

MITSUBISHI TOKYO FINANCIAL GROUP INC

Form 6-K

March 20, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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, 2003

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MITSUBISHI TOKYO FINANCIAL GROUP, INC.  
(Translation of registrant's name into English)

4-1, Marunouchi 2-chome, Chiyoda-ku  
Tokyo 100-6326, 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    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.

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Date: March 20, 2003

MITSUBISHI TOKYO FINANCIAL GROUP, INC.

By: /s/ Atsushi Inamura

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Name: Atsushi Inamura  
Title: Chief Manager, General Affairs  
Corporate Administration Division

Mitsubishi Tokyo Financial Group, Inc.

Notice concerning adjustment of the conversion price of Class 2 Preferred Shares

Tokyo, March 20, 2003---Mitsubishi Tokyo Financial Group, Inc. (MTFG; President: Shigemitsu Miki) announces that, pursuant to the terms and conditions of Class 2 Preferred Shares provided in the Articles of Incorporation, the initial conversion price as well as the Conversion Ceiling Price and the Conversion Floor Price of the Class 2 Preferred Shares will be adjusted as stated below.

1. Adjustment of the Initial Conversion Price

|  |                           |
|--|---------------------------|
| Type of shares                             | Class 2 Preferred Shares  |
| Initial conversion price after adjustment  | Japanese Yen 1,357,559.2- |
| Initial conversion price before adjustment | Japanese Yen 1,359,784.5- |

2. Adjustment of the Conversion Ceiling Price

|  |                           |
|--|---------------------------|
| Type of shares                             | Class 2 Preferred Shares  |
| Conversion Ceiling Price after adjustment  | Japanese Yen 1,357,559.2- |
| Conversion Ceiling Price before adjustment | Japanese Yen 1,359,784.5- |

3. Adjustment of the Conversion Floor Price

|  |                          |
|--|--------------------------|
| Type of shares                           | Class 2 Preferred Shares |
| Conversion Floor Price after adjustment  | Japanese Yen 696,898.5-  |
| Conversion Floor Price before adjustment | Japanese Yen 698,040.9-  |

4: Effective Date

On and after March 27, 2003

For further information, please contact:  
Kohei Tsushima, General Manager, Public Relations Office  
Tel: 81-3-3240-8149