

MIZUHO FINANCIAL GROUP INC
Form 6-K
December 05, 2007

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 December, 2007.

Commission File Number 001-33098

Mizuho Financial Group, Inc.

(Translation of registrant's name into English)

5-5, Otemachi 1-chome

Chiyoda-ku, Tokyo 100-0004

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: December 5, 2007

Mizuho Financial Group, Inc.

By: /s/ Satoru Nishibori

Name: Satoru Nishibori

Title: Managing Director / CFO

December 5, 2007

To whom it may concern:

Mizuho Financial Group, Inc.

Mizuho Corporate Bank, Ltd.

Mizuho Securities Co., Ltd

Third-Party Allocation of New Shares by Mizuho Securities Co., Ltd

We hereby announce that the boards of directors of Mizuho Financial Group, Inc. and Mizuho Corporate Bank, Ltd. (MHC B) resolved today for MHC B to subscribe to a new share issuance through a third-party allocation by its subsidiary, Mizuho Securities Co., Ltd. (MHSC)

The purpose of this increase in capital by MHSC is to strengthen the capital base and business platform for the entire MHSC group. The increase in capital will help MHC B and MHSC, as members of our Global Corporate Group , to continue promoting their investment banking businesses on a global basis.

Shinko Securities Co., Ltd. and MHSC will continue their negotiation of the terms of the Merger Agreement, including the merger ratio, based on the above increase in capital of MHSC.

- 1. Total Issue Amount : JPY 150 billion
- 2. Amount allocated to capital stock : JPY 75 billion
- 3. Name of allottee : MHC B (all shares)

<For inquiries on this matter, please contact>

Mizuho Financial Group, Inc. Corporate Communications Public Relations Office	Tel. 81-3-5224-2026
Mizuho Corporate Bank, Ltd. Administration Division	Tel. 81-3-5252-6574
Mizuho Securities Co., Ltd Corporate Communications	Tel. 81-3-5208-2030

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Shared Voting Power

0

9

Sole Dispositive Power

2,036,171

10

Shared Dispositive Power

0

11

Aggregate Amount Beneficially Owned by Each Reporting Person

2,036,171

12

Check if the Aggregate Amount in Row (11) Excludes Certain Shares (*see* Instructions)

13

Percent of Class Represented by Amount in Row (11)

7.3%¹

14

Type of Reporting Person (*see* Instructions)

OO

¹ Based on a total of 27,997,701 shares of Common Stock outstanding as of August 8, 2011 as reported by NRGX on its Form 10-Q filed on August 11, 2011.

SCHEDULE 13D

CUSIP No. 64125U109

1 Names of Reporting Persons

Medtronic, Inc.

2 Check the Appropriate Box if a Member of a Group (*see* Instructions)*

(a) (b)

* Joint Filing

3 SEC Use Only

4 Source of Funds (See Instructions)

OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)

6 Citizenship or Place of Organization

Minnesota

NUMBER OF 7 Sole Voting Power

SHARES

BENEFICIALLY 2,036,171

8 Shared Voting Power

OWNED BY

EACH

0

REPORTING 9 Sole Dispositive Power

PERSON

WITH 2,036,171

10 Shared Dispositive Power

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

2,036,171

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (*see* Instructions)

13 Percent of Class Represented by Amount in Row (11)

7.3%¹

14 Type of Reporting Person (*see* Instructions)

CO

¹ Based on a total of 27,997,701 shares of Common Stock outstanding as of August 8, 2011 as reported by NRGX on its Form 10-Q filed on August 11, 2011.

SCHEDULE 13D

CUSIP No. 64125U109

1 Names of Reporting Persons

Medtronic International, Ltd.

2 Check the Appropriate Box if a Member of a Group (*see Instructions*)*

(a) (b)

* Joint Filing

3 SEC Use Only

4 Source of Funds (See Instructions)

OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)

6 Citizenship or Place of Organization

Delaware

NUMBER OF 7 Sole Voting Power

SHARES

BENEFICIALLY 2,036,171

8 Shared Voting Power

OWNED BY

EACH

0

REPORTING 9 Sole Dispositive Power

PERSON

WITH 2,036,171

10 Shared Dispositive Power

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

2,036,171

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (*see* Instructions)

13 Percent of Class Represented by Amount in Row (11)

7.3% ¹

14 Type of Reporting Person (*see* Instructions)

CO

¹ Based on a total of 27,997,701 shares of Common Stock outstanding as of August 8, 2011 as reported by the Issuer on its Form 10-Q filed on August 11, 2011.

SCHEDULE 13D

The following constitutes Amendment No. 2 (Amendment No. 2) to the Schedule 13D filed by the undersigned on May 6, 2005, as amended on February 21, 2013 (the Schedule 13D). This Amendment No. 2 amends the Schedule 13D as specifically set forth herein. Defined terms not defined herein have the meaning assigned to them in the Schedule 13D.

Item 2. Identity and Background.

Item 2 is amended and restated in its entirety as follows:

(a), (b) and (c)

Medtronic plc (Medtronic plc), 20 Lower Hatch Street, Dublin 2, Ireland, is an Irish public limited company, principally engaged in the business of therapeutic medical technology, specializing in implantable and interventional therapies. Medtronic, Inc. (Medtronic, Inc.), 710 Medtronic Parkway N.E., Minneapolis, MN 55432, a Minnesota corporation, is a wholly-owned subsidiary of Medtronic plc through which Medtronic plc, among other things, conducts certain portions of its business. Medtronic International, Ltd. (MIL), and collectively with Medtronic plc and Medtronic, Inc., the Reporting Persons), 710 Medtronic Parkway N.E., Minneapolis, MN 55432, a Delaware corporation, is a wholly-owned subsidiary of Medtronic plc through which Medtronic plc, among other things, holds certain investments. Information is provided below with respect to persons who are directors and executive officers of the Reporting Persons. Except as provided below, the business address for each person listed below is 710 Medtronic Parkway N.E., Minneapolis, MN 55432.

