

MIZUHO FINANCIAL GROUP INC  
Form 6-K  
November 13, 2008

**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 2008.**

**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: November 13, 2008

Mizuho Financial Group, Inc.

By: /s/ Takashi Tsukamoto  
Name: Takashi Tsukamoto  
Title: Deputy President / CFO

For Immediate Release:

November 13, 2008

**Financial Statements for the Second Quarter of Fiscal 2008****(Six months ended September 30, 2008)****<under Japanese GAAP>**

Company Name: **Mizuho Financial Group, Inc. ( MHFG )**  
 Stock Code Number (Japan): 8411  
 Stock Exchanges (Japan): Tokyo Stock Exchange (First Section), Osaka Securities Exchange (First Section)  
 URL: <http://www.mizuho-fg.co.jp/english/>  
 Representative: Terunobu Maeda  
 President & CEO  
 For Inquiry: Mamoru Kishida  
 General Manager, Accounting  
 Phone: +81-3-5224-2030  
 Filing of Shihanki Hokokusho (scheduled): November 28, 2008  
 Trading Accounts: Established

Amounts less than one million yen are rounded down.

**1. Financial Highlights for the Second Quarter (First Half) of Fiscal 2008 (for the six months ended September 30, 2008)****(1) Consolidated Results of Operations**

	Ordinary Income		Ordinary Profits		Net Income		(%: Changes from the previous first half)	
	¥ million	%	¥ million	%	¥ million	%	Net Income per Share of Common Stock	Diluted Net Income per Share of Common Stock
1H F2008	1,903,592	(15.6)	56,788	(85.7)	94,577	(71.0)	8,373.41	7,078.95
1H F2007	2,256,140	21.0	399,184	(24.7)	327,061	(16.6)	28,272.51	25,804.83

**(2) Consolidated Financial Conditions**

	Total Assets	Total Net Assets	Own Capital Ratio	Total Net Assets per Share of Common Stock	Consolidated Capital Adequacy Ratio (BIS Standard)
	¥ million	¥ million	%	¥	%
1H F2008	153,222,014	4,968,143	2.1	211,407.06	11.45*
Fiscal 2007	154,412,105	5,694,159	2.5	254,722.01	11.70

\*Preliminary

Reference: Own Capital:  
 As of September 30, 2008: ¥3,309,600 million; As of March 31, 2008: ¥3,902,114 million

Notes 1: Own Capital Ratio was calculated as follows: (Total Net Assets - Minority Interests) / Total Assets × 100  
 2:

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Consolidated Capital Adequacy Ratio (BIS Standard) is based on the Standards for Bank Holding Company to Consider the Adequacy of Its Capital Based on Assets and Others Held by It and Its Subsidiaries Pursuant to Article 52-25 of the Banking Law (Financial Services Agency Ordinance Announcement No. 20 March 27, 2006).

### 2. Cash Dividends for Shareholders of Common Stock

(Record Date)	Cash Dividends per Share				Fiscal Year-end ¥	Annual ¥
	First Quarter-end ¥	Second Quarter-end ¥	Third Quarter-end ¥			
Fiscal 2007			0.00		10,000.00	10,000.00
Fiscal 2008			0.00			
Fiscal 2008 (estimate)					10,000.00	10,000.00

Note 1: Revision of estimates for cash dividends for shareholders of common stock during this quarter: No

Note 2: Please refer to p. 1-3 for cash dividends for shareholders of classified stock (unlisted), the rights of which are different from those of common stock.

### 3. Consolidated Earnings Estimates for Fiscal 2008 (for the fiscal year ending March 31, 2009)

	(%: Changes from the previous fiscal year)						Net Income per Share of Common Stock ¥
	Ordinary Income		Ordinary Profits		Net Income		
	¥ million	%	¥ million	%	¥ million	%	
Fiscal 2008	3,800,000	(15.9)	350,000	(11.8)	250,000	(19.6)	20,537.22

Note 1: Revision of the earnings estimates during this quarter: No

Note 2: Of the released information, only Net Income per Share of Common Stock is revised. Ordinary Income, Ordinary Profits and Net Income are the same as the information announced on October 31, 2008.

Note 3: The average number of shares of outstanding common stock for fiscal 2008 used in calculating the above Net Income per Share of Common Stock is based on the following:

The average number of the average number of shares during the interim period and the number of shares as of September 30, 2008 (which is assumed to be the average number of shares during the third and the fourth quarter of fiscal 2008) is used.

The increase/decrease during the third and fourth quarters of fiscal 2008, such as the increase in the number of shares of common stock due to the request for acquisition (conversion) of the Eleventh Series Class XI Preferred Stock, is not taken into consideration.

**4. Others****(1) Changes in Significant Subsidiaries during the Period**

(changes in specified subsidiaries accompanying changes in scope of consolidation): No

**(2) Changes of Accounting Methods and Presentation of Consolidated Financial Statements****(To be described in changes of fundamental and important matters for the preparation of Interim Consolidated Financial Statements)**

(a) Changes due to revisions of accounting standards etc.: Yes

(b) Changes other than (a) above: No

Please refer to [Qualitative Information and Financial Statements] 4. Others on page 1-6 for details.

**(3) Issued Shares of Common Stock**

(a) Period-end issued shares (includes treasury stock) : As of September 30, 2008: 11,178,846 shares,

As of March 31, 2008: 11,396,254 shares

(b) Period-end treasury stock :

As of September 30, 2008: 11,252 shares,

As of March 31, 2008: 4,585 shares

(c) Average outstanding shares :

1st Half Fiscal 2008: 11,294,954 shares,

1st Half Fiscal 2007: 11,568,165 shares

**Non-consolidated Financial Statements****1. Financial Highlights for the Second Quarter (First Half) of Fiscal 2008 (for the six months ended September 30, 2008)****(1) Non-Consolidated Results of Operations**

Operating Income		Operating Profits		Ordinary Profits		Net Income		Net Income per Share of Common Stock
¥ million	%	¥ million	%	¥ million	%	¥ million	%	¥
(%: Changes from the previous first half)								

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1H F2008	426,950	(29.4)	417,265	(29.9)	411,268	(30.0)	454,600	(27.4)	40,246.61
1H F2007	604,926	(50.9)	595,884	(51.3)	588,255	(51.7)	626,454	(49.5)	53,772.60

(2) Non-Consolidated Financial Conditions

	Total Assets ¥ million	Total Net Assets ¥ million	Own Capital Ratio %	Total Net Assets per Share of Common Stock ¥
1H F2008	4,550,820	3,683,398	80.9	244,878.70
Fiscal 2007	4,658,922	3,512,845	75.4	220,538.65

- Reference: 1. Own Capital:  
As of September 30, 2008: ¥ 3,683,398 million; As of March 31, 2008: ¥3,512,845 million
2. Maximum amount available for dividends as of September 30, 2008: ¥1,298,118 million, As of March 31, 2008: ¥1,582,289 million
- (note) Maximum amount available for dividends is calculated pursuant to Article 461, Paragraph 2 of the Company Law.

2. Earnings Estimates for Fiscal 2008 (for the fiscal year ending March 31, 2009)

	(%: Changes from the previous fiscal year)								
	Operating Income		Operating Profits		Ordinary Profits		Net Income		Net Income per Share of Common Stock
	¥ million	%	¥ million	%	¥ million	%	¥ million	%	¥
Fiscal 2008	450,000	(44.2)	430,000	(45.3)	410,000	(46.9)	450,000	(44.5)	38,343.93

Revision of the earnings estimates during this quarter: No

Note 1:

Note 2: Of the released information, only Net Income per Share of Common Stock is revised.

Operating Income, Operating Profits, Ordinary Profits and Net Income are the same as the information announced on May 15, 2008.

Note 3: The average number of shares of outstanding common stock for fiscal 2008 used in calculating the above Net Income per Share of Common Stock is based on the following:

The average number of the average number of shares during the interim period and the number of shares as of September 30, 2008 (which is assumed to be the average number of shares during the third and the fourth quarter of fiscal 2008) is used.

