

MIZUHO FINANCIAL GROUP INC  
Form 6-K  
May 31, 2013

**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 2013**

**Commission File Number 001-33098**

**Mizuho Financial Group, Inc.**

(Translation of registrant's name into English)

**5-1, Marunouchi 2-chome**

**Chiyoda-ku, Tokyo 100-8333**

**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 31, 2013

Mizuho Financial Group, Inc.

By: /s/ Hideyuki Takahashi

Name: Hideyuki Takahashi

Title: Deputy President / Group CFO

May 31, 2013

To whom it may concern:

Company Name: Mizuho Financial Group, Inc.  
 Representative: Yasuhiro Sato  
 President & CEO  
 Head Office: 2-5-1 Marunouchi  
 Chiyoda-ku, Tokyo  
 (Code Number: 8411 TSE OSE 1st Sec.)

Company Name: Mizuho Bank, Ltd.  
 Representative: Takashi Tsukamoto  
 President & CEO  
 Head Office: 1-1-5 Uchisaiwaicho  
 Chiyoda-ku, Tokyo

Company Name: Mizuho Corporate Bank, Ltd.  
 Representative: Yasuhiro Sato  
 President & CEO  
 Head Office: 1-3-3 Marunouchi  
 Chiyoda-ku, Tokyo

**Partial Change in Composition of Directors, Corporate Auditors and Executive Officers**

**after Merger between Mizuho Bank, Ltd. and Mizuho Corporate Bank, Ltd.**

Mizuho Financial Group, Inc. (President & CEO: Yasuhiro Sato) ( MHFG ), Mizuho Bank, Ltd. (President & CEO: Takashi Tsukamoto) ( MHBK ) and Mizuho Corporate Bank, Ltd. (President & CEO: Yasuhiro Sato) ( MHCB ) announced on February 26, 2013, in the release titled "Signing of Merger Agreement between Mizuho Bank, Ltd. and Mizuho Corporate Bank, Ltd., Change in Trade Name of Mizuho Corporate Bank, Ltd. and Determination of Representative Director after Merger", that MHBK and MHCB determined that they will conduct a merger (the Merger), with effect on July 1, 2013 (the Scheduled Date of the Merger) whereby MHCB will be the surviving company in the absorption-type merger, and that MHBK and MHCB have signed a merger agreement. In addition, MHFG, MHBK and MHCB announced, in the release, that they have determined to change MHCB's trade name to Mizuho Bank, Ltd. on the Scheduled Date of the Merger, on the condition that the Merger takes effect, and determined the composition of directors, corporate auditors and executive officers, including additional representative directors of MHCB, as of the Scheduled Date of the Merger, on the assumption that the resolution of MHCB's general shareholders meeting and the resolution of MHCB's board of directors will have been made and that filings will have been made to, and the permissions will have been obtained from, the relevant authorities in Japan and any foreign countries.

Today, MHFG, MHBK and MHCB hereby announce that they have determined to change, as stated in the Exhibit, a part of the composition of directors, corporate auditors and executive officers of MHCB (MHCB's trade name will be changed to Mizuho Bank, Ltd. on the Scheduled Date of the Merger; hereinafter referred to as New Mizuho Bank) as of the Scheduled Date of the Merger which was announced in the release mentioned above, on the assumption that the Merger takes effect and the resolution of MHCB's general shareholders meeting will have been made, among other things. There is no change in the representative directors and the directors of New Mizuho Bank as of the Scheduled Date of the Merger which were announced in the release titled "Determination of Representative Director, etc. of Mizuho Corporate Bank, Ltd. after Merger with Mizuho Bank, Ltd." on February 8, 2013 as well as in the release mentioned above.

Contact Information Regarding This Matter

Mizuho Financial Group, Inc.

Corporate Communications, Public Relations Office

Tel: 03-5224-2026



Directors, Corporate Auditors and Executive Officers of Mizuho Bank, Ltd.

(Effective as of July 1, 2013)

