

**FAX COVER SHEET**

|  |                                |
|--|--------------------------------|
| DATE: 30 AUGUST 2018                     |                                |
| TO: Market Announcements Office          | FROM: RYAN HARKER              |
| COMPANY: ASX                             | T. ROWE PRICE ASSOCIATES, INC. |
| FAX NUMBER: 61 2 9347 0005               | FAX NUMBER: 410-345-2035       |
| PHONE NUMBER:                            | PHONE NUMBER: 410-345-4632     |
| NUMBER OF PAGES INCLUDING COVER SHEET: 6 |                                |

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 [ryan\\_harker@troweprice.com](mailto:ryan_harker@troweprice.com) if you have any questions.

This form is also being sent to the company.

Regards,

Ryan Harker  
T. Rowe Price Associates, Inc.  
Legal Compliance  
Phone: (410) 345-4632  
Fax: (410) 345-2035

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**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To 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 28 / 08 / 2018The previous notice was given to the company on 05 / 02 / 2018The previous notice was dated 01 / 02 / 2018**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         | 42,827,937      | 8.21%            | 54,168,645     | 9.26%            |
|                         |                 |                  |                |                  |

**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 (3) 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**

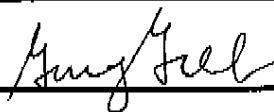
The addresses of persons named in this form are as follows:

| 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 4TZ, United Kingdom |
|                                 |  |

**Signature**

print name Gary Greb capacity Vice President

sign here



date 30 / 08 / 2018

**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> |
|-----------------------|---|-------------------------|--|---------------------------------------|--------------------------------|
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.727  | 5,298 ordinary shares                 | 5,298                          |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.725  | 5,666 ordinary shares                 | 5,666                          |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.727  | 26,371 ordinary shares                | 26,371                         |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.725  | 28,200 ordinary shares                | 28,200                         |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.727  | 167,632 ordinary shares               | 167,632                        |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.725  | 179,252 ordinary shares               | 179,252                        |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.727  | 699 ordinary shares                   | 699                            |
| 02/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.725  | 747 ordinary shares                   | 747                            |
| 02/05/2018            | T. Rowe Price International Ltd               | Purchase                | 3.721  | 23,755 ordinary shares                | 23,755                         |
| 02/05/2018            | T. Rowe Price International Ltd               | Purchase                | 3.721  | 654 ordinary shares                   | 654                            |
| 02/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.693  | 63,449 ordinary shares                | 63,449                         |
| 02/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.705  | 39,463 ordinary shares                | 39,463                         |
| 02/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.693  | 97,330 ordinary shares                | 97,330                         |
| 02/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.705  | 60,537 ordinary shares                | 60,537                         |
| 02/09/2018            | T. Rowe Price International Ltd               | Purchase                | 3.616  | 2,813 ordinary shares                 | 2,813                          |
| 02/12/2018            | T. Rowe Price International Ltd               | Purchase                | 3.574  | 3,566 ordinary shares                 | 3,566                          |
| 02/19/2018            | T. Rowe Price International Ltd               | Purchase                | 3.830  | 8,280 ordinary shares                 | 8,280                          |
| 02/26/2018            | T. Rowe Price International Ltd               | Purchase                | 3.903  | 20,431 ordinary shares                | 20,431                         |
| 02/28/2018            | T. Rowe Price International Ltd               | Purchase                | 3.979  | 7,912 ordinary shares                 | 7,912                          |
| 03/06/2018            | T. Rowe Price International Ltd               | Purchase                | 4.081  | 7,847 ordinary shares                 | 7,847                          |
| 03/06/2018            | T. Rowe Price International Ltd               | Purchase                | 4.081  | 1,882 ordinary shares                 | 1,882                          |
| 03/09/2018            | T. Rowe Price International Ltd               | Purchase                | 3.987  | 478 ordinary shares                   | 478                            |
| 03/14/2018            | T. Rowe Price International Ltd               | Purchase                | 3.960  | 6,376 ordinary shares                 | 6,376                          |
| 03/27/2018            | T. Rowe Price International Ltd               | Purchase                | 3.827  | 85,273 ordinary shares                | 85,273                         |
| 04/04/2018            | T. Rowe Price International Ltd               | Purchase                | 3.710  | 2,534 ordinary shares                 | 2,534                          |
| 04/05/2018            | T. Rowe Price International Ltd               | Purchase                | 3.736  | 7,521 ordinary shares                 | 7,521                          |
| 04/11/2018            | T. Rowe Price International Ltd               | Purchase                | 3.732  | 15,484 ordinary shares                | 15,484                         |
| 04/11/2018            | T. Rowe Price International Ltd               | Purchase                | 3.732  | 81,069 ordinary shares                | 81,069                         |
| 04/11/2018            | T. Rowe Price International Ltd               | Purchase                | 3.732  | 145,857 ordinary shares               | 145,857                        |
| 04/18/2018            | T. Rowe Price International Ltd               | Purchase                | 3.837  | 5,711 ordinary shares                 | 5,711                          |
| 04/18/2018            | T. Rowe Price International Ltd               | Purchase                | 3.837  | 7,651 ordinary shares                 | 7,651                          |
| 04/26/2018            | T. Rowe Price International Ltd               | Purchase                | 3.771  | 391 ordinary shares                   | 391                            |
| 04/27/2018            | T. Rowe Price International Ltd               | Sale                    | 3.810  | 10,981 ordinary shares                | 10,981                         |
