal Department has been established as the department managing compliance, along with which, in managing the promotion of activities for compliance in each department, a person responsible for compliance is assigned for every department.

Furthermore, in order to prevent violating compliance in JHF in advance, a compliance help line has been set up in and outside the Compliance and Legal Department.

Meanwhile, in FY 2011 and FY 2012, an employee was indicted on a bribery charge as a result of the employee's behavior during 2007 and 2008. JHF has taken this case seriously and established a committee including outside experts to identify the causes and formulate measures for its prevention and improvement. Officials and employees will work together to take measures to prevent recurrence to recover trust from the public.

<Compliance arrangement>



JHF provides all executives and staff members with a pocket-size edition of its compliance manual. It will serve to guide them when they look back on actions on their jobs, or when they have difficulty making decisions.

Fostering awareness of compliance

JHF has established the Compliance Charter as a basic principle of compliance. JHF is also making every effort to enhance awareness of compliance among all executives and employees; we have developed a compliance manual providing the laws, regulations, rules, social requirements, and matters to be noted pertaining to compliance to be shared by all executives and employees, and set and implemented annual compliance programs.

The programs also included agency-wide e-learning, compliance meetings in individual operational units (where interactive opinion exchange is conducted based on compliance topics) and the monthly provision of compliance-related information through the in-house LAN, as well as periodic interactive training using the case method. These educational programs help employees understand compliance and think and act based on their understanding.

The compliance programs in FY 2011 and FY 2012 included newly-set preventive and improvement measures (specific measures involving strict enforcement of compliance, control of mode of business activities, personnel management and information management) as efforts to be made by all employees.

In addition, JHF monitors the implementation of compliance programs on a quarterly basis to steadily promote and establish compliance activities, examines such programs at the Compliance Committee and undertakes necessary revisions while consulting with outside experts. These efforts are steadily made based on the PDCA cycle.

The Compliance Charter (excerpt)

1. We will comply with laws, rules and regulations as well as social norms, and attempt to undertake all jobs properly in a bid to ensure public confidence.
 - (1) Compliance with applicable laws, rules and regulations as well as socially established good standards of behavior
 - (2) Disclosure of information with willingness and impartiality
 - (3) Protection of information in a manner that prevents any leakage
 - (4) Confrontation against any anti-social parties
2. We will do our utmost to pursue customer confidence and satisfaction.
 - (1) Extending comprehensive housing loan services
 - (2) Providing information required to improve the housing environment
 - (3) Explaining matters to customers until they are satisfied
 - (4) Responding to customers in good faith
3. We will respect the personality of each and every executive and staff member and endeavor to secure workplace where he or she can comfortably work.
 - (1) Respect for the personality and character of each individual
 - (2) Set up of a workplace that can facilitate day-to-day jobs

Responses to Anti-social Forces

JHF has established a basic policy to reject any relationships with anti-social forces such as organized crime syndicates which is posted on our website, developed a manual for dealing with such anti-social forces, and coordinates with police and related organizations on such matters.

Incorporating definition of anti-social forces and stipulation for rejection of anti-social forces into business contracts, JHF also eliminates any relationships not only with organized crime syndicates but also with their symbiotic actors utilized by such anti-social forces to illegally receive loans.

JHF continues its efforts towards rejection of anti-social forces.

<Basic Policy on Anti-Social Forces>

1. JHF shall have no relationship with anti-social forces, and its president and the management and employees shall work together to take an uncompromising stance toward such forces.
2. JHF shall establish a system to reject anti-social forces, and have its executives and employees fully be aware of the manual on such forces.
3. JHF shall ensure the safety of its executives and employees who handle undue claims from anti-social forces.
4. JHF shall cooperate closely with such external institutes as the police, centers for promotion of campaigns against violence and lawyers to be prepared for undue claims from such forces.
5. JHF shall take legal action, both civil and criminal, against undue claims from anti-social forces.
6. JHF shall not accept any 'backstage deals' to conceal facts even when the undue claims from anti-social forces are based on misbehaviors related to business activities or involving employees.
7. JHF shall not provide any funds for anti-social forces.

