

MITSUBISHI UFJ FINANCIAL GROUP INC

Form 6-K

March 12, 2009

**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 of  
the Securities Exchange Act of 1934**

**For the month of March, 2009**

**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 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: March 12, 2009

Mitsubishi UFJ Financial Group, Inc.

By: /S/ Ryutaro Kusama

Name: Ryutaro Kusama

Title: Chief Manager, General Affairs  
Corporate Administration Division

Mitsubishi UFJ Financial Group, Inc.

**Notice concerning issuance of Non-dilutive Preferred Securities**

**Tokyo, March 12, 2009** Mitsubishi UFJ Financial Group, Inc. (MUFG) hereby announces that its wholly owned subsidiary, MUFG Capital Finance 8 Limited, has decided the following with regard to the issuance of preferred securities ( Non-dilutive Preferred Securities ).

Issuer	MUFG Capital Finance 8 Limited	
	The issuer is a special purpose subsidiary newly established in the Cayman Islands under the laws of the Cayman Islands, and in which MUFG has 100% voting rights.	
Type of Security	Series A	Series B
	Japanese Yen-denominated non-cumulative perpetual preferred securities	Japanese Yen-denominated non-cumulative perpetual preferred securities
	No right to convert into MUFG's common shares is granted.	
Issue Amount	JPY 90 billion	JPY 7.4 billion
Dividends	Dividend Rate 4.88% per annum	Dividend Rate 4.55% per annum
	(Fixed rate until July 2019)	(Fixed rate until July 2014)
	Floating rate after July 2019	Floating rate after July 2014
	(Non-Step up)	(Non-Step up)
Issue Price	10 million Yen per preferred security	
Scheduled	March 19, 2009	
Issue Date		
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, effectively, junior to the general creditors and subordinated creditors of MUFG, senior to the MUFG's common shares, and <i>pari passu</i> with MUFG's preferred shares.	
Method of Offering	Private placements to Professional Investors	
	including Qualified Institutional Investors in Japan	
	* * *	

**Contact:**

Mitsubishi UFJ Financial Group, Inc.

Public Relations Division

Tel: 81-3-3240-7651

This press release has been prepared for the purpose of publicly announcing the issuance of Non-dilutive 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

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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.