

Form 603
Corporations Act 2001
Section 671B
Notice of initial substantial holder

To Company Name/Scheme HealthCo Healthcare and Wellness REIT (HCW)

ACN/ARSN 652 057 639

1. Details of substantial holder (1)

Name Home Consortium Developments Limited (HCDL), Home Investment Consortium Company Pty Ltd as trustee for the Home Investment Consortium Trust (HICT) and the persons named in paragraph 3

ACN (if applicable) 635 859 700 (for HCDL); 614 090 818 (for HICT)

The holder became a substantial holder on 02/09/2021

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	Persons' votes(5)	Voting power (6)
Fully paid ordinary units (Units)	65,500,010	65,500,010	20.14%

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
HCDL	Relevant interest held under section 608(1)(a) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act) as HCDL is the registered and beneficial holder of the Units.	65,000,010 Units
HICT	Relevant interest held under section 608(3)(a) of the <i>Corporations Act</i> , being a relevant interest from HCDL, being the registered holder of the Units. HICT has a "voting power" in HomeCo (comprising HCL and HCDL) of more than 20% and so has a "deemed" relevant interest under section 608(3)(a) of the <i>Corporations Act</i> .	65,000,010 Units
Aurum Holdings Investment Company Pty Ltd (ACN 614 090 603) as trustee for the Aurum Holdings Investment Trust (Aurum)	Relevant interest held under section 608(1)(b) and 608(1)(c) of the <i>Corporations Act</i> , being a relevant interest from Aurum having control over HICT and hence having power to exercise, or control of, a right to vote attached to the Units.	65,000,010 Units
Mez Pty Limited ACN 166 758 032 as trustee for Di Pilla Family Trust (Mez)	Relevant interest under section 608(1)(a) of the <i>Corporations Act</i> as a result of Mez being the registered holder of 250,000 Units. Relevant interest held under section 608(1)(b) and 608(1)(c) of the <i>Corporations Act</i> , being a relevant interest from Mez having control over Aurum and HICT and hence having	65,250,010 Units

	power to exercise, or control of, a right to vote attached to the relevant securities.	
ZEM Super Pty Ltd ACN 635 321 907 as trustee for Di Pilla Superannuation Fund (ZEM)	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 25,000 Units.	25,000 Units
DDP Capital Pty Ltd ACN 163 122 978 (DDPC)	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 225,000 Units.	225,000 Units
David Di Pilla (DDP)	Relevant interest held under section 608(1)(b) and 608(1)(c) of the Corporations Act, being a relevant interest from DDP having control over Mez, ZEM, DDPC, Aurrum and HICT and hence having power to exercise, or control of, a right to vote attached to the Units.	65,500,010 Units

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
HCDL, HICT, Aurrum, Mez and DDP	HCDL	HCDL	65,000,010 Units
Mez and DDP	Mez	Mez	250,000 Units
ZEM and DDP	ZEM	ZEM	25,000 Units
DDPC and DDP	DDPC	DDPC	225,000 Units

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the 4 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	
HCDL, HICT, Aurrum, Mez and DDP	As an initial and sole unitholder of HCW upon its establishment on 30/06/2020	N/A	N/A	10 Units
HCDL, HICT, Aurrum, Mez and DDP	02/09/2021	N/A	In consideration for the disposal of the portfolio of assets to HCW as described in its PDS dated 2 August 2021.	65,000,000 Units
DDPC and DDP	02/09/2021	\$450,000	N/A	225,000 Units
Mez and DDP	02/09/2021	\$500,000	N/A	250,000 Units
ZEM and DDP	02/09/2021	\$50,000	N/A	25,000 Units

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
N/A	N/A


7. Addresses

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

Name	Address
HCDL	19 Bay Street, Double Bay NSW 2028
HICT	19 Bay Street, Double Bay NSW 2028
Aurum	17 Bay Street, Double Bay NSW 2028
Mez	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
ZEM	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
DDPC	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
DDP	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000

Signature

print name Andrew Selim capacity Company Secretary

sign here  date 06 / 09 / 2021

Directions

1. If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
 2. See the definition of "associate" in section 9 of the Corporations Act 2001.
 3. See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 4. The voting shares of a company constitute one class unless divided into separate classes.
 5. The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
 6. The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 7. Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
8. If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
 9. Details of the consideration must include any and all benefit, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.