TO:

**ASX** 

**Company Announcements Office** 

FROM:

Wilson Asset Management Group

DATE:

**26 November 2019** 

NO OF PAGES:

6 (including this page)

The Wilson Asset Management Group <u>does not beneficially own, and exerts no control or influence over,</u> the Aurora Global Income Trust (ASX: AIB) units in which members of the Wilson Asset Management Group are determined to hold an indirect deemed relevant interest in, in accordance with Section 671B of the Corporations Act 2001. As detailed in the enclosed notice, members of the Wilson Asset Management Group are deemed to hold an indirect deemed relevant interest in AIB units held by Keybridge Capital Limited (KBC). The Corporations Act determine these indirect deemed relevant interests to exist primarily as a result of the members of the Wilson Asset Management Group holding (in aggregate) voting power in excess of 20% in KBC. Members of the Wilson Asset Management <u>do not exert control or influence over KBC.</u>

As a result of this indirect deemed relevant interest, and in accordance with Section 671B of the Corporations Act 2001, please find enclosed a Form 603 - Notice of initial substantial holder in relation to Aurora Global Income Trust (ASX: AIB). The primary purpose of this notice is to disclose certain indirect deemed relevant interests and voting power that members of the Wilson Asset Management Group are deemed to hold in AIB pursuant to the Corporations Act.

The Wilson Asset Management Group's holding in KBC, whilst in excess of 20%, lacks the requisite ability to affect the direction or control of KBC, as evidenced by historical events, meetings and voting with respect to KBC. Members of the Wilson Asset Management Group are not able to affect the direction or control of KBC and have no influence or control over KBC's underlying investments, including AIB. The attached notice provides further details in this regard.

# **Form 603**

## Corporations Act 2001 Section 671B

# Notice of initial substantial holder

To_Company Name/Scheme	Aurora Glo	obal Incom	ne Trust	(ASX:	AIB)		
ACN/ARSN	ARSN 127 692 406						
4. Datatla of automatamatic hald	lon (4)						
1. Details of substantial hold	• •	er(1)  Wilson Asset Management Group (refer entitites listed in Annexure A)					
Name		set Manage	ement Gro	up (re	erer entitit	es iis	ted in Amiexure A)
ACN/ARSN (if applicable)	n/a						
The holder became a substant	ial holder on	<u>20</u> / <u>11</u> / <u>2019</u>	2				
2. Details of voting power							
The total number of votes attac an associate (2) had a relevan							
Class of securities (4)	Numb	er of securitie	s	Person	's votes (5)		Voting power (6)
See Annexure B							
3. Details of relevant interest The nature of the relevant inte holder became a substantial h Holder of relevant interest	erest the substant	vs:	n associate		e following voting	1	es on the date the substantia
See Annexure C							
4. Details of present register The persons registered as hole		ies referred to	in paragraph	3 above	are as follows:	I	
Holder of relevant interest	Registered securities	holder of		n entitled ered as h	d to be nolder (8)	Class and number of securities	
See Annexure C							
5. Consideration The consideration paid for eac substantial holder became a s			n paragraph 3	above,	and acquired in the	ne four m	onths prior to the day that th
Holder of relevant interest	Date of acc	quisition		ration (9	•	Class	s and number of securities
			Ca	sn	Non-cash		
n/a							

#### 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	

#### 7. Addresses

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

Name	Address
See Annexure D	

## Signature

print name

Martyn McCathie

capacity

Head of Operations

sign here

date

26 / November / 2019

#### **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

### 1. Details of Wilson Asset Management Group

Name	ACN / ARSN
Wilson Asset Management (International) Pty Limited	(ACN 081 047 118)
MAM Pty Limited	(ACN 100 276 542)
WAM Capital Limited	(ACN 086 587 395)
WAM Research Limited	(ACN 100 504 541)
WAM Active Limited	(ACN 126 420 719)
Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund	(ACN 081 032 000)
WAM Leaders Limited	(ACN 611 053 751)
WAM Microcap Limited	(ACN 617 838 418)
WAM Global Limited	(ACN 624 572 925)

### Annexure B

### Details of voting power

Class of securities (4)	Number of securities		Persons votes (5)		Voting power (6)	
	Direct interest:	264,545	Direct interest:	264,545	Direct interest:	3.80%
Fully Paid Units	Deemed Interest:	360,651	Deemed Interest:	360,651	Deemed Interest:	5.18% <sup>1</sup>
	Total:	625,196	Total:	625,196	Total:	8.97%¹

### Note:

The Wilson Asset Management Group does not beneficially own, and exerts no control or influence over, the AIB units in which members of the Wilson Asset Management Group are determined to hold indirect deemed relevant interests in. Members of the Wilson Asset Management Group do not exert control of influence over KBC.

Signed .... Date: 26 / November / 2019

<sup>1.</sup> The total interest in AIB represents the deemed interest and the combined shareholding of Keybridge Capital Limited (KBC) (see Annexure C for details).

### Annexure C

## 3. Details of relevant interest / 4. Details of present registered holders

Holder of relevant interest	Nature of relevant interest (7)	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Directly held Relevant interest Wilson Asset Management (International) Pty Limited (WAMI)	Registered and beneficial owner of AIB units	WAMI	WAMI	264,545 units

Holder of relevant interest	Nature of relevant interest (7)	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Deemed (indirect) Relevant Intere	ests <sup>1</sup>			
WAM Capital Limited, WAM Active Limited, Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund (together, WAM Holders)	Deemed to hold a relevant interest in AIB securities held by Keybridge Capital Limited by reason of having a combined voting power greater than 20% in KBC (see section 608(1)(b), (c), 608(2)(a) and 608(3)(a) of the Corporations Act).	Keybridge Capital Limited	Keybridge Capital Limited	360,651 units

### Note:

The Wilson Asset Management Group does not beneficially own, and exerts no control or influence over, the AIB units in which members of the Wilson Asset Management Group are determined to hold indirect deemed relevant interests in. Members of the Wilson Asset Management Group do not exert control of influence over KBC.

Signed .....

Date: 26 / November / 2019

<sup>&</sup>lt;sup>1.</sup> The total interest in AIB represents the deemed interest and the combined shareholding of Keybridge Capital Limited (KBC). See the Form 603 (Notice of initial substantial holder) issued by Keybridge Capital Limited on 20 November 2019.

# Annexure D

## 7. Addresses

Name	Address
Details of the Wilson Asset Management Group	
Wilson Asset Management (International) Pty Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
MAM Pty Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Capital Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Active Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund	Level 26, 1 Farrer Place, Sydney, NSW 2000

Name	Address
Details of the Deemed (indirect) Relevant Interests	
Keybridge Capital Limited ABN 16 088 267 190 (ASX: KBC)	Suite 614, Level 6, 370 St Kilda Road, Melbourne, Victoria 3004

Signed ..... Date: 26 / November / 2019