

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme HHY Fund (HHY)

ACN/ARSN ARSN 112 579 129

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

Name (i) Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406); and  
(ii) Seventh Orion Pty Ltd (ACN 613 173 238) as trustee for the Aurora Investments Unit Trust.

ACN N/A

There was a change in the interests of the substantial holder on

26 May 2017

The previous notice was given to the company on  
The previous notice was dated

28 March 2017  
28 March 2017

#### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice |                  | Present notice |                  |
|-------------------------|-----------------|------------------|----------------|------------------|
|                         | Person's votes  | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary units          | 9,567,544       | 11.18%           | 10,423,540     | 12.18%           |

#### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change    | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|-------------------|--|----------------------|---|---|-------------------------|
| See Annexure "A". | See Annexure "A".                      | See Annexure "A".    | See Annexure "A".                             | See Annexure "A".                       | See Annexure "A".       |

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest  | Registered holder of securities  | Person entitled to be registered as holder (8)                                    | Nature of relevant interest (6)  | Class and number of securities | Person's votes |
|--|--|---|--|--------------------------------|----------------|
| Aurora Funds Management Limited (ACN 092 626 885) ( <b>Aurora</b> ) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406) ( <b>AIB</b> ). | HHY unitholders to whom offers dated 28 November 2016 in relation to an off-market takeover bid set out in the Bidder's Statement dated 18 November 2016, First Supplementary Bidder's Statement dated 19 January 2017, Notice of Variation dated 20 February 2017, Notice of Variation dated 24 March 2017 and Notice of Variation dated 24 May 2017 by Aurora in its capacity as responsible entity of AIB ( <b>Offer</b> ) were made and who have accepted the Offer. | Aurora as responsible entity of AIB, subject to the Offer becoming unconditional. | Relevant interest under section 608(1)(b), 608(1)(c) and/or 608(8) of the <i>Corporations Act 2001</i> (Cth) (the " <b>Act</b> "), being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities, and/or to control the exercise of the power to dispose of securities, and/or entering into an agreement in relation to securities as a result of acceptances of Offers (which have not yet been transferred into the name of Aurora as responsible entity of AIB), in its capacity as responsible entity of a managed investment scheme.<br><br>The power to vote or dispose of the ordinary units that are the subject of the acceptances of the Offer is qualified since the Offer has not been declared unconditional and Aurora as responsible entity of AIB is not presently the registered holder of the ordinary units. | 10,423,540 ordinary units.     | 10,423,540     |
| Seventh Orion Pty Ltd (ACN 613 173 238) ( <b>Seventh Orion</b> ) as trustee for the Aurora Investments Unit Trust.   | HHY unitholders to whom an Offer was made and who have accepted the Offer.   | Aurora as responsible entity of AIB, subject to the Offer becoming unconditional. | Relevant interest under section 608(3)(a) and/or 608(3)(b) of the Act, being a relevant interest arising as a result of Seventh Orion having a voting power of above 20% in a body corporate (Aurora) and/or held through a body corporate (Aurora) that Seventh Orion controls.   | 10,423,540 ordinary units.     | 10,423,540     |

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| N/A                               |                       |

## 6. Addresses

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

| Name   | Address   |
|--|---|
| Aurora Funds Management Limited and Aurora Global Income Trust | Suite 613, Level 6, 370 St Kilda Road, Melbourne VIC 3004 |
| Seventh Orion  | Suite 613, Level 6, 370 St Kilda Road, Melbourne VIC 3004 |

## Signature

print name Betty Poon capacity Company Secretary

sign here



date 29 May 2017

### 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**Annexure A**

Page 1 of 1 of Annexure "A" referred to in ASIC Form 604 – Notice of change of interests of substantial holder, signed by me and dated 29 May 2017.



Betty Poon, Company Secretary

Details of changes in relevant interests pursuant to acceptances of the Offer:

| Date of Change | Person whose relevant interest changed  | Nature of change   | Consideration given in relation to change                                     | Class and number of securities affected | Person's votes affected |
|----------------|---|--|---|---|-------------------------|
| 28/03/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 7,000 ordinary units                    | 7,000                   |
| 29/03/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 8,815 ordinary units                    | 8,815                   |
| 30/03/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 22,519 ordinary units                   | 22,519                  |
| 31/03/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 50,000 ordinary units                   | 50,000                  |
| 11/04/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 127,500 ordinary units                  | 127,500                 |
| 13/04/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 8,162 ordinary units                    | 8,162                   |
| 20/04/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 420,000 ordinary units                  | 420,000                 |
| 15/05/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 182,500 ordinary units                  | 182,500                 |
| 17/05/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 5,000 ordinary units                    | 5,000                   |
| 23/05/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 18,000 ordinary units                   | 18,000                  |
| 26/05/2017     | Aurora Funds Management Limited (ACN 092 626 885) in its capacity as responsible entity of the Aurora Global Income Trust (ARSN 127 692 406). | Acquisition of a relevant interest under section 608(8) of the Act as a result of acceptances of Offers. | The Offer consideration as set out in section 12.5 of the Bidder's Statement. | 6,500 ordinary units                    | 6,500                   |