

Edgar Filing: MILLEA HOLDINGS INC - Form SC 13G

MILLEA HOLDINGS INC
Form SC 13G
September 29, 2005

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

SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. ____)*

MILLEA HOLDINGS, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

60032R106
(CUSIP Number)

SEPTEMBER 21, 2005
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 60032R106

1 NAME OF REPORTING PERSON

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I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entitles only)

Mitsubishi Tokyo Financial Group, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Tokyo, Japan

| | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 86,372 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | -0- |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 86,372 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | -0- |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

86,372

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.0%

12 TYPE OF REPORTING PERSON

CO

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CUSIP NO. 60032R106

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entitles only)

The Bank of Tokyo - Mitsubishi, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a)

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(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Tokyo, Japan

NUMBER OF 5 SOLE VOTING POWER
SHARES 39,240

BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY -0-

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 39,240

PERSON 8 SHARED DISPOSITIVE POWER
WITH -0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
39,240

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
2.3%

12 TYPE OF REPORTING PERSON
CO

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CUSIP NO. 60032R106

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entitles only)

The Mitsubishi Trust and Banking Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

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Tokyo, Japan

| | | |
|--------------|--|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | 41,454 | |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | -0- | |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | 41,454 | |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | -0- | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | 41,454 | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | |
| | <input type="checkbox"/> | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | |
| | 2.4% | |
| 12 | TYPE OF REPORTING PERSON | |
| | CO | |

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| | | |
|-----------|---|------------------------------|
| 1 | NAME OF REPORTING PERSON | |
| | I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entitles only) | |
| | Mitsubishi Securities Co., Ltd. | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | |
| | (See Instructions) | (a) <input type="checkbox"/> |
| | | (b) <input type="checkbox"/> |
| 3 | SEC USE ONLY | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | Tokyo, Japan | |
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | 3,491 | |

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| | | |
|--------------|--|--------------------------|
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | -0- | |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | 3,491 | |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | -0- | |
| ----- | | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | 3,491 | |
| ----- | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | |
| | <input type="checkbox"/> | |
| ----- | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | |
| | 0.2% | |
| ----- | | |
| 12 | TYPE OF REPORTING PERSON | |
| | CO | |

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| | | |
|--------------|---|------------------------------|
| 1 | NAME OF REPORTING PERSON | |
| | I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entitles only) | |
| | Mitsubishi Securities International plc | |
| ----- | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | |
| | (See Instructions) | (a) <input type="checkbox"/> |
| | | (b) <input type="checkbox"/> |
| ----- | | |
| 3 | SEC USE ONLY | |
| ----- | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | London, United Kingdom | |
| ----- | | |
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | 2,652 | |
| ----- | | |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | -0- | |
| EACH | 7 | SOLE DISPOSITIVE POWER |

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| | | |
|-----------|--|--------------------------|
| REPORTING | 2,652 | |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | -0- | |
| ----- | | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | 2,652 | |
| ----- | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | |
| | | <input type="checkbox"/> |
| ----- | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | |
| | 0.2% | |
| ----- | | |
| 12 | TYPE OF REPORTING PERSON | |
| | CO | |

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| | | |
|-------|--|--|
| 1 | NAME OF REPORTING PERSON | |
| | I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entitles only) | |
| | Mitsubishi Asset Management Co., Ltd. | |
| ----- | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) | (a) <input type="checkbox"/> (b) <input type="checkbox"/> |
| ----- | | |
| 3 | SEC USE ONLY | |
| ----- | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | Tokyo, Japan | |
| ----- | | |
| | 5 | SOLE VOTING POWER |
| | | 2,187 |
| ----- | | |
| | 6 | SHARED VOTING POWER |
| | | -0- |
| ----- | | |
| | 7 | SOLE DISPOSITIVE POWER |
| | | 2,187 |
| ----- | | |
| | 8 | SHARED DISPOSITIVE POWER |
| | | -0- |

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,187

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.1%

12 TYPE OF REPORTING PERSON

CO

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ITEM 1

(a) NAME OF ISSUER

Millea Holdings, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Otemachi First Square, West 10F, 5-1, Otemachi 1-chome,
Chiyoda-ku, Tokyo 100-0004, Japan

ITEM 2

(a) NAMES OF PERSONS FILING

Mitsubishi Tokyo Financial Group, Inc. ("MTFG")

The Bank of Tokyo-Mitsubishi, Ltd. ("BTM")

The Mitsubishi Trust and Banking Corporation ("MTB")

Mitsubishi Securities Co., Ltd. ("MS")

Mitsubishi Securities International plc ("MSI")

Mitsubishi Asset Management Co., Ltd. ("MAM")

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

MTFG:
26F Marunouchi Building
4-1 Marunouchi 2-chome, Chiyoda-ku
Tokyo 100-6326, Japan

BTM:
7-1 Marunouchi 2-chome, Chiyoda-ku
Tokyo 100-8388, Japan

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MTB:
4-5 Marunouchi 1-chome, Chiyoda-ku
Tokyo 100-8212, Japan

MS:
4-1 Marunouchi 2-chome, Chiyoda-ku
Tokyo, 100-6317, Japan

MSI:
6 Broadgate, London EC2M 2AA,
United Kingdom

MAM:
4-5 Marunouchi 1-chome, Chiyoda-ku
Tokyo 100-8212, Japan

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(c) CITIZENSHIP

Not applicable.