The increase/decrease during the third and fourth quarters of fiscal 2008, such as the increase in the number of shares of common stock due to the request for acquisition (conversion) of the Eleventh Series Class XI Preferred Stock, is not taken into consideration.

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*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, including as a result of the impact of the dislocation in the global financial markets stemming from U.S. subprime loan issues; changes in interest rates; foreign currency fluctuations; revised assumptions or other changes related to our pension plans; failure to maintain required capital adequacy ratio levels; downgrades in our credit ratings; the effectiveness of our operational, legal and other risk management policies; our ability to avoid reputational harm; and effects of changes in general economic conditions in Japan.*

*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.co.jp/english/](http://www.mizuho-fg.co.jp/english/) and also at the SEC 's web site at [www.sec.gov](http://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.*

*MHFG is a specified business company under Cabinet Office Ordinance on Disclosure of Corporate Information, etc. Article 17-15 clause 2 and prepares the interim consolidated and interim non-consolidated financial statements in the second quarter.*

**Cash Dividends for Shareholders of Classified Stock**

Breakdown of cash dividends per share related to classified stock, the rights of which are different from those of common stock is as follows:

(Record Date)	Cash Dividends per Share				
	First Quarter-end ¥	Second Quarter-end ¥	Third Quarter-end ¥	Fiscal Year-end ¥	Annual ¥
<b>Eleventh Series Class XI Preferred Stock</b>					
Fiscal 2007		0.00		20,000.00	20,000.00
Fiscal 2008		0.00			
Fiscal 2008 (estimate)				20,000.00	20,000.00
<b>Thirteenth Series Class XIII Preferred Stock</b>					
Fiscal 2007		0.00		30,000.00	30,000.00
Fiscal 2008		0.00			
Fiscal 2008 (estimate)				30,000.00	30,000.00

**\* As for 2. Cash Dividends for Shareholders of Common Stock**

As a result of Abolishment of the Fractional Share System and Lowering of the Minimum Investment Amount announced on May 15, 2008, if we conduct the allotment of shares or fractions of a share without consideration that will be effective on January 4, 2009, after such allotment, the year-end cash dividend per share of common stock will be ¥10, the cash dividend per share for the Eleventh Series Class XI Preferred Stock will be ¥20, and the cash dividend per share for the Thirteenth Series Class XIII Preferred Stock will be ¥30.

**Notes 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.

Reference: For example, in the EDINET website, it is stated that any information in English contained in this XBRL data that may be downloaded from the list is provided for reference purpose only, and the accuracy of the information is not assured .

The examples of English account names, which are different in our financial statements and XBRL, include:

Mizuho: Reserves for Possible Losses on Loans

XBRL: Allowance for loan losses

Mizuho: Common Stock and Preferred Stock

XBRL: Capital Stock

Mizuho: Net Unrealized Gains on Other Securities, net of Taxes

XBRL: Valuation difference on available-for-sale securities

Mizuho: Other Operating Income (Expenses)

XBRL: Other ordinary income (expenses)

Mizuho: Other Ordinary Income (Expenses)

XBRL: Other income (expenses)

Please note that the names of the English accounts, including but not limited to, those other than the above examples, may be subject to changes in the future.

## QUALITATIVE INFORMATION AND FINANCIAL STATEMENTS

(Please refer to Summary Results for the Second Quarter (First Half) of Fiscal 2008 (Six months ended September 30, 2008) on page 2-1 for more information)

### 1. Qualitative Information related to the Consolidated Results of Operations

Looking back over the economic climate during the six months ended September 30, 2008, tension in financial markets has noticeably risen including the spread of a credit crunch on a global scale resulting from a decline in the intermediary function of financial institutions, after some financial institutions experienced a shortfall of capital and severe management difficulties mainly in the U.S. and Europe, reflecting the turmoil in the securitized products markets stemming from the subprime loan problem. Under these circumstances, various measures are being taken in the global financial markets to stabilize the situation, such as large-scale re-organizations of financial institutions and injections of public funds by governments of major economic countries to resolve capital shortfalls.

The turmoil in the financial markets is having a great influence on the actual economy. The U.S. economy has become increasingly severe with, for example, a substantial decline in housing prices and a worsening in the employment situation. Europe has also seen a worsening in business confidence. In addition, economies of developing countries and countries rich in natural resources are also slowing.

As for the Japanese economy, domestic and foreign demand are weak and the risk of economic downside is increasing as the slowing in exports becomes clear and personal consumption stagnates with a decline in real wages and a global slump in share prices over the end of the period.

The global economic downside and the turmoil in the financial markets are likely to continue for the time being. Therefore it is even more important for Mizuho Financial Group to strengthen profitability further by applying management resources flexibly and providing superior financial services that meet our customers' needs, while maintaining financial soundness and enhancing corporate governance such as risk management.

With the above economic environment, Net Income for the six months ended September 30, 2008 amounted to ¥94.5 billion, decreasing by ¥232.4 billion from the corresponding period of the previous fiscal year.

Taking segment information by type of business for MHFG and its consolidated subsidiaries categorized under banking business (banking and trust banking business), securities business and other, Ordinary Profits before excluding inter-segment Ordinary Profits was ¥64.2 billion for banking business, ¥(11.5) billion for securities business and ¥8.2 billion for other. Looking at segment information by geographic area categorized under Japan, the Americas, Europe and Asia/Oceania, Ordinary Profits before excluding inter-segment Ordinary Profits was ¥58.8 billion for Japan, ¥47.2 billion for the Americas, ¥(63.2) billion for Europe and ¥19.6 billion for Asia/Oceania.

### 2. Qualitative Information related to the Consolidated Financial Conditions

Consolidated total assets as of September 30, 2008 amounted to ¥153,222.0 billion, decreasing by ¥1,190.0 billion from the end of the previous fiscal year. Net Assets amounted to ¥4,968.1 billion, decreasing by ¥726.0 billion from the end of the previous fiscal year. Shareholders' Equity amounted to ¥3,237.1 billion, Valuation and Translation Adjustments amounted to ¥72.4 billion and Minority Interests amounted to ¥1,658.5 billion.

In Assets, the balance of Loans and Bills Discounted amounted to ¥67,590.6 billion, increasing by ¥1,981.9 billion from the end of the previous fiscal year while Securities were ¥32,537.0 billion, decreasing by ¥1,421.4 billion from the end of the previous fiscal year. In Liabilities, Deposits amounted to ¥75,480.6 billion, decreasing by ¥694.6 billion from the end of the previous fiscal year.

The Consolidated Capital Adequacy Ratio (Basel II BIS Standard) was 11.45% (Preliminary).

	March 31, 2007	March 31, 2008	September 30, 2008
Basel II	12.48%	11.70%	11.45%

### 3. Qualitative Information related to the Consolidated Earnings Estimates

As for the consolidated earnings estimates for fiscal 2008, there is no revision of the earnings estimates which were announced on October 31, 2008. MHFG estimates Ordinary Income of ¥3,800.0 billion, Ordinary Profits of ¥350.0 billion and Net Income of ¥250.0 billion for fiscal year ending March 31, 2009.

*The above estimates constitute forward-looking statements within the meaning of the United States Private Securities Litigation Reform Act of 1995. Please see the forward-looking statements legend on page 1-2 for a description of the factors that could affect our ability to meet these estimates.*

### 4. Others

(1) Changes in Significant Subsidiaries during the Period (changes in specified subsidiaries accompanying changes in scope of consolidation)  
None.

(2) Changes of Accounting Methods and Presentation of Consolidated Financial Statements  
(Accounting Standard for Lease Transactions)

As Accounting Standard for Lease Transactions (ASBJ Statement No.13, March 30, 2007) and Guidance on Accounting Standard for Lease Transactions, (ASBJ Guidance No.16) are applied from the fiscal year beginning on or after April 1, 2008, MHFG has applied the new accounting standard and guidance beginning with this interim period.

Although MHFG accounted for finance leases that do not involve transfer of ownership to lessee as operating leases, by this application, MHFG accounts for them as normal trade transactions, including the transactions that started before the end of fiscal 2007.