Customer Protection

Customer Support and Explanations

● Customer Support

JHF has undertaken the followings in order to appropriately respond to consultations and complaints from customers and hear the customers' voices so as to reflect them to product and service improvement:

- Created a customer support manual
- Assignment of a chief customer support manager, customer support operators, customer support leaders and customer supporters.
- Monitors and periodically evaluates customer support activities
- Employees' training for customer support service
- Established a system for reporting complaints at the financial institutions, etc., handling JHF products

● Explanations to Customers

JHF has undertaken the followings in order to provide adequate explanation of our products to customers:

- Created explanatory materials and a manual on how to provide explanations to customers
- Assigned a chief customer explanation manager and a customer explanation administrator
- Monitoring and periodic evaluations of customer explanation activities

Privacy Policy

Recognizing the importance of protecting and adequately managing individuals' information in a highly-networked information society, JHF is aggressively and honestly making a commitment to comply with the Law on Protection of Personal Information Held by Incorporated Administrative Agencies (Law No. 59 of 2003) and other regulations as well as protect individuals' rights and welfare according to the privacy policy as follows:

● Appropriate acquisition of personal information

JHF appropriately acquires information related to customers without using unfair means or by fraud.

● Purpose of using personal information

JHF does not use any personal information in its possession beyond its stated purpose and limited to applications necessary for business operations.

● Measures for security control

JHF takes necessary measures for appropriate management of personal information in its possession, including the prevention of their leakage, loss or damage.

● Duties of directors and employees

Those who are mentioned in (1) and (2) below shall not tell others about any matters regarding personal information gained through the operation of JHF without permission, nor use such information for unreasonable purposes.

(1) Directors and employees of JHF or those who have engaged in such work.

(2) Those who are or have been engaged in handling personal information under contract with JHF

● Selecting and supervising consignees

When JHF contracts out all or part of the operations handling personal information, it develops criteria for judging whether consignees take adequate measures and the system was organized to ensure the security of personal information, and contracts out the consignees who meet the criteria. JHF also supervises the consignees if they are abiding by the consignment contract.

● Restriction of provision of personal information to the third parties

JHF does not provide private information to third parties except in specific cases.

● Developing and disclosing the private information file registry

For the private information JHF has on file, a private information file registry is developed according to the provisions of the Law on Protection of Personal Information Held by Incorporated

● Disclosure, revision and stopping the use of private information

When a request is made to disclose, revise or stop the use of private information JHF possesses, JHF responds promptly unless there are particular reasons to do otherwise, after confirming that the person who made the requests is identical to our customer.

Promotion of Customer Satisfaction (CS Promotion)

CS action guidelines

JHF establishes and implements Customer Satisfaction (CS) action guidelines for CS advancement as a code of conduct for each individual.

CS action guidelines

- We aim to make JHF an organization that is appreciated by all its customers, and act in an attempt to win their confidence and satisfaction.
- We offer financial products and services that best suit each individual customer need.
- We provide comprehensive explanations to our customers so that they are completely satisfied.
- We respond to our customer promptly in good faith, taking all their voices gratefully.
- We always ask ourselves what we can do for our customers and act on it.

CS promotion system

JHS establishes a CS committee, made up of executives and relevant managers, as well as a CS working group engaging in CS activities across sectional boundaries. Further, it appoints a person in charge of CS activities in each section.

●Development of user-friendly website

JHF intends to develop friendly and understandable website for customers and business partners as well as provide timely information responding to what customers want to know.

●Activities of a customer call center

A customer call center receives inquires and general consultations from customers with a toll free service every day. The center dedicates itself to make close relation with any customers who are considering housing loans or at the repayment stage. Further, customer's feedbacks are reflected to business improvement.

●Implementation of CS questionnaire surveys

JHF regularly conducts surveys of customers and of business partners (e.g. private financial institutions commissioned JHF business), and collects their comments and requests on JHF products and services and employee's manner.

(Flat 35 website) <http://www.flat35.com>



<Customer Call Center>

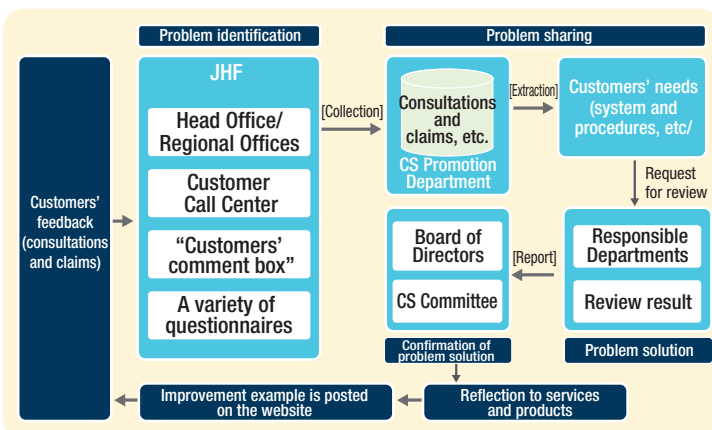


Activities from customers' perspective

Being more open to, and based on customers' feedback, JHF promotes improvement of its products and services.

