



Announcement Summary

Entity name

HEALTHCO HEALTHCARE AND WELLNESS REIT

Announcement Type

New announcement

Date of this announcement

31/8/2023

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
HCW	ORDINARY UNITS FULLY PAID	5,368,042

Proposed +issue date

1/9/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HEALTHCO HEALTHCARE AND WELLNESS REIT

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ACN

Registration Number

104438100

1.3 ASX issuer code

HCW

1.4 The announcement is

New announcement

1.5 Date of this announcement

31/8/2023

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

HCW : ORDINARY UNITS FULLY PAID

Number of +securities proposed to be issued

5,368,042

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

As set out in the Notice of Meeting dated 16 June 2023, and approved by securityholders on 24 July 2023, 5,368,042 units are being issued by HCW in lieu of cash to the Investment Manager (being HMC Investment Management Pty Ltd) or its nominee to satisfy the acquisition fee that arose as a result of tranches 1 and 2 of the acquisition by HCW of a 100% interest in four mental health and rehabilitation hospitals and an approximately 50% interest in a further seven hospitals via its investment in the Unlisted Healthcare & Life Sciences Fund. The acquisition fee represents a one-off payment of \$7.3 million, divided by \$1.3599, being the five-trading day VWAP of units up to Thursday, 18 May 2023 (the completion date of tranches 1 and 2 of the acquisition).



Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

1/9/2023

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

Yes

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No



7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

N/A (please refer to the Notice of Meeting dated 16 June 2023).

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

As approved by securityholders on 24 July 2023, 5,368,042 units are being issued by HCW in lieu of cash to the Investment Manager or its nominee to satisfy an acquisition fee (see section 7B for further information).

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

N/A (please refer to the Notice of Meeting dated 16 June 2023).

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)