

# Australian Unity Healthcare Property Trust Northwest Transfer

This document is not a product disclosure statement. The information contained in this document is not investment or financial product advice and does not take into account your investment objectives, financial situation and needs.

There is no obligation on any investor or Unitholder to participate in the Northwest Transfer. Australian Unity Funds Management Limited (**AUFM**) is not providing any financial product or investment advice in relation to the Northwest Transfer. The information in this document does not constitute an offer made by AUFM of Wholesale Units in the Australian Unity Healthcare Property Trust (**Trust**).

The Northwest Transfer is not an offer made by AUFM for the issue of new Wholesale Units in the Trust.

Before deciding whether to buy Wholesale Units in the Trust from Northwest Healthcare Australia RE Limited (as trustee of NWH Australia Hold Trust No. 2) (**Northwest Australia**) and its affiliate, Reco Indfund Private Limited (together, **Northwest**), you should carefully consider the information about the Trust available at [australianunity.com.au/wealth/hpt](http://australianunity.com.au/wealth/hpt). Any decision that you make in relation to your investment in the Trust should take into account your investment objectives, financial situation and needs. We also suggest discussing your options with a licensed financial adviser.

AUFM is a wholly owned subsidiary of Australian Unity Limited ABN 23 087 648 888 and is a member of the Australian Unity Group. References to 'Australian Unity' in this document are references to the Australian Unity Group.

**If you have any questions about the Northwest Transfer, please call the Unitholder Information Line on 1300 148 339 (within Australia) +61 2 9066 4059 (outside Australia) between 8.30am and 5.30pm Monday to Friday between 4 September 2023 and 31 October 2023 (excluding public holidays).**

**If you have any questions in relation to whether to invest in the Trust, please contact a licensed financial adviser.**

**Open date:** 11 September 2023

**Close date:** 31 October 2023 or such other time that AUFM in its discretion ceases facilitation of the Northwest Transfer

**Your application for Wholesale Units, and application monies, must be received by 3.00pm on 31 October 2023 (or such later time if permitted by AUFM).**

## What is the Northwest Transfer?

Following the settlement of the litigation commenced by Northwest Australia against AUFM as responsible entity for the Trust and others (**Settlement**) and in furtherance of AUFM's agreement to work in good faith to assist Northwest to divest its units in the Trust by 30 June 2024, AUFM has agreed to facilitate an opportunity for existing and new investors to acquire at least \$100 million of Northwest's Wholesale Units at \$2.73 per unit by way of an off-market transfer (**Northwest Transfer**). The Northwest Transfer will proceed even if applications are received for less than \$100 million of Northwest's Wholesale Units.

Northwest reserves the right to accept applications for more than \$100 million in aggregate.

## What is an off-market transfer?

The Northwest Transfer is an off-market transfer. An off-market transfer is a private arrangement between two parties to transfer ownership of securities (in this case Wholesale Units).

Importantly, the Northwest Transfer is not an offer made by AUFM for the issue of new Wholesale Units in the Trust.

## What is AUFM's role in the Northwest Transfer?

Under the Settlement Deed entered into between, among other parties, AUFM and Northwest Australia (**Settlement Deed**), AUFM is required to facilitate the offer for sale of at least \$100 million worth of Northwest's Wholesale Units to existing and new investors for \$2.73 per Wholesale Unit.

AUFM will not be remunerated for its facilitation role.

## What price are Northwest's Wholesale Units being offered at?

Under the Northwest Transfer, Northwest's Wholesale Units are being offered by Northwest at \$2.73 per Wholesale Unit (**Northwest Price**).

Please note, this price does not reflect the Trust's day to day issue price, which currently includes a buy spread of 1.00%. The following table summarises the difference between the Trust's issue and redemption price (as at 31 August 2023) and the Northwest Price:

Wholesale Unit price		
Entry <sup>1</sup>	Exit <sup>2</sup>	Northwest Price <sup>3</sup>
\$2.7474	\$2.7066	\$2.7300

<sup>1</sup> The entry-price is the unit price calculated under the Trust's constitution plus the buy spread of 1.00% as at 31 August 2023.

<sup>2</sup> The exit price is the redemption price of units calculated under the Trust's constitution less the sell spread of 0.50% as at 31 August 2023.

<sup>3</sup> The Northwest Price is a set price per unit offered by Northwest to new and existing investors to acquire its Wholesale Units in the Trust. Up-to-date unit price information is available at [australianunity.com.au/wealth/hpt](http://australianunity.com.au/wealth/hpt).

