

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme PRIMERO GROUP LIMITED

ACN/ARSN 149 964 045

**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 14 September 2018

The holder became aware on 18 September 2018

**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	7,527,498	7,527,498	5.04%
			Based on 149,315,600 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.	7,527,498 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	7,527,498 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.	9/7/2018	40,080.00	N/A'	100,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	20/8/2018	326.70	N/A'	726 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	20/8/2018	1,456.93	N/A'	3,274 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	20/8/2018	88,253.53	N/A'	200,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	21/8/2018	85,681.41	N/A'	194,303 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	22/8/2018	33,209.55	N/A'	76,021 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	23/8/2018	65,759.03	N/A'	150,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	28/8/2018	15,800.00	N/A'	40,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	30/8/2018	35,551.15	N/A'	91,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	31/8/2018	18,587.99	N/A'	42,731 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	31/8/2018	23,024.76	N/A'	52,329 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	31/8/2018	44,439.56	N/A'	100,999 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	31/8/2018	45,214.34	N/A'	103,941 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	3/9/2018	419.53	N/A'	970 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	3/9/2018	69,773.00	N/A'	158,575 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	3/9/2018	52,537.19	N/A'	120,085 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	3/9/2018	8,057.07	N/A'	18,522 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	4/9/2018	49,511.88	N/A'	112,527 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	4/9/2018	6,019.10	N/A'	13,837 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	4/9/2018	23,105.04	N/A'	55,012 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	4/9/2018	11,037.67	N/A'	25,669 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	5/9/2018	470,564.25	N/A'	1,105,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	14/9/2018	59,368.50	N/A'	150,000 Ordinary Shares
Mitsubishi UFJ Financial Group, Inc.	14/9/2018	59,380.35	N/A'	150,000 Ordinary Shares

**6. Associates**

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

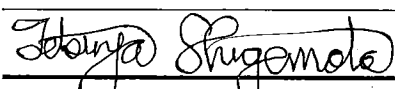
Name and ACN/ARSN (if applicable)	Nature of association
See Annexure A	Each company referred to is an associate of Mitsubishi UFJ Financial Group, Inc. under section 12 of the Corporations Act

**7. Addresses**

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

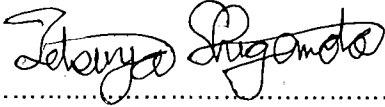
Name	Address
Mitsubishi UFJ Financial Group, Inc.	2-7-1, Marunouchi, Chiyoda-ku, Tokyo 100-8330, Japan

**Signature**

print name Tetsuya Shigemoto capacity Authorised signatory  
 sign here  date 19 September 2018

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 19 September 2018.



Signed: Tetsuya Shigemoto

Mitsubishi UFJ Financial Group, Inc.  
MUFJ 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.  
 9806680 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

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