

# KING & WOOD MALLESONS

Level 61  
Governor Phillip Tower  
1 Farrer Place  
Sydney NSW 2000  
Australia

T +61 2 9296 2000  
F +61 2 9296 3999

[www.kwm.com](http://www.kwm.com)

26 July 2016

**By fax:** 1300 135 638

Market Announcements Office  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

**Pulse Health Limited (ASX: PHG) – Form 603: Notice of Initial Substantial Holder**

In accordance with section 671B of the *Corporations Act 2001* (Cwlth), we attach a Form 603: Notice of Initial Substantial Holder in respect of Pulse Health Limited.

Yours sincerely



Mark McNamara  
Partner  
T +61 2 9296 2064  
M +61 411 568 277  
[mark.mcnamara@au.kwm.com](mailto:mark.mcnamara@au.kwm.com)

Encl 1

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**

<b>To</b> Company Name/Scheme	<b>PULSE HEALTH LIMITED ("PULSE")</b>
ACN/ARSN	<b>ACN 104 113 760</b>
<b>1. Details of substantial holder (1)</b>	
Name	<ol style="list-style-type: none"> <li>SANTE CAPITAL INVESTMENTS NOMINEES PTY LTD ("SCIN") AS TRUSTEE OF THE SANTE CAPITAL NO. 1 TRUST ("SC TRUST")</li> <li>SANTE CAPITAL INVESTMENTS PTY LTD ("SCI")</li> <li>LEMEURICE PTY LTD ("LEMEURICE")</li> <li>DERROUGH PTY LIMITED ("DERROUGH")</li> <li>LEANNE MARIE GRIFFITHS ("GRIFFITHS")</li> <li>PAULINE ANN FITZPATRICK ("FITZPATRICK")</li> <li>ROC CAPITAL PTY LIMITED ("ROC") AS TRUSTEE OF EACH OF THE ROC PRIVATE EQUITY (VICSUPER) FUND, THE CBUS PRIVATE EQUITY TRUST AND THE ACT PRIVATE EQUITY NO. 3 FUND</li> <li>ROC PARTNERS PTY LIMITED ("ROC PARTNERS")</li> </ol>
ACN/ARSN (if applicable)	<ol style="list-style-type: none"> <li>ACN 613 691 642</li> <li>ACN 161 227 014</li> <li>ACN 156 661 184</li> <li>ACN 097 338 077</li> <li>N/A</li> <li>N/A</li> <li>ACN 167 858 764</li> <li>ACN 169 312 681</li> </ol>

The holder became a substantial holder on See Annexure**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	28,042,908	28,042,908	10.91%

**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
SCIN	SCIN directly acquired Pulse shares: paragraph 608(1)(a) of the Corporations Act 2001 (Cth) ("Corporations Act")	28,042,908 ordinary shares
SCI	SCI controls SCIN: subsection 608(3)(b) of the Corporations Act	28,042,908 ordinary shares
Lemeurice	Lemeurice holds more than 20% of the shares in SCI: subsection 608(3)(a) of the Corporations Act	28,042,908 ordinary shares
Derrough	Derrough holds more than 20% of the shares in SCI: Subsection 608(3)(a) of the Corporations Act	28,042,908 ordinary shares
Griffiths	Griffiths controls Lemeurice: subsection 608(3)(b) of the Corporations Act	28,042,908 ordinary shares

Fitzpatrick	Fitzpatrick controls Derrough: subsection 608(3)(b) of the Corporations Act	28,042,908 ordinary shares
ROC	ROC holds more than 20% of the units in the SC Trust: subsection 608(3)(a) of the Corporations Act	28,042,908 ordinary shares
ROC Partners	ROC Partners controls ROC: subsection 608(3)(b) of the Corporations Act	28,042,908 ordinary shares

#### 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
SCIN	SCIN	SCIN	28,042,908 ordinary shares
SCI	SCIN	SCIN	28,042,908 ordinary shares
Lemeurice	SCIN	SCIN	28,042,908 ordinary shares
Derrough	SCIN	SCIN	28,042,908 ordinary shares
Griffiths	SCIN	SCIN	28,042,908 ordinary shares
Fitzpatrick	SCIN	SCIN	28,042,908 ordinary shares
ROC	SCIN	SCIN	28,042,908 ordinary shares
ROC Partners	SCIN	SCIN	28,042,908 ordinary shares

#### 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	
SCIN	See Annexure	See Annexure	N/A	See Annexure
SCI	See Annexure	N/A	N/A	See Annexure
Lemeurice	See Annexure	N/A	N/A	See Annexure
Derrough	See Annexure	N/A	N/A	See Annexure
Griffiths	See Annexure	N/A	N/A	See Annexure
Fitzpatrick	See Annexure	N/A	N/A	See Annexure
ROC	See Annexure	N/A	N/A	See Annexure
ROC Partners	See Annexure	N/A	N/A	See Annexure

#### 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
SCI and SCIN	SCI controls SCIN

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Griffiths and Lemeurice	Griffiths controls Lemeurice
Fitzpatrick and Derrough	Fitzpatrick controls Derrough
ROC and ROC Partners	ROC Partners controls ROC

### 7. Addresses

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

Name	Address
SCIN	Suite 1003, Level 10, 1 Alfred St, Sydney NSW 2000
SCI	Suite 1003, Level 10, 1 Alfred St, Sydney NSW 2000
Lemeurice	Unit 1306, 7 Rockwall Crescent, Potts Point NSW 2011
Derrough	Level 10, 10-14 Spring St, Sydney NSW 2000
Griffiths	32 Princess St, Bulimba QLD 4171
Fitzpatrick	13 Courallie Rd, Northbridge NSW 2063
ROC	Level 38, 259 George St, Sydney NSW 2000
ROC Partners	Level 38, 259 George St, Sydney NSW 2000

### Signature

print name Peter Castle - Director

sign here



date 26 / 7 / 2016

### 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.

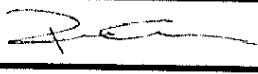
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**Annexure**

This is the Annexure of 1 pages referred to in Form 603: Notice of initial substantial shareholder

print name Peter Castle - Director

sign here

 date 26 / 7 / 2016

Date of acquisition	Class and number of securities	Consideration per share	Total consideration
18/07/2016	8,820,717 ordinary shares	\$ 0.2100	\$ 1,852,350.57
19/07/2016	1,000,000 ordinary shares	\$ 0.2250	\$ 224,950.00
19/07/2016	1,868,500 ordinary shares	\$ 0.2256	\$ 421,487.50
20/07/2016	634,583 ordinary shares	\$ 0.2524	\$ 160,145.75
22/07/2016	15,719,108 ordinary shares	\$ 0.2800	\$ 4,401,350.24
<b>TOTAL</b>	<b>28,042,908 ordinary shares</b>	<b>TOTAL</b>	<b>\$ 7,060,284.06</b>

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