JHF have also made efforts on "KAIZEN activities," as well as CS improvement as a part of the theme. Cases of activities from customers' perspective, such as improvement and installation of a customer meeting space and waiting lounge, have been introduced at KIAZEN Presentation.

<Reflecting-feedback cycle>



<Introduction of an improvement example on the website>



* Cases of improvement in response to customers' feedback are available on our website.

Risk Management

In order to properly manage business and gain the understanding and trust of the general public, JHF is maintaining its system that manages various risks that arise in day-to-day business.

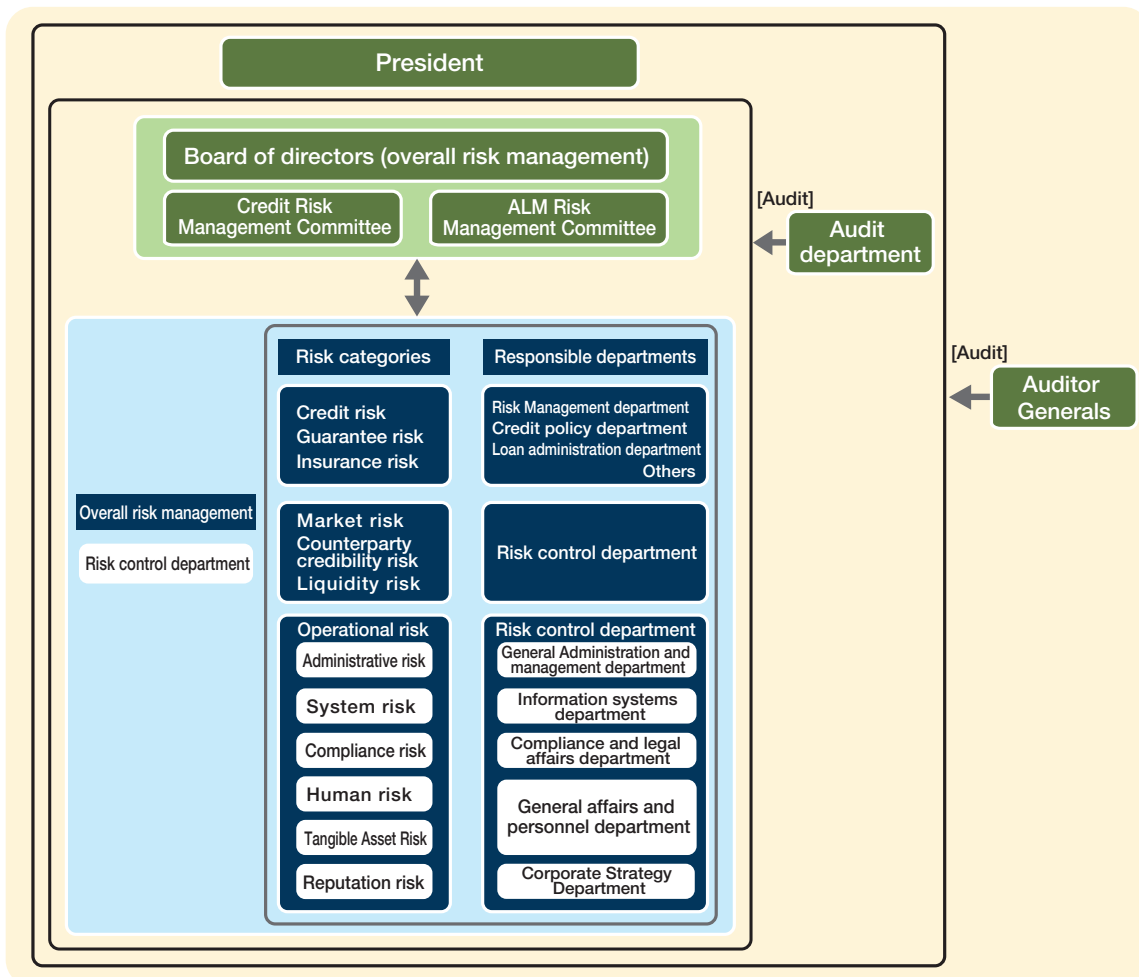
Toward this end, JHF has set up and implemented the Risk Management Basic Rules, Rules such as the Credit Risk Management Rules, and other administrative provisions. The Risk Management Basic Rules stipulates the purpose of risk management, identifies and defines individual risks, specifies the risk management framework and methods, and mandates risk management auditing. The Risk Management Rules spell out specific methods applicable to the management of individual risks. Based on these rules, JHF manages those risks based on an in-depth understanding of their properties of business including housing loan. JHF also makes it a business to manage all risks comprehensively by keeping them under total evaluation in relation to its business and nature.

