

MIZUHO FINANCIAL GROUP INC

Form 6-K

December 21, 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 December, 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: December 21, 2007

Mizuho Financial Group, Inc.

By: /s/ Satoru Nishibori

Name: Satoru Nishibori

Title: Managing Director / CFO

December 21, 2007

To whom it may concern:

Company Name: Mizuho Financial Group, Inc.  
 Representative: Terunobu Maeda,  
 President & CEO  
 Head Office: 5-5, Otemachi 1-chome,  
 Chiyoda-ku, Tokyo, Japan  
 Listing Code: 8411 (Tokyo Stock Exchange 1st Sec., Osaka  
 Securities Exchange 1st Sec.)

**Dissolution of Subsidiary**

Mizuho Financial Group, Inc. hereby announces that our subsidiary, Mizuho Capital Co., Ltd., has decided to dissolve its subsidiaries, Fujigin Capital Fund No.3 and MHCC IT FUND 2000 as described below.

## 1. Outline of the subsidiaries to be dissolved and the scheduled date of dissolution

- (1) Company Name: Fujigin Capital Fund No.3  
 Location: 4-3 Kabutocho, Nihonbashi, Chuo-ku, Tokyo, Japan  
 General Partner: Mizuho Capital Co., Ltd. (President: Akira Kiyohara)  
 Business: Investment in private equity  
 Date of Establishment: May 2000  
 Total Assets: JPY 362 million (As of December 31, 2006)  
 Recent Financial Performance: Ordinary Losses: JPY 24 million  
 Net Loss: JPY 24 million  
 (For the fiscal year ended December 31, 2006)  
 Scheduled Date of Dissolution: December 2007  
 Liquidation is expected to be completed by December 31, 2009.
- (2) Company Name: MHCC IT FUND 2000  
 Location: 4-3 Kabutocho, Nihonbashi, Chuo-ku, Tokyo, Japan  
 General Partner: Mizuho Capital Co., Ltd. (President: Akira Kiyohara)  
 Business: Investment in private equity  
 Date of Establishment: May 2000  
 Total Assets: JPY 1,792 million (As of December 31, 2006)  
 Recent Financial Performance: Ordinary Profits: JPY 132 million  
 Net Income: JPY 132 million  
 (For the fiscal year ended December 31, 2006)  
 Scheduled Date of Dissolution: December 2007  
 Liquidation is expected to be completed by December 31, 2009.

## 2. Reason for Dissolution

The decisions to dissolve the companies were made as they have completed serving their original purposes.

## 3. Effects on Profits and Losses

The decisions will have no material effect on the earnings estimates for the current fiscal year (both on a consolidated and a non-consolidated basis) of Mizuho Financial Group, Inc.

Please direct any inquiries to: Public Relations Office, Corporate Communications,

