MIZUHO FINANCIAL GROUP INC
Form 6-K
November 14, 2007

# 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 November, 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 x 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 x

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

**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: November 14, 2007

Mizuho Financial Group, Inc.

By: /s/ Satoru Nishibori
Name: Satoru Nishibori
Title: Managing Director / CFO

November 14, 2007

| | | |
|---|---|---|
| Company name: | | **Mizuho Trust & Banking Co., Ltd. ( MHTB )** |
| Representative: | Name: | IKEDA, Teruhiko |
| | Title: | President & CEO |
| Address: | | 2-1 Yaesu 1-chome, Chuo-ku, Tokyo 103-8670, Japan |
| Stock code number: | | 8404 Tokyo Stock Exchange (First Section), Osaka Securities Exchange (First Section) |
| Parent Company name: | | **Mizuho Financial Group, Inc. ( MHFG )** |
| Representative: | Name: | MAEDA, Terunobu |
| | Title: | President & CEO |
| Address: | | 5-5 Otemachi 1-chome, Chiyoda-ku, Tokyo 100-0004, Japan |
| Stock code number: | | 8411 Tokyo Stock Exchange (First Section), Osaka Securities Exchange (First Section) |

**For Immediate Release**

**Revision of Earnings Estimates for Fiscal 2007**

**(the Fiscal Year ending March 31, 2008)**

MHTB hereby revises its earnings estimates (consolidated and non-consolidated) for the fiscal year ending March 31, 2008 as described below.

**1. Revision of Earnings Estimates for Fiscal 2007**

(Billions of yen, %)

| | Consolidated | | | Non-Consolidated | | |
|---|---|---|---|---|---|---|
| | **Ordinary Income** | **Ordinary Profits** | **Net Income** | **Ordinary Income** | **Ordinary Profits** | **Net Income** |
| Previous Estimates (A) * | 265.0 | 83.5 | 65.0 | 230.0 | 80.0 | 65.0 |
| Revised Estimates (B) | **275.0** | **84.0** | **86.0** | **240.0** | **80.0** | **85.0** |
| Net Change (B-A) | 10.0 | 0.5 | 21.0 | 10.0 | | 20.0 |
| Rate of Change (%) | 3.7% | 0.5% | 32.3% | 4.3% | | 30.7% |

* Figures released on May 22, 2007

**2. Reasons for the Revision**

Previous estimates for Net Income on both a consolidated basis and a non-consolidated basis are revised upward mainly due to the Extraordinary Gains (Reversal of Reserves for Possible Losses on Loans) related to a decrease in estimated Credit-related Costs.

This immediate release contains forward-looking statements that are based on our current expectations and are subject to significant risks and uncertainties. Actual results may differ materially from the forward-looking statements. Factors that could cause actual results to differ materially include, but are not limited to, changes in overall economic conditions, changes in market rates of interest, declines in the value of equity securities or real estate, the deterioration of the quality of loans to certain borrowers and industry sectors, and the effect of new legislation

or government directives and fluctuations in foreign currency exchange rates. We disclaim any obligation to update or revise the forward-looking statements, except as may be required by the rules of the Tokyo Stock Exchange and any applicable laws and regulations.

This statement does not constitute an offer for sale or solicitation for investment or other similar activity in or outside of Japan.

Contact: Mizuho Trust & Banking Co., Ltd.

Corporate Planning Dept.

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