Risk management system

JHF classifies risks into seven categories: credit risks, guarantee risks, insurance risks, market risks, counterparty credibility risks, liquidity risks, and operational risks. In the event of a notable change in the economy, JHF may define new categories of risks that should be managed in addition to those in the conventional categories.

To manage these risks both in quantity and in quality, JHF has appointed an executive and a department to deal with each category of risks, and runs a committee to support them. For example, the credit risk management committee examines credit risks, guarantee risks and insurance risks. In parallel, the ALM risk management committee deals with market risks, counterparty credibility risks and liquidity risks. Each committee monitors risks in its territory and discusses plans and proposals concerning the management of those risks. JHF holds a specific executive and department responsible for the total management of all categories of risks. The executive and department follow and evaluate the assessment and management of individual risks and report to the board of executives regularly.

<Risk management flow>



Credit risk

This is a risk that can cause losses to JHF with JHF held asset values depreciating or vanishing due to a decline in the credibility of debtors. Since housing loans account for a large part of JHF assets, JHF checks, analyzes and manages credit risks as well as examines actual and potential debtors, purchases loans, and implements internal asset auditing appropriately.

● Examination of actual and potential debtors

JHF examines debtors when it considers buying their debts and scrutinizes potential debtors when it plans to extend credit, in accordance with the internal checking criteria and procedures.

● Internal asset auditing

JHF manages credit risks resulting from credit it has extended and discloses balance sheets according to the government accounting criteria. Against this backdrop, JHF audits its assets based on its self-audit procedures that comply with the Finance Inspection Manual of the Financial Services Agency. JHF classifies its assets in accordance with the possibility of loans ending up unpaid and of property values falling. It subsequently calculates necessary reserves for non-performing loans by using an expected loss ratio based on past records.

● Credit extension portfolio management

JHF evaluates the overall risk resulting from all debts owed to it and locates individual risks accurately. To this end, it monitors the debts by what it calls the credit extension portfolio management system. Starting with its findings, JHF analyzes housing loan statistics, estimates probable losses in the future, and rethinks required credit risk premiums. To strengthen its management of credit risk, JHF explores ways to quantify the overall risk in the credit extension portfolio management system.

Guarantee risk

Guarantee risk is a risk that can cause unexpected losses to JHF since the occurrence of guarantee accidents goes beyond expectations that constitutes the basis of the calculation of guarantee fees. JHF extends guarantees for debts as part of its assistance with the securitization of debts. When doing so, however, JHF examines applications meticulously in an attempt to grasp, analyze and manage the overall guarantee risk.

Insurance risk

Insurance risk is a risk that can cause unexpected losses to JHF when the occurrence of insurance accidents goes beyond expectations that constitutes the basis of the calculation of insurance premium. JHF extends mortgage insurance against non-performing housing loans to financial institutions.

When underwriting, JHF conducts proper screening. JHF also utilizes credit portfolio management system for monitoring the performance of underwritten mortgages and examines adequate reserves through future income/cost analysis.

Market risk

Market risk is a risk that can cause losses to JHF due to financial ups and downs attributable to fluctuations in interest rates and other volatile factors. Since housing loans are its major assets, JHF is faced with prepayment risk and refunding/reinvestment risk.

