

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * WATANABE OSAMU R. (Last) (First) (Middle) C/O MOELIS & COMPANY, 399 PARK AVENUE, 5TH FLOOR (Street) NEW YORK, NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Moelis & Co [MC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) General Counsel, Secretary
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">2/19/2020</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	2/19/2020		S		16969	D	\$37.54	131	D	
Class A Common Stock	2/20/2020		M		17332.68	A	(1)	17463.68	D	
Class A Common Stock	2/20/2020		F		193.68	D	\$36.72	17270	D	
Class A Common Stock	2/20/2020		S		8667	D	\$36.72	8603	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
2014 Incentive RSUs Granted in 2015 (2)	(2)	2/20/2020		M		4961.27		(2)	(2)	Class A Common Stock	4961.27	\$0.00	0	D	
2015 Incentive RSUs (2)	(2)	2/20/2020		M		4413.72		(2)	(2)	Class A Common Stock	4413.72	\$0.00	4415.08	D	
2016 Incentive RSUs (2)	(2)	2/20/2020		M		3026.66		(2)	(2)	Class A Common Stock	3026.66	\$0.00	6053.33	D	
2017 Incentive RSUs (2)	(2)	2/20/2020		M		2433.77		(2)	(2)	Class A Common Stock	2433.77	\$0.00	7304.88	D	
2018 Incentive RSUs (2)	(2)	2/20/2020		M		2497.26		(2)	(2)	Class A Common Stock (2)	2497.26	\$0.00	9990.16	D	

Explanation of Responses:

- (1) Shares of Class A Common Stock were acquired upon settlement of Restricted Stock Units (RSUs).
- (2) The RSUs were settled for Class A common stock on February 20, 2020.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WATANABE OSAMU R. C/O MOELIS & COMPANY 399 PARK AVENUE, 5TH FLOOR NEW YORK, NY 10022			General Counsel, Secretary	

Signatures

/s/ Osamu Watanabe

2/21/2020

—Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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