The amount of accumulated impact until the end of fiscal 2007 on Income before Income Taxes and Minority Interests is recorded in Extraordinary Losses.

This change increases Lease Assets in Tangible Fixed Assets by ¥9,394 million, Lease Assets in Intangible Fixed Assets by ¥1,000 million, Lease Obligation in Other Liabilities by ¥19,930 million, Extraordinary Losses by ¥10,804 million, and decreases Income before Income Taxes and Minority Interests by ¥9,349 million.

## **5. Consolidated Financial Statements**

### **(1) BASIS FOR PRESENTATION AND PRINCIPLES OF CONSOLIDATION**

#### **1. Scope of Consolidation**

a) Number of consolidated subsidiaries: 147

Names of principal companies:

Mizuho Bank, Ltd.

Mizuho Corporate Bank, Ltd.

Mizuho Trust & Banking Co., Ltd.

Mizuho Securities Co., Ltd.

During the period, Mizuho Capital Investment (JPY) 3 Ltd. and three other companies were newly consolidated as a result of their establishment and other factors.

During the period, Mizuho Credit Co., Ltd. and two other companies were excluded from the scope of consolidation as a result of dissolution and other factors.

b) Number of non-consolidated subsidiaries: 0

#### **2. Application of the Equity Method**

a) Number of non-consolidated subsidiaries under the equity method: 0

b) Number of affiliates under the equity method: 22

Names of principal companies:

The Chiba Kogyo Bank, Ltd.

Shinko Securities Co., Ltd.

During the period, Japan Stockholders Data Service Co., Ltd. and one other company were newly included in the scope of the equity method as a result of their establishment.

During the period, Mizuho Corporate Leasing (Thailand) Co., Ltd. was excluded from the scope of the equity method as a result of the disposal of its shares.

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c) Number of non-consolidated subsidiaries not under the equity method: 0

d) Affiliates not under the equity method:

Name of principal company:

Asian-American Merchant Bank Limited

Non-consolidated subsidiaries and affiliates not under the equity method are excluded from the scope of the equity method since such exclusion has no material effect on MHFG's consolidated financial statements in terms of Net Income/Net Loss (amount corresponding to MHFG's equity position), Retained Earnings (amount corresponding to MHFG's equity position), Net Deferred Hedge Gains (Losses), net of Taxes (amount corresponding to MHFG's equity position) and others.

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**3. Balance Sheet Dates of Consolidated Subsidiaries**

a) Balance sheet dates of consolidated subsidiaries are as follows:

April 30	1 company
The day before the last business day of June	4 companies
June 30	58 companies
September 30	61 companies
The day before the last business day of December	23 companies

b) Consolidated subsidiaries with interim balance sheet dates of April 30, the day before the last business day of June and the day before the last business day of December were consolidated based on their tentative financial statements as of and for the period ended June 30. Other consolidated subsidiaries were consolidated based on their financial statements as of and for the interim period ended their respective balance sheet dates.

The necessary adjustments have been made to the financial statements for any significant transactions that took place between their respective balance sheet dates and the date of the consolidated financial statements.

**(2) CONSOLIDATED BALANCE SHEETS**

	<i>Millions of yen</i>		
	As of	As of	As of
	September 30, 2007	September 30, 2008	March 31, 2008 (Selected Items)
<b>Assets</b>			
Cash and Due from Banks	¥ 3,234,898	¥ 4,171,640	¥ 3,483,802
Call Loans and Bills Purchased	406,491	265,068	248,728
Receivables under Resale Agreements	10,312,578	9,348,124	7,233,199
Guarantee Deposits Paid under Securities Borrowing Transactions	7,291,739	7,876,720	9,069,138
Other Debt Purchased	3,348,693	3,015,030	3,388,461
Trading Assets	12,481,601	12,282,278	13,856,237
Money Held in Trust	32,410	44,322	32,827
Securities	36,153,905	32,537,063	33,958,537
Loans and Bills Discounted	66,056,468	67,590,699	65,608,705
Foreign Exchange Assets	766,307	787,036	803,141
Other Assets	6,117,328	9,339,495	10,984,529
Tangible Fixed Assets	792,866	803,714	802,692
Intangible Fixed Assets	253,354	293,992	284,825
Deferred Debenture Charges	3		
Deferred Tax Assets	438,617	850,185	607,920
Customers Liabilities for Acceptances and Guarantees	4,807,434	4,704,366	4,733,852
Reserves for Possible Losses on Loans	(782,653)	(687,701)	(684,465)
Reserve for Possible Losses on Investments	(142)	(23)	(30)
<b>Total Assets</b>	<b>¥ 151,711,905</b>	<b>¥ 153,222,014</b>	<b>¥ 154,412,105</b>

Mizuho Financial Group, Inc.

	<i>Millions of yen</i>		
	As of		
	March 31, 2008		
	(Selected Items)		
	As of	As of	
	September 30, 2007	September 30, 2008	
<b>Liabilities</b>			
Deposits	¥ 74,167,419	¥ 75,480,661	¥ 76,175,319
Negotiable Certificates of Deposit	8,572,632	10,350,995	10,088,721
Debentures	3,919,564	2,719,624	3,159,443
Call Money and Bills Sold	6,473,059	7,047,585	6,693,712
Payables under Repurchase Agreements	13,700,034	13,348,752	11,511,019
Guarantee Deposits Received under Securities Lending Transactions	6,754,515	6,435,649	6,927,740
Commercial Paper			30,000
Trading Liabilities	7,978,672	7,427,337	8,313,072
Borrowed Money	5,298,957	5,310,414	4,818,895
Foreign Exchange Liabilities	186,481	264,737	222,652
Short-term Bonds	1,046,363	694,587	787,784
Bonds and Notes	3,556,844	4,385,279	4,052,189
Due to Trust Accounts	1,211,478	1,012,753	1,119,946
Other Liabilities	7,445,823	8,796,570	9,795,054
Reserve for Bonus Payments	32,368	31,160	43,375
Reserve for Employee Retirement Benefits	36,154	36,493	36,019
Reserve for Director and Corporate Auditor Retirement Benefits	5,779	1,853	7,057
Reserve for Possible Losses on Sales of Loans	23,468	54,231	50,895
Reserve for Contingencies	16,542	15,839	14,095
Reserve for Frequent Users Services	6,196	9,837	8,349
Reserve for Reimbursement of Deposits	9,420	9,699	9,614
Reserves under Special Laws	2,670	1,750	2,680
Deferred Tax Liabilities	127,249	9,136	11,354
Deferred Tax Liabilities for Revaluation Reserve for Land	105,803	104,549	105,096
Acceptances and Guarantees	4,807,434	4,704,366	4,733,852
<b>Total Liabilities</b>	<b>145,484,934</b>	<b>148,253,870</b>	<b>148,717,945</b>
<b>Net Assets</b>			
Common Stock and Preferred Stock	1,540,965	1,540,965	1,540,965
Capital Surplus	411,093	411,227	411,093
Retained Earnings	1,490,943	1,291,244	1,476,129
Treasury Stock	(2,426)	(6,270)	(2,507)
<b>Total Shareholders Equity</b>	<b>3,440,575</b>	<b>3,237,166</b>	<b>3,425,680</b>
Net Unrealized Gains on Other Securities, net of Taxes	1,180,567	48,718	401,375
Net Deferred Hedge Losses, net of Taxes	(91,961)	(39,498)	5,985
Revaluation Reserve for Land, net of Taxes	148,501	146,715	147,467
Foreign Currency Translation Adjustments	(36,728)	(83,501)	(78,394)
<b>Total Valuation and Translation Adjustments</b>	<b>1,200,379</b>	<b>72,433</b>	<b>476,434</b>
Minority Interests	1,586,015	1,658,543	1,792,045
<b>Total Net Assets</b>	<b>6,226,971</b>	<b>4,968,143</b>	<b>5,694,159</b>
<b>Total Liabilities and Net Assets</b>	<b>¥ 151,711,905</b>	<b>¥ 153,222,014</b>	<b>¥ 154,412,105</b>



