

14 June 2016

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Japara Healthcare Limited.

Yours faithfully,



Chris Millard
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme JAPARA HEALTHCARE LIMITED (JHC)

ACN/ARSN ACN 168 631 052

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

There was a change in the interests of the
substantial holder on 9/06/2016

The previous notice was given to the company on 31/07/2015

The previous notice was dated 29/07/2015

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 in 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 SHARES	19,497,642	7.41%	22,476,138	8.52%

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
09/06/2016	BTT & its Associates, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

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
BT Investment Management (Fund Services) Limited*	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	BT Investment Management (Fund Services) Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	13,775,745 Ordinary Shares	13,775,745
BT Investment Management (Institutional) Limited	HSBC Custody Nominees (Australia) Limited.	Australia and New Zealand Banking Group Limited HSBC Custody Nominees (Australia) Limited. National Australia Bank Limited National Australian Custodian Services	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	8,700,393 Ordinary Shares	8,700,393

* BT Investment Management (Fund Services) Limited has appointed BT Investment Management (Institutional) Limited to act as the investment manager of the trusts of which it is responsible entity, giving BT Investment Management (Institutional) Limited the capacity to exercise the power to vote or dispose of the shares. BT Investment (Institutional) Limited therefore also has a relevant interest in shares in which BT Investment Management (Fund Services) Limited has a relevant interest.

5. Changes in association

The persons who have become associates (2) of, or 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
BT Investment Management Limited (BTT)	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
JAPARA HEALTHCARE LIMITED (JHC)	The Company Secretary, JAPARA HEALTHCARE LIMITED (JHC) Q1 Building, Level 4, 1 Southbank Boulevard, SOUTHBANK VIC 3006 Tel: 03 9649 2109 Fax: 03 9649 2129

Signature

Print name Chris Millard Capacity Company Secretary

Sign here _____ Date 14/06/2016

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 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 (e.g. if the relevant interest arises because of an option) write “unknown”.
 - (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for BT Investment Management Limited ACN 126 365 822

Chris Millard – Company Secretary, BT Investment Management Limited - 14/06/2016

TRANSACTION HISTORY

Sales & Purchases for the period : 30/07/2015 to 9/06/2016

SECURITY: JHC

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
21/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	9,188	25,083.24	Ordinary	9,188
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-2,801	-7,142.55	Ordinary	2,801
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-5,386	-13,734.30	Ordinary	5,386
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-1,726	-4,401.30	Ordinary	1,726
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-9,188	-23,429.40	Ordinary	9,188
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-83,006	-211,665.30	Ordinary	83,006
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-86,763	-221,245.65	Ordinary	86,763
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-1,777	-4,531.35	Ordinary	1,777
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-1,726	-4,401.30	Ordinary	1,726
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-1,726	-4,401.30	Ordinary	1,726
23/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-57,306	-157,591.50	Ordinary	57,306
23/10/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-21,570	-68,808.30	Ordinary	21,570
4/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	186,979	572,155.74	Ordinary	186,979
4/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	58,538	178,540.90	Ordinary	58,538
7/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	133,490	403,139.80	Ordinary	133,490
8/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	10,250	30,955.00	Ordinary	10,250
9/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	8,670	26,183.40	Ordinary	8,670
10/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	78,669	236,793.69	Ordinary	78,669
15/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	191,971	562,475.03	Ordinary	191,971
11/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	163,706	476,384.46	Ordinary	163,706
14/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	26,690	77,401.00	Ordinary	26,690
18/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	70,259	200,238.15	Ordinary	70,259
19/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	11,624	33,012.16	Ordinary	11,624
20/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	34,478	98,262.30	Ordinary	34,478
18/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	13,864	40,344.24	Ordinary	13,864
22/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	55,243	161,861.99	Ordinary	55,243
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	11,779	34,512.47	Ordinary	11,779
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	43,886	128,585.98	Ordinary	43,886
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	738	2,162.34	Ordinary	738
14/03/2016	HSBC Custody Nominees (Australia) Limited.	Buy	113,364	349,161.12	Ordinary	113,364
14/03/2016	HSBC Custody Nominees (Australia) Limited.	Sell	-106,760	-328,820.80	Ordinary	106,760
14/03/2016	HSBC Custody Nominees (Australia) Limited.	Sell	-6,604	-20,340.32	Ordinary	6,604

6/05/2016	HSBC Custody Nominees (Australia) Limited.	Buy	87,817	242,374.92	Ordinary	87,817
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Buy	36,807	101,587.32	Ordinary	36,807
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Buy	113,824	313,016.00	Ordinary	113,824
9/06/2016	HSBC Custody Nominees (Australia) Limited.	Buy	655,000	1,689,900.00	Ordinary	655,000
Total			1,730,495	4,913,617.88		

