

Facsimile

**Australian Unity Funds
Management Limited**

ACN 071 497 115

To | **ASX Announcements**

Company | **ASX Limited**

114 Albert Road

South Melbourne Vic 3205

Telephone (03) 8682 5000

Facsimile Number | **1300 135 638**

Facsimile (03) 8682 5555

Internet www.australianunity.com.au

webmaster@australianunity.com.au

From | **Verran Fehlberg, General Counsel & Company
Secretary**

Subject | **ACQ Form 603 Notice of initial substantial holder**

Number of pages including this header | **5**

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Date **1 May 2014**

Comments

Following is the Form 603 Notice of initial substantial holder being lodged for Acorn Capital Investment Fund Limited.

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Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Acorn Capital Investment Fund Limited

ACN/ARSN ACN 167 595 897

1. Details of substantial holder (1)

Name Australian Unity Funds Management Limited
ACN/ARSN (if applicable) 071 497 115

The holder became a substantial holder on 24/04/2014

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)
Ordinary shares	6,000,001	6,000,001	11.8%

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
Refer attached		

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
Refer attached			

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	
Refer attached				

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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
Refer attached	

Signature

print name	Vernan Fehlberg	capacity	Secretary
sign here		date	01/05/2014

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 605 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, moneys 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.



Australian Unity Funds Management Limited

ACN 167 595 897

This is Annexure A of 2 pages referred to in Form 603 Notice of Initial Substantial Holder

Signed: 

Date: 1 May 2014

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Australian Unity Funds Management Limited	Relevant interest arising as a result of Australian Unity Funds Management Limited having voting power above 20% in Acorn Capital Limited who is a shareholder in Acorn Capital Investment Fund Limited	4,500,001 ordinary shares
Australian Unity Funds Management Limited	Australian Unity Funds Management Limited as Responsible Entity and trustee of various managed investment schemes	1,500,000 ordinary shares

4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Australian Unity Funds Management Limited	Acorn Capital Limited	Acorn Capital Limited	4,500,001 ordinary shares
Australian Unity Funds Management Limited	National Nominees Limited	Australian Unity Funds Management Limited as Responsible Entity and trustee of the: <ul style="list-style-type: none"> • Pro-D Balanced Fund • Pro-D Growth Fund • Pro-D High Growth Fund • Balanced Growth Portfolio 	1,500,000 ordinary shares

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5. Consideration

Holder of Relevant interest	Date of acquisition	Consideration		Class and number of securities affected
		Cash	Non-cash	
Australian Unity Funds Management Limited	24 Apr 2014	\$6,000,001		6,000,001 ordinary shares

7. Addresses

Name	Address
Australian Unity Funds Management Limited	Level 14, 114 Albert Road, South Melbourne Vic. 3205
Acorn Capital Limited	Level 12, 90 Collins Street, Melbourne Vic. 3000

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