

MITSUBISHI UFJ FINANCIAL GROUP INC  
Form 15-15D  
July 25, 2011

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

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR**  
**SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTION 13 OR**  
**SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number: 333-132105

**MUFG Capital Finance 3 Limited**

**Mitsubishi UFJ Financial Group, Inc.**

(Exact name of registrant as specified in its charter)

**c/o M&C Corporate Services Limited**  
**P.O. Box 309GT, Uglan House,**  
**South Church Street, George Town,**  
**Grand Cayman, Cayman Islands**

**7-1, Marunouchi 2-chome, Chiyoda-ku,**  
**Tokyo 100-8330, Japan**

**+81-3-3240-8111**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**¥120,000,000,000 Fixed/Floating Rate**  
**Non-Cumulative Preferred Securities**

**Subordinated Guarantee of**  
**the Preferred Securities issued by**  
**MUFG Capital Finance 3 Limited**

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(Title of each class of securities covered by this Form)

**American Depositary Shares, each of which represents one share of Common Stock of**

**Mitsubishi UFJ Financial Group, Inc.**

**\$2,300,000,000 Fixed/Floating Rate Non-Cumulative Preferred Securities of**

**MUFG Capital Finance 1 Limited, and Mitsubishi UFJ Financial Group, Inc. s Guarantee thereof**

**750,000,000 Fixed/Floating Rate Non-Cumulative Preferred Securities of**

**MUFG Capital Finance 2 Limited, and Mitsubishi UFJ Financial Group, Inc. s Guarantee thereof**

**Restricted Share Units granting rights to Common Stock of Mitsubishi UFJ Financial Group, Inc.**

**pursuant to the UnionBanCal Corporation Stock Bonus Plan**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the appropriate box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

|                      |    |
|----------------------|----|
| Rule 12g-4(a)(1)     | .. |
| Rule 12g-4(a)(2)     | .. |
| Rule 12h-3(b)(1)(i)  | x  |
| Rule 12h-3(b)(1)(ii) | .. |
| Rule 15d-6           | .. |

Approximate number of holders of record as of the certification or notice date:

¥120,000,000,000 Fixed/Floating Rate Non-Cumulative Preferred Securities: 0

Subordinated Guarantee of the Preferred Securities issued by MUFG Capital Finance 3 Limited: 0

Pursuant to the requirements of the Securities Exchange Act of 1934, MUFG Capital Finance 3 Limited has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

July 25, 2011

MUFG Capital Finance 3 Limited

By: /s/ Satoshi Takizawa  
Name: Satoshi Takizawa  
Title: Director

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Pursuant to the requirements of the Securities Exchange Act of 1934, Mitsubishi UFJ Financial Group, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

July 25, 2011

Mitsubishi UFJ Financial Group, Inc.

By: /s/ Taihei Yuki

Name: Taihei Yuki

Title: Senior Managing Director and

Chief Financial Officer