Name	Present Principal Occupation
<i>Directors of Medtronic plc:</i>	
Richard H. Anderson	Chief Executive Officer, Delta Air Lines Inc.; 1040 Delta Blvd., Atlanta, GA 30354
Craig Arnold	Vice Chairman and Chief Operating Officer, Industrial Sector of Eaton Corporation plc; Fitzwilliam Hall, Fitzwilliam Place, Dublin 2, Ireland
Scott C. Donnelly	Chairman, President and Chief Executive Officer, Textron, Inc.; 40 Westminster Street, Providence, Rhode Island 02903
Randall J. Hogan, III	Chairman and Chief Executive Officer, Pentair plc.; P.O. Box 471, Sharp Street, Walkden, Manchester, M28 8BU United Kingdom
Omar Ishrak	Chairman and Chief Executive Officer, Medtronic plc
Shirley Ann Jackson, Ph.D.	President, Rensselaer Polytechnic Institute, 110 8th Street, Troy Building, Troy, NY 12180
Michael O. Leavitt	Founder and Chairman, Leavitt Partners, 299 South Main Street, Suite 2300, Salt Lake City, UT 84111
James T. Lenehan	Financial Consultant and Retired Vice Chairman and President, Johnson & Johnson; 1586 Hampton Rd., Rydal, PA 19046
Elizabeth G. Nabel, M.D.	President, Brigham & Women's Hospital; 75 Francis Street, Boston, MA 02115
Denise M. O'Leary	Private Venture Capital Investor, 618 Mountain Home Rd., Woodside, CA 94062
Kendall J. Powell	Chairman and Chief Executive Officer, General Mills; One General Mills Blvd., Minneapolis, MN 55426
Robert C. Pozen	Former Chairman, MFS Investment Management, 500 Boylston Street, Boston, MA 02116

Hooman Hakami	Executive Vice President and Group President, Diabetes Group
Bradley E. Lerman	Senior Vice President, General Counsel and Corporate Secretary
Carol A. Surface	Senior Vice President and Chief Human Resources Officer
Rob Ten Hoedt	Executive Vice President and President, EMEAC

Directors and Executive Officers of Medtronic, Inc. (Who Are Not Listed Above):

N/A

Directors and Executive Officers of MIL (Who Are Not Listed Above):

Douglas A. Hoekstra	Director
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(d) and (e)

None of the Reporting Persons and any of the persons listed above has, during the last five years, been convicted in a criminal proceeding or was, during the last five years, a party to a civil proceeding as a result of which such person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f)

All of the individuals referred to above are United States citizens, except Preetha Reddy, who is an Indian citizen.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 remains unchanged.

Item 4. Purpose of Transaction.

Item 4 remains unchanged.

Item 5. Interest in Securities of the Issuer.

Item 5(a) is hereby amended to add the following:

(a) Medtronic plc, through Medtronic, Inc. and MIL, is the beneficial owner of 2,036,171 shares of Common Stock of NRGX, which represents approximately 7.3% of the outstanding Common Stock of NRGX. To the knowledge of the Reporting Persons, no other person named in Item 2 beneficially owns any NRGX shares.

Item 5(b) is hereby amended and restated to read as follows:

(b) Medtronic plc, through Medtronic, Inc. and MIL, has the sole power to vote and the sole power to dispose of 2,036,171 shares of Common Stock of NRGX.

Item 5(c) is hereby amended and restated to read as follows:

(c) To the knowledge of the Reporting Persons, no transactions in Common Stock of NRGX occurred by any person named in Item 2 above during the period beginning sixty days prior to January 26, 2015 through the date of filing hereof.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 remains unchanged.

Item 7. Material to be Filed as Exhibits.

Item 7 is hereby amended to add the following:

Exhibit C Agreement by the persons filing this Schedule 13D to make a joint filing.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 16, 2016

MEDTRONIC PLC

By: /s/ Gary L. Ellis
Print Name: Gary L. Ellis
Print Title: Executive Vice President and Chief Financial Officer

MEDTRONIC, INC.

By: /s/ Gary L. Ellis
Print Name: Gary L. Ellis
Print Title: Executive Vice President and Chief Financial Officer

MEDTRONIC INTERNATIONAL, LTD.

By: /s/ Gary L. Ellis
Print Name: Gary L. Ellis
Print Title: Vice President and Chief Financial Officer

Exhibit C

Joint Filing Agreement

The undersigned hereby agree to file a joint Schedule 13D and any future Amendments thereto filed hereafter with respect to the interests of the undersigned in Neurologix, Inc. The Schedule 13D to which this Exhibit C is attached has been filed on behalf of each of the undersigned and any future Schedule 13D or Amendments thereto filed hereafter shall be filed on behalf of each of the undersigned.

Dated: February 16, 2016

MEDTRONIC PLC

By: /s/ Gary L. Ellis
Print Name: Gary L. Ellis
Print Title: Executive Vice President and Chief Financial Officer

MEDTRONIC, INC.

By: /s/ Gary L. Ellis
Print Name: Gary L. Ellis
Print Title: Executive Vice President and Chief Financial Officer

MEDTRONIC INTERNATIONAL, LTD.

By: /s/ Gary L. Ellis
Print Name: Gary L. Ellis
Print Title: Vice President and Chief Financial Officer