## (3) CONSOLIDATED STATEMENTS OF INCOME

	For the six months ended September 30, 2007	For the six months ended September 30, 2008	<i>Millions of yen</i> For the fiscal year ended March 31, 2008 (Selected Items)
<b>Ordinary Income</b>	¥ 2,256,140	¥ 1,903,592	¥ 4,523,510
Interest Income	1,520,768	1,217,613	2,864,796
<i>Interest on Loans and Bills Discounted</i>	755,864	723,683	1,507,449
<i>Interest and Dividends on Securities</i>	361,921	262,586	671,783
Fiduciary Income	33,115	29,749	64,355
Fee and Commission Income	295,737	254,606	596,759
Trading Income	140,298	114,998	249,076
Other Operating Income	108,598	173,392	294,356
Other Ordinary Income	157,621	113,231	454,165
<b>Ordinary Expenses</b>	1,856,956	1,846,804	4,126,390
Interest Expenses	982,867	694,209	1,801,156
<i>Interest on Deposits</i>	313,654	236,118	581,601
<i>Interest on Debentures</i>	13,008	9,420	23,746
Fee and Commission Expenses	57,057	54,473	102,233
Trading Expenses	18,264	62,078	192,927
Other Operating Expenses	52,453	62,276	312,094
General and Administrative Expenses	559,564	604,469	1,124,527
Other Ordinary Expenses	186,749	369,296	593,450
<b>Ordinary Profits</b>	399,184	56,788	397,120
<b>Extraordinary Gains</b>	28,656	17,008	125,571
<b>Extraordinary Losses</b>	5,069	16,468	36,629
<b>Income before Income Taxes and Minority Interests</b>	422,770	57,328	486,062
Income Taxes:			
Current	19,121	12,295	32,212
Deferred	37,983	(63,141)	118,546
Total Income Taxes		(50,845)	
<b>Minority Interests in Net Income</b>	38,604	13,597	24,079
<b>Net Income</b>	¥ 327,061	¥ 94,577	¥ 311,224

**(4) CONSOLIDATED STATEMENTS OF CHANGES IN NET ASSETS**

	<i>Millions of yen</i>		
	For the six months ended September 30, 2007	For the six months ended September 30, 2008	For the fiscal year ended March 31, 2008
<b>Shareholder's Equity</b>			
<b>Common Stock and Preferred Stock</b>			
Balance as of the end of the previous period	¥ 1,540,965	¥ 1,540,965	¥ 1,540,965
Changes during the period			
Total Changes during the period			
Balance as of the end of the period	1,540,965	1,540,965	1,540,965
<b>Capital Surplus</b>			
Balance as of the end of the previous period	411,110	411,093	411,110
Changes during the period			
Disposition of Treasury Stock	9	133	
Cancellation of Treasury Stock	(9)		
Effect of Exclusion of an Affiliate from the Scope of the Equity Method	(16)		(16)
Effect of Decrease in the Equity Position of an Affiliate	(0)		(0)
Total Changes during the period	(16)	133	(16)
Balance as of the end of the period	411,093	411,227	411,093
<b>Retained Earnings</b>			
Balance as of the end of the previous period	1,440,310	1,476,129	1,440,310
Effect of Unification of Accounting Policies Applied to Foreign Subsidiaries			
	2,867		2,867
Changes during the period			
Cash Dividends	(101,229)	(133,898)	(101,229)
Net Income	327,061	94,577	311,224
Disposition of Treasury Stock		(26)	(1)
Cancellation of Treasury Stock	(180,180)	(146,308)	(180,189)
Transfer from Revaluation Reserve for Land, net of Taxes	2,114	771	3,148
Total Changes during the period	47,765	(184,884)	32,951
Balance as of the end of the period	1,490,943	1,291,244	1,476,129
<b>Treasury Stock</b>			
Balance as of the end of the previous period	(32,330)	(2,507)	(32,330)
Changes during the period			
Repurchase of Treasury Stock	(150,327)	(150,272)	(150,464)
Disposition of Treasury Stock	41	140	100
Cancellation of Treasury Stock	180,189	146,308	180,189
Increase in Stock issued by MHFG held by Equity-Method Affiliates			(3)
Decrease in Stock issued by MHFG held by Equity-Method Affiliates	0	60	
Total Changes during the period	29,904	(3,762)	29,822

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Balance as of the end of the period	¥	(2,426)	¥	(6,270)	¥	(2,507)
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Mizuho Financial Group, Inc.

	<i>Millions of yen</i>		
	For the six months ended September 30, 2007	For the six months ended September 30, 2008	For the fiscal year ended March 31, 2008
<b>Total Shareholders' Equity</b>			
Balance as of the end of the previous period	¥ 3,360,055	¥ 3,425,680	¥ 3,360,055
Effect of Unification of Accounting Policies Applied to Foreign Subsidiaries	2,867		2,867
<b>Changes during the period</b>			
Cash Dividends	(101,229)	(133,898)	(101,229)
Net Income	327,061	94,577	311,224
Repurchase of Treasury Stock	(150,327)	(150,272)	(150,464)
Disposition of Treasury Stock	51	248	98
Cancellation of Treasury Stock			
Transfer from Revaluation Reserve for Land, net of Taxes	2,114	771	3,148
Effect of Exclusion of an Affiliate from the Scope of the Equity Method	(16)		(16)
Effect of Decrease in the Equity Position of an Affiliate	(0)		(0)
Increase in Stock issued by MHFG held by Equity-Method Affiliates			(3)
Decrease in Stock issued by MHFG held by Equity-Method Affiliates	0	60	
<b>Total Changes during the period</b>	<b>77,652</b>	<b>(188,513)</b>	<b>62,757</b>
Balance as of the end of the period	3,440,575	3,237,166	3,425,680
<b>Valuation and Translation Adjustments</b>			
Net Unrealized Gains on Other Securities, net of Taxes			
Balance as of the end of the previous period	1,550,628	401,375	1,550,628
<b>Changes during the period</b>			
Net Changes in Items other than Shareholders' Equity	(370,061)	(352,656)	(1,149,253)
<b>Total Changes during the period</b>	<b>(370,061)</b>	<b>(352,656)</b>	<b>(1,149,253)</b>
Balance as of the end of the period	1,180,567	48,718	401,375
<b>Net Deferred Hedge Losses, net of Taxes</b>			
Balance as of the end of the previous period	(111,042)	5,985	(111,042)
<b>Changes during the period</b>			
Net Changes in Items other than Shareholders' Equity	19,081	(45,484)	117,028
<b>Total Changes during the period</b>	<b>19,081</b>	<b>(45,484)</b>	<b>117,028</b>
Balance as of the end of the period	(91,961)	(39,498)	5,985
<b>Revaluation Reserve for Land, net of Taxes</b>			
Balance as of the end of the previous period	150,616	147,467	150,616
<b>Changes during the period</b>			
Net Changes in Items other than Shareholders' Equity	(2,114)	(752)	(3,148)
<b>Total Changes during the period</b>	<b>(2,114)</b>	<b>(752)</b>	<b>(3,148)</b>
Balance as of the end of the period	¥ 148,501	¥ 146,715	¥ 147,467



Mizuho Financial Group, Inc.

