

**FAX COVER SHEET**

DATE: 19 MAY 2017	
TO: Market Announcements Office	FROM: RICKY NEWSOME
COMPANY: ASX	T. ROWE PRICE ASSOCIATES, INC.
FAX NUMBER: 61 2 9347 0005	FAX NUMBER: 410-345-2035
PHONE NUMBER:	PHONE NUMBER: 410-345-2306
NUMBER OF PAGES INCLUDING COVER SHEET: 5	

To Whom It May Concern:

See attached Form 604 for Primary Health Care Limited.

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

This form is also being sent to the company.

Regards,

Ricky Newsome
T. Rowe Price Associates, Inc.
Legal Compliance
Phone: (410) 345-2306
Fax: (410) 345-2035

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Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderIn 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) _____

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

17 / 05 / 2017

The previous notice was given to the company on

18 / 04 / 2017

The previous notice was dated

13 / 04 / 2017**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 Shares	26,209,289	5.02%	32,242,974	6.18%

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
See Annexure 1					

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
See Annexure 2					

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:

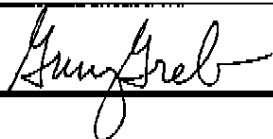
Name	Address
T. Rowe Price Associates, Inc.	100 East Pratt Street, Baltimore, MD 21202
T. Rowe Price International Ltd	60 Queen Victoria Street, London, EC4N 4TW, United Kingdom

Signature

print name Gary Greb

capacity Vice President

sign here



date 19 / 05 / 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 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).

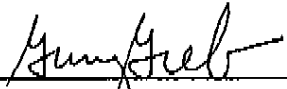
See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. 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 1

<u>Date of Change</u>	<u>Person whose relevant interest changed</u>	<u>Nature of change</u>	<u>Consideration given in relation to change (AUD)</u>	<u>Class and number of securities</u>	<u>Person's votes affected</u>
04/18/2017	T. Rowe Price International Ltd	Purchase	3,443	6,085 ordinary shares	6,085
04/18/2017	T. Rowe Price International Ltd	Purchase	3,447	10,944 ordinary shares	10,944
04/18/2017	T. Rowe Price International Ltd	Purchase	3,443	18,142 ordinary shares	18,142
04/18/2017	T. Rowe Price International Ltd	Purchase	3,447	32,627 ordinary shares	32,627
04/18/2017	T. Rowe Price International Ltd	Purchase	3,443	794 ordinary shares	794
04/18/2017	T. Rowe Price International Ltd	Purchase	3,447	1,429 ordinary shares	1,429
04/18/2017	T. Rowe Price International Ltd	Purchase	3,443	82 ordinary shares	82
04/18/2017	T. Rowe Price International Ltd	Purchase	3,447	147 ordinary shares	147
04/18/2017	T. Rowe Price International Ltd	Purchase	3,443	124,763 ordinary shares	124,763
04/18/2017	T. Rowe Price International Ltd	Purchase	3,447	224,385 ordinary shares	224,385
04/18/2017	T. Rowe Price International Ltd	Purchase	3,443	134 ordinary shares	134
04/18/2017	T. Rowe Price International Ltd	Purchase	3,447	242 ordinary shares	242
04/19/2017	T. Rowe Price International Ltd	Purchase	3,424	4,449 ordinary shares	4,449
04/19/2017	T. Rowe Price International Ltd	Purchase	3,428	103,604 ordinary shares	103,604
04/19/2017	T. Rowe Price International Ltd	Purchase	3,424	15,214 ordinary shares	15,214
04/19/2017	T. Rowe Price International Ltd	Purchase	3,428	354,245 ordinary shares	354,245
04/19/2017	T. Rowe Price International Ltd	Purchase	3,424	1,416 ordinary shares	1,416
04/19/2017	T. Rowe Price International Ltd	Purchase	3,428	32,951 ordinary shares	32,951
04/19/2017	T. Rowe Price International Ltd	Purchase	3,424	89,745 ordinary shares	89,745
04/19/2017	T. Rowe Price International Ltd	Purchase	3,428	2,089,659 ordinary shares	2,089,659
04/19/2017	T. Rowe Price International Ltd	Purchase	3,424	238 ordinary shares	238
04/19/2017	T. Rowe Price International Ltd	Purchase	3,428	5,541 ordinary shares	5,541
04/20/2017	T. Rowe Price International Ltd	Purchase	3,412	12,588 ordinary shares	12,588
04/20/2017	T. Rowe Price International Ltd	Purchase	3,412	43,039 ordinary shares	43,039
04/20/2017	T. Rowe Price International Ltd	Purchase	3,412	4,004 ordinary shares	4,004
04/20/2017	T. Rowe Price International Ltd	Purchase	3,412	253,885 ordinary shares	253,885
04/20/2017	T. Rowe Price International Ltd	Purchase	3,412	673 ordinary shares	673
05/16/2017	T. Rowe Price International Ltd	Purchase	3,815	21,657 ordinary shares	21,657
05/16/2017	T. Rowe Price International Ltd	Purchase	3,817	917 ordinary shares	917
05/16/2017	T. Rowe Price International Ltd	Purchase	3,815	88,347 ordinary shares	88,347
05/16/2017	T. Rowe Price International Ltd	Purchase	3,817	3,742 ordinary shares	3,742
05/16/2017	T. Rowe Price International Ltd	Purchase	3,815	138 ordinary shares	138
05/16/2017	T. Rowe Price International Ltd	Purchase	3,817	6 ordinary shares	6
05/16/2017	T. Rowe Price International Ltd	Purchase	3,815	456,487 ordinary shares	456,487
05/16/2017	T. Rowe Price International Ltd	Purchase	3,817	19,338 ordinary shares	19,338
05/17/2017	T. Rowe Price International Ltd	Purchase	3,803	12,613 ordinary shares	12,613
05/17/2017	T. Rowe Price International Ltd	Purchase	3,804	64,288 ordinary shares	64,288
05/17/2017	T. Rowe Price International Ltd	Purchase	3,803	51,452 ordinary shares	51,452
05/17/2017	T. Rowe Price International Ltd	Purchase	3,804	262,254 ordinary shares	262,254
05/17/2017	T. Rowe Price International Ltd	Purchase	3,803	81 ordinary shares	81
05/17/2017	T. Rowe Price International Ltd	Purchase	3,804	411 ordinary shares	411
05/17/2017	T. Rowe Price International Ltd	Purchase	3,803	265,854 ordinary shares	265,854
05/17/2017	T. Rowe Price International Ltd	Purchase	3,804	1355,075 ordinary shares	1,355,075

Annexure 1

This is annexure 1 referred to on page 1 of Form 604 (Notice of change of interest of substantial holder)



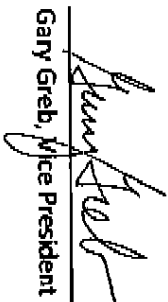
Gary Greb, Vice President

19-May-17

Annexure 2

Holder of Relevant Interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's Votes
T. Rowe Price International Ltd	Bank of New York Mellon	Bank of New York Mellon	Power to exercise vote and/or dispose of the securities as discretionary investment managers	201,636 ordinary shares	201,636
T. Rowe Price International Ltd	JP Morgan Chase	JP Morgan Chase	Power to exercise vote and/or dispose of the securities as discretionary investment managers	32,041,338 ordinary shares	32,041,338

This is an annexure 2 referred to on page 1 of Form 604 (Notice of change of interest of substantial holder)


 Gary Greb, Vice President

19-May-17