## What will be the value of my Wholesale Units after I've acquired them from Northwest?

The value of your Wholesale Units per statement reporting you receive from us is based on the Trust's exit price.

Therefore, there will be a difference in the amount you pay for the Wholesale Units under Northwest Transfer, and the value of those units reported in your statements. This will represent the difference between the Northwest Price and the Trust's Wholesale Exit price at the statement reporting date. This difference may be higher or lower depending on Exit Price movements and when you invest.

## If I purchase Wholesale Units prior to 30 September 2023, will I receive the September 2023 quarterly distribution?

Provided any Wholesale Units you acquire pursuant to the Northwest Transfer are registered in your name on or before 30 September 2023, you will be entitled to the September 2023 quarterly distribution in respect of those units. In order for Wholesale Units you acquire pursuant to the Northwest Transfer to be registered in your name on or before 30 September 2023, fully completed applications must be received by Tuesday 26 September 2023.

There are two payment options available for distributions:

1. The distribution reinvestment price is the net asset value per Unit price at the end of the distribution period (without the buy spread) less the amount of distribution payable per Unit and until further notice, at a 1.5% discount to that price (we reserve the right to change the discount rate applied to the reinvestment price. We will notify you of any change to the discount applied to the reinvestment price on our website). If you are a new investor and wish to reinvest your distributions, please nominate your preference in the Northwest Transfer Application Form – New Investors. For existing investors any existing preferences will apply to new units acquired from Northwest. If you wish to change

your preference, please use the change of details form available from our website

[australianunity.com.au/wealth/forms](http://australianunity.com.au/wealth/forms). Only investors with an Australian registered address may reinvest their distributions.

2. You can have your distribution paid directly to an account held at an Australian bank or financial institution. If you are a new investor and you wish to have the distribution paid to you, please complete Section 5 of the Northwest Transfer Application Form – New Investors and provide your bank account details. If you do not provide bank account details your distributions will be automatically reinvested. For existing investors any existing preferences will apply to new units acquired from Northwest. If you wish to change your preference, please use the change of details form available from our website [australianunity.com.au/wealth/forms](http://australianunity.com.au/wealth/forms).

## Why is AUFM facilitating the Northwest Transfer?

In accordance with its obligations under the Settlement Deed with Northwest Australia, AUFM is working in good faith to assist Northwest Australia and its affiliates to divest at least \$100 million worth of their Wholesale Units by 31 October 2023.

The Northwest Transfer is one of several measures AUFM is undertaking to assist Northwest to try to fully divest their units in the Trust by 30 June 2024.

## Is there a Product Disclosure Statement or Target Market Determination for the Northwest Transfer?

There is no Product Disclosure Statement (PDS) or Target Market Determination (TMD) for the Northwest Transfer. The Northwest Transfer is an offer of existing Wholesale Units made by Northwest and facilitated by AUFM. It is not an offer made by AUFM.

There is a current PDS that contains general information about the Trust, and a TMD in respect of that PDS, both of which are available on our website [australianunity.com.au/wealth/forms](http://australianunity.com.au/wealth/forms). However, AUFM is not currently offering units for issue under the PDS and is not distributing (and is not required to distribute) the PDS to you based on any assessment of you or your likely objectives, financial situation or needs in accordance with the TMD.

The Northwest Transfer is not being made under the PDS or based on any assessment in accordance with the TMD

You should seek professional financial advice before making an investment decision.

## Where can I find more information about the Trust and the Wholesale Units?

In accordance with existing regulations, we meet our continuous disclosure requirements by way of disclosure on our website [australianunity.com.au/wealth/hpt](http://australianunity.com.au/wealth/hpt) including:

- Unit prices and performance.

- Fund Updates.
- Continuous Disclosure Notices.
- Announcements.
- Annual Reports.

You can obtain a free paper copy of any of these documents by calling us on 1300 997 774 (within Australia) or +61 3 9616 8687 (outside Australia) from 8.30am to 5.30pm AEST (Monday to Friday, excluding public holidays)

You should seek professional financial advice before making an investment decision.

The information on the Trust and units in the Trust contained in this application, in any of the disclosures noted above and in the PDS and TMD referred to above has been prepared by AUFM as responsible entity for the Trust and has not been independently verified by Northwest or its affiliates. Subject to the Corporations Act, neither Northwest nor any of its affiliates makes any representation as to the accuracy or completeness of any such information.