	<i>Millions of yen</i>		
	For the six months ended September 30, 2007	For the six months ended September 30, 2008	For the fiscal year ended March 31, 2008
<b>Foreign Currency Translation Adjustments</b>			
Balance as of the end of the previous period	¥ (38,964)	¥ (78,394)	¥ (38,964)
<b>Changes during the period</b>			
Net Changes in Items other than Shareholders' Equity	2,236	(5,107)	(39,429)
<b>Total Changes during the period</b>	<b>2,236</b>	<b>(5,107)</b>	<b>(39,429)</b>
Balance as of the end of the period	(36,728)	(83,501)	(78,394)
<b>Total Valuation and Translation Adjustments</b>			
Balance as of the end of the previous period	1,551,237	476,434	1,551,237
<b>Changes during the period</b>			
Net Changes in Items other than Shareholders' Equity	(350,857)	(404,000)	(1,074,803)
<b>Total Changes during the period</b>	<b>(350,857)</b>	<b>(404,000)</b>	<b>(1,074,803)</b>
Balance as of the end of the period	1,200,379	72,433	476,434
<b>Minority Interests</b>			
Balance as of the end of the previous period	1,813,115	1,792,045	1,813,115
<b>Changes during the period</b>			
Net Changes in Items other than Shareholders' Equity	(227,100)	(133,502)	(21,070)
<b>Total Changes during the period</b>	<b>(227,100)</b>	<b>(133,502)</b>	<b>(21,070)</b>
Balance as of the end of the period	1,586,015	1,658,543	1,792,045
<b>Total Net Assets</b>			
Balance as of the end of the previous period	6,724,408	5,694,159	6,724,408
<b>Effect of Unification of Accounting Policies Applied to Foreign Subsidiaries</b>			
	2,867		2,867
<b>Changes during the period</b>			
Cash Dividends	(101,229)	(133,898)	(101,229)
Net Income	327,061	94,577	311,224
Repurchase of Treasury Stock	(150,327)	(150,272)	(150,464)
Disposition of Treasury Stock	51	248	98
<b>Cancellation of Treasury Stock</b>			
Transfer from Revaluation Reserve for Land, net of Taxes	2,114	771	3,148
Effect of Exclusion of an Affiliate from the Scope of the Equity Method	(16)		(16)
Effect of Decrease in the Equity Position of an Affiliate	(0)		(0)
Increase in Stock issued by MHFG held by Equity-Method Affiliates			(3)
Decrease in Stock issued by MHFG held by Equity-Method Affiliates	0	60	
Net Changes in Items other than Shareholders' Equity	(577,957)	(537,502)	(1,095,873)
<b>Total Changes during the period</b>	<b>(500,305)</b>	<b>(726,016)</b>	<b>(1,033,116)</b>
Balance as of the end of the period	¥ 6,226,971	¥ 4,968,143	¥ 5,694,159



## (5) CONSOLIDATED STATEMENTS OF CASH FLOWS

	For the six months ended September 30, 2007	For the six months ended September 30, 2008	<i>Millions of yen</i> For the fiscal year ended March 31, 2008
<b>Cash Flow from Operating Activities</b>			
Income before Income Taxes and Minority Interests	¥ 422,770	¥ 57,328	¥ 486,062
Depreciation	63,372	70,664	132,721
Losses on Impairment of Fixed Assets	1,009	1,015	2,698
Amortization of Goodwill		(1)	27,688
Equity in Income from Investments in Affiliates	(5,886)	(2,347)	(9,083)
Increase (Decrease) in Reserves for Possible Losses on Loans	(74,008)	3,475	(163,096)
Increase (Decrease) in Reserve for Possible Losses on Investments	(32)	(7)	(144)
Increase (Decrease) in Reserve for Possible Losses on Sales of Loans	23,468	3,335	50,895
Increase (Decrease) in Reserve for Contingencies	3,495	1,744	1,048
Increase (Decrease) in Reserve for Bonus Payments	(8,096)	(11,386)	5,152
Increase (Decrease) in Reserve for Employee Retirement Benefits	(595)	478	(655)
Increase (Decrease) in Reserve for Director and Corporate Auditor Retirement Benefits	(705)	(5,204)	565
Increase (Decrease) in Reserve for Frequent Users Services	2,422	1,488	4,575
Increase (Decrease) in Reserve for Reimbursement of Deposits	9,420	84	9,614
Interest Income accrual basis	(1,520,768)	(1,217,613)	(2,864,796)
Interest Expenses accrual basis	982,867	694,209	1,801,156
Losses (Gains) on Securities	(116,628)	56,376	(180,014)
Losses (Gains) on Money Held in Trust	(58)	(61)	(238)
Foreign Exchange Losses (Gains) net	28,435	23,691	998,555
Losses (Gains) on Disposition of Fixed Assets	644	2,456	(1,700)
Decrease (Increase) in Trading Assets	(2,057,483)	1,496,982	(3,723,814)
Increase (Decrease) in Trading Liabilities	(337,569)	(825,760)	299,439
Decrease (Increase) in Loans and Bills Discounted	(9,700)	(2,222,493)	(590,397)
Increase (Decrease) in Deposits	(685,180)	(476,076)	2,299,855
Increase (Decrease) in Negotiable Certificates of Deposit	(217,252)	265,361	1,528,780
Increase (Decrease) in Debentures	(804,883)	(439,818)	(1,563,995)
Increase (Decrease) in Borrowed Money (excluding Subordinated Borrowed Money)	719,171	512,528	225,338
Decrease (Increase) in Due from Banks (excluding Due from Central Banks)	39,775	(366,574)	(523,301)
Decrease (Increase) in Call Loans, etc.	(1,047,841)	(1,755,289)	845,166
Decrease (Increase) in Guarantee Deposits Paid under Securities Borrowing Transactions	1,332,471	1,192,417	(444,926)
Increase (Decrease) in Call Money, etc.	530,486	2,211,282	266,469
Increase (Decrease) in Commercial Paper	(30,000)	(30,000)	
Increase (Decrease) in Guarantee Deposits Received under Securities Lending Transactions	807,733	(492,090)	980,959
Decrease (Increase) in Foreign Exchange Assets	129,220	6,540	51,635
Increase (Decrease) in Foreign Exchange Liabilities	(153,725)	42,053	(99,831)
Increase (Decrease) in Short-term Bonds (Liabilities)	204,492	(93,196)	(54,086)
Increase (Decrease) in Bonds and Notes	379,969	330,643	825,207
Increase (Decrease) in Due to Trust Accounts	76,119	(107,193)	(15,412)
Interest and Dividend Income cash basis	1,544,883	1,236,316	2,922,168
Interest Expenses cash basis	(983,235)	(729,443)	(1,803,557)
Other net	133,182	464,138	(1,603,353)

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Subtotal	(618,240)	(99,943)	123,352
Cash Refunded (Paid) in Income Taxes	106,562	59,161	47,362
<b>Net Cash Provided by (Used in) Operating Activities</b>	<b>¥ (511,678)</b>	<b>¥ (40,782)</b>	<b>¥ 170,714</b>

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Mizuho Financial Group, Inc.

	For the six months ended September 30, 2007	For the six months ended September 30, 2008	<i>Millions of yen</i> For the fiscal year ended March 31, 2008
<b>Cash Flow from Investing Activities</b>			
Payments for Purchase of Securities	¥ (40,795,981)	¥ (39,217,450)	¥ (83,933,854)
Proceeds from Sale of Securities	29,396,607	30,614,217	66,532,713
Proceeds from Redemption of Securities	11,775,122	9,443,083	16,585,885
Payments for Increase in Money Held in Trust	(15,000)	(31,700)	(23,000)
Proceeds from Decrease in Money Held in Trust	32,145	20,193	39,869
Payments for Purchase of Tangible Fixed Assets	(32,915)	(27,548)	(84,804)
Payments for Purchase of Intangible Fixed Assets	(54,665)	(20,291)	(128,392)
Proceeds from Sale of Tangible Fixed Assets	7,109	5,525	18,450
Proceeds from Sale of Intangible Fixed Assets	386	643	10,216
Payments for Purchase of Stocks of Subsidiaries (affecting the scope of consolidation)			(136,627)
Proceeds from Sales of Stocks of Subsidiaries (affecting the scope of consolidation)	838		838
<b>Net Cash Provided by (Used in) Investing Activities</b>	<b>313,647</b>	<b>786,674</b>	<b>(1,118,704)</b>
<b>Cash Flow from Financing Activities</b>			
Proceeds from Subordinated Borrowed Money	74,000	230	129,859
Repayments of Subordinated Borrowed Money	(58,062)		(83,000)
Proceeds from Issuance of Subordinated Bonds	80,500	26,500	239,704
Payments for Redemption of Subordinated Bonds	(136,489)	(12,100)	(142,589)
Proceeds from Investments by Minority Shareholders	7,343	306,359	288,196
Repayments to Minority Shareholders	(185,500)	(387,938)	(185,500)
Cash Dividends Paid	(101,041)	(133,203)	(101,115)
Cash Dividends Paid to Minority Shareholders	(59,100)	(53,022)	(80,277)
Payments for Repurchase of Treasury Stock	(150,327)	(150,272)	(150,464)
Proceeds from Sale of Treasury Stock	51	114	98
<b>Net Cash Provided by (Used in) Financing Activities</b>	<b>(528,627)</b>	<b>(403,331)</b>	<b>(85,087)</b>
<b>Effect of Foreign Exchange Rate Changes on Cash and Cash Equivalents</b>	<b>1,448</b>	<b>(423)</b>	<b>(160)</b>
<b>Net Increase (Decrease) in Cash and Cash Equivalents</b>	<b>(725,210)</b>	<b>342,135</b>	<b>(1,033,237)</b>
<b>Cash and Cash Equivalents at the beginning of the period</b>	<b>3,089,030</b>	<b>2,055,793</b>	<b>3,089,030</b>
<b>Decrease in Cash and Cash Equivalents for Exclusion from Scope of Consolidation</b>		<b>(0)</b>	
<b>Cash and Cash Equivalents at the end of the period</b>	<b>¥ 2,363,820</b>	<b>¥ 2,397,928</b>	<b>¥ 2,055,793</b>