**BT Investment Management (Fund Services)
Limited Total :**

1,730,495 4,913,617.88

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
13/11/2015	Australia and New Zealand Banking Group Limited	Buy	19,304	59,842.40	Ordinary	19,304
4/12/2015	Australia and New Zealand Banking Group Limited	Buy	6,234	19,076.04	Ordinary	6,234
4/12/2015	Australia and New Zealand Banking Group Limited	Buy	1,952	5,953.60	Ordinary	1,952
7/12/2015	Australia and New Zealand Banking Group Limited	Buy	4,032	12,176.64	Ordinary	4,032
8/12/2015	Australia and New Zealand Banking Group Limited	Buy	310	936.20	Ordinary	310
9/12/2015	Australia and New Zealand Banking Group Limited	Buy	262	791.24	Ordinary	262
10/12/2015	Australia and New Zealand Banking Group Limited	Buy	2,376	7,151.76	Ordinary	2,376
15/12/2015	Australia and New Zealand Banking Group Limited	Buy	10,513	30,803.09	Ordinary	10,513
11/01/2016	Australia and New Zealand Banking Group Limited	Buy	4,359	12,684.69	Ordinary	4,359
14/01/2016	Australia and New Zealand Banking Group Limited	Buy	397	1,151.30	Ordinary	397
18/01/2016	Australia and New Zealand Banking Group Limited	Buy	1,000	2,850.00	Ordinary	1,000
19/01/2016	Australia and New Zealand Banking Group Limited	Buy	224	636.16	Ordinary	224
20/01/2016	Australia and New Zealand Banking Group Limited	Buy	1,020	2,907.00	Ordinary	1,020
18/02/2016	Australia and New Zealand Banking Group Limited	Buy	9,529	27,729.39	Ordinary	9,529
18/02/2016	Australia and New Zealand Banking Group Limited	Buy	2,248	6,699.04	Ordinary	2,248
22/02/2016	Australia and New Zealand Banking Group Limited	Buy	2,587	7,579.91	Ordinary	2,587
23/02/2016	Australia and New Zealand Banking Group Limited	Buy	419	1,227.67	Ordinary	419
24/02/2016	Australia and New Zealand Banking Group Limited	Buy	1,563	4,579.59	Ordinary	1,563
29/02/2016	Australia and New Zealand Banking Group Limited	Buy	26	76.18	Ordinary	26
17/03/2016	Australia and New Zealand Banking Group Limited	Buy	11,401	34,317.01	Ordinary	11,401
5/04/2016	Australia and New Zealand Banking Group Limited	Buy	1,376	4,031.68	Ordinary	1,376
27/04/2016	Australia and New Zealand Banking Group Limited	Buy	3,717	10,667.79	Ordinary	3,717
6/05/2016	Australia and New Zealand Banking Group Limited	Buy	5,215	14,393.40	Ordinary	5,215
12/05/2016	Australia and New Zealand Banking Group Limited	Buy	11,697	33,453.42	Ordinary	11,697
19/05/2016	Australia and New Zealand Banking Group Limited	Buy	11,592	33,500.88	Ordinary	11,592
24/05/2016	Australia and New Zealand Banking Group Limited	Buy	6,362	17,559.12	Ordinary	6,362
26/05/2016	Australia and New Zealand Banking Group Limited	Buy	3,671	10,095.25	Ordinary	3,671
Total			123,386	362,870.45		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/08/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-25,000	-65,250.00	Ordinary	25,000
23/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-9,575	-26,331.25	Ordinary	9,575

