

**MATTHEWS INTERNATIONAL CAPITAL MANAGEMENT, LLC**

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TO: Australian Securities Exchange
FAX#: +61 2 9778 0999 or +61 2 9347 0005
DATE: May 23, 2013
PAGES: 4 (including cover sheet)
SUBJECT: Substantial Shareholder Notice

Dear Sir or Madam,

Pursuant to section 671B of the Corporations Act 2001, Matthews International Capital Management, LLC, a U.S.-registered investment adviser, hereby reports its interest, on behalf of its clients, in 6.17 percent of Primary Health Care LTD. Please do not hesitate to contact me with any questions at (415) 955-8122.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'Manoj K. Pombra'. The signature is fluid and cursive, with a large initial 'M'.

Manoj K. Pombra
Chief Compliance Officer

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Primary Health Care Limited

ACN/ARSN 064 530 516

1. Details of substantial holder (1)

Name Matthews International Capital Management, LLC ("MICM")
ACN/ARSN (if applicable) N/A

There was a change in the interests of the
substantial holder on 23 May 2013
The previous notice was given to the company on 13 May 2013
The previous notice was dated 13 May 2013

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	25,533,491	5.06 percent	31,112,991	6.17 percent

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
14 May 2013	MICM	Acquired on market	4,868,811 AUD	961,000 Ordinary	961,000
15 May 2013	MICM	Acquired on market	5,105,700 AUD	1,000,000 Ordinary	1,000,000
16 May 2013	MICM	Acquired on market	571,916 AUD	113,000 Ordinary	113,000
17 May 2013	MICM	Acquired on market	2,502,483 AUD	492,701 Ordinary	492,701
20 May 2013	MICM	Acquired on market	1,283,727 AUD	254,299 Ordinary	254,299
21 May 2013	MICM	Acquired on market	3,484,072 AUD	691,300 Ordinary	691,300
22 May 2013	MICM	Acquired on market	6,999,080 AUD	1,377,200 Ordinary	1,377,200
23 May 2013	MICM	Acquired on market	3,523,623 AUD	690,000 Ordinary	690,000

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
MICM	HSBC Bank Australia as custodian for the Matthews Asia Dividend Fund	Matthews Asia Dividend Fund	MICM holds its relevant interest by having the power 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 in the ordinary course of investment management business.	26,595,465 Ordinary	26,495,465
MICM	JP Morgan Chase Bank as custodian for Matthews Asia Funds Asia Dividend Fund	Matthews Asia Funds Asia Dividend Fund	Same as above.	3,185,013 Ordinary	3,185,013
MICM	JP Morgan Chase Bank as custodian for Witan Investment Trust	Witan Investment Trust	Same as above.	918,000 Ordinary	918,000
MICM	JP Morgan Chase Bank as custodian for Witan Pacific Investment Trust PCL	Witan Pacific Investment Trust PCL	Same as above.	414,513 Ordinary	414,513

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:

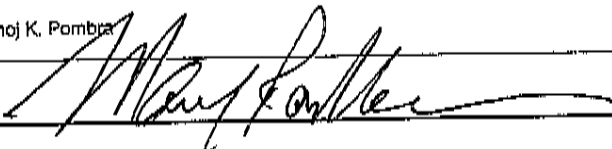
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

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

Name	Address
MICM	4 Embarcadero Center, Suite 550, San Francisco, CA 94111 U.S.A.

Signature

print name Manoj K. Pombra capacity Chief Compliance Officer
 sign here  date 23 May 2013

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 8 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 on 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.