

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

ACN/ARSN

1. Details of substantial holder(1)

Name

ACN/ARSN (if applicable)

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

/ /

The previous notice was given to the company on

/ /

The previous notice was dated

/ /

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)

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

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

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

6. Addresses

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

Name	Address

Signature

print name

capacity

sign here

date / /

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**Primary Health Care
Registered Shareholdings as at 16 October 2015**

<u>Registered Name</u>	<u>Address</u>	<u>Holding</u>
National Nominees Limited	GPO Box 1406M, MELBOURNE VIC 3001	14,026,973
J.P. Morgan Nominees Australia Limited	Level 18, JP Morgan House, 85 Castlereagh Street, SYDNEY NSW 2000	10,657,723
RBC Investor Services Australia Nominees Pty Limited	Level 47, 2 Park Street, SYDNEY NSW 2000	5,287,106
State Street Australia Ltd	Unlisted Unit Trust Department, State Street Australia Limited, 420 George Street, SYDNEY NSW 2000	4,494,560
Citicorp Nominees Pty Ltd	Level 2, 350 Collins Street, MELBOURNE VIC 3001	779,120
Brown Brothers Harriman	40 Water Street, BOSTON MA 02109	608,824
The Northern Trust Company	46th Floor, UOB Plaza 1, 80 Raffles Place, SINGAPORE SINGAPORE 048624	554,043
M F Custodians	Level 7, 171 Collins Street, MELBOURNE VIC 3000	520,000
Brown Brothers Harriman Infomediary	40 Water Street, BOSTON MASSACHUSETTS 02109	292,480
Rossler Superannuation Fund		30,000
Fonthill Pty Ltd	c/- Maple-Brown Abbott Limited, Level 31, 259 George Street, SYDNEY NSW 2000	4,500
Diana Florence Pty Ltd	c/- Maple-Brown Abbott Limited, Level 31, 259 George Street, SYDNEY NSW 2000	2,869
		<u>37,258,198</u>

Annexure B

Primary Health Care Net Trades between 17 October 2015 and 21 December 2015

<u>Date</u>	<u>Quantity</u>	<u>Consideration</u>
19-Oct-2015	150,000	588,241.29
20-Oct-2015	100,000	393,654.14
30-Oct-2015	260,000	967,451.72
13-Nov-2015	511,000	1,837,552.84
18-Nov-2015	360,000	1,263,465.00
19-Nov-2015	120,500	435,406.50
20-Nov-2015	1,016,933	3,357,624.43
23-Nov-2015	508,741	1,666,682.12
25-Nov-2015	701,896	2,242,546.07
26-Nov-2015	85,119	276,362.72
27-Nov-2015	103,093	335,898.20
02-Dec-2015	170,000	550,256.92
09-Dec-2015	495,000	1,481,172.92
11-Dec-2015	140,000	414,084.99
14-Dec-2015	13,786	40,140.69
16-Dec-2015	231,000	548,859.66
21-Dec-2015	926,631	2,071,440.38
	<u>5,893,699</u>	<u>18,470,840.59</u>

Annexure C**Primary Health Care
Registered Shareholdings as at 21 December 2015**

<u>Registered Name</u>	<u>Address</u>	<u>Holding</u>
National Nominees Limited	GPO Box 1406M, MELBOURNE VIC 3001	16,005,000
J.P. Morgan Nominees Australia Limited	Level 18, JP Morgan House, 85 Castlereagh Street, SYDNEY NSW 2000	12,340,122
RBC Investor Services Australia Nominees Pty Limited	Level 47, 2 Park Street, SYDNEY NSW 2000	6,236,450
State Street Australia Ltd	Unlisted Unit Trust Department, State Street Australia Limited, 420 George Street, SYDNEY NSW 2000	5,124,560
Citicorp Nominees Pty Ltd	Level 2, 350 Collins Street, MELBOURNE VIC 3001	900,000
Brown Brothers Harriman	40 Water Street, BOSTON MA 02109	778,798
The Northern Trust Company	46th Floor, UOB Plaza 1, 80 Raffles Place, SINGAPORE SINGAPORE 048624	741,056
M F Custodians	Level 7, 171 Collins Street, MELBOURNE VIC 3000	600,000
Brown Brothers Harriman Infomediary	40 Water Street, BOSTON MASSACHUSETTS 02109	388,542
Rossler Superannuation Fund		30,000
Fonthill Pty Ltd	c/- Maple-Brown Abbott Limited, Level 31, 259 George Street, SYDNEY NSW 2000	4,500
Diana Florence Pty Ltd	c/- Maple-Brown Abbott Limited, Level 31, 259 George Street, SYDNEY NSW 2000	2,869
		<u>43,151,897</u>