

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme **HEALTHCO HEALTHCARE AND WELLNESS REIT (HCW)**  
ACN/ARSN **ARSN 652 057 639**

### 1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**  
ACN/ARSN (if applicable) **000 431 827**

The holder became a substantial holder on **23/01/2023**

### 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)
<b>Ordinary</b>	<b>16,783,500</b>	<b>16,783,500</b>	<b>5.153%</b>

### 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
<b>Refer to annexure B</b>		

### 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
<b>Refer to annexure B</b>			

### 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	
<b>Refer to annexure A</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
<b>Perpetual Investment Management Limited (PIML)</b>	<b>Related bodies corporate of Perpetual Limited</b>
Pendal Fund Services Limited (PFSL)	<b>Related bodies corporate of Perpetual Limited</b>
Pendal Institutional Limited (PIL)	<b>Related bodies corporate of Perpetual Limited</b>

## 7. Addresses

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

Name	Address
<b>Perpetual Limited (PPT)</b>	<b>18/123 Pitt Street Sydney, NSW 2000</b>
<b>Perpetual Investment Management Limited (PIML)</b>	<b>18/123 Pitt Street Sydney, NSW 2000</b>
Pendal Fund Services Limited (PFSL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited (PIL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
HEALTHCO HEALTHCARE AND WELLNESS REIT (HCW)	Level 7, Gateway, 1 Macquarie Place, SYDNEY, NSW, AUSTRALIA, 2000

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## Signature

print name      Sylvie Dimarco      capacity      Company Secretary

sign here      *Sylvie Dimarco*      date      25/01/2023

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## 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 a 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 benefits, 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.

**ANNEXURE A**

This is annexure 'A' referred to in Form 603, Notice of initial substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 25/01/2023

<b>Holder of Relevant Interest</b>	<b>Person whose relevant interest changed</b>	<b>Date</b>	<b>Nature of change</b>	<b>Consideration (Cash)</b>	<b>Class (Ordinary) and # of securities affected</b>	<b>Person's vote affected</b>
PIL	Citibank, N.A.	2022-10-28	Sale	49,389	34,715	34,715
PFSL	HSBC Custody Nominees (Australia) Limited	2022-10-28	Sale	78,085	54,885	54,885
PIL	Citibank, N.A.	2022-11-18	Sale	72,754	45,276	45,276
PIL	Citibank, N.A.	2022-11-21	Sale	2,064	1,267	1,267
PIL	Citibank, N.A.	2022-11-25	Sale	57,385	35,329	35,329
PIL	Citibank, N.A.	2022-12-13	Sale	41,886	25,790	25,790
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-13	Sale	95,310	58,685	58,685
PFSL	State Street Bank & Trust Company	2022-12-13	Sale	1,223	753	753
PIL	Citibank, N.A.	2022-12-14	Sale	18,786	11,427	11,427
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-14	Sale	42,746	26,001	26,001
PFSL	State Street Bank & Trust Company	2022-12-14	Sale	549	334	334
PIL	Citibank, N.A.	2022-12-15	Sale	5,572	3,416	3,416
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-15	Sale	12,680	7,774	7,774
PFSL	State Street Bank & Trust Company	2022-12-15	Sale	163	100	100
PIL	Citibank, N.A.	2022-12-16	Sale	118,233	69,709	69,709
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-16	Sale	269,039	158,622	158,622
PFSL	State Street Bank & Trust Company	2022-12-16	Sale	3,453	2,036	2,036
PIL	Citibank, N.A.	2022-12-29	Corporate Action	N/A	2,655,929	2,655,929
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-29	Corporate Action	N/A	4,283,686	4,283,686
PFSL	State Street Bank & Trust Company	2022-12-29	Corporate Action	N/A	32,439	32,439
PIL	Citibank, N.A.	2023-01-19	Sale	90,510	52,071	52,071

Note: Perpetual Limited acquired 100% of PDL pursuant to a scheme of arrangement on 23 January 2023.

**ANNEXURE B**

This is annexure 'B' referred to in Form 603, Notice of initial substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 25/01/2023

<b>Holder of relevant interest</b>	<b>Registered holder securities</b>	<b>Persons entitled to be registered holder</b>	<b>Number of securities</b>	<b>Number of votes</b>
PFSL	HSBC Custody Nominees (Australia) Limited State Street Bank & Trust Company	HSBC Custody Nominees (Australia) Limited	4,283,686	4,283,686
PFSL	State Street Bank & Trust Company	State Street Bank & Trust Company	32,439	32,439
PIL	Citibank, N.A.	Citibank, N.A.	2,603,858	2,603,858
PIML	UBS Nominees Pty Ltd HSBC Custody Nominees (Australia) Limited	UBS Nominees Pty Ltd HSBC Custody Nominees (Australia) Limited	8,775,796	8,775,796
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	1,087,721	1,087,721