

MITSUBISHI UFJ FINANCIAL GROUP INC

Form 6-K

December 18, 2013

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

Washington, D.C. 20549

**Form 6-K**

**Report of Foreign Issuer**

**Pursuant to Rule 13a-16 or 15d-16 under**

**the Securities Exchange Act of 1934**

**For the month of December 2013**

**MITSUBISHI UFJ FINANCIAL GROUP, INC.**

(Translation of registrant's name into English)

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

Tokyo 100-8330, Japan

(Address of principal executive offices)

**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   X        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**

**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 18, 2013

Mitsubishi UFJ Financial Group, Inc.

By: /s/ Akira Takeda

Name: Akira Takeda

Title: Chief Manager, General Affairs  
Corporate Administration Division

Mitsubishi UFJ Financial Group, Inc.

The Bank of Tokyo-Mitsubishi UFJ, Ltd.

### **Results of a Voluntary Tender Offer by BTMU to Krungsri**

Tokyo, December 18, 2013 The Bank of Tokyo-Mitsubishi UFJ, Ltd. (President Nobuyuki Hirano, BTMU), a subsidiary of Mitsubishi UFJ Financial Group, Inc. (President & CEO Nobuyuki Hirano, MUFG), today announced the successful completion of a Voluntary Tender Offer (VTO) for Bank of Ayudhya Public Company Limited (Krungsri) shares at THB39 per share. The VTO commenced on November 7, 2013 and ended on December 13, 2013. The results of the VTO are detailed below.

#### **1. The results of the VTO**

##### **(1) Shares purchased**

The percentage of the shares purchased by BTMU out of Krungsri's total outstanding shares: approximately 72.01% (4,373,714,120 shares) (including approximately 25.33% (1,538,365,000 shares) of Krungsri's total outstanding shares sold by GE Capital International Holdings Corporation)

##### **(2) Funds used in the VTO**

Approximately THB170.6 billion (approximately JPY536.0 billion, calculated based on the currency exchange rate of THB1=JPY3.142)

##### **(3) Completion date of the cash settlement**

December 18, 2013

##### **(4) Status of Krungsri under the MUFG and BTMU group**

As a result of the acquisition of a majority stake in Krungsri by BTMU, Krungsri has become a subsidiary of BTMU, which is the wholly-owned subsidiary of MUFG.

##### **(5) Prospects following the VTO**

Pursuant to a Conditional Branch Purchase Agreement (BPA) signed with Krungsri on September 18, 2013, BTMU will integrate BTMU's Bangkok Branch with Krungsri through the contribution in kind of the BTMU Bangkok Branch business to Krungsri within one year from the date of the acquisition of Krungsri shares through the VTO. In exchange for the contribution in kind, Krungsri will issue 1,143,221,782 common shares to BTMU, and BTMU's ownership in Krungsri is expected to be 76.44% after the integration. However, an effective date of the integration is subject to change in accordance with an agreement between the parties and regulatory approval, and the number of shares to be issued by Krungsri is subject to change in accordance with the price adjustment clause with a maximum of 1,500,000,000 shares under the BPA.

Krungsri is currently listed on the Stock Exchange of Thailand and will remain listed after the VTO.

## 2. Prospects for the Future

We will, if required, disclose the financial impact of the investment in Krungsri and consolidation of Krungsri as a subsidiary affecting MUFG's or BTMU's consolidated performance at the appropriate time.

### Cautionary Statement Concerning Forward-Looking Information

This press release contains forward-looking statements such as believes, anticipates, expects, plans, intends, estimates, may, will, could, should, would and other similar words and phrases, statements regarding the intent, belief, strategy or current expectations of MUFG and BTMU. Such forward-looking statements are not guarantees of future performance or events and involve risks and uncertainties. Actual results may differ materially from those described in such forward-looking statements as a result of various factors. Neither MUFG nor BTMU undertakes any obligation to update the forward-looking statements contained herein, or to update the reasons why actual results could differ from those projected in the forward-looking statements.

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### Contacts:

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