

MIZUHO FINANCIAL GROUP INC
Form 6-K
July 31, 2018

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 July 2018

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- 8176

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-_____.

THIS REPORT ON FORM 6-K SHALL BE DEEMED TO BE INCORPORATED BY REFERENCE INTO THE PROSPECTUS FORMING A PART OF MIZUHO FINANCIAL GROUP, INC. S REGISTRATION STATEMENT ON FORM F-3 (FILE NO. 333-213187) AND TO BE A PART OF SUCH PROSPECTUS FROM THE DATE ON WHICH THIS REPORT IS FURNISHED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

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: July 31, 2018

Mizuho Financial Group, Inc.

By: /s/ Makoto Umemiya

Name: Makoto Umemiya

Title: Managing Executive Officer / Group
CFO

For Immediate Release:

July 31, 2018

Consolidated Financial Statements for the First Quarter of Fiscal 2018

<Under Japanese GAAP>

Company Name: **Mizuho Financial Group, Inc. (MHFG)**

Stock Code

Number

(Japan): 8411

Stock

Exchange Tokyo Stock Exchange (First Section), New York Stock

Listings: Exchange

URL: <https://www.mizuho-fg.com/index.html>

Representative: Tatsufumi

Sakai President & CEO

For Inquiry: Masahiro

Kosugi Executive Officer, General Manager of Accounting Phone: +81-3-6838-6101

Filing of Shihanki

Hokokusho (scheduled): August 14, 2018

Trading Accounts: Established

Commencement of

Dividend Payment

(scheduled):

Supplementary Materials

on Quarterly Results: Attached

IR Conference on

Quarterly Results: Not Scheduled

Amounts less than one million yen are rounded down.

1. Financial Highlights for the First Quarter of Fiscal 2018 (for the three months ended June 30, 2018)**(1) Consolidated Results of Operations**

(%: Changes from the corresponding period of the previous fiscal year)

	Ordinary Income		Ordinary Profits		Profit Attributable to Owners of Parent	
	¥ million	%	¥ million	%	¥ million	%
1Q F2018	957,667	20.6	209,104	46.9	161,015	36.1
1Q F2017	793,607	1.6	142,344	(25.9)	118,290	(10.8)

Note: Comprehensive Income:

1Q F2018: ¥171,761 million, (5.7) %; 1Q F2017: ¥182,182 million, 258.9 %

	Net Income per Share of Common Stock	Diluted Net Income per Share of Common Stock
	¥	¥
1Q F2018	6.34	6.34
1Q F2017	4.66	4.66

(2) Consolidated Financial Conditions

	Total Assets	Total Net Assets	Own Capital Ratio
	¥ million	¥ million	%
1Q F2018	207,552,619	9,620,407	4.4
Fiscal 2017	205,028,300	9,821,246	4.4

Reference: Own Capital:

As of June 30, 2018: ¥9,141,395 million; As of March 31, 2018: ¥9,065,843 million

Note: Own Capital Ratio is calculated as follows: (Total Net Assets - Stock Acquisition Rights - Non-controlling Interests) / Total Assets × 100

Own Capital Ratio stated above is not calculated based on the public notice of Own Capital Ratio.

2. Cash Dividends for Shareholders of Common Stock

	Annual Cash Dividends per Share				
	First Quarter-end ¥	Second Quarter-end ¥	Third Quarter-end ¥	Fiscal Year-end ¥	Total ¥
Fiscal 2017		3.75		3.75	7.50
Fiscal 2018					
Fiscal 2018 (estimate)		3.75		3.75	7.50

Note: Revision of the latest announced estimates for cash dividends for shareholders of common stock : No

3. Consolidated Earnings Estimates for Fiscal 2018 (for the fiscal year ending March 31, 2019)

(%: Changes from the corresponding period of the previous fiscal year)

	Profit Attributable to Owners of Parent ¥ million	%	Net Income per Share of Common Stock ¥
1H F2018			
Fiscal 2018	570,000	(1.1)	22.46

- Notes: 1. Revision of the latest announced earnings estimates for fiscal 2018: No
2. The number of shares of common stock used in the above per share information is based on the weighted average of the average number of shares during 1Q and the number of outstanding shares as of June 30, 2018 (which is used as a proxy for the average number of shares during the remainder of the relevant period).

