

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme CENTURIA CAPITAL GROUP (**CNI**) (consisting of CENTURIA CAPITAL LIMITED and CENTURIA FUNDS MANAGEMENT LIMITED AS RESPONSIBLE ENTITY OF THE CENTURIA CAPITAL FUND)

ACN/ARSN CENTURIA CAPITAL LIMITED ABN 22 095 454 336  
CENTURIA FUNDS MANAGEMENT LIMITED ACN 607 153 588  
CENTURIA CAPITAL FUND ARSN 613 856 358

### 1. Details of substantial holder (1)

Name MAGIC TT PTY LTD (**MTT**)  
ANDREW PRIDHAM and the entities listed in Annexure A (**AP**)

ACN/ARSN (if applicable) 143 275 138

There was a change in the interests of the substantial holder on

27 / 12 / 2017

The previous notice was given to the company on

16 / 10 / 2017

The previous notice was dated

16 / 10 / 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 stapled securities ( <b>Ordinary</b> )	29,580,165	11.31%	42,677,495	14.00%

### 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
27/12/17	MTT AP	Allocation of securities to Moelis Australia Asset Management Ltd ACN 142 008 535 ( <b>MAAM</b> ) under the institutional placement announced by CNI on 19 December 2017. Refer to present relevant interests below	N/A	N/A	N/A

### 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
All holders listed above	Pershing Australia	MAAM	MTT has a deemed relevant interest in the Ordinary Securities held by MAAM	38,415,438	38,415,438

	Nominees Pty Ltd ACN 137 911 730		due to it holding above 20% in Moelis Australia Limited ( <b>MOE</b> ) and a deemed relevant interest in those Ordinary Shares held by AP and its associates.	Ordinary	
All holders listed above	Cicerone Capital Pty Ltd	Cicerone Capital Pty Ltd	AP has a deemed relevant interest under section 608 of the Corporations Act resulting from the relevant interests held by MTT and the entities listed in Annexure A.	3,512,057 Ordinary	3,512,057
All holders listed above	AJA Investments Pty Ltd	AJA Investments Pty Ltd	AP has a deemed relevant interest under section 608 of the Corporations Act resulting from the relevant interests held by MTT and the entities listed in Annexure A.	750,000 Ordinary	750,000

#### 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
Magic TT Pty Ltd ACN 143 275 138	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 27 / 12 / 2017



## ANNEXURE A TO FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

*This is annexure A of one page referred to in Form 604 Notice of change of interests of substantial holder dated 27 December 2017*



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Andrew Pridham

Name	Address
AJA Investments Pty Limited ACN 071 729 603	Level 2, 23-25 O'Connell Street, Sydney NSW 2000
Cicerone Capital Pty Limited ACN 136 097 259	Level 2, 23-25 O'Connell Street, Sydney NSW 2000