

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	MOELIS AUSTRALIA LIMITED
ABN	68 142 008 428

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Andrew Pridham
Date of last notice	10 April 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect. Deemed relevant interests only by virtue of section 608(3)(a) and section 608(1)(c) of the Corporations Act 2001 (Cth).
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	As disclosed in the appendix 3X lodged on 10 April 2017 and substantial holder notice dated 10 April 2017, Mr Pridham has voting power of more than 20% in Moelis Australia Limited (the Company) because he controls the Staff Trustee. As a result, the Corporations Act deems Mr Pridham to have a relevant interest in shares where the Company has a relevant interest in its own shares. The Company obtains a relevant interest under section 608(1)(c) of the Corporations Act in any shares which are subject to escrow. The Company has issued shares which are subject to escrow as disclosed in the appendix 3B dated 18 July 2017. This notice is to disclose Mr Pridham's deemed relevant interest in those escrowed shares. Mr Pridham does not have any economic interest in those shares.

+ See chapter 19 for defined terms.

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Date of change	18 July 2017
No. of securities held prior to change	Deemed relevant interest in 50,000,000 shares.
Class	Ordinary shares.
Number acquired	Deemed relevant interest in: <ul style="list-style-type: none"> • 3,191,488 escrowed shares comprising Armada acquisition consideration • 426,797 shares issued pursuant to the Moelis Australia Equity Incentive Plan for the benefit of former Redcape executives transferring employment to Moelis Australia Limited
Number disposed	Nil.
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Not applicable.
No. of securities held after change	Deemed relevant interest in 53,618,285 shares by virtue of section 608(3)(a) and section 608(1)(c) of the Corporations Act.
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	As described under " <i>Nature of indirect interest</i> " and " <i>Number acquired</i> " above.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	

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Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	Issue of shares by the Company made to third parties. No trade by a director or employee covered by the securities dealing policy.
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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