*** Notes**

(1) Changes in Significant Subsidiaries during the Period (changes in specified subsidiaries accompanying changes in the scope of consolidation): No

(2) Adoption of Specified Accounting Methods for the Preparation of Quarterly Consolidated Financial Statements: No

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

Changes in accounting policies due to revisions of accounting standards, etc.: No

Changes in accounting policies other than above: No

Changes in accounting estimates: No

Restatements: No

(4) Issued Shares of Common Stock

Period-end issued shares

(including treasury stock):	As of June 30, 2018	25,392,498,945 shares	As of March 31, 2018	25,389,644,945 shares
Period-end treasury stock:	As of June 30, 2018	28,681,551 shares	As of March 31, 2018	24,829,446 shares

Average outstanding

shares

(first quarter):	1Q Fiscal 2018	25,364,804,435 shares	1Q Fiscal 2017	25,367,097,572 shares
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This immediate release is outside the scope of quarterly review by certified public accountants or audit firms.

This immediate release contains statements that constitute forward-looking statements within the meaning of the United States Private Securities Litigation Reform Act of 1995, including estimates, forecasts, targets and plans. Such forward-looking statements do not represent any guarantee by management of future performance.

In many cases, but not all, we use such words as aim, anticipate, believe, endeavor, estimate, expect, intend, may, plan, probability, project, risk, seek, should, strive, target and similar expressions in relation to us or our management to identify forward-looking statements. You can also identify forward-looking statements by discussions of strategy, plans or intentions. These statements reflect our current views with respect to future events and are subject to risks, uncertainties and assumptions.

We may not be successful in implementing our business strategies, and management may fail to achieve its targets, for a wide range of possible reasons, including, without limitation: incurrence of significant credit-related costs; declines in the value of our securities portfolio; changes in interest rates; foreign currency fluctuations; decrease in the market liquidity of our assets; revised assumptions or other changes related to our pension plans; a decline in our deferred tax assets; the effect of financial transactions entered into for hedging and other similar purposes; failure to maintain required capital adequacy ratio levels; downgrades in our credit ratings; our ability to avoid reputational harm; our

ability to implement our Medium-term Business Plan, realize the synergy effects of One MIZUHO, and implement other strategic initiatives and measures effectively; the effectiveness of our operational, legal and other risk management policies; the effect of changes in general economic conditions in Japan and elsewhere; and changes to applicable laws and regulations.

Further information regarding factors that could affect our financial condition and results of operations is included in Item 3.D. Key Information Risk Factors and Item 5. Operating and Financial Review and Prospects in our most recent Form 20-F filed with the U.S. Securities and Exchange Commission (SEC), which is available in the Financial Information section of our web page at www.mizuho-fg.com/index.html and also at the SEC 's web site at www.sec.gov.

We do not intend to update our forward-looking statements. We are under no obligation, and disclaim any obligation, to update or alter our forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by the rules of the Tokyo Stock Exchange.

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[Note to XBRL]	

Please note that the names of the English accounts contained in XBRL data, which are available through EDINET and TDNet, may be different from those of the English accounts in our financial statements.

1. Quarterly Consolidated Financial Statements and Others**(1) Consolidated Balance Sheets**

	As of March 31, 2018	<i>Millions of yen</i> As of June 30, 2018
Assets		
Cash and Due from Banks	¥ 47,725,360	¥ 46,205,276
Call Loans and Bills Purchased	715,149	1,940,563
Receivables under Resale Agreements	8,080,873	9,709,658
Guarantee Deposits Paid under Securities Borrowing Transactions	4,350,527	2,169,172
Other Debt Purchased	2,713,742	2,593,511
Trading Assets	10,507,133	12,461,929
Money Held in Trust	337,429	308,716
Securities	34,183,033	33,597,118
Loans and Bills Discounted	79,421,473	80,797,606
Foreign Exchange Assets	1,941,677	2,012,127
Derivatives other than for Trading Assets	1,807,999	1,614,184
Other Assets	4,588,484	5,185,418
Tangible Fixed Assets	1,111,128	1,100,849
Intangible Fixed Assets	1,092,708	1,084,923
Net Defined Benefit Asset	996,173	977,672
Deferred Tax Assets	47,839	43,524
Customers Liabilities for Acceptances and Guarantees	5,723,186	6,017,315
Reserves for Possible Losses on Loans	(315,621)	(266,950)
Total Assets	¥ 205,028,300	¥ 207,552,619

Mizuho Financial Group, Inc.