(d) TITLE OF CLASS OF SECURITIES

Common Stock

(e) CUSIP NUMBER

60032R106

ITEM 3 IF THIS STATEMENT IS FILED PURSUANT TO SS.SS.240.13D-1(B) OR 13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker dealer registered under section 15 of the Act (15 U.S.C. 780).
- (b) Bank as defined in section 3 (a) (6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as fined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with 240.13d-1(b) (1) (ii) (E);
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b) (1) (ii) (F);
- (g) A parent holding company or control person in accordance with 240.13d-1(b) (1) (ii) (G);

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- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c) (14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with 240.13d.

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ITEM 4 OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

For MTFG

- (a) Amount Beneficially Owned: 86,372
- (b) Percent of Class: 5.02%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 86,372
 - (ii) Shared power to vote or to direct the vote: -0-
 - (iii) Sole power to dispose or to direct the disposition of: 86,372
 - (iv) Shared power to dispose or to direct the disposition of: -0-

For BTM

- (a) Amount Beneficially Owned: 39,240
- (b) Percent of Class: 2.28%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 39,240
 - (ii) Shared power to vote or to direct the vote: -0-
 - (iii) Sole power to dispose or to direct the disposition of: 39,240
 - (iv) Shared power to dispose or to direct the disposition of: -0-

For MTB

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| | | |
|-------|--|--------|
| (a) | Amount Beneficially Owned: | 41,454 |
| (b) | Percent of Class: | 2.41% |
| (c) | Number of shares as to which such person has: | |
| (i) | Sole power to vote or to direct the vote: | 41,454 |
| (ii) | Shared power to vote or to direct the vote: | -0- |
| (iii) | Sole power to dispose or to direct the disposition of: | 41,454 |
| (iv) | Shared power to dispose or to direct the disposition of: | -0- |

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For MS

| | | |
|-------|--|-------|
| (a) | Amount Beneficially Owned: | 3,491 |
| (b) | Percent of Class: | 0.20% |
| (c) | Number of shares as to which such person has: | |
| (i) | Sole power to vote or to direct the vote: | 3,491 |
| (ii) | Shared power to vote or to direct the vote: | -0- |
| (iii) | Sole power to dispose or to direct the disposition of: | 3,491 |
| (iv) | Shared power to dispose or to direct the disposition of: | -0- |

For MSI

| | | |
|-------|--|-------|
| (a) | Amount Beneficially Owned: | 2,652 |
| (b) | Percent of Class: | 0.15% |
| (c) | Number of shares as to which such person has: | |
| (i) | Sole power to vote or to direct the vote: | 2,652 |
| (ii) | Shared power to vote or to direct the vote: | -0- |
| (iii) | Sole power to dispose or to direct the disposition of: | 2,652 |
| (iv) | Shared power to dispose or to direct the disposition of: | -0- |

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For MAM

| | | |
|-----|---|-------|
| (a) | Amount Beneficially Owned: | 2,187 |
| (b) | Percent of Class: | 0.13% |
| (c) | Number of shares as to which such person has: | |
| | (i) Sole power to vote or to direct the vote: | 2,187 |
| | (ii) Shared power to vote or to direct the vote: | -0- |
| | (iii) Sole power to dispose or to direct the disposition of: | 2,187 |
| | (iv) Shared power to dispose or to direct the disposition of: | -0- |

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

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ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

As of the filing date, MTFG beneficially owns 86,372 shares indirectly through its subsidiaries as follows: BTM holds 39,240 shares; MTB holds 41,454 shares; MS holds 3,491 shares (including 2,652 indirectly held through MS's subsidiary, MSI); and MAM holds 2,187 shares.

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9 NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10 CERTIFICATION

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By signing below the filers certify that, to the best of their knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 21, 2005

MITSUBISHI TOKYO FINANCIAL GROUP, INC.

By: /s/ Junichi Itoh

Name: Junichi Itoh
Title: Executive Officer, General Manager
Credit & Investment Management Division

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CUSIP NO. 60032R106

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 21, 2005

THE BANK OF TOKYO-MITSUBISHI, LTD.

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By: /s/ Junichi Itoh

Name: Junichi Itoh
Title: Management Director and General Manager
Credit Policy Office

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 21, 2005

THE MITSUBISHI TRUST AND BANKING
CORPORATION

By: /s/ Koji Kawakami

Name: Koji Kawakami
Title: Deputy General Manager of
Investor Services Division

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 21, 2005

MITSUBISHI SECURITIES CO., LTD.

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By: /s/ Masayasu Tsukada

Name: Masayasu Tsukada
Title: General Manager

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 26, 2005

MITSUBISHI SECURITIES INTERNATIONAL PLC

By: /s/ Kenichi Yamana

Name: Kenichi Yamana
Title: Managing Director

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 21, 2005

MITSUBISHI ASSET MANAGEMENT CO., LTD.

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By: /s/ Koji Matsuda

Name: Koji Matsuda

Title: General Manager

Risk Management Department

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