**(6) NOTE FOR THE ASSUMPTION OF GOING CONCERN**

There is no applicable information.

**(7) NOTES**

Amounts less than one million yen are rounded down.

**I. Standards of Accounting Method****1. Trading Assets & Liabilities and Trading Income & Expenses**

Trading transactions intended to take advantage of short-term fluctuations and arbitrage opportunities in interest rates, currency exchange rates, market prices of securities and related indices are recognized on a trade date basis and recorded in Trading Assets or Trading Liabilities on the consolidated balance sheet. Income or expenses generated on the relevant trading transactions are recorded in Trading Income or Trading Expenses on the consolidated statement of income.

Securities and other monetary claims held for trading purposes are stated at fair value at the consolidated balance sheet date. Derivative financial products, such as swaps, futures and option transactions, are stated at fair value, assuming that such transactions are terminated and settled at the consolidated balance sheet date.

Trading Income and Trading Expenses include the interest received and the interest paid during the interim period, the gains or losses resulting from any change in the value of securities and other monetary claims between the beginning and the end of the interim period, and the gains or losses resulting from any change in the value of financial derivatives between the beginning and the end of the interim period, assuming they were settled at the end of the interim period.

**2. Securities**

(i) Bonds held to maturity are stated at amortized cost (straight-line method) and determined by the moving average method. Investments in non-consolidated subsidiaries and affiliates, which are not under the equity method, are stated at acquisition cost and determined by the moving average method. Other Securities which have readily determinable fair value are stated at fair value. Fair value of Japanese stocks with a quoted market price is determined based on the average quoted market price over the month preceding the consolidated balance sheet date. Fair value of securities other than Japanese stocks is determined at the quoted market price if available, or other reasonable value at the consolidated balance sheet date (cost of securities sold is calculated primarily by the moving average method). Other Securities which do not have readily determinable fair value are stated at acquisition cost or amortized cost and determined by the moving average method.

The net unrealized gains on Other Securities are included directly in Net Assets, net of applicable income taxes after excluding gains and losses as a result of the fair-value hedge method.

(ii) Securities which are held as trust assets in Money Held in Trust accounts are valued in the same way as given in (i) above.

**3. Derivative Transactions**

Derivative transactions (other than transactions for trading purposes) are valued at fair value.

**4. Depreciation****(1) Tangible Fixed Assets (Except for Lease Assets)**

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Depreciation of buildings is computed mainly by the straight-line method, and that of others is computed mainly by the declining-balance method. The depreciation cost for the period is recorded by the proportional distribution of the estimated annual depreciation costs by the length of the period. The range of useful lives is as follows.

Buildings: 3 years to 50 years  
Others: 2 years to 20 years

### (2) Intangible Fixed Assets (Except for Lease Assets)

Amortization of Intangible Fixed Assets is computed by the straight-line method. Development costs for internally-used software are capitalized and amortized over their estimated useful lives of mainly five years as determined by MHFG and consolidated subsidiaries.

### (3) Lease Assets

Depreciation of lease assets booked in Tangible Fixed Assets and Intangible Fixed Assets which are concerned with finance lease transactions that do not transfer ownership is mainly computed by the same method as the one applied to fixed assets owned by themselves.

5. Deferred Assets

(1) Bond issuance costs

Bond issuance costs are expensed as incurred.

(2) Debenture issuance costs

Debenture issuance costs are expensed as incurred.

(3) Bond discounts

Bonds are stated at amortized costs computed by the straight-line method on the consolidated balance sheet. Bond discounts booked on the consolidated balance sheet as of March 31, 2006 are amortized under the straight-line method over the term of the bond by applying the previous accounting method and the unamortized balance is directly deducted from bonds, based on the tentative measure stipulated in the Tentative Solution on Accounting for Deferred Assets (ASBJ Report No. 19, August 11, 2006).

6. Reserves for Possible Losses on Loans

Reserves for Possible Losses on Loans of major domestic consolidated subsidiaries are maintained in accordance with internally established standards for write-offs and reserve provisions.

For claims extended to obligors that are legally bankrupt under the Bankruptcy Law, Special Liquidation under the Company Law or other similar laws ( Bankrupt Obligors ), and to obligors that are effectively in similar conditions ( Substantially Bankrupt Obligors ), reserves are maintained at the amounts of claims net of direct write-offs described below and expected amounts recoverable from the disposition of collateral and the amounts recoverable under guarantees. For claims extended to obligors that are not yet legally or formally bankrupt but are likely to be bankrupt ( Intensive Control Obligors ), reserves are maintained at the amounts deemed necessary based on overall solvency analyses of the amounts of claims net of expected amounts recoverable from the disposition of collateral and the amounts recoverable under guarantees.

For claims extended to Intensive Control Obligors and Obligors with Restructured Loans and others, if the exposure to an obligor exceeds a certain specific amount, reserves are provided as follows: (i) if future cash flows of the principal and interest can be reasonably estimated, the discounted cash flow method is applied, under which the reserve is determined as the difference between the book value of the loan and its present value of future cash flows discounted using the contractual interest rate before the loan was classified as a Restructured Loan, and (ii) if future cash flows of the principal and interest cannot be reasonably estimated, reserves are provided for the losses estimated for each individual loan.

For claims extended to other obligors, reserves are maintained at rates derived from historical credit loss experience and other factors. Reserve for Possible Losses on Loans to Restructuring Countries is maintained in order to cover possible losses based on analyses of the political and economic climates of the countries.

All claims are assessed by each claim origination department in accordance with the internally established Self-assessment Standard, and the results of the assessments are verified and examined by the independent examination departments. Reserves for Possible Losses on Loans are provided for on the basis of such verified assessments.

In the case of claims to Bankrupt Obligors and Substantially Bankrupt Obligors, which are collateralized or guaranteed by a third party, the amounts deemed uncollectible (calculated by deducting the anticipated proceeds from the sale of collateral pledged against the claims and amounts that are expected to be recovered from guarantors of the claims) are written off against the respective claims balances. The total directly written-off amount was ¥468,518 million.

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The claims above include corporate bonds which are issued by private placement (Article 2, Paragraph 3 of the Financial Instruments and Exchange Law) and others.

Other consolidated subsidiaries provide the amount necessary to cover the loan losses based upon past experience and other factors for general claims and the assessment for each individual loan for other claims.

7. Reserve for Possible Losses on Investments

Reserve for Possible Losses on Investments is maintained to provide against possible losses on investments in securities, after taking into consideration the financial condition and other factors concerning the investee company. Except for securitization products which are included as reference assets of another securitization schemes of the Group's domestic banking subsidiary, Reserve for Possible Losses on Investments is provided against unrealized losses on securitization products related with the discontinuation of business regarding credit investments primarily in Europe which was made as an alternative to loans by the Group's domestic banking subsidiary. Since securities are recognized at fair value on the consolidated balance sheet, the balance of Securities is offset against that of Reserve for Possible Losses on Investments by ¥49,717 million.

