

MIZUHO FINANCIAL GROUP INC  
Form 6-K  
May 15, 2015

**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 May 2015**

**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-\_\_\_\_\_.

**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: May 15, 2015

Mizuho Financial Group, Inc.

By: /s/ Junichi Shinbo

Name: Junichi Shinbo

Title: Managing Executive Officer / Group  
CFO

May 15, 2015

To whom it may concern:

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

**Announcement Regarding Redemption of Non-dilutive Preferred Securities**

Mizuho Financial Group, Inc. (the Company) hereby announces that the Company has decided to redeem in full preferred securities issued by its group's overseas special purpose subsidiaries as set forth below.

**1. Summary overview of Preferred Securities to be redeemed**

Issuer	Mizuho Capital Investment (JPY) 4 Limited	Mizuho Capital Investment (JPY) 5 Limited	Mizuho Capital Investment (JPY) 5 Limited
Type of securities	Japanese Yen denominated Non-cumulative Perpetual Preferred Securities	Japanese Yen denominated Series B Non-cumulative Perpetual Preferred Securities	Japanese Yen denominated Series C Non-cumulative Perpetual Preferred Securities
Mandatory redemption date	None	None	None
Optional redemption	Optionally redeemable on each dividend payment date falling in or after June 2015	Optionally redeemable on each dividend payment date falling in or after June 2015	Optionally redeemable on each dividend payment date falling in or after June 2015
Dividends	Fixed dividend rate for the first 6 years and 6 months, and floating dividend rate on and after the dividend payment date falling in June 2015	Fixed dividend rate for the first 5 years and 10 months, and floating dividend rate on and after the dividend payment date falling in June 2015	Fixed dividend rate for the first 5 years and 9 months, and floating dividend rate on and after the dividend payment date falling in June 2015
Total amount issued	355 billion Japanese Yen	72.5 billion Japanese Yen	25 billion Japanese Yen
Issue date	December 29, 2008	August 31, 2009	September 29, 2009
Aggregate redemption amount	355 billion Japanese Yen	72.5 billion Japanese Yen	25 billion Japanese Yen

**2. Scheduled redemption date**

June 30, 2015 (Tue)

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

This document is prepared in order to announce specific facts relating to the redemption of non-dilutive preferred securities and does not constitute an offer for sale or solicitation for investment or other similar activity in or outside of Japan.