

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 & Company Group LP (Moelis & Company)
Moelis & Company International Holdings LLC (Moelis International Holdings) and each of the other
companies listed in Annexure A
Kenneth Moelis
ACN/ARSN (if applicable) N/A

There was a change in the interests of the
substantial holder on 10/04/2019
The previous notice was given to the company on 12/04/2018
The previous notice was dated 12/04/2018

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)	98,949,471	64.33%	95,642,772	61.45%

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
Kenneth Moelis	See annexure B	See annexure B	Deemed relevant interest under section 608(3)(a) as a result of having voting power of above 50% in Moelis & Company	95,642,772 Ordinary	61.45%
Moelis & Company	See annexure B	See annexure B	Deemed relevant interest under section 608(3) as the holding company of Moelis International Holdings	95,642,772 Ordinary	61.45%
Moelis International	See	See	Direct relevant interest as	50,000,000	61.45%

Holdings	annexure B	annexure B	registered holder	45,642,772	
			Deemed relevant interest under section 608(3) in the relevant interest held by Moelis Australia Limited as a result of having voting power of above 20% in Moelis Australia Limited		

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 & Company and Moelis International Holdings	399 Park Avenue, Fifth Floor, New York, NY 10022 USA
Kenneth Moelis	c/- Moelis & Company, 399 Park Avenue, Fifth Floor, New York, NY 10022 USA

Signature

print name OSAMU WATANABE Capacity COMPANY SECRETARY

sign here  date 11/04/2019

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 & Company Group LP, Moelis & Company International Holdings LLC and Kenneth Moelis

Signed by me and dated 11 April 2019

Signature:



Name: Osamu Watanabe

Position: Company Secretary

Moelis & Company LLC
Moelis & Company Group GP LLC
Moelis & Company Group LP
Moelis & Company International Holdings LLC
Moelis & Company UK Holdings B Limited
Moelis & Company UK Holdings C Limited
Moelis & Company Consulting (Beijing) Company Limited
Hong Kong Moelis & Company Asia Limited Beijing Representative Office
Moelis & Company Assessoria Financeira Ltda.
Moelis & Company UK LLP, DIFC Branch
Moelis & Company UK LLP, French Branch
Moelis & Company Europe Limited, Frankfurt am Main Branch
Moelis & Company Asia Limited
Moelis & Company India Private Limited
Moelis & Company Europe Limited
Moelis & Company UK LLP
Moelis Capital Markets LLP
Moelis & Company Germany GmbH

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 & Company Group LP, Moelis & Company International Holdings LLC and Kenneth Moelis

Signed by me and dated 11 April 2019

Signature:

Name: Osamu Watanabe

Position: Company Secretary

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 & Company Moelis International Holdings Kenneth Moelis	27/9/2018	On-market acquisition by Moelis Australia Share Plan Pty Ltd as trustee for the Moelis Australia Equity Incentive Plan (Plan Trustee)	\$237,628.64	Ordinary 44,081	44,081
	28/9/2018	On-market acquisition by the Plan Trustee	\$160,503.22	Ordinary 29,744	29,744
	1/10/2018	On-market acquisition by the Plan Trustee	\$48,855.00	Ordinary 8,975	8,975
	2/10/2018	On-market acquisition by the Plan Trustee	\$41,680.74	Ordinary 7,664	7,664
	5/12/2018	Off-market disposal by the Plan Trustee	Not applicable	Ordinary 59,216	59,216
	21/12/2018	Issue of new shares to Plan Trustee	\$8,130,945.36	Ordinary 1,831,294	1,831,294
	22/1/2019	Off-market disposal by the Plan Trustee	Not applicable	Ordinary 58,904	58,904
	20/2/2019	Off-market disposal by the Plan Trustee	Not applicable	Ordinary 81,350	81,350
	11/3/2019	Off-market disposal by the Plan Trustee	Not applicable	Ordinary 27,920	27,920
	26/3/2019	Off-market disposal by the Plan Trustee	Not applicable	Ordinary 1,067	1,067
	10/04/2019	Reduction in deemed relevant interest in ordinary shares as a result of ordinary shares being released from voluntary escrow as announced by Moelis Australia Limited to the market on 20 March 2019	Not applicable	Ordinary 5,000,000	5,000,000