

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme ELANOR RETAIL PROPERTY FUND (ERF) (COMPRISING ELANOR FUNDS MANAGEMENT LIMITED AS RESPONSIBLE ENTITY OF ELANOR RETAIL PROPERTY FUND I AND ELANOR RETAIL PROPERTY FUND II)

ACN/ARSN ELANNOR FUNDS MANAGEMENT LIMITED ABN 39 125 903 031
ELANOR RETAIL PROPERTY FUND I ARSN 615 291 220
ELANOR RETAIL PROPERTY FUND II ARSN 615 291 284

1. Details of substantial holder (1)

Name MOELIS AUSTRALIA HOLDINGS PTY LTD (MAH) and the entities listed in Annexure A

ACN/ARSN (if applicable) 142 008 428

The holder became a substantial holder on 9 November 2016

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Stapled ordinary units (Ordinary)	21,698,470 Ordinary	21,698,470	16.86%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Moelis Australia Asset Management Limited ACN 142 008 535 (MAAM)	Relevant interest pursuant to section 608(1) as trustee of Moelis Australia SIV Property Fund, and Moelis Australia SIV Public Investment Fund, 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 held by Pershing Australia Nominees Pty Ltd (ACN 137 911 730) (Pershing Nominees)	17,167,970 Ordinary
Moelis Australia Asset Management Limited ACN 142 008 535 (MAAM)	Registered Holder as trustee of Moelis Australia Property Visa Fund	4,530,500 Ordinary
Moelis Australia Visa Fund Manager Pty Ltd ACN 142 008 482 (MAVFM)	Relevant interest pursuant to section 608(1) as Manager of Moelis Australia SIV Property Fund, Moelis Australia Property Visa Fund, and Moelis Australia SIV Public Investment Fund, 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	21,698,470 Ordinary
MAH	Relevant interest pursuant to section 608(3) due to holding voting power of above 20% in MAAM and MAVFM	21,698,470 Ordinary

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
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MAAM	Pershing Nominees	MAAM	17,167,970 Ordinary
MAAM	MAAM	MAAM	4,530,500 Ordinary
MAVFM	Pershing Nominees and MAAM	MAAM	21,698,470 Ordinary
MAH	Pershing Nominees and MAAM	MAAM	21,698,470 Ordinary

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Refer Annexure B				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
MAAM	Wholly owned subsidiary
MAVFM	Wholly owned subsidiary of a wholly owned subsidiary

7. Addresses

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

Name	Address
Refer Annexure A	

Signature

print name	CHRIS WYKE	capacity	DIRECTOR
sign here		date	11/11/2016

ANNEXURE A TO FORM 603 NOTICE OF INITIAL SUBSTANTIAL HOLDER

This is annexure A of one page referred to in Form 603 Notice of initial substantial holder dated 11 November 2016


CHRIS WYKE, DIRECTOR

Name	Address
Moelis Australia Holdings Pty Ltd 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
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
Great Keppel Island Pty Ltd ACN 169 652 742	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
Moelis & Company Australia Pty Ltd ACN 138 030 289	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 Retail Asset Management 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 Visa Fund Manager Pty Ltd ACN 142 008 482	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 603 NOTICE OF INITIAL SUBSTANTIAL HOLDER

This is annexure B of one page referred to in Form 603 Notice of initial substantial holder dated 11 November 2016



CHRIS WYKE, DIRECTOR

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
MAAM, MAVFM, MAH	9/11/2016	\$28,978,293		21,465,559 Ordinary
MAAM, MAVFM, MAH	10/11/2016	\$310,453		232,911 Ordinary

