

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Primary Health Care Limited ("Primary")

ABN

24 064 530 516

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | Primary Bonds Series A, which are five year, unsecured debt securities issued by Primary. Primary Bonds Series A are unsecured notes for the purposes of section 283BH of the <i>Corporations Act 2001</i> (Cth). |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 1,522,740 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | <p>The terms of issue of Primary Bonds Series A ("Terms of Issue") are set out in full in Appendix A to the prospectus (consisting of a base prospectus ("Base Prospectus") and a second part prospectus ("Second Part Prospectus") lodged by Primary with the Australian Securities and Investments Commission on 24 August 2010 (the Base Prospectus and the Second Part Prospectus together constitute the "Prospectus"), a copy of which was lodged with ASX on the same date.</p> <p>The Terms of Issue are also summarised in Section 1 of the Base Prospectus and Section 2 of the Second Part Prospectus.</p> |

+ See chapter 19 for defined terms.

4 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	No. Primary Bonds Series A (“PRYHA”) constitute a new class of securities issued by Primary. Primary Bonds Series A confer no rights on a holder to: (a) vote at any meeting of the shareholders of Primary; (b) subscribe for new securities or to participate in any bonus issues of securities of Primary; or (c) otherwise participate in the profits of property of Primary, except as set out in the Terms of Issue or the Trust Deed relating to the Primary Bonds Series A.						
5 Issue price or consideration	\$100.00 per Primary Bond Series A						
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Primary intends to use the proceeds raised from the offer of Primary Bonds Series A to partially repay existing secured loan facilities.						
7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates	1 October 2010						
8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)	<table> <tr> <th>Number</th><th>⁺Class</th></tr> <tr> <td>491,484,342</td><td>Ordinary shares</td></tr> <tr> <td>1,522,740</td><td>Primary Bonds Series A</td></tr> </table>	Number	⁺ Class	491,484,342	Ordinary shares	1,522,740	Primary Bonds Series A
Number	⁺ Class						
491,484,342	Ordinary shares						
1,522,740	Primary Bonds Series A						
9 Number and ⁺class of all ⁺securities not quoted on ASX (including the securities in clause 2 if applicable)	<table> <tr> <th>Number</th><th>⁺Class</th></tr> <tr> <td>17,848,000</td><td>Options</td></tr> </table>	Number	⁺ Class	17,848,000	Options		
Number	⁺ Class						
17,848,000	Options						

+ See chapter 19 for defined terms.

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable to Primary Bonds Series A.
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Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	N/A
25	If the issue is contingent on *security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

+ See chapter 19 for defined terms.

32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) ☒ Securities described in Part 1

(b) ☐ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☒ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders **(SEE ANNEXURE A)**

36 ☒ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over **(SEE ANNEXURE B)**

37 ☐ A copy of any trust deed for the additional +securities **(Previously provided on 24 August 2010)**

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	N/A				
39	Class of +securities for which quotation is sought	N/A				
40	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	N/A				
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another security, clearly identify that other security)	N/A				
42	Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 38)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%; padding: 5px;">Number</th> <th style="width: 50%; padding: 5px;">+Class</th> </tr> </thead> <tbody> <tr> <td style="height: 100px; vertical-align: top; padding: 5px;">N/A</td> <td style="height: 100px;"></td> </tr> </tbody> </table>	Number	+Class	N/A	
Number	+Class					
N/A						

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here:

Company secretary

Print name: Yvette Cachia

Date: 28 September 2010

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+ See chapter 19 for defined terms.

Annexure A

Top 20 Primary Bonds Series A Holders

Rank	Name	Number of Primary Bonds Series A	% of Total
1	NATIONAL NOMINEES LIMITED	186,447	12.24
2	J P MORGAN NOMINEES AUSTRALIA LIMITED	115,000	7.55
3	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED-GSI EDA	100,000	6.57
4	RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <MLCI A/C>	64,330	4.22
5	PENSON AUSTRALIA NOMINEES PTY LTD <ACCUM A/C>	57,416	3.77
6	BRISPTOT NOMINEES PTY LTD <HOUSE HEAD NOMINEE NO 1 A/C>	40,000	2.63
7	RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <NMSMT A/C>	38,680	2.54
8	CITICORP NOMINEES PTY LIMITED	38,000	2.50
9	TOLSUTRA PTY LTD <THE AC MAXWELL FAMILY A/C>	30,000	1.97
10	MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	29,900	1.96
11	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	26,500	1.74
12	MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED <SETTLE1 A/C>	18,884	1.24
13	DNU NOMINEES PTY LIMITED	15,150	0.99
14	NSF NOMINEES PTY LIMITED <NATIONWIDE SUPER FUND A/C>	14,547	0.96
15	COGENT NOMINEES PTY LIMITED	14,000	0.92
16	ANZ NOMINEES LIMITED <CASH INCOME A/C>	10,200	0.67
17	M F CUSTODIANS LTD	10,000	0.66
18	MRS ROMA RUBENSOHN	10,000	0.66
19	SAILBIRD HOLDINGS LTD	10,000	0.66
20	SAILBIRD HOLDINGS PTY LTD	10,000	0.66
	Total	839,054	55.10

+ See chapter 19 for defined terms.

Annexure B

Distribution of Primary Bonds Series A

Number of Primary Bonds Series A	Individual Holders	Units
1 – 1,000	1,367	433,860
1,001 – 5,000	102	222,796
5,001 – 10,000	8	67,030
10,001 – 100,000	14	497,607
100,001 and over	2	301,447
TOTAL	1,493	1,522,740

+ See chapter 19 for defined terms.