# Form 605

## Corporations Act 2001 Section 671B

# Notice of ceasing to be a substantial holder

| ACN/ARSN   | To Company Name/Scheme CML GF   |  | ML GROUP LIMITED (CGR) |                  |   |   |                                 |  |  |  |
|--|---|--|------------------------|------------------|---|---|---------------------------------|--|--|--|
| ACN/ARSN 098 952 277   |   |  |                        |                  |   |   |                                 |  |  |  |
| 1. Details of sul  | bstantial holder (  | (1)  |                        |                  |   |   |                                 |  |  |  |
| Name MOELIS AUSTRAL  |   |  | ALIA LIMITED           | (MAL) and the    | entities listed in Annexure A                               |   |                                 |  |  |  |
| ACN/ARSN (if applicable)  MAL 142 008 428  |   | 1  |                        |                  |   |   |                                 |  |  |  |
| The holder cease substantial holder  |   |  | 30/01/202              | 0                |   |   |                                 |  |  |  |
| The previous notice was given to the company on  |   |  | 20/01/202              |                  |   |   |                                 |  |  |  |
| •  | •   | the company on   |                        |                  |   |   |                                 |  |  |  |
| The previous notice was dated  |   |  | 20/01/202              | 0                |   |   |                                 |  |  |  |
| 2. Changes in r  | elevant interests   |  |                        |                  |   |   |                                 |  |  |  |
|  |   | change in the nature of, a re<br>juired to give a substantial h          |                        |                  | stantial holder or an associat<br>or scheme are as follows: | e (3) in voting securities                  | s of the company or schem       |  |  |  |
|  | Date of change  | Person whose relevant interest changed                                   | Nature of change (4)   |                  | Consideration<br>given in relation<br>to change (5)         | Class (6) and number of securities affected | Person's votes affected         |  |  |  |
|  | 30/01/2020  | See Annexure B   | Sale                   |                  | \$5,918,676.12  | 10,204,614<br>Ordinary                      | 10,204,614                      |  |  |  |
|  | esociation  |  |                        |                  |   |   |                                 |  |  |  |
| 3. Changes in a  |   |  |                        |                  |   |   |                                 |  |  |  |
| The persons who  | o have become as  |  | oe associates o        | of, or have char | nged the nature of their asso                               | ociation (7) with, the sub                  | estantial holder in relation to |  |  |  |
| The persons who  | o have become as  | ne are as follows:   | oe associates o        | T                |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
|  | o have become as company or schem   |  | oe associates d        | of, or have char |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who  | o have become as  | ne are as follows:   | oe associates o        | T                |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the c   | o have become as company or schem   | ne are as follows:   | pe associates o        | T                |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the c   | o have become as company or schem  Name and ACN  Not Applicable                   | ne are as follows:  N/ARSN (if applicable)                               | pe associates o        | T                |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the c   | o have become as company or schem  Name and ACN  Not Applicable                   | ne are as follows:   | oe associates o        | T                |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the c   | o have become as company or schem  Name and ACN  Not Applicable  of persons named | ne are as follows:  N/ARSN (if applicable)  in this form are as follows: | ne associates o        | T                |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the content of the con | Name and ACN Not Applicable   | ne are as follows:  N/ARSN (if applicable)  in this form are as follows: | pe associates o        | Nature of ass    |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the c   | o have become as company or schem  Name and ACN  Not Applicable  of persons named | ne are as follows:  N/ARSN (if applicable)  in this form are as follows: | pe associates o        | Nature of ass    |   | ociation (7) with, the sub                  | ostantial holder in relation t  |  |  |  |
| The persons who interests in the continuous states of the continuous states of the continuous states of the addresses of the  | o have become as company or schem  Name and ACN  Not Applicable  of persons named | ne are as follows:  N/ARSN (if applicable)  in this form are as follows: |                        | Nature of ass    | sociation   | ociation (7) with, the sub                  |                                 |  |  |  |
| The persons who interests in the content of the con | Name and ACN Not Applicable  of persons named  Name  Name                         | ne are as follows:  N/ARSN (if applicable)  in this form are as follows: |                        | Nature of ass    | sociation   |   |                                 |  |  |  |

## ANNEXURE A TO FORM 605 NOTICE OF NOTICE OF CEASING TO BE A SUBSTANTIAL HOLDER

This is annexure A of two pages referred to in FORM 605 NOTICE OF CEASING TO BE A SUBSTANTIAL HOLDER dated 31 JANUARY 2020.



## JANNA ROBERTSON, COMPANY SECRETARY

| 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 |
| Eastern Credit Management pty Ltd ACN 623 243 336          | 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 Residential Pty Ltd ACN 607 039 216          | Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000 |
| KCF ST Pty Ltd ACN 623 251 196                             | 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 |
| MAAM TT Pty Ltd ACN 629 587 560                            | 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 |
| MAF Credit Pty Ltd ACN 623 716 503                         | 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 |
| 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 Foundation Pty Ltd ACN 622 860 904        | 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 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 |
| Redcape Hotel Group Management Ltd ACN 610 990 004         | 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 |

| TMASL Finance Pty Ltd ACN 623 313 057            | 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 605 NOTICE OF NOTICE OF CEASING TO BE A SUBSTANTIAL HOLDER

This is annexure B of one page referred to in Form 605 NOTICE OF CEASING TO BE A SUBSTANTIAL HOLDER dated 31 JANUARY 2020.



| Holder of relevant interest   | Registered<br>holder of<br>securities                                    | Person entitled<br>to be registered<br>as holder (8) | Nature of<br>relevant<br>interest (6)   |
|---|--|--|---|
| Moelis Australia Visa<br>Fund Manager Pty Ltd<br>ACN 142 008 482<br>( <b>MAVFM)</b> | J.P. Morgan<br>Nominees<br>Australia Pty Ltd<br>ACN 002 899 961<br>(JPM) | МААМ   | Relevant interest pursuant to section 608(1) as investment manager of Moelis Australia SIV Public Investment Fund (PIF) due to the power to exercise, or control the exercise of, a right to vote attached to the securities and the power to dispose of, or control the exercise of a power to dispose of the securities |
| Moelis Australia Asset<br>Management Ltd ACN<br>142 008 535 (MAAM)                  | JPM  | МААМ   | Relevant interest pursuant to section 608(1) as trustee of PIF due to the power to exercise, or control the exercise of, a right to vote attached to the securities and the power to dispose of, or control the exercise of a power to dispose of the securities  |
| MAL   | JPM  | MAAM   | Relevant interest pursuant to section 608(3) due to holding voting power of above 20% in MAAM   |