

MITSUBISHI UFJ FINANCIAL GROUP INC  
Form 6-K  
December 26, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**Form 6-K**

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**Report of Foreign Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

**For the month of December, 2006**

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**MITSUBISHI UFJ FINANCIAL GROUP, INC.**

(Translation of registrant's name into English)

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7-1, Marunouchi 2-chome, Chiyoda-ku

Tokyo 100-8330, Japan

(Address of principal executive offices)

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[Indicate by check mark whether the registrant files or  
will file annual reports under cover Form 20-F or Form 40-F.]

Form 20-F  Form 40-F

[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 X

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**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 26, 2006

Mitsubishi UFJ Financial Group, Inc.

By: /S/ Ryutaro Kusama

Name: Ryutaro Kusama

Title: Chief Manager, General Affairs

Corporate Administration Division

**Establishment of Subsidiaries for Issuance of Non-dilutive Preferred Securities**

**Tokyo, December 26, 2006** Mitsubishi UFJ Financial Group, Inc. (MUFG) hereby announces that its Board of Directors today resolved to establish two wholly owned subsidiaries: MUFG Capital Finance 4 Limited and MUFG Capital Finance 5 Limited, in the Cayman Islands in order to issue preferred securities ( Non-dilutive Preferred Securities ) so as to enhance the flexibility of its capital management.

The general terms of the Non-dilutive Preferred Securities are as described below, and the specific terms and conditions of the issue will be determined at a later date. The issuance of the Non-dilutive Preferred Securities is expected to increase our Tier I capital under the BIS capital adequacy requirements.

Issuer	MUFG Capital Finance 4 Limited	MUFG Capital Finance 5 Limited
	A special purpose subsidiary to be newly established in the Cayman Islands under the laws of the Cayman Islands, and in which our Company will have 100% voting rights.	
Type of Security	Euro-denominated  non-cumulative perpetual preferred securities	Sterling-denominated  non-cumulative perpetual preferred securities
	No right to convert into MUFG's common shares is granted.	
Issue Amount	To be determined, taking market demand into consideration, with an aggregate total amount of approximately ¥150 billion for the above two types of securities.	
Dividends	Undecided	
Use of Proceeds	To be provided to MUFG's consolidated subsidiary, The Bank of Tokyo-Mitsubishi UFJ, Ltd., in order to strengthen its capital base.	
Liquidation Preference	The Non-dilutive Preferred Securities rank, as to rights to liquidation preferences, junior to the subordinated creditors and general creditors of MUFG, senior to the MUFG's common shares, and effectively <i>pari passu</i> with MUFG's preferred shares.	
Method of Offering	Offering targeted at foreign institutional investors in Europe and other overseas markets (excluding the U.S.)	
Listing	Expected to be listed on the Singapore Stock Exchange (SGX)	
Note:	The implementation of the proposed transactions is subject to valid notifications and approvals based on applicable laws and regulations.	

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**Contact:**

Mitsubishi UFJ Financial Group, Inc.

Public Relations Division

Tel: 81-3-3240-7651

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This press release has been prepared for the purpose of publicly announcing MUFG's acquisition of subsidiary shares in connection with the issuance of preferred securities and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. The preferred securities have not been and will not be registered under the U.S. Securities Act of 1933 (the "1933 Act"). This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any offer or sale of the preferred securities in the United States absent registration or an applicable exemption from the registration requirements under the 1933 Act.