Title	Name	Areas of Responsibilities
Chairman	Mr. Takashi Tsukamoto	
President & CEO		
(Representative Director)	Mr. Yasuhiro Sato	
Deputy President and Deputy		Deputy President (Western Japan
President-Executive Officer	Mr. Masaaki Kono	(Kinki, Chugoku, and Shikoku
(Representative Director)		regions))
Deputy President and Deputy		Deputy President (Personal Banking
President-Executive Officer	Mr. Toshitsugu Okabe	Unit and Retail Banking Unit) and
(Representative Director)		Head of Internal Audit Group
Deputy President and Deputy		Deputy President (Corporate Banking
President-Executive Officer	Mr. Yasuhiko Imaizumi	Unit (Large Corporations), Corporate
(Representative Director)		Banking Unit and Financial
Deputy President and Deputy		Institutions & Public Sector Business
President-Executive Officer		Unit)
(Representative Director)		
Deputy President and Deputy		Deputy President (International
President-Executive Officer	Mr. Nobuhide Hayashi	Banking Unit)
(Representative Director)		
Deputy President and Deputy		
President-Executive Officer	Mr. Hirohisa Kashiwazaki	Head of Branch Banking Group
(Representative Director)		
Managing Director and		
Managing Executive Officer	Mr. Yasumasa Nishi	Head of Markets Unit
Corporate Auditor (full-time)	Mr. Osamu Harada	
Corporate Auditor (full-time)	Mr. Yuta Chiba	
<u>Corporate Auditor</u>	<u>Mr. Toshinari Iyoda</u>	
<u>Corporate Auditor</u>	<u>Mr. Masami Ishizaka</u>	

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Corporate Auditor	Mr. Isao Imai	
Corporate Auditor	Mr. Toshiaki Hasegawa	
Deputy President-Executive Officer	Mr. Hideyuki Takahashi	Head of Financial Control & Accounting Group
Deputy President-Executive Officer	Mr. Daisaku Abe	Head of IT & Systems Group and Head of Operations Group
Deputy President-Executive Officer	Mr. Yasunori Tsujita	Head of Human Resources Group

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Title	Name	Areas of Responsibilities
Managing Executive Officer	Mr. Shinya Wako	Head of the Americas
Managing Executive Officer	Mr. Junichi Kato	Joint Head of Markets Unit Corporate Banking
Managing Executive Officer	Mr. Harusato Nihei	Branch Banking Group
Managing Executive Officer	Mr. Atsushi Narikawa	Head of Europe, Middle East and Africa
Managing Executive Officer	Mr. Shiro Tomiyasu	Head of Credit Group Corporate Banking
Managing Executive Officer	Mr. Kosuke Nakamura	Branch Banking Group
Managing Executive Officer	Mr. Hiroshi Suehiro	Head of Asia & Oceania excl. East Asia
Managing Executive Officer	Mr. Tadashi Kanki	Head of Strategic Planning Group
Managing Executive Officer	Mr. Masayuki Yonetani	Head of Corporate Banking Unit Head of Corporate Banking Unit
Managing Executive Officer	Mr. Nobuyuki Fujii	(Large Corporations) Head of Financial Institutions &
Managing Executive Officer	Mr. Masayuki Hoshi	Public Sector Business Unit and Head of Transaction Banking Unit
Managing Executive Officer	Mr. Tetsuhiko Saito	Head of Personal Banking Unit
Managing Executive Officer	Mr. Takeshi Watanabe	Joint Head of Credit Group Head of Risk Management Group and
Managing Executive Officer	Mr. Masakane Koike	Head of Compliance Group Head of International Banking Unit
Managing Executive Officer	Mr. Akira Sugano	and Head of Asset Management Unit Corporate Banking
Managing Executive Officer	Mr. Shusaku Tshuhara	Branch Banking Group Corporate Banking
Managing Executive Officer	Mr. Akihiro Hashimoto	Branch Banking Group
Managing Executive Officer	Mr. Kiyoshi Miyake	Head of East Asia Corporate Banking
Managing Executive Officer	Mr. Tomoshige Jingu	Branch Banking Group Corporate Banking
Managing Executive Officer	Mr. Satoshi Miyazaki	Branch Banking Group Corporate Banking
Managing Executive Officer	Mr. Keiichiro Ogushi	Branch Banking Group



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Managing Executive Officer	Mr. Seiichi Kondo	Corporate Banking
		Branch Banking Group
		Head of Investment Banking Unit and
Managing Executive Officer	Mr. Tatsufumi Sakai	in charge of Business Collaboration Division (Securities & Trust Services)

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Title	Name	Areas of Responsibilities
Managing Executive Officer	Mr. Tetsuo Iimori	Head of Retail Banking Unit
Managing Executive Officer	Mr. Daisuke Yamada	Corporate Banking Branch Banking Group
Managing Executive Officer	Mr. Takeru Watanabe	Corporate Banking Branch Banking Group Joint Head of IT & Systems Group
Managing Executive Officer	Mr. Haruki Nakamura	and General Manager of IT & Systems Planning Division
Executive Officer	Mr. Hokuto Nakano	General Manager of Forex Division
Executive Officer	Mr. Tsutomu Nomura	General Manager of Credit Coordination Division Corporate Banking
Executive Officer	Mr. Yukihiisa Matsumoto	Branch Banking Group General Manager of Tokyo Main Office and Tokyo Main Office
Executive Officer	Mr. Kazunori Hashimoto	Division No. 1 General Manager of Hong Kong Corporate Banking Division No.1 and
Executive Officer	Mr. Kentaro Akashi	No. 2 General Manager of International
Executive Officer	Mr. Amane Oshima	Treasury Division General Manager of Americas
Executive Officer	Mr. Andrew Dewing	Corporate Banking Division No. 2 and General Manager for International Banking Unit, Mizuho Bank (USA) General Manager for International
Executive Officer	Mr. Ryoichi Amino	Banking Unit, President of Mizuho Corporate Bank (China), Ltd. General Manager of Corporate Credit
Executive Officer	Mr. Kazuhiro Kawai	Division No. 1 General Manager of Compliance
Executive Officer	Mr. Mitsuo Ootani	Division
Executive Officer	Mr. Hideaki Kuraishi	General Manager of Europe