● Prepayment risk

Prepayment risk is a risk that can reduce revenues from loan repayment interest rates due to an increase in repayments prior to deadlines. This can happen when interest rates are cut. JHF estimates an increase in repayments based on established prepayment models, securitizes the debts, and issues bonds spanning varying periods.

● Refinance/reinvestment risk

Refinance/reinvestment risk is a risk that can reduce profit from increased interest payment due to an increase in rates on borrowings or from decreased interest income due to a decrease in rates on investment. JHF manages ALM risks by using of interest rate models to estimate the cash flow of assets and liabilities in consideration of future interest rate changes, measuring the periodic profits and losses generated by the aforementioned cash flows and periodic monitoring of duration and other risk indexes

Reference

The following is the duration of securitization assistance accounts and outstanding credit management accounts as of the end of FY 2012.

- Securitization assistance accounts: (assets) 7.70 years and (liabilities) 7.58 years
- Outstanding credit management accounts: (assets) 5.01 years and (liabilities) 4.21 years

● Pipeline risk

Pipeline risk is a risk that can change profits and losses due to a shift in interest rates between the date of decision of the rate for housing loans and funding. JHF executes interest rate swaps for the purpose of hedging pipeline risks, etc.

Counterparty credibility risk

Counterparty credibility risk is a risk that can cause losses to JHF when asset values of a counterparty, in which JHF invests excess money, drop or are lost. This can happen when the party runs into financial difficulties. JHF establishes guidelines regarding the credit risk management including that of each issuer, and a counterparty for uses of interest rate swap transactions and monitors those transactions.

Liquidity risk

Liquidity risk is a risk that can cause losses to JHF due to uncertain liquidity of funds. This happens when JHF cannot secure funds because of financial difficulties, or when it is compelled to pay interest at far higher rates than usual simply to secure funds. For managing liquidity risk, JHF has established a floor for liquid asset holdings, and the standards are applied on a daily basis to ensure stable cash management. In addition, in accordance with the degree of liquidity squeeze, we have set three classifications (Normal, Watch, and Crisis) and developed a response measure for the Watch and Crisis situations. Furthermore, to establish borrowing facilities and other emergency measures to ensure our ability to finance, JHF has stipulated a contingency funding plan to respond to situations that would expose us to liquidity risk.

Operational risk

Operational risk is a risk that can cause losses to JHF due to improper business processes, misconduct of any executive or employee, a faulty information system and/or exogenous events, and includes administrative risk, system risk, legal risk, human risk, tangible asset risk and reputation risk. JHF is working to collect realized risk events to understand the circumstances causing such risk events, analyzes the causes to formulate countermeasures, self-evaluate potential risk and control method to deter its emergence, and implements Risk & Control Self-Assessment (self-assessment of risk inherent in operation and control against the risk for better operation), thereby strengthening the management system against operational risk.

<Definitions and Management Methods for Core Operational Risks>

● Administrative risk

Administrative risk is a risk that can cause losses to JHF when any executive or staff member fails to do his job as expected, causes an accident, or commits wrongdoing.

To reduce the risk, JHF is revising its office work manual, improving office work, enhancing crosschecking between staff members, and educating them about better office work. Other efforts include organizing training sessions for staff members, encouraging voluntary inspections of office work, collecting and analyzing information on mistaken office work, and setting up countermeasures.

● System risk

System risk is a risk that can cause losses to JHF due to a failure, malfunction, defect or misuse of the information system. JHF classifies system risk according to the degree of significance and evaluates each category to set up preventative measures. It also explores a more secure system based on the information security regulations, checks and analyzes system failures and gets countermeasures into action. In preparation for serious failures, JHF enforces the crisis control manual, runs a backup center and organizes accident response drills.

● Compliance risk

Compliance risk is a risk that can cause losses to JHF due to unlawful acts, inappropriate contracts, and uncertainty of legal matters related to business deals. JHF strengthens internal regulations, scrutinizes draft contracts, and gets the legal affairs department to check the contents of all advertisements it plans to post. All these efforts aim to decrease compliance risk. The same department provides the executives with information on the enforcement and abolishment of the law and regulations, and court decisions that can affect JHF business. This course of action aims to prevent anyone in JHF from violating any law, rules and regulations.

