

MIZUHO FINANCIAL GROUP INC  
Form 6-K  
August 18, 2009

**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 2009.**

**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: August 18, 2009

Mizuho Financial Group, Inc.

By: /s/ Tetsuji Kosaki

Name: Tetsuji Kosaki

Title: Deputy President / CFO

August 18, 2009

To whom it may concern:

Company: Mizuho Securities Co., Ltd.  
 Representative: Keisuke Yokoo, President  
 Head Office: 1-5-1, Otemachi, Chiyoda-ku, Tokyo  
 Code: 8606 (First Section of the Tokyo Stock Exchange, First  
 Section of the Osaka Securities Exchange and First Section  
 of the Nagoya Stock Exchange)  
 Contact: Corporate Communications Department  
 (TEL. 03-5208-2030)

**Notice Concerning Determination of Certain Issue Terms for Stock Compensation-type Stock**

**Options (Stock Acquisition Rights)**

Mizuho Securities Co., Ltd (the Company) hereby announces that, with respect to the Stock Acquisition Rights to be allotted to the Directors and Executive Officers of the Company, as resolved at the meeting of the Board of Directors held on July 31, 2009, the matters remaining undetermined have been determined as follows.

1. Aggregate Number of Stock Acquisition Rights:  
1,217

2. Amount to be Paid upon Allotment of the Stock Acquisition Rights:  
The amount to be paid per Stock Acquisition Right upon allocation: 306,210 yen

The rights to remuneration held by the person who receives the allocation shall be offset by the obligation to pay the amount to be paid upon allocation of the Stock Acquisition Rights.

3. Persons to Be Allocated the Stock Acquisition Rights and Their Numbers; and Number of the Stock Acquisition Rights to Be Allocated:

|                                  | Number of persons<br>to be allocated | Number of the Stock<br>Acquisition Rights to<br>be allocated |
|----------------------------------|--------------------------------------|--------------------------------------------------------------|
| Director of the Company          | 8                                    | 247                                                          |
| Executive Officer of the Company | 60                                   | 970                                                          |

End