

MITSUBISHI UFJ FINANCIAL GROUP INC  
Form FWP  
March 10, 2006

Filed Pursuant to Rule 433

Registration No. 333-132105

**FINAL PRICING TERM SHEET****SUBJECT****\*\* APPROVED FOR EXTERNAL USE \*\*****FINAL PRICING DETAILS :**

Issuer:	MUFG Capital Finance 3 Limited
Guarantor:	Mitsubishi UFJ Financial Group, Inc.
Ratings:	Baa2(stable) / BBB(stable)
Format:	SEC Registered
Security Type:	Step-up non-cumulative perpetual preferred securities
Ranking:	Subordinated guarantee obligation such that in a liquidation of MUFG, holders will have a claim entitling them to substantially the same liquidation distribution to which holders of senior liquidation preference shares of MUFG with an equal liquidation preference would be entitled
Currency:	JPY
Size:	JPY 120,000,000,000
Net Proceeds Before Expenses:	JPY 118,800,000,000
Trade Date:	Mar 9, 2006
Settlement Date:	Mar 17, 2006
Maturity:	Perpetual
Dividend Payment Date:	January 25 and July 25 of each year
First Dividend Pay Date:	July 25, 2006
Optional Redemption:	Redeemable, in whole or in part, at the option of the issuer, on the 1st Call Date and on each Dividend Payment Date thereafter at the liquidation preference plus accrued and unpaid dividends
	Redeemable on the occurrence of Special Events (with make-whole) and Tax Events
	Any optional redemption must meet regulatory requirements including FSA approval
Make-whole call spread:	JGB+20bps
1st Call Date:	July 25, 2011
Step-Up Date:	July 25, 2016
First Pay Amount:	JPY 95,288 per preferred security
Pricing Benchmark:	Semi-Annual Mid Swap (interpolation of 10yr and 12yr)
Benchmark Spot Yield:	1.85583%
Spread to Benchmark:	MS+82bps
Dividend to Step-Up Date:	2.68% (payable semi-annually)
Step-Up Dividend:	6month Libor + 182bps% (payable semi-annually)
Price:	100.00 % of liquidation preference of JPY 10,000,000
Day Count:	30/360 for the fixed rate dividend period, Act/360 for the floating rate dividend period
Business Days:	London, Tokyo
Minimum Denominations:	JPY 10,000,000 x JPY 10,000,000
Listing:	Singapore Stock Exchange
Billing&Delivering:	Merrill Lynch
Bookrunners:	Merrill Lynch, Nomura International, Mitsubishi UFJ Securities International
Cusip:	G63257 AA 0
ISIN:	XS0247685117

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The issuer and the guarantor have filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer and the guarantor have filed with the SEC for more complete information about the issuer, the guarantor and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, the guarantor, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free: 1-800-248-3580.

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