3/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-29,470	-96,366.90	Ordinary	29,470
4/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	30,362	92,907.72	Ordinary	30,362
4/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	9,506	28,993.30	Ordinary	9,506
7/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	23,283	70,314.66	Ordinary	23,283
8/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	1,788	5,399.76	Ordinary	1,788
9/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	1,512	4,566.24	Ordinary	1,512
10/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	13,721	41,300.21	Ordinary	13,721
15/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	80,048	234,540.64	Ordinary	80,048
11/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	6,088	17,716.08	Ordinary	6,088
14/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	3,900	11,310.00	Ordinary	3,900
18/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	11,801	33,632.85	Ordinary	11,801
19/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	2,050	5,822.00	Ordinary	2,050
20/01/2016	HSBC Custody Nominees (Australia) Limited.	Buy	6,675	19,023.75	Ordinary	6,675
22/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	5,081	14,887.33	Ordinary	5,081
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	1,766	5,174.38	Ordinary	1,766
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	6,580	19,279.40	Ordinary	6,580
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	111	325.23	Ordinary	111
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Buy	25,178	69,491.28	Ordinary	25,178
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Buy	21,456	59,004.00	Ordinary	21,456
Total			186,861	545,740.68		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/12/2015	National Australia Bank Limited	Buy	55,919	171,112.14	Ordinary	55,919
4/12/2015	National Australia Bank Limited	Buy	17,507	53,396.35	Ordinary	17,507
7/12/2015	National Australia Bank Limited	Buy	42,747	129,095.94	Ordinary	42,747
8/12/2015	National Australia Bank Limited	Buy	3,282	9,911.64	Ordinary	3,282
9/12/2015	National Australia Bank Limited	Buy	2,776	8,383.52	Ordinary	2,776
10/12/2015	National Australia Bank Limited	Buy	25,192	75,827.92	Ordinary	25,192
15/12/2015	National Australia Bank Limited	Buy	147,761	432,939.73	Ordinary	147,761
11/01/2016	National Australia Bank Limited	Buy	49,958	145,377.78	Ordinary	49,958
14/01/2016	National Australia Bank Limited	Buy	9,073	26,311.70	Ordinary	9,073
18/01/2016	National Australia Bank Limited	Buy	24,617	70,158.45	Ordinary	24,617
19/01/2016	National Australia Bank Limited	Buy	4,073	11,567.32	Ordinary	4,073
20/01/2016	National Australia Bank Limited	Buy	12,086	34,445.10	Ordinary	12,086
18/02/2016	National Australia Bank Limited	Buy	8,718	25,369.38	Ordinary	8,718
22/02/2016	National Australia Bank Limited	Buy	30,049	88,043.57	Ordinary	30,049
23/02/2016	National Australia Bank Limited	Buy	5,049	14,793.57	Ordinary	5,049
24/02/2016	National Australia Bank Limited	Buy	18,811	55,116.23	Ordinary	18,811
29/02/2016	National Australia Bank Limited	Buy	316	925.88	Ordinary	316
5/04/2016	National Australia Bank Limited	Buy	34,672	101,588.96	Ordinary	34,672
6/05/2016	National Australia Bank Limited	Buy	4,574	12,624.24	Ordinary	4,574
24/05/2016	National Australia Bank Limited	Buy	88,254	243,581.04	Ordinary	88,254
26/05/2016	National Australia Bank Limited	Buy	40,925	112,543.75	Ordinary	40,925
Total			626,359	1,823,114.21		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/12/2015	National Australian Custodian Services	Buy	9,415	28,715.75	Ordinary	9,415
4/12/2015	National Australian Custodian Services	Buy	30,071	92,017.26	Ordinary	30,071
7/12/2015	National Australian Custodian Services	Buy	21,995	66,424.90	Ordinary	21,995
8/12/2015	National Australian Custodian Services	Buy	1,689	5,100.78	Ordinary	1,689
9/12/2015	National Australian Custodian Services	Buy	1,429	4,315.58	Ordinary	1,429
10/12/2015	National Australian Custodian Services	Buy	12,962	39,015.62	Ordinary	12,962
15/12/2015	National Australian Custodian Services	Buy	69,707	204,241.51	Ordinary	69,707
11/01/2016	National Australian Custodian Services	Buy	25,889	75,336.99	Ordinary	25,889
14/01/2016	National Australian Custodian Services	Buy	4,391	12,733.90	Ordinary	4,391
18/01/2016	National Australian Custodian Services	Buy	12,147	34,618.95	Ordinary	12,147
19/01/2016	National Australian Custodian Services	Buy	2,007	5,699.88	Ordinary	2,007
20/01/2016	National Australian Custodian Services	Buy	5,939	16,926.15	Ordinary	5,939
18/02/2016	National Australian Custodian Services	Buy	4,280	12,454.80	Ordinary	4,280
22/02/2016	National Australian Custodian Services	Buy	14,775	43,290.75	Ordinary	14,775
23/02/2016	National Australian Custodian Services	Buy	2,483	7,275.19	Ordinary	2,483
24/02/2016	National Australian Custodian Services	Buy	9,250	27,102.50	Ordinary	9,250
29/02/2016	National Australian Custodian Services	Buy	155	454.15	Ordinary	155
5/04/2016	National Australian Custodian Services	Buy	16,894	49,499.42	Ordinary	16,894
6/05/2016	National Australian Custodian Services	Buy	2,394	6,607.44	Ordinary	2,394
24/05/2016	National Australian Custodian Services	Buy	43,399	119,781.24	Ordinary	43,399
26/05/2016	National Australian Custodian Services	Buy	20,124	55,341.00	Ordinary	20,124
Total			311,395	906,953.76		

BT Investment Management (Institutional Limited Total :

1,248,001 3,638,679.10