

MIZUHO FINANCIAL GROUP INC  
Form 6-K  
April 20, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**

**PURSUANT TO RULE 13a-16 OR 15d-16**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of April, 2007.**

**Commission File Number 001-33098**

**Mizuho Financial Group, Inc.**

(Translation of registrant's name into English)

**5-5, Otemachi 1-chome**

**Chiyoda-ku, Tokyo 100-0004**

**Japan**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F. Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_ .

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 20, 2007

Mizuho Financial Group, Inc.

By: /s/ Satoru Nishibori

Name: Satoru Nishibori

Title: Managing Director / CFO

April 20, 2007

To whom it may concern:

Company Name: Mizuho Financial Group, Inc.  
Representative: Terunobu Maeda  
President & CEO  
Head Office: 1-5-5 Otemachi,  
Chiyoda-ku, Tokyo  
Code Number: 8411 (TSE 1st Sec., OSE 1st Sec.)

**Announcement Regarding Dissolution of Subsidiary**

Mizuho Financial Group, Inc. ( MHFG ) hereby announces that its Board of Directors resolved on April 20, 2007 to dissolve MHFG 's subsidiary, Mizuho Preferred Capital (Cayman) 2 Limited, as described below.

(Remarks)

**1. Name and Outline of the subsidiary to be dissolved and the scheduled date of dissolution**

Company Name: Mizuho Preferred Capital (Cayman) 2 Limited  
Location: P. O. Box 309GT, Uglan house, South Church Street,  
George Town, Grand Cayman, Cayman Islands  
Representative: Naomi Harada  
Business: Issuance of preferred securities and making subordinated loans  
Date of Establishment: January 2002  
Capital: 3,500 million Japanese Yen  
Scheduled Date of Dissolution: Liquidation is expected to be completed by the end of March 2008.

**2. Reason for dissolution**

The Board of Directors of MHFG decided to redeem preferred securities issued by the subsidiary in full in June 2007.

**3. Effects on profits and losses**

This decision will have no effect on the earning estimates for the fiscal year ended March 31,2007 (consolidated and non-consolidated) of MHFG.

Contact: Mizuho Financial Group, Inc.,  
Corporate Communications  
Public Relations Office  
Tel: 81-3-5224-2026

This document is prepared in order to announce specific facts relating to the dissolution of a subsidiary and does not constitute an offer for sale or solicitation for investment or other similar activity in or outside of Japan.