8. Reserve for Bonus Payments

Reserve for Bonus Payments, which is provided for future bonus payments to employees, is maintained at the amount accrued at the end of the interim period, based on the estimated future payments.

9. Reserve for Employee Retirement Benefits

Reserve for Employee Retirement Benefits (including Prepaid Pension Cost), which is provided for future benefit payments to employees, is recorded at the amount deemed accrued at the end of the interim period, based on the projected benefit obligation and the estimated plan asset amounts at the end of the fiscal year. Unrecognized actuarial differences are recognized as income or expenses from the following fiscal year under the straight-line method over a certain term within the average remaining service period of the employees of the respective fiscal year.

10. Reserve for Director and Corporate Auditor Retirement Benefits

Reserve for Director and Corporate Auditor Retirement Benefits, which is provided for future retirement benefit payments to directors, corporate auditors, and executive officers, is recognized at the amount deemed accrued for this interim period, based on the internally established standards.

11. Reserve for Possible Losses on Sales of Loans

Reserve for Possible Losses on Sales of Loans is provided for possible future losses on sales of loans at the amount deemed necessary based on a reasonable estimate of possible future losses.

12. Reserve for Contingencies

Reserve for Contingencies is maintained to provide against possible losses from contingencies, which are not covered by other specific reserves in off-balance transactions, trust transactions and others. The balance is an amount deemed necessary based on an estimate of possible future loss on each transaction.

13. Reserve for Frequent Users Services

Reserve for Frequent Users Services is provided mainly to meet the future use of points of Mizuho Mileage Club at the amount deemed necessary based on the reasonable estimate of the future usage of points.

14. Reserve for Reimbursement of Deposits

Reserve for Reimbursement of Deposits is provided for the deposits derecognized from the liabilities at the estimated amount of future claims for withdrawal.

15. Reserve under Special Laws

Reserve under Special Laws is Reserve for Contingent Liabilities from Financial Instruments and Exchange. This is the reserve pursuant to Article 46-5, Paragraph 1 and Article 48-3, Paragraph 1 of the Financial Instruments and Exchange Law to indemnify the losses incurred from accidents in the purchase and sale of securities, other transactions or derivative transactions.

16. Assets and Liabilities denominated in foreign currencies

Assets and Liabilities denominated in foreign currencies and accounts of overseas branches of domestic consolidated banking subsidiaries and a domestic consolidated trust banking subsidiary are translated into Japanese yen primarily at the exchange rates in effect at the consolidated balance sheet date, with the exception of the investments in non-consolidated subsidiaries and affiliates not under the equity method, which are translated at historical exchange rates.

Assets and Liabilities denominated in foreign currencies of the consolidated subsidiaries, except for the transactions mentioned above, are translated into Japanese yen primarily at the exchange rates in effect at the respective balance sheet dates.

17. Hedge Accounting

(1) Interest Rate Risk

The deferred method, the fair-value hedge method or the exceptional accrual method for interest rate swaps are applied as hedge accounting methods.

The portfolio hedge transaction for a large volume of small-value monetary claims and liabilities of domestic consolidated banking subsidiaries and domestic consolidated trust banking subsidiaries is accounted for in accordance with the method stipulated in the Accounting and Auditing Treatment relating to Adoption of Accounting Standards for Financial Instruments for Banks (JICPA Industry Audit Committee Report No.24).

The effectiveness of hedging activities for the portfolio hedge transaction for a large volume of small-value monetary claims and liabilities is assessed as follows:

- (i) as for hedging activities to offset market fluctuation risks, the effectiveness is assessed by bracketing both the hedged instruments, such as deposits and loans, and the hedging instruments, such as interest-rate swaps, in the same maturity bucket.
- (ii) as for hedging activities to fix the cash flows, the effectiveness is assessed based on the correlation between a base interest rate index of the hedged instrument and that of the hedging instrument.

The effectiveness of the individual hedge is assessed based on the comparison of the fluctuation in the market or of cash flows of the hedged instruments with that of the hedging instruments.

Among Net Deferred Hedge Losses, net of Taxes recorded on the consolidated balance sheet, those deferred hedge losses are included that are resulted from the application of the macro-hedge method based on the Tentative Accounting and Auditing Treatment relating to Adoption of

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Accounting Standards for Financial Instruments for Banks (JICPA Industry Audit Committee Report No.15), under which the overall interest rate risks inherent in loans, deposits and others are controlled on a macro-basis using derivatives transactions. The deferred hedge gains/losses are amortized as interest income or interest expenses over the remaining maturity and average remaining maturity of the respective hedging instruments. The unamortized amounts of gross deferred hedge losses and gross deferred hedge gains on the macro-hedges, before net of applicable income taxes were ¥118,112 million and ¥110,583 million, respectively.

1-20

(2) Foreign Exchange Risk

Domestic consolidated banking subsidiaries and a domestic consolidated trust banking subsidiary apply the deferred method of hedge accounting to hedge foreign exchange risks associated with various financial assets and liabilities denominated in foreign currencies as stipulated in the Accounting and Auditing Treatment relating to Adoption of Accounting Standards for Foreign Currency Transactions for Banks (JICPA Industry Audit Committee Report No.25). The effectiveness of the hedge is assessed by confirming that the amount of the foreign currency position of the hedged monetary claims and liabilities is equal to or larger than that of currency-swap transactions, exchange swap transactions, and similar transactions designated as the hedging instruments of the foreign exchange risk.

In addition to the above methods, these subsidiaries apply the deferred method or the fair-value hedge method to portfolio hedges of the foreign exchange risks associated with investments in subsidiaries and affiliates in foreign currency and Other Securities in foreign currency (except for bonds) identified as hedged items in advance, as long as the amount of foreign currency payables of spot and forward foreign exchange contracts exceeds the amount of acquisition cost of the hedged foreign securities in foreign currency.

(3) Inter-company Transactions

Inter-company interest rate swaps, currency swaps and similar derivatives among consolidated companies or between trading accounts and other accounts, which are designated as hedges, are not eliminated and related gains and losses are recognized in the statement of income or deferred under hedge accounting, because these inter-company derivatives are executed according to the criteria for appropriate outside third-party cover operations which are treated as hedge transactions objectively in accordance with JICPA Industry Audit Committee Reports Nos. 24 and 25.

18. Consumption Taxes and other

With respect to MHFG and its domestic consolidated subsidiaries, Japanese consumption taxes and local consumption taxes are excluded from transaction amounts.

II. Scope of Cash and Cash Equivalents on Consolidated Statements of Cash Flows

For the purpose of the consolidated statement of cash flows, Cash and Cash Equivalents consists of cash and due from central banks included in Cash and Due from Banks on the consolidated balance sheet.

III. Changes of fundamental and important matters for the preparation of Interim Consolidated Financial Statements  
(Accounting Standard for Lease Transactions)

As Accounting Standard for Lease Transactions (ASBJ Statement No.13, March 30, 2007) and Guidance on Accounting Standard for Lease Transactions, (ASBJ Guidance No.16) are applied from the fiscal year beginning on or after April 1, 2008, MHFG has applied the new accounting standard and guidance beginning with this interim period.

Although MHFG accounted for finance leases that do not involve transfer of ownership to lessee as operating leases, by this application, MHFG accounts for them as normal trade transactions, including the transactions that started before the end of fiscal 2007.

The amount of accumulated impact until the end of fiscal 2007 on Income before Income Taxes and Minority Interests is recorded in Extraordinary Losses.

This change increases Lease Assets in Tangible Fixed Assets by ¥9,394 million, Lease Assets in Intangible Fixed Assets by ¥1,000 million, Lease Obligation in Other Liabilities by ¥19,930 million, Extraordinary Losses by ¥10,804 million, and decreases Income before Income Taxes and Minority Interests by ¥9,349 million.



