

MITSUBISHI UFJ FINANCIAL GROUP INC
Form 6-K
March 10, 2006

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, 2006

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 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]

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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 10, 2006

MITSUBISHI UFJ FINANCIAL GROUP, INC.

By: /S/ RYUTARO KUSAMA

Name: Ryutaro Kusama

Title: Chief Manager, General Affairs

Corporate Administration Division

Notice concerning Change of Subsidiary

Tokyo, March 10, 2006 Mitsubishi UFJ Financial Group, Inc. (MUFJ; President & CEO: Nobuo Kuroyanagi) hereby announces that its special purpose companies named MUFJ Capital Finance 1 Limited, MUFJ Capital Finance 2 Limited and MUFJ Capital Finance 3 Limited, which were established in February, 2006 for the purpose of the issuance of preferred securities (Non-dilutive Preferred Securities), and the special purpose companies of MUFJ's consolidated subsidiary The Bank of Tokyo-Mitsubishi UFJ, Ltd. (BTMU; President: Nobuo Kuroyanagi) named BTMU Preferred Capital 1 Limited, BTMU Preferred Capital 2 Limited and BTMU Preferred Capital 3 Limited, which were established in the same month, will increase their capital stock. As a result, each of MUFJ Capital Finance 1 Limited and BTMU Preferred Capital 1 Limited will become a Specified Subsidiary (*Tokutei Kogaisha*) of MUFJ. The number of voting rights of each special purpose company directly or indirectly held by MUFJ, and the percentage of such rights against the total number of voting rights, will not change because the Non-dilutive Preferred Securities to be issued by each special purpose company are non-voting securities.

1. Reason for the change

MUFJ and BTMU each hold all of the common shares of their respective special purpose companies mentioned above. Due to the payment for Non-dilutive Preferred Securities, which is scheduled to occur on March 17, 2006, the amount of capital stock of MUFJ Capital Finance 1 Limited and BTMU Preferred Capital 1 Limited is expected to exceed 10% of the amount of capital stock of MUFJ. Therefore, each of the special purpose companies is expected to become a Specified Subsidiary of MUFJ.

2. Profile of the Subsidiaries

(1) Special purpose companies established by MUFJ

Issuer	MUFJ Capital Finance 1 Limited	MUFJ Capital Finance 2 Limited	MUFJ Capital Finance 3 Limited
Location	M&C Corporate Services Limited, Uglend House, South Church Street, P.O. Box 309, George Town, Grand Cayman, Cayman Islands, British West Indies		
Date of change	March 17, 2006		
Details of business	Issuance of Non-dilutive Preferred Securities		
Closing date of	January 24 of each year		
fiscal year			
Number of directors	Three directors, no employees		
and employees			
Capital stock	US\$2,305,000,000	755,000,000	¥120,000,500,000
Total outstanding shares and preferred securities	5,000,000 Common Shares	5,000,000 Common Shares	500,000 Common Shares
(Issue price per Share / Security)	(US\$1 per share)	(1 per share)	(¥1,000 per share)
	2,300,000 Preferred Securities	750,000 Preferred Securities	12,000 Preferred Securities
Shareholders	(US\$1,000 per security)	(1,000 per security)	(¥10,000,000 per security)
	Common shares: 100% owned by MUFJ		
	Preferred Securities: 100% owned by entities other than MUFJ		

(2) Special purpose companies established by BTMU

Issuer	BTMU Preferred	BTMU Preferred	BTMU Preferred
Location	Capital 1 Limited M&C Corporate Services Limited, Uglan House, South Church Street, P.O. Box 309, George Town, Grand Cayman, Cayman Islands, British West Indies	Capital 2 Limited	Capital 3 Limited
Date of change	March 17, 2006		
Details of business	Issuance of Non-dilutive Preferred Securities		
Closing date of	January 24 of each year		
fiscal year			
Number of directors	Three directors, no employees		
and employees			
Capital stock	US\$2,350,000,000	790,000,000	¥120,007,000,000
Total outstanding shares	50,000,000 Common Shares	40,000,000 Common Shares	7,000,000 Common Shares
and preferred securities	(US\$1 per share)	(1 per share)	(¥1,000 per share)
(Issue price per Share / Security)	2,300,000 Preferred Securities	750,000 Preferred Securities	12,000 Preferred Securities
Shareholders	(US\$1,000 per security) Common shares:100% owned by BTMU	(1,000 per security)	(¥10,000,000 per security)
	Preferred Securities:100% owned by entities other than BTMU		

Contact:

Mitsubishi UFJ Financial Group, Inc.

Financial Planning Division

Tel: 81-3-3240-2911

This notice with regard to changes in the subsidiaries is published in order to publicly announce specific facts relating to the change, and does not constitute a solicitation of investment or any similar act, in or outside of Japan. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the preferred securities in any state in the United States in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state in the United States.