#### **What are my options:**

1. Do nothing. There is no obligation on any investor or Unitholder to participate in the Northwest Transfer.
- or
2. Lodge a request to buy Wholesale Units from Northwest by completing the Northwest Transfer Application Form – Existing Investors (or, if you are not an existing Unitholder, the Northwest Transfer Application Form – New Investors).

Due to the Victorian Public Holiday on 29 September, we recommend that you submit a fully completed application form and make payment by 26 September to allow for sufficient processing time, in order to qualify for the 30 September 2023 distribution.

#### **What is the minimum value of Wholesale Units I can buy from Northwest?**

New investors may request a minimum transfer of \$5,000 worth of Wholesale Units.

Existing investors may request a minimum transfer of \$1,000 worth of Wholesale Units.

Minimum investment amounts may vary if you invest via a masterfund or Investor Directed Portfolio Service (or 'wrap platform'). Speak to your masterfund or wrap platform for any other minimums that may apply.

#### **What do I need to do to purchase Wholesale Units in the Northwest Transfer?**

You should seek professional financial advice before making an investment decision.

Existing investors need to complete the enclosed Northwest Transfer Application Form – Existing Investors.

New investors will be required to download and complete the Northwest Transfer Application Form – New Investors.

Please send your Northwest Transfer Application Form to:  
australianunitywealth\_transactions@unitregistry.com.au

Or

Australian Unity  
GPO Box 804  
Melbourne VIC 3000

#### **How do I pay for my Northwest Transfer Request?**

If you are an existing investor, the Northwest Transfer Application Form – Existing Investors includes options to pay via BPAY® or Electronic Funds Transfer (EFT).

If you are a new investor, the Northwest Transfer Application Form – New Investors can pay via Electronic Funds Transfer (EFT) only.

Upon receipt of your payment and fully completed forms, AUFM will arrange for the proceeds to be transferred to Northwest.

Please print, use black pen, and write in BLOCK letters. If you make an error do not use correction fluid, instead, cross out your error and initial your changes. Alternatively, you can type directly into the fillable fields on this PDF. Applications can be signed virtually OR printed and signed. We do not accept eSignatures from an electronic signature provider.

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#### **What is the tax outcome of participating in the Northwest Transfer?**

AUFM recommends that you obtain professional tax advice before making a decision whether to participate in the Northwest Transfer.

#### **Privacy**

We collect and manage your personal information in accordance with the law and the Australian Unity Privacy Policy, which can be accessed from our website - [australianunity.com.au/privacy-policy](http://australianunity.com.au/privacy-policy). If you have any concerns or questions about the privacy of your personal information, please contact our Privacy Officer:

Email: [investments@australianunity.com.au](mailto:investments@australianunity.com.au)

Address: GPO Box 4360, Melbourne VIC 3001

If you are not satisfied with how your concern was addressed, you may contact the Privacy Commissioner at:

Address: Office of the Australian Information Commissioner, GPO Box 5218, Sydney NSW 2001

Online: [www.oaic.gov.au/privacy/privacy-complaints](http://www.oaic.gov.au/privacy/privacy-complaints)

#### **When will my application be processed?**

Subject to approval by Northwest, transfer applications will be aggregated and processed on a weekly basis, every Wednesday. All fully completed application forms with

cleared funds as at close of business every Tuesdays will be processed on Wednesdays.

**When will I receive confirmation of my application?**

Investors with an email address will receive a confirmation statement 24 hrs after the application is accepted and processed (i.e., by Thursdays). Investors without an email address will receive a confirmation statement via post within 5 working days due to Australian Post timeframes.

# Australian Unity Healthcare Property Trust

## Northwest Transfer Application Form – Existing Investors

### Section 1. Existing investor account details

Account name

Account number

Phone  
(business hours)

Email address:

### Section 2. Nominate the value of Wholesale Units you wish to purchase from Northwest

I/We request to purchase the following value of Wholesale Units from Northwest at \$2.73 per Wholesale Unit.

Amount in dollars \$

Refer to the minimum amounts in this form.

### Section 3. Payment methods for Northwest Transfer Applications

Existing investors may pay for a Northwest Transfer Application by EFT or BPAY® as set out below. **Please note, we will only process your Northwest Transfer Application after we receive your payment your signed Northwest Transfer Application Form.**

☐ Check box if you intend to pay by BPAY and proceed to section 4.

