



Australian Government

Takeovers Panel

MEDIA RELEASE

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Hastings Diversified Utilities Fund – Panel Receives Application

The Panel has received an application from Hastings Diversified Utilities Fund (**HDF**) in relation to its affairs. HDF is the subject of a combined scrip and cash takeover bid from APT Pipelines Limited, a company wholly owned by Australian Pipelines Trust (**APA Group**).

On 15 December 2011, APA Group lodged its bidder's statement. HDF submits that there are material deficiencies in the disclosure in the bidder's statement relating to:

- *the implied value per HDF security represented to securityholders;*
- *the presentation of the offer premium;*
- *the basis for earnings guidance and performance in relation to the APA Group;*
- *tax implications for HDF securityholders who accept the Offer;*
- *risks associated with the bid, including as to APA Group's funding capacity to refinance HDF debt and the ACCC condition;*
- *other matters such as the bidder's intentions and management capability.*

HDF also intends to raise an issue about the investigating accountant's report not containing a qualification regarding access to HDF's workpapers, accounting records and other documents.

HDF seeks an interim order restraining dispatch of the bidder's statement in its current form. It seeks a declaration and final orders that APA Group prepare, lodge and dispatch a replacement bidder's statement including corrective disclosure.

A sitting Panel has not been appointed at this stage and no decision has been made whether to conduct proceedings. The Panel makes no comment on the merits of the application.

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