



FAX COVER SHEET

DATE: 18 APRIL 2017	
TO: Market Announcements Office	FROM: MATT SZIMANSKI
COMPANY: ASX	T. ROWE PRICE ASSOCIATES, INC.
FAX NUMBER: 61 2 9347 0005	FAX NUMBER: 410-345-2035
PHONE NUMBER:	PHONE NUMBER: 410-577-5002
NUMBER OF PAGES INCLUDING COVER SHEET: 7	

To Whom It May Concern:

See attached **Form 603** for **Primary Health Care Limited**.

Please contact me at the above phone number or by email at matt_szimanski@troweprice.com if you have any questions.

This form is also being sent to the company.

Regards,

Matt Szimanski
T. Rowe Price Associates, Inc.
Legal Compliance
Phone: (410) 577-5002
Fax: (410) 345-2035

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Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo: Company Name/Scheme Primary Health Care LimitedACN/ARSN 064 530 516**1. Details of substantial holder (1)**Name T. Rowe Price Associates, Inc.

ACN/ARSN (if applicable)

The holder became a substantial holder on 13/ 04 / 2017**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	26,209,289	26,209,289	5.02%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
T. Rowe Price International Ltd.	Power to exercise vote and/or dispose of securities as discretionary investment manager	26,209,289

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
See Annexure 1			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure 2				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
T. Rowe Price Associates, Inc.	
T. Rowe Price International Ltd.	T. Rowe Price International Ltd. is a wholly owned subsidiary of T. Rowe Price Associates,

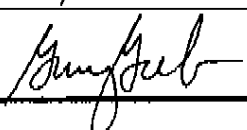
7. Addresses Inc.

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

Name	Address
T. Rowe Price Associates, Inc.	100 East Pratt Street, Baltimore, MD 21202
T. Rowe Price International Ltd.	60 Queen Victoria Street, London, EC4N 4TZ, United Kingdom

Signature

print name **Gary Greb** capacity **Vice President**

sign here  date **18 /04 / 2017**

DIRECTIONS

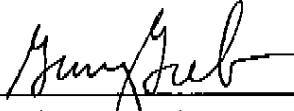
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Annexure 1

<u>Holder of Relevant Interest</u>	<u>Registered holder of securities</u>	<u>Person entitled to be registered as holder (8)</u>	<u>Class and number of securities</u>
T. Rowe Price International Ltd	Bank of New York Mellon	Bank of New York Mellon	160,177 ordinary shares
T. Rowe Price International Ltd	JP Morgan Chase	JP Morgan Chase	26,049,112 ordinary shares

This is annexure 1 referred to on page 1 of Form 603 (Notice of Initial Substantial Holder)



Gary Greb, Vice President

18-Apr-17

Annexure 2

Holder of Relevant Interest	Date of Acquisition	Consideration (cash - AUD)	Number of Shares	Class
T. Rowe Price International Ltd	19-Dec-16	3.913	103,189	Ordinary
T. Rowe Price International Ltd	21-Dec-16	3.950	6,780	Ordinary
T. Rowe Price International Ltd	29-Dec-16	4.070	715	Ordinary
T. Rowe Price International Ltd	10-Jan-17	4.010	20,881	Ordinary
T. Rowe Price International Ltd	15-Feb-17	3.478	41,246	Ordinary
T. Rowe Price International Ltd	22-Feb-17	3.326	5,286	Ordinary
T. Rowe Price International Ltd	2-Mar-17	3.370	16,540	Ordinary
T. Rowe Price International Ltd	2-Mar-17	3.370	89,019	Ordinary
T. Rowe Price International Ltd	7-Mar-17	3.330	89,692	Ordinary
T. Rowe Price International Ltd	9-Mar-17	3.340	253	Ordinary
T. Rowe Price International Ltd	9-Mar-17	3.360	89,012	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.488	8,349	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.476	7,012	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.438	98	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.488	13,449	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.476	11,295	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.438	158	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.488	892	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.476	749	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.438	11	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.488	178,239	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.476	149,690	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.438	2,083	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.488	147	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.476	123	Ordinary
T. Rowe Price International Ltd	28-Mar-17	3.438	2	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.540	3,599	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.536	29,758	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.540	5,797	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.536	47,937	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.540	384	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.536	3,179	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.540	76,828	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.536	635,265	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.540	63	Ordinary
T. Rowe Price International Ltd	29-Mar-17	3.536	524	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.552	6,654	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.554	15,217	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.552	10,718	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.554	24,513	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.552	711	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.554	1,625	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.552	142,042	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.554	324,852	Ordinary
T. Rowe Price International Ltd	30-Mar-17	3.552	117	Ordinary

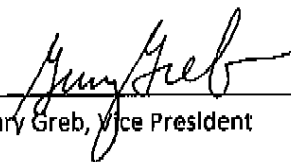
Annexure 2

T. Rowe Price International Ltd	30-Mar-17	3.554	268	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.568	15,779	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.572	11,901	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.568	25,418	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.572	19,171	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.568	1,686	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.572	1,271	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.568	336,840	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.572	254,060	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.568	277	Ordinary
T. Rowe Price International Ltd	31-Mar-17	3.572	209	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.525	4,568	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.574	1,744	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.541	11,128	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.525	7,358	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.574	2,809	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.541	17,926	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.525	488	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.574	186	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.541	1,189	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.525	97,506	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.574	37,230	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.541	237,561	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.525	80	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.574	31	Ordinary
T. Rowe Price International Ltd	3-Apr-17	3.541	196	Ordinary
T. Rowe Price International Ltd	7-Apr-17	3.400	63,227	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.434	15,131	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.455	42,006	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.450	5,151	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.434	45,112	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.455	125,239	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.450	15,360	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.434	1,975	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.455	5,484	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.450	673	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.434	204	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.455	565	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.450	68	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.434	310,247	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.455	861,291	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.450	105,631	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.434	334	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.455	929	Ordinary
T. Rowe Price International Ltd	11-Apr-17	3.450	114	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.453	7,899	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.459	12,711	Ordinary

Annexure 2

T. Rowe Price International Ltd	12-Apr-17	3.475	4,057	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.453	23,552	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.459	37,899	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.475	12,094	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.453	1,031	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.459	1,660	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.475	530	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.453	106	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.459	171	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.475	54	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.453	161,970	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.459	260,641	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.475	83,175	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.453	175	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.459	281	Ordinary
T. Rowe Price International Ltd	12-Apr-17	3.475	90	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	8,924	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.448	7,676	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	1,246	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	26,608	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.448	22,886	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	3,714	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	1,165	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.448	1,002	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	163	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	120	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.448	103	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	16	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	182,985	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.448	157,389	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	25,547	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	198	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.448	170	Ordinary
T. Rowe Price International Ltd	13-Apr-17	3.450	27	Ordinary

This is annexure 2 referred to on page 1 of Form 603 (Notice of Initial Substantial Holder)


 Gary Greb, Vice President

18-Apr-17