	As of March 31, 2018	Millions of yen As of June 30, 2018
Liabilities		
Deposits	¥ 125,081,233	¥ 125,836,832
Negotiable Certificates of Deposit	11,382,590	12,032,532
Call Money and Bills Sold	2,105,293	2,551,035
Payables under Repurchase Agreements	16,656,828	16,421,312
Guarantee Deposits Received under Securities Lending Transactions	1,566,833	1,461,051
Commercial Paper	710,391	753,308
Trading Liabilities	8,121,543	7,884,107
Borrowed Money	4,896,218	4,917,467
Foreign Exchange Liabilities	445,804	440,990
Short-term Bonds	362,185	335,948
Bonds and Notes	7,544,256	7,872,869
Due to Trust Accounts	4,733,131	4,587,255
Derivatives other than for Trading Liabilities	1,514,483	1,387,551
Other Liabilities	3,685,585	4,797,631
Reserve for Bonus Payments	66,872	16,055
Reserve for Variable Compensation	3,242	4,085
Net Defined Benefit Liability	58,890	58,842
Reserve for Director and Corporate Auditor Retirement Benefits	1,460	1,269
Reserve for Possible Losses on Sales of Loans	1,075	2,578
Reserve for Contingencies	5,622	5,342
Reserve for Reimbursement of Deposits	20,011	18,064
Reserve for Reimbursement of Debentures	30,760	29,561
Reserves under Special Laws	2,361	2,358
Deferred Tax Liabilities	421,002	430,894
Deferred Tax Liabilities for Revaluation Reserve for Land	66,186	65,948
Acceptances and Guarantees	5,723,186	6,017,315
Total Liabilities	¥ 195,207,054	¥ 197,932,212
Net Assets		
Common Stock	¥ 2,256,548	¥ 2,256,767
Capital Surplus	1,134,922	1,138,449
Retained Earnings	4,002,835	4,069,202
Treasury Stock	(5,997)	(6,709)
Total Shareholders Equity	7,388,309	7,457,709
Net Unrealized Gains (Losses) on Other Securities	1,392,392	1,447,258
Deferred Gains or Losses on Hedges	(67,578)	(88,011)
Revaluation Reserve for Land	144,277	143,738
Foreign Currency Translation Adjustments	(85,094)	(102,730)

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Remeasurements of Defined Benefit Plans	293,536	283,430
Total Accumulated Other Comprehensive Income	1,677,534	1,683,685
Stock Acquisition Rights	1,163	728
Non-controlling Interests	754,239	478,282
Total Net Assets	9,821,246	9,620,407
Total Liabilities and Net Assets	¥ 205,028,300	¥ 207,552,619

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Mizuho Financial Group, Inc.

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

	For the three months ended June 30, 2017	<i>Millions of yen</i> For the three months ended June 30, 2018
Ordinary Income	¥ 793,607	¥ 957,667
Interest Income	381,591	472,864
<i>Interest on Loans and Bills Discounted</i>	246,024	287,227
<i>Interest and Dividends on Securities</i>	59,730	73,376
Fiduciary Income	10,942	11,476
Fee and Commission Income	156,381	166,932
Trading Income	57,374	74,455
Other Operating Income	86,592	89,272
Other Ordinary Income	100,724	142,667
Ordinary Expenses	651,263	748,562
Interest Expenses	188,736	277,446
<i>Interest on Deposits</i>	78,477	101,705
Fee and Commission Expenses	40,431	40,769
Other Operating Expenses	23,611	21,032
General and Administrative Expenses	362,106	355,066
Other Ordinary Expenses	36,377	54,247
Ordinary Profits	142,344	209,104
Extraordinary Gains	1,659	8,031
Extraordinary Losses	1,821	821
Income before Income Taxes	142,182	216,313
Income Taxes:		
Current	50,611	45,765
Deferred	(36,991)	3,228
Total Income Taxes	13,619	48,993
Profit	128,562	167,320
Profit Attributable to Non-controlling Interests	10,272	6,304
Profit Attributable to Owners of Parent	¥ 118,290	¥ 161,015

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*Mizuho Financial Group, Inc.***[Consolidated Statements of Comprehensive Income]**

	For the three months ended June 30, 2017	<i>Millions of yen</i> For the three months ended June 30, 2018
Profit	¥ 128,562	¥ 167,320
Other Comprehensive Income	53,619	4,441
Net Unrealized Gains (