

MIZUHO FINANCIAL GROUP INC
Form 6-K
August 14, 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 August 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NO. 333-213187) AND TO BE A PART OF SUCH PROSPECTUS FROM THE DATE ON WHICH THIS REPORT IS FURNISHED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.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: August 14, 2018

Mizuho Financial Group, Inc.

By: /s/ Makoto Umemiya

Name: Makoto Umemiya

Title: Managing Executive Officer / Group
CFO

UNAUDITED QUARTERLY CONSOLIDATED JAPANESE GAAP FINANCIAL STATEMENTS

AS OF AND FOR THE THREE MONTHS ENDED JUNE 30, 2018

On August 14, 2018, we published our unaudited quarterly consolidated financial statements as of and for the three months ended June 30, 2018 prepared in accordance with Japanese GAAP as part of our quarterly securities report (*shihanki hokokusho*) for the same period filed by us with the relevant Japanese authorities. We have included in this report on Form 6-K an English translation of the unaudited quarterly consolidated financial statements and the notes thereto included in such quarterly securities report. Japanese GAAP differs in certain respects from U.S. GAAP. For a description of certain differences between U.S. GAAP and Japanese GAAP, see Item 5. Operating and Financial Review and Prospects - Reconciliation with Japanese GAAP in our most recent annual report on Form 20-F filed with the U.S. Securities Exchange Commission.

Financial Information

1. The quarterly consolidated financial statements of Mizuho Financial Group, Inc. (MHFG) are prepared in accordance with the Ordinance on the Terminology, Forms, and Preparation Methods of Quarterly Consolidated Financial Statements (Cabinet Office Ordinance No. 64 of 2007). The classification of assets and liabilities and that of income and expenses are in accordance with the Ordinance for Enforcement of the Banking Act (Ordinance of the Ministry of Finance No. 10 of 1982).
2. Ernst & Young ShinNihon LLC conducted a quarterly review on the quarterly consolidated financial statements of MHFG for the three months ended June 30, 2018, pursuant to Article 193-2, Paragraph 1 of the Financial Instruments and Exchange Act.

I. Quarterly Consolidated Financial Statements**(1) Quarterly Consolidated Balance Sheet**

	As of		<i>(Millions of yen)</i> As of	
	March 31, 2018		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	*2	34,183,033	*2	33,597,118
Loans and Bills Discounted	*1	79,421,473	*1	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

	As of	(Millions of yen) As of
	March 31, 2018	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 and Preferred 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)
Remeasurements of Defined Benefit Plans	293,536	283,430

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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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(2) Quarterly Consolidated Statement of Income and

Quarterly Consolidated Statement of Comprehensive Income

Quarterly Consolidated Statement of Income

	For the three months ended		For the three months ended	
	June 30, 2017		June 30, 2018	
	<i>(Millions of yen)</i>			
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	*1	100,724	*1	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	*2	36,377	*2	54,247
Ordinary Profits		142,344		209,104
Extraordinary Gains	*3	1,659	*3	8,031
Extraordinary Losses	*4	1,821	*4	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

Quarterly Consolidated Statement of Comprehensive Income

	For the three months ended June 30, 2017	(Millions of yen) For the three months ended June 30, 2018
Profit	128,562	167,320
Other Comprehensive Income	53,619	4,441
Net Unrealized Gains (Losses) on Other Securities	63,494	52,684
Deferred Gains or Losses on Hedges	910	(20,443)
Revaluation Reserve for Land	(0)	
Foreign Currency Translation Adjustments	(4,019)	(13,922)
Remeasurements of Defined Benefit Plans	3,973	(9,720)
Share of Other Comprehensive Income of Associates Accounted for Using Equity Method	(10,737)	(4,156)
Comprehensive Income	182,182	171,761
(Breakdown)		
Comprehensive Income Attributable to Owners of Parent	174,934	167,705
Comprehensive Income Attributable to Non-controlling Interests	7,247	4,055

Notes to Quarterly Consolidated Financial Statements

Additional Information

The Board Benefit Trust (BBT) Program

Since MHFG operates its business giving due regard to creating value for diverse stakeholders and realizing improved corporate value through the continuous and stable growth of MHFG group pursuant to MHFG's basic management policy defined under the Mizuho Financial Group's Corporate Identity, MHFG has introduced a performance-based stock compensation program using a trust (the Program) that functions as an incentive for each Director, Executive Officer, and Specialist Officer to exert maximum effort in performing his or her duties, and also as consideration for such exertion of effort.

(1) Outline of the Program

The Program has adopted the Board Benefit Trust (BBT) framework. MHFG's shares on the stock market will be acquired through a trust established based on the underlying funds contributed by MHFG, and MHFG's shares will be distributed to Directors, Executive Officers, and Specialist Officers of MHFG, Mizuho Bank, Ltd., Mizuho Trust & Banking Co., Ltd., and Mizuho Securities Co., Ltd. (the Company Group) in accordance with the Rules on Distribution of Shares to be prescribed in advance. The number of MHFG's shares to be distributed will be determined pursuant to a performance evaluation based on the annual business plan.

A structure has been introduced for the distribution of MHFG's shares under the Program, whereby the distribution will be deferred over three years, and the deferred portion will be subject to reduction or forfeiture depending on certain factors, including the performance of the Company Group or the relevant Directors, Executive Officers, and Specialist Officers.

Voting rights related to MHFG's shares belonging to the trust assets under the trust shall not be exercised.

(2) MHFG's Shares Outstanding in the Trust

MHFG's shares outstanding in the trust are recognized as Treasury Stock under Net Assets at the carrying amount (excluding the amount of incidental expenses) in the trust. The carrying amount of such Treasury Stock as of June 30, 2018 was ¥2,424 million for 13,319 thousand shares (the carrying amount as of March 31, 2018 was ¥2,424 million for 13,319 thousand shares).

Notes to Quarterly Consolidated Balance Sheet

*1. Non-Accrual, Past Due & Restructured Loans, which are included in Loans and Bills Discounted, are as follows:

	As of March 31, 2018	As of June 30, 2018
		<i>(Millions of yen)</i>
Loans to Bankrupt Obligors	21,271	19,729
Non-Accrual Delinquent Loans	332,702	309,807
Loans Past Due for Three Months or More	617	1,218
Restructured Loans	240,777	208,000
Total	595,369	538,755

The amounts given in the above table are gross amounts before deduction of amounts for the Reserves for Possible Losses on Loans.

*2. Amounts of liabilities for guarantees on corporate bonds included in Securities, which were issued by private placement (Article 2, Paragraph 3 of the Financial Instruments and Exchange Act)

	As of March 31, 2018	As of June 30, 2018
		<i>(Millions of yen)</i>
	1,309,432	1,340,269

Notes to Quarterly Consolidated Statement of Income

*1. Other Ordinary Income includes the following:

	For the three months ended	
	June 30, 2017	For the three months ended June 30, 2018
		<i>(Millions of yen)</i>
Gains on Sales of Stocks	66,824	98,447
Reversal of Reserves for Possible Losses on Loans	21,906	32,981

*2. Other Ordinary Expenses includes the following:

	For the three months ended	
	June 30, 2017	For the three months ended June 30, 2018
		<i>(Millions of yen)</i>

	2017	
Losses on Write-offs of Loans	4,978	13,282

*3. Extraordinary Gains includes the following:

	<i>(Millions of yen)</i>	
	For the three months ended June 30, 2017	For the three months ended June 30, 2018
Gains on Cancellation of Employee Retirement Benefit Trust		