Business Continuity Plan (BCP)

JHF formulated its Business Continuity Plan (BCP) in FY2008 to minimize the impact on customers and other concerned parties, as well as to pursue its basic mission and social responsibilities, under circumstances including a large-scale disaster or epidemic of a new strain of Influenza. We conduct various drills and regularly review damage predictions to clarify any new challenges and items to be improved to further sophisticate the BCP.

Formulation of JHF Business Continuity Plan

JHF places its first priority on ensuring the safety of visitors, executives, employees and other people and takes preventive measures first against such secondary disasters as fires caused by an earthquake, and then works on plans for the continuation of its business operations.

We have formulated action guidelines for executives and employees and an execution framework for business continuity and decided the businesses that need to be continued and the priority order of recovery in case of a natural disaster.

Drills

We have continuously conducted disaster drills, safety confirmation drills, drills of establishment and operation of disaster headquarters, as well as business continuity drills for executives and employees. After the drills, we clarify new challenges and items to be improved based on opinions and observation of participants to further improve the BCP and drills.

In FY2012, we introduced a new type of drill for gathering on foot in the Tokyo metropolitan area. Based on the drill, we produced and distributed a map that contains walking routes and locations of homecoming support facilities, etc., as well as mental and physical preparation for disasters, to assist those returning home to ensure their safety.

Preparation of stockpiles

Based on the Tokyo ordinance for people with difficulties returning home, which was enforced in April 2013, JHF has prepared an additional 10 percent to the three days' worth of stockpiled food and beverages for those who may have difficulties returning home.

We are also improving the capacity of power generation, etc. by introducing solar power generation and batteries in order to secure the minimum level of power necessary for business continuation even when the power supply is suspended due to natural disasters, etc.

Information gathering

JHF gathers information on damage anticipated to be caused by a massive earthquake along the Nankai Trough or an earthquake directly beneath the Tokyo metropolitan area, released by the Central Disaster Prevention Council of the Cabinet Office and Tokyo Metropolitan Government's Disaster Prevention Council. This information is reflected in our own disaster response endeavors.

Disclosure

JHF accepts requests for information disclosure under the Law on Protection of Personal Information Held by Incorporated Administrative Agencies (Law No. 140 of 2001) at the window of the information disclosure and private information protection set at the Headquarters and branches across Japan. In compliance with the purpose of that law, JHF is making a further commitment to the promotion of disclosure.

In order to obtain the understanding of the people, JHF discloses the details of its business, financial status, etc., as follows. The disclosed materials are also available on JHF website.

<The above materials>

Materials	Place and manner of disclosure	Time of disclosure (scheduled)
Financial statements (statements of assets and liabilities, statements of profits and losses, documents on the dealing of profits and losses, documents on the calculation of cash flow, documents on the calculation of administrative service costs and relevant appendixes)	· Published in the Official Gazette · Always prepared at each branch (*)	July August
Report of settlements of accounts	· Always prepared at each branch (*)	August
Comments of the auditor and accounting auditor on the financial statements and final accounts reports	· Always prepared at each branch (*)	August
Report on activities	· Always prepared at each branch (*)	August
Business report	· Always prepared at each branch	August
Disclosure booklet (this document)	· Always prepared at each branch	August
Criteria for the payment of salaries and retirement benefits for directors and employees	· Always prepared at each branch	At every revision (modification)
Rules concerning the style of contracts	· Always prepared at each branch	At every revision (modification)
Method of calculating usage fees, commissions and other charges collected when applicable by law	· Always prepared at each branch	At every revision (modification)
Report on the evaluation of business	· Always prepared at each branch	November
Report on the evaluation of policies	· Always prepared at each branch	At every policy evaluation by competent ministry
Report on the latest audit by the Board of Audit	· Always prepared at each branch	December
Issues related to associated organizations (what is stipulated in item 3, paragraph 1, article 22 of the law (Law Concerning Disclosure of Information Owned by Independent Organizations, Law No. 140 of 2001), the names of organizations, activities and relation with JHF, and significant business transactions with JHF, and the names and titles of the person who serve both JHF and any such agency as executives)	· Always prepared at each branch	August
Personal data file	· Always prepared at each branch	At every revision (modification)
Details of business, performance, outline of organization, state of finance, etc.	· Website (http://www.jhf.go.jp)	At every revision (modification)

Documents marked with () are compiled into single-volume booklets for each year and placed ready for use at each branch



(Website) <http://www.jhf.go.jp>



Window of the information disclosure and private information protection (Head Office)