

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme MOELIS AUSTRALIA LIMITED

ACN/ARSN 142 008 428

1. Details of substantial holder (1)

Name MOELIS AUSTRALIA LIMITED ACN 142 008 428 and the entities listed in Annexure A (Moelis Australia)
MAGIC TT PTY LTD (Staff Trustee)
ANDREW PRIDHAM

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on 21/09/2017

The previous notice was given to the company on 10/04/2017

The previous notice was dated 10/04/2017

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary fully paid shares (Ordinary)	50,000,000	40%	53,737,567	37.38%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	See Annexure B				

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Moelis Australia Limited	See annexure B	See annexure B	Power over disposal by virtue of escrow deed as described in the prospectus, and attached in Form 603 notice dated 10 April 2017	53,737,567 Ordinary	37.38%
Magic TT Pty Ltd	See annexure B	See annexure B	Staff Trustee as registered shareholder, in its capacity as trustee of the Existing Staff Trusts	53,737,567 Ordinary	37.38%

Andrew Pridham	See annexure B	See annexure B	Mr Pridham has a deemed relevant interest in the Ordinary Shares held by the Staff Trustee under section 608(3)(a) of the Corporations Act, as holder of the issued shares in the Staff Trustee	53,737,567 Ordinary	37.38%
----------------	----------------	----------------	---	---------------------	--------

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	

6. Addresses

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

Name	Address
Moelis Australia and each entity listed in Annexure A	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Magic TT Pty Ltd	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Andrew Pridham	C/- Moelis Australia, Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000

Signature

print name ANDREW PRIDHAM

Capacity Director and in his own capacity

sign here



date 21 September 2017

Annexure A to Form 604

This is Annexure A of 1 page referred to in the Form 604 Notice of change of interests of substantial holder prepared by Moelis Australia, Staff Trustee, and Andrew Pridham

Signed by me and dated 21 September 2017

Signature:



Name: Andrew Pridham

Position: Director and in his own capacity

Name	Address
Moelis Australia Limited ACN 142 008 428	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
ACN 167 316 109 Pty Ltd ACN 167 316 109	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Armada Funds Management Pty Ltd ACN 124 754 847	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Aged Care Pty Ltd ACN 610 989 994	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Partners Fund Pty Limited ACN 600 190 690	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Residential Pty Ltd ACN 607 039 216	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM GP Pty Ltd ACN 164 411 607	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM Holdings Pty Ltd ACN 621 215 450	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MACDF TT Pty Ltd ACN 169 652 742	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAHPT Pty Ltd ACN 619 297 657	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MARAM TT Pty Ltd ACN 619 024 949	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Advisory Pty Ltd ACN 142 008 446	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Asset Management Ltd ACN 142 008 535	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Finance Pty Ltd ACN 621 554 845	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Funds Management Pty Ltd ACN 621 552 896	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Hotel Management Pty Ltd ACN 619 297 228	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Operations Pty Ltd ACN 138 030 289	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Retail Asset Management Ltd ACN 610 990 004	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Securities Pty Ltd ACN 122 781 560	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Share Plan Pty Ltd ACN 610 383 590	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Visa Fund Manager Pty Ltd ACN 142 008 482	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Mendoza Limited ACN 135 855 186	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Rockford Capital Pty Ltd ACN 116 067 497	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Western Funds Management Pty Ltd ACN 169 019 765	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000

Annexure B to Form 604

This is Annexure B of 1 page referred to in the Form 604 Notice of change of interests of substantial holder prepared by Moelis Australia, Staff Trustee and Andrew Pridham

Signed by me and dated 21 September 2017

Signature:



Name: Andrew Pridham

Position: Director and in his own capacity

Person whose relevant interest changed	Date of change	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Moelis Australia; Staff Trustee Andrew Pridham	18/07/2017	Issue of new shares by Moelis Australia Limited subject to restrictions as disclosed in ASX releases on 3 May 2017 and 28 June 2017	\$11,199,614.72	Ordinary 3,618,285	3,618,285
	18/08/2017	On-market acquisition by Moelis Australia Share Plan Pty Ltd as trustee for the Moelis Australia Employee Share Trust (Plan Trustee)	\$941,821.76	Ordinary 213,822	213,822
	21/08/2017	On-market acquisition by the Plan Trustee	\$162,801.00	Ordinary 36,178	36,178
	30/08/2017	Off market transfer by Moelis Australia Share Plan Pty Ltd as trustee for the Moelis Australia Employee Share Trust to key management personnel	\$399,997.08	Ordinary 130,718	130,718
	21/09/2017	Increase in number of shares on issue resulting from the placement announced to ASX on 13 September 2017	NA	NA	NA