**(NOTES TO CONSOLIDATED BALANCE SHEET)**

1. Securities includes shares of ¥116,715 million and investments of ¥421 million in non-consolidated subsidiaries and affiliates.
2. Unsecured loaned securities which the borrowers have the right to sell or repledge amounted to ¥4,596 million and are included in trading securities under Trading Assets. MHFG has the right to sell or repledge some of unsecured borrowed securities, securities purchased under resale agreements and securities borrowed with cash collateral. Among them, the total of securities repledged was ¥9,472,847 million, securities re-loaned was ¥57 million and securities neither repledged nor re-loaned was ¥5,335,905 million, respectively.

3. Loans and Bills Discounted includes Loans to Bankrupt Obligor of ¥72,072 million and Non-Accrual Delinquent Loans of ¥519,918 million.

Loans to Bankrupt Obligor are loans, excluding loans written-off, on which delinquencies in payment of principal and/or interest have continued for a significant period of time or for some other reason there is no prospect of collecting principal and/or interest ( Non-Accrual Loans ), as per Article 96 Paragraph 1 Item 3, Subsections 1 to 5 or Item 4 of the Corporate Tax Law Enforcement Ordinance (Government Ordinance No. 97, 1965).

Non-Accrual Delinquent Loans represent Non-Accrual Loans other than (i) Loans to Bankrupt Obligor and (ii) loans on which interest payments have been deferred in order to assist or facilitate the restructuring of the obligors.

4. Balance of Loans Past Due for Three Months or More: ¥8,282 million

Loans Past Due for Three Months or More are loans on which payments of principal and/or interest have not been made for a period of three months or more since the next day following the last due date for such payments, and which are not included in Loans to Bankrupt Obligor, or Non-Accrual Delinquent Loans.

5. Balance of Restructured Loans: ¥525,983 million

Restructured Loans represent loans of which contracts were amended in favor of obligors (e.g. reduction of, or exemption from stated interest, deferral of interest payments, extension of maturity dates and renunciation of claims) in order to assist or facilitate the restructuring of the obligors. Loans to Bankrupt Obligor, Non-Accrual Delinquent Loans and Loans Past Due for Three Months or More are not included.

6. Total balance of Loans to Bankrupt Obligor, Non-Accrual Delinquent Loans, Loans Past Due for Three Months or More and Restructured Loans: ¥1,126,256 million.

The amounts given in Notes 3 through 6 are gross amounts before deduction of amounts for the Reserves for Possible Losses on Loans.

7. In accordance with JICPA Industry Audit Committee Report No. 24, bills discounted are accounted for as financing transactions. The banking subsidiaries have rights to sell or pledge these bankers' acceptances, commercial bills, documentary bills and foreign exchange bills. The face value of these bills amounted to ¥749,200 million.

8. The following assets were pledged as collateral:

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Trading Assets:	¥ 4,803,455 million
Securities:	¥ 12,225,465 million
Loans and Bills Discounted:	¥ 6,323,523 million
Other Assets:	¥ 3,015 million
Tangible Fixed Assets:	¥ 321 million

The following liabilities were collateralized by the above assets:

Deposits:	¥ 919,936 million
Call Money and Bills Sold:	¥ 2,107,316 million
Payables under Repurchase Agreements:	¥ 5,535,298 million
Guarantee Deposits Received under Securities Lending Transactions:	¥ 5,637,754 million
Borrowed Money:	¥ 3,520,547 million

In addition to the above, the settlement accounts of foreign and domestic exchange transactions or derivatives transactions and others were collateralized, and margins for futures transactions were substituted by Cash and Due from Banks of ¥8,350 million, Trading Assets of ¥571,561 million, Securities of ¥2,357,417 million and Loans and Bills Discounted of ¥833,992 million.

None of the assets was pledged as collateral in connection with borrowings by the non-consolidated subsidiaries and affiliates.

Other Assets includes guarantee deposits of ¥123,186 million, collateral pledged for derivatives transactions of ¥803,479 million, margins for futures transactions of ¥28,159 million and other guarantee deposits of ¥24,734 million.

9. Overdraft protection on current accounts and contracts of the commitment line for loans are contracts by which banking subsidiaries are bound to extend loans up to the prearranged amount, at the request of customers, unless the customer is in breach of contract conditions. The unutilized balance of these contracts amounted to ¥56,294,674 million. Of this amount, ¥47,298,851 million relates to contracts of which the original contractual maturity is one year or less, or which are unconditionally cancelable at any time. Since many of these contracts expire without being exercised, the unutilized balance itself does not necessarily affect future cash flows. A provision is included in many of these contracts that entitles the banking subsidiaries to refuse the execution of loans, or reduce the maximum amount under contracts when there is a change in the financial situation, necessity to preserve a claim or other similar reasons. The banking subsidiaries require collateral such as real estate and securities when deemed necessary at the time the contract is entered into. In addition, they periodically monitor customers' business conditions in accordance with internally established standards and take necessary measures to manage credit risks such as amendments to contracts.
10. In accordance with the Land Revaluation Law (Proclamation No.34 dated March 31, 1998), land used for business operations of domestic consolidated banking subsidiaries was revalued. The applicable income taxes on the entire excess of revaluation are included in Deferred Tax Liabilities for Revaluation Reserve for Land under Liabilities, and the remainder, net of applicable income taxes, is stated as Revaluation Reserve for Land, net of Taxes included in Net Assets.  
Revaluation date: March 31, 1998
- Revaluation method as stated in Article 3 Paragraph 3 of the above law: Land used for business operations was revalued by calculating the value on the basis of the valuation by road rating stipulated in Article 2 Paragraph 4 of the Enforcement Ordinance relating to the Land Revaluation Law (Government Ordinance No.119 promulgated on March 31, 1998) with reasonable adjustments to compensate for sites with long depth and other factors, and also on the basis of the appraisal valuation stipulated in Paragraph 5.
11. Accumulated Depreciation of Tangible Fixed Assets amounted to ¥746,827 million.
12. Borrowed Money includes subordinated borrowed money of ¥790,942 million with a covenant that performance of the obligation is subordinated to that of other obligations.
13. Bonds and Notes includes subordinated bonds of ¥2,157,641 million.
14. The principal amounts of money trusts and loan trusts with contracts indemnifying the principal amounts, which are entrusted to domestic consolidated trust banking subsidiaries, are ¥903,742 million and ¥63,494 million, respectively.
15. 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 Law) amounted to ¥1,325,026 million.
16. Net Assets per share of common stock: ¥211,407.06

**(NOTES TO CONSOLIDATED STATEMENT OF INCOME)**

1. Other Ordinary Income includes gains on sales of stocks of ¥72,418 million and profits of ¥17,396 million related to credit risk mitigation transactions at some of the Group's domestic banking subsidiaries.
2. Other Ordinary Expenses includes losses on write-offs of loans of ¥110,063 million, losses on devaluation of stocks of ¥96,884 million, provision for reserves for possible losses on loans of ¥45,740 million, losses of ¥27,685 million related with the discontinuation of business regarding credit investments primarily in Europe which was made as an alternative to loans by the Group's domestic banking subsidiary and losses of ¥17,614 million related with other securitized products which were decided to be disposed of.
3. Extraordinary Gains includes gains on recovery of written-off claims of ¥13,886 million and gains on disposition of fixed assets of ¥2,191 million.
4. Extraordinary Losses includes an amount of ¥10,804 million resulting from the adoption of accounting standards for lease transactions mentioned in changes of fundamental and important matters for the preparation of interim consolidated financial statements and losses on disposition of fixed assets of ¥4,648 million.
5. Net Income per share of common stock for the interim period : ¥8,373.41
6. Diluted Net Income per share of common stock for the interim period : ¥7,078.95

**(NOTES TO CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS)**

1. Types and number of issued shares and of treasury stock are as follows:

	As of March 31, 2008	Increase during interim period	Decrease during interim period	<i>Thousands of Shares</i> As of September 30, 2008	Remarks
<b>Issued shares</b>					
Common stock	11,396	59	276	11,178	*1
Eleventh Series Class XI Preferred Stock	943		28	914	*2
Thirteenth Series Class XIII Preferred Stock	36			36	
<b>Total</b>	<b>12,376</b>	<b>59</b>	<b>305</b>	<b>12,130</b>	
<b>Treasury stock</b>					
Common stock	4				