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Executive Officer	Mr. Takashi Saito	Structured Finance Division General Manager of Derivative Products Division
Executive Officer	Mr. Katsuyuki Mizuma	General Manager of Asia & Oceania Division
Executive Officer	Mr. Ryusuke Aya	General Manager of Risk Management Division
Executive Officer	Mr. Masahiro Miwa	General Manager of Corporate Banking Division No. 9
Executive Officer	Mr. Yuusei Matsubara	General Manager of Financial Institutions & Public Sector Business Coordination Division
Executive Officer	Mr. Junichi Shinbo	General Manager of Portfolio Management Division

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Title	Name	Areas of Responsibilities
Executive Officer	Mr. Makoto Saito	General Manager of Branch Banking Division
Executive Officer	Mr. Yasuhisa Fujiki	General Manager of International Coordination Division
Executive Officer	Mr. Hikaru Shimomura	General Manager of Corporate Banking Division No. 2
Executive Officer	Mr. Takahisa Shirota	General Manager of Kyobashi Branch Division No. 2
<u>Executive Officer</u>	<u>Mr. Ryousuke Joukou</u>	<u>General Manager of Executive Secretariat</u>
Executive Officer	Mr. Akihiro Nakanishi	General Manager of Corporate Banking Division No. 8
Executive Officer	Mr. Kazuya Kobayashi	General Manager of Corporate Banking Division No. 13
Executive Officer	Mr. Souichi Hosoi	General Manager of Financial Planning Division
Executive Officer	Mr. Noritaka Takahashi	General Manager of Bangkok Branch
Executive Officer	Mr. Kouji Arita	General Manager of Operations Planning Division
Executive Officer	Mr. Takeshi Aono	General Manager of ALM Division
Executive Officer	Mr. Hiroshi Toyoda	General Manager of Corporate Banking Division No. 6
Executive Officer	Mr. Makoto Kimura	General Manager of Ginza Branch Division No. 2
Executive Officer	Mr. Akira Nakamura	General Manager of Corporate Banking Coordination Division (Large Corporations)
Executive Officer	Mr. Kouji Yonei	General Manager of IT & Systems Promotion Division
Executive Officer	Mr. Atsushi Sugao	General Manager of Corporate Banking Coordination Division
Executive Officer	Mr. Teiji Teramoto	General Manager of Investment Banking Coordination Division

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Executive Officer	Mr. Yasuhiko Morikawa	General Manager of Financial Institutions Banking Division No. 1
Executive Officer	Mr. Kenji Tsujitsugu	General Manager of Fukuoka Corporate Banking Division <u>General Manager of Main Office</u>
Executive Officer	Mr. Tsuyoshi Katayama	<u>Municipal Division No. 1</u> General Manager of Securities
Executive Officer	Mr. Naonobu Sumida	Division

1. The information underlined indicates the changes from the content of the announcement on February 26, 2013. In addition, Mr. Toyonori Takashima, who was included in the announcement on February 26, 2013 as the Executive Officer of New Mizuho Bank after the Merger, will retire from his current position as the Executive Officer of MHBK as of June 30, 2013, and will not assume the office of Executive Officer of New Mizuho Bank after the Merger. Therefore, he is not included in the composition of directors, corporate auditors and executive officers indicated above.
2. The composition of directors, corporate auditors and executive officers indicated above is based on the assumption that the Merger will take effect, that a resolution of the general shareholders meeting and a resolution of the board of directors of MHC B (after the Merger, New Mizuho Bank) will have been made, and that filings will have been made to, and the permissions will have been obtained from, the relevant authorities in Japan and any foreign countries.
3. Messrs. Isao Imai and Toshiaki Hasegawa are outside corporate auditors as provided for in Article 2, Item 16 of the Company Law. Mr. Masami Ishizaka is a candidate for outside corporate auditor as provided for in Article 2, Paragraph 3, Item 8 of the Enforcement Regulations of the Company Law.