

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme TOTAL BRAIN LIMITED

ACN/ARSN 094 069 682

1. Details of substantial holder (1)

Name Mitsubishi UFJ Financial Group, Inc.

ACN/ARSN (if applicable) Not Applicable

The holder became a substantial holder on 16 May 2019

The holder became aware on 20 May 2019

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	52,754,460	52,754,460	6.78%
			Based on 777,688,418 Ordinary Shares Outstanding

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Mitsubishi UFJ Financial Group, Inc.	Relevant interest in securities that Morgan Stanley has a relevant interest in under section 608(3) of the Corporations Act as Mitsubishi UFJ Financial Group, Inc. has voting power of over 20% in Morgan Stanley.	52,754,460 Ordinary Shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Mitsubishi UFJ Financial Group, Inc.	Morgan Stanley Australia Securities (Nominee) Pty Limited	Not Applicable	52,754,460 Ordinary Shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number interest of securities
		Cash	Non-cash	
Mitsubishi UFJ Financial Group, Inc.	16/05/2019	701,890.00	N/A	25,900,000 Ordinary Shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
See Annexure A	Each company referred to is an associate of Mitsubishi UFJ Financial Group, Inc. under section 12 of the Corporations Act

7. Addresses

The addresses of persons named in this form are as follows:

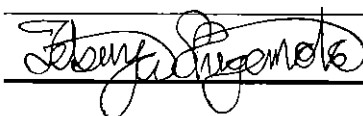
Name	Address
Mitsubishi UFJ Financial Group, Inc.	2-7-1, Marunouchi, Chiyoda-ku, Tokyo 100-8330, Japan

Signature

print name Mr. Tetsuya Shigemoto

capacity Authorised signatory

sign here



date 21 May 2019

ANNEXURE "A"

This is Annexure "A" of 5 pages referred to in the Form 603 (Notice of initial substantial holder), signed by me and dated 21 May 2019.



Signed: Tetsuya Shigemoto

Mitsubishi UFJ Financial Group, Inc.
MUFG Bank, Ltd.
Mitsubishi UFJ Trust and Banking Corporation
Mitsubishi UFJ Securities Holdings Co., Ltd.
MU Business Engineering, Ltd.
The Mitsubishi UFJ Factors Limited
Mitsubishi UFJ Jinji Service Co., Ltd.
MU Techno-service Co., Ltd.
Tokyo Credit Service, Ltd.
Tokyo Associates Finance Corp.
MU Business Service Co., Ltd.
Mitsubishi UFJ Loan Business Co., Ltd.
Mitsubishi UFJ Information Technology, Ltd.
MU Center Service Tokyo Co., Ltd.
MU Center Service Nagoya Co., Ltd.
MU Center Service Osaka Co., Ltd.
MU Business Aid Co., Ltd.
MU Property Research Company Limited
Mitsubishi UFJ Home Loan CREDIT CO., LTD.
The Diamond Home Credit Company Limited
Mitsubishi UFJ Research & Consulting Co., Ltd.
MU Frontier Servicer Co., Ltd.
Otemachi Guarantee Co., Ltd.
GD Holdings Company Limited
MU Loan Administration Support Co., Ltd.
Shintokyo Guarantee Co., Ltd.
MU Communications Co., Ltd.
Japan Electronic Monetary Claim Organization
MU Business Partner Co., Ltd.
MUT Business Outsourcing Co., Ltd.
Mezzanine Solution II Limited Partnership
Mezzanine Solution III Limited Partnership
Mitsubishi UFJ Capital Co., Ltd.
Mitsubishi UFJ Capital II, Limited Partnership
Mitsubishi UFJ Capital III, Limited Partnership
Mitsubishi UFJ Capital IV, Limited Partnership
Mitsubishi UFJ Capital V, Limited Partnership
Mitsubishi UFJ Capital VI, Limited Partnership
Mitsubishi UFJ Life Science 1, Limited Partnership
Tohoku Senary Industry Support, Limited Partnership
OIDE Fund Investment Limited Partnership
Mitsubishi UFJ Financial Partners Co., Ltd.
The Mitsubishi Asset Brains Company, Limited
BOT Lease Co., Ltd.
The Chukyo Bank, Ltd.
Nippon Mutual Housing Loan Co., Ltd.
JM Real Estate Co., Ltd.
Jibun Bank Corporation
JACCS CO., LTD.
JALCARD Inc.
Yume Shokei Fund No.2
Marunouchi Capital Fund II Limited Partnership
M·U·Trust Sougou Kanri Co., Ltd.
Mitsubishi UFJ Trust Business Co., Ltd.
Ryoshin Data Co., Ltd.
Mitsubishi UFJ Trust Systems Co., Ltd.
Mitsubishi UFJ Trust Investment Technology Institute Co., Ltd.

Mitsubishi UFJ Trust Hosyo Co., Ltd.
 M·U·Trust·Apple Planning Company, Ltd.
 Mitsubishi UFJ Real Estate Services Co., Ltd.
 Mitsubishi UFJ Daiko Business Co., Ltd.
 The Master Trust Bank of Japan, Ltd.
 MU Investments Co., Ltd.
 Japan Shareholder Services Ltd.
 Mitsubishi UFJ Kokusai Asset Management Co., Ltd.
 Tokumei-Kumiai (CPI)
 Tokumei-Kumiai (GII)
 Ippan Shadan Houjin Leone
 Jointly Managed Monetary Trust Fund (Fund Number:550001)
 MU Trust Property Management Co., Ltd.
 Tokumei-Kumiai (RICE)
 TOKKINGAI (Fund Number.900338)
 TOKKINGAI (Fund Number.900327)
 AMP Capital Investors KK
 MM Partnership
 MUS Information Systems Co., Ltd.
 MUS Business Service Co., Ltd.
 Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.
 Mitsubishi UFJ Morgan Stanley PB Securities Co., Ltd.
 kabu.com Securities Co., Ltd.
 Morgan Stanley MUFG Securities Co., Ltd.
 Mitsubishi UFJ NICOS Co., Ltd.
 Card Business Service Co.,Ltd.
 MU NICOS Business Service Co., Ltd.
 MU NICOS Credit Co.,Ltd.
 Ryoshin DC Card Company Ltd.
 JMS Co., Ltd.
 Paygent Co., Ltd.
 JA Card Co., Ltd
 ACOM CO., LTD.
 IR Loan Servicing, Inc.
 MU Credit Guarantee Co., Ltd.
 Japan Digital Design, Inc.
 Mitsubishi UFJ Personal Financial Advisers Co., Ltd.
 Mitsubishi Research Institute DCS Co.,Ltd.
 HR Solution DCS Co.,Ltd.
 Mitsubishi UFJ Lease & Finance Company Limited
 Hitachi Capital Corporation
 Nihombashi TG Jigyo Kyodo Kumiai
 NIHOMBASHI TG SERVICE CO., LTD.
 SHIN-NIHOMBASHI TSUSHO CO., LTD.
 Solution Design Co.,Ltd.
 Nippon Record Keeping Network Co., Ltd.
 Banco MUFG Brasil S.A.
 9808680 Canada Inc.
 BTMU (Curacao) Holdings N.V.
 MUFG Bank (Europe) N.V.
 MUFG Business Services (Holland) B.V.
 MUFG Funding (UK) Limited
 MUFG Europe Lease (Deutschland) GmbH
 MUFG Bank (Malaysia) Berhad
 MUFG North America International, Inc.
 MUFG Bank Mexico, S.A.
 MUFG Nominees (HK) Limited
 MUFG Nominees (UK) Limited
 MUFG Americas Holdings Corporation
 MUFG Union Bank, N.A.
 Union Bank of California Leasing, Inc.
 UBOC Community Development Corporation
 UnionBanc Investment Services, LLC
 Bankers Commercial Corporation
 UnionBanCal Equities, Inc.
 UnionBanCal Leasing Corporation
 UnionBanCal Mortgage Corporation

Mills-Ralston, Inc.
HighMark Capital Management, Inc.
BCC OX I, Inc.
BCC OX II, Inc.
SEMA OP9 LLC
SEMA OP8 LLC
MORGANTOWN OL6 LLC
MORGANTOWN OL7 LLC
MORGANTOWN OL5 LLC
DICKERSON OL4 LLC
TRL One A, LLC
TRL One B, LLC
TRL One, LP
BM1, LLC
UB Leasing Corporation
Pacific Capital Statutory Trust I
Shiloh IV Wind Project, LLC
Shiloh IV Holdings Lessor Trust
Green Union I Trust
Green Union II Trust
Green Union III Trust
Tohlease Corporation
MUFG Americas Funding Corporation
MUFG Americas Financial & Leasing Corporation B-4
U.B. Vehicle Leasing, Inc.
MUFG Americas Leasing Corporation
MUFG Americas Financial Services, Inc.
MUFG Americas Leasing (Canada) Corporation
MUFG Americas Leasing & Finance, Inc.
MUFG Americas Capital Leasing & Finance, LLC
MUFG Americas Corporate Advisory, Inc.
MUFG Americas LF Capital LLC
MUFG Americas Capital Company
MUFG Fund Services (USA) LLC
MUFG Securities Americas Inc.
MUFG Capital Analytics LLC
MUFG Investor Services (US), LLC
OX 2000 LLC
OX 2000-2 LLC
Southern California Business Development Corporation
Catalina Solar Holdings Lessor Trust
Catalina Solar, LLC
Morgan Stanley MUFG Loan Partners, LLC
PT U Finance Indonesia
PT. MU Research and Consulting Indonesia
MU Research and Consulting (Thailand) Co., Ltd.
MUFG Participation (Thailand) Co., Ltd.
AO MUFG Bank (Eurasia)
MUFG Bank (China), Ltd.
BTMU Preferred Capital 7 Limited
BTMU Preferred Capital 8 Limited
BTMU Preferred Capital 9 Limited
BTMU Liquidity Reserve Investment Limited
MUFG Bank Turkey Anonim Sirketi
Bank of Ayudhya Public Company Limited
Krungsri Ayudhya AMC Limited
Krungsri Factoring Company Limited
Ayudhya Development Leasing Company Limited
Ayudhya Capital Auto Lease Public Company Limited
Krungsriayudhya Card Company Limited
General Card Services Limited
Ayudhya Capital Services Company Limited
Krungsri General Insurance Broker Limited
Krungsri Life Assurance Broker Limited
Krungsri Asset Management Company Limited
Total Services Solutions Public Company Limited
Ngern Tid Lor Company Limited

Krungsri Securities Public Company Limited
 Siam Realty and Services Security Co.,Ltd.
 Krungsri Leasing Services Co., Ltd.
 Hattha Kaksekar Limited
 Krungsri Finnovate Co., Ltd.
 Tesco Card Services Limited
 BTMU Liquidity Reserve Investment 2 Limited
 BTMU Liquidity Reserve Investment 3 Limited
 BOT Lease (HK) Co., Ltd.
 PT Bumiputera - BOT Finance
 BOT Lease Holding Philippines, Inc.
 BOT Lease and Finance, Philippines, Inc.
 BOT Lease (Thailand) Co., Ltd.
 MUFG Holding (Thailand) Co., Ltd.
 Bangkok MUFG Limited
 BOT Lease(Eurasia)LLC
 Dah Sing Financial Holdings Limited
 Dah Sing Banking Group Limited
 Dah Sing Bank, Limited
 BOT Lease (Tianjin) Co., Ltd.
 BOTL Factoring (Shanghai) Co., Ltd.
 BOT LEASE MEXICO S.A. DE C.V.
 GOLDEN ASIA FUND VENTURES LTD.
 Lakefield Wind Project OP Trust
 Lakefield Wind Project, LLC
 Pacwind Holdings Lessor Trust
 Pacific Wind, LLC
 Vietnam Joint Stock Commercial Bank for Industry and Trade
 GOLDEN ASIA FUND II, L.P.
 Security Bank Corporation
 Mitsubishi UFJ Trust International Limited
 Mitsubishi UFJ Baillie Gifford Asset Management Limited
 Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.
 MUFG Lux Management Company S.A.
 MUTB Preferred Capital Limited
 Mitsubishi UFJ Investment Services (HK) Limited
 Mitsubishi UFJ Asset Management (UK) Ltd.
 LUX J1 FUND
 MUFG Investor Services Holdings Limited
 MUFG Fund Services (Bermuda) Limited
 MUFG Fund Services (Cayman) Limited
 MUFG Fund Services (Cayman) Group Limited
 MUFG Fund Services (Ireland) Limited
 Fund Secretaries Limited
 MUFG Fund Services Limited
 MUFG Fund Services (Canada) Limited
 MUFG Fund Services (UK) Limited
 MUFG Fund Services (Halifax) Limited
 MUFG Family Office Services Limited
 MUFG Fund Services (Singapore) Pte. Ltd.
 MUFG Fund Services (Hong Kong) Limited
 MUFG Alternative Fund Services (Cayman) Limited
 Firtown International Holdings Ltd.
 General Secretaries Ltd.
 AFS Controlled Subsidiary 1 Ltd.
 AFS Controlled Subsidiary 2 Ltd.
 AFS Controlled Subsidiary 3 Ltd.
 MUFG Alternative Fund Services (Ireland) Limited
 MUFG Alternative Fund Services (Jersey) Limited
 MUFG Jersey Management Company Limited
 SWS MU FUND MANAGEMENT CO.,LTD.
 SWSMU (SHANGHAI) ASSETS MANAGEMENT COMPANY LIMITED
 AMP Capital Holdings Limited
 MUFG Global Fund SICAV
 MUFG Securities EMEA plc
 MUFG Securities(Europe) N.V.
 MUFG Securities Asia (Singapore) Limited

MUFG Securities Asia Limited
Mitsubishi UFJ Wealth Management Bank (Switzerland), Ltd.
MUFG Securities (Canada), Ltd.
EASY BUY Public Company Limited
PT. Bank Nusantara Parahyangan, Tbk.
ACOM CONSUMER FINANCE CORPORATION
MUFG Capital Finance 7 Limited
MUFG Capital Finance 8 Limited
MUFG Capital Finance 9 Limited
GOLDEN ASIA FUND, L.P.
DCS Information Technology (Shanghai) Co., Ltd
MRIDCS Americas, Inc.
Morgan Stanley
Purple Finance (Cayman) International Ltd.
Bangkok Mitsubishi UFJ Lease Co., Ltd
The California-Sansome Corporation