

## ASX Announcement

10 April 2017

### Pre-Quotation Disclosure

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the admission to the official list and official quotation on a deferred settlement trading basis of the fully paid ordinary shares in Moelis Australia Limited (**Moelis Australia**).

Unless otherwise defined, capitalised terms used in this notice have the meaning given to them in the Moelis Australia prospectus dated 28 February 2017, available at [www.asx.com.au](http://www.asx.com.au).

### Basis of allocation and procedures for determining allocations

The basis of allocation of ordinary shares under the Offer and the procedures by which Applicants can determine their precise allocations is set out below:

- **Institutional Offer:** The allocation of Shares in the Institutional Offer has been determined by the Sole Lead Manager and Moelis Australia. The Sole Lead Manager and Moelis Australia have absolute discretion regarding the basis of allocation of Shares among other Institutional Investors. Successful applicants under the Institutional Offer have been advised of their allocations.
- **Broker Firm Offer:** It was a matter for the Brokers to determine how they allocated Shares among their eligible clients. Applicants can contact their Brokers to determine their allocations under the Broker Firm Offer.
- **Chairman's List Offer:** The allocation of Shares within the Chairman's List Offer has been determined by Moelis Australia in consultation with the Sole Lead Manager. Chairman's List Applicants will receive the allocation of Shares specified on their Chairman's List Offer Application Form or such lesser amount validly applied for.

Applicants can confirm their allocation of shares by telephoning Boardroom Pty Limited Information Line on 1 300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 9.00am and 5.00pm (AEDT), Monday to Friday.

*It is the responsibility of each applicant to confirm their holding before trading. Applicants who sell Shares before they receive an initial statement of holding do so at their own risk.*

## The issue price and number of shares issued under the Offer

The issue price for each Share under the Offer is \$2.35.

The number of shares to be issued to successful Applicants under each part of the Offer is:

<b>Component of the Offer</b>	<b>Number of Shares to be issued</b>
Chairman's List Offer	18,321,711
Broker Firm Offer	6,678,289
Institutional Offer	0
<b>Total</b>	<b>25,000,000</b>

## Despatch date

The intended date for sending CHES allotment notices issued under ASX Settlement Operating Rule 8.9.1, issuer or sponsored holdings statements and any refund money is Tuesday, 11 April 2017.

## Distribution schedule of shareholders

Please refer to **Attachment 1** for the distribution schedule of shareholders.

## Statement of the 20 largest shareholders

Please refer to **Attachment 1** for the statement of the 20 largest shareholders.

## Issue of options

Moelis Australia confirms the issue of the following securities:

- (a) 390,625 options exercisable at \$2.80 expiring on the second anniversary of the offer completion date.
- (b) 390,625 options exercisable at \$3.00 expiring on the third anniversary of the offer completion date.
- (c) 1,822,917 options exercisable at \$3.00 expiring on the fourth anniversary of the offer completion date.
- (d) 1,822,917 options exercisable at \$3.15 expiring on the fifth anniversary of the offer completion date.
- (e) 1,822,916 options exercisable at \$3.35 expiring on the sixth anniversary of the offer completion date.

## Escrowed shares

As described in Section 9.6 of the Prospectus, the Staff Trustee has entered into a voluntary escrow deed with the Company. The following is a break-down of the number of shares subject to voluntary escrow, and the escrow period for the respective number of the escrowed shares.

As described in Section 9.6 of the Prospectus, the Staff Trustee may be released by the Company early from the escrow obligations in the event of a takeover bid or merger by scheme of arrangement under the Corporations Act, subject to certain conditions set out in the deed.

Following Completion, Shares held by the Staff Trustee will be subject to the following escrow arrangements:

Number of Escrowed Shares (on Completion)	Escrow Period (Release Date)
5,000,000	One year anniversary of listing
5,000,000	Two year anniversary of listing
5,000,000	Three year anniversary of listing
11,666,666	Four year anniversary of listing
11,666,667	Five year anniversary of listing
11,666,667	Six year anniversary of listing

# Attachment 1

## 1 Distribution schedule of shareholders

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Range	Holders
1 to 1,000	6
1,001 to 5,000	64
5,001 to 10,000	109
10,001 to 100,000	288
100,001 and over	40
<b>Total</b>	<b>507</b>

## 2 Statement of the 20 largest shareholders

No	Shareholder	Shares	% of Shares
1.	MOELIS & CO INTERNATIONAL HOLDINGS LLC	50,000,000	40.000%
2.	MAGIC TT PTY LTD	50,000,000	40.000%
3.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	3,919,998	3.136%
4.	HAN TANG AUSTRALIA PTY LTD	2,127,660	1.702%
5.	UBS NOMINEES PTY LTD	1,574,471	1.260%
6.	CITICORP NOMINEES PTY LIMITED	1,000,000	0.800%
7.	ZHENXIANG HUO	851,064	0.681%
8.	G J P INVESTMENTS PTY LTD <THE LANGHAM A/C>	531,915	0.426%
9.	WEI YANG	425,532	0.340%
10.	WEALTHLINK AUSTRALIA PTY LTD	382,979	0.306%
11.	APEC LINKS INVESTMENT PTY LTD	340,426	0.272%
12.	BT PORTFOLIO SERVICES LIMITED <WARRELL HOLDINGS S/F A/C>	297,866	0.238%
13.	YI CAO	212,766	0.170%
14.	DAVID TIAN BIN CHIA	212,766	0.170%
15.	TAY KOON CHUAN	212,766	0.170%
16.	TELUNAPA PTY LTD <TELUNAPA CAPITAL A/C>	212,765	0.170%
17.	MATTICK'S INVESTMENTS PTY LIMITED <MATTICK'S INVESTMENT A/C>	191,490	0.153%
18.	ACC & TENET INVESTMENT & MANAGEMENT LTD	191,489	0.153%
19.	MR MARTYN ROGER BROWN	170,213	0.136%
20.	COROM PTY LTD	170,213	0.136%
<b>Top 20 holders of Shares</b>		113,026,379	90.421%
<b>Total Shares on issue</b>		<b>125,000,000</b>	<b>100.00</b>