If you are paying via BPAY, please use the following payment details:

**Biller code** 406660

**Reference number** [Your Account Number]

You can make payment with your bank using telephone or internet banking. You will need to quote the biller code and reference number (your account number provided in Section 1) when making your payment.

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☐ Check box if you intend to pay by EFT and proceed to section 4.

If you are paying via EFT, please use the following payment details:

**Account name:** Account name: OFS ARF Australian Unity Property Limited Application Account

**BSB:** 083-001

**Account number:** 31 622 6460

**Your reference:** please use the account number provided in Section 1

### Section 4. Declarations

By completing and signing this Northwest Transfer Application Form, you:

- agree to be registered as the holder of Wholesale Units and to be bound by the constitution of the Trust
- appoint AUFM as your agent to do all things necessary for Wholesale Units to be transferred to you including executing and delivering a master unit transfer form or other instrument or instruction of transfer (whether as a deed or otherwise) and give such instructions as are necessary or expedient to give effect to the transfer
- acknowledge and agree that this form is irrevocable and may not be varied or withdrawn except as allowed by law

- authorise us to act in accordance with the instructions on this form
- acknowledge that AUFM has not provided any financial product or investment advice to you in relation to the Northwest Transfer and has not recommended the Wholesale Units as suitable for you given your investment objectives, financial situation, or particular needs
- acknowledge that the Northwest Transfer is not an offer made by AUFM for Wholesale Units
- acknowledge that AUFM is not required to, and will not, issue a PDS or TMD for the Northwest Transfer
- invite Northwest to sell the dollar value of Wholesale Units specified in section 3 of this form, and acknowledge that Northwest are deemed to accept your invitation upon registration of the transfer of Wholesale Units to you
- acknowledge that the information on the Trust and units in the Trust contained in this application, in any of the disclosures noted this application and in the PDS and TMD containing general information about the Trust, and the TMD in respect of that PDS, referred to in this application has been prepared by AUFM as responsible entity for the Trust and has not been independently verified by Northwest or its affiliates, and that, subject to the Corporations Act, neither Northwest nor any of its affiliates makes any representation as to the accuracy or completeness of any such information
- acknowledge that the instructions on this form supersede all previous instructions received by us from you or on your behalf
- you consent to the issuer disclosing your personal information [in accordance with the Australian Unity Privacy Policy](#) and to any issuer's service providers
- agree to indemnify us from and against all losses, costs, expenses, claims, actions or proceedings brought against us in connection with following your instructions on this form
- agree and acknowledge that all details in the form are true and correct
- agree and acknowledge that AUFM will hold your application monies on your behalf in a designated bank account before they are transferred to Northwest, and you direct AUFM to pay your application money to Northwest or its nominee for the purposes of the Northwest Transfer
- acknowledge the [Form Information Guide](#).

Transferee (buyer) account signatories must sign below. **We do not accept eSignatures from an electronic signature provider.**

Signature of Investor 1 / Director

X

Surname

Given name(s)

Date   /   /

Company Officer (please indicate company capacity)

- ☐ Director
- ☐ Company Secretary
- ☐ Authorised Signatory

Signature of Investor 2 / Director / Company Secretary

Surname

Given name(s)

Date   /   /

Company Officer (please indicate company capacity)

- ☐ Director
- ☐ Company Secretary
- ☐ Authorised Signatory

Please note: All accountholders must sign for a joint account. If signed under a Power of Attorney, the Attorney declares that no notice of revocation of that power has been received. An original or certified copy of the Power of Attorney must be provided if not provided previously. Company requests must be signed in accordance with their constitution. Sole signatories signing on behalf of a

Common seal (if applicable)

company must confirm that they are signing as sole director and a sole secretary of the company.

<p><b>Please send this Northwest Transfer Application Form to:</b></p> <p>Australian Unity</p> <p>GPO Box 804</p> <p>Melbourne VIC 3000</p>	OR	<p><b>Scan and email your Northwest Transfer Application Form to:</b></p> <p><a href="mailto:australianunitywealth_transactions@unitregistry.com.au">australianunitywealth_transactions@unitregistry.com.au</a></p> <p>If we require certified copies of original identification documents, we will contact you to let you know.</p>
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Section 5. Contact us

If you have any questions about how to participate in the Northwest Transfer please contact us at the details below. AUFM will not provide any financial product or investment advice in relation to Northwest Transfers.

T: 1300 148 339 (within Australia)  
+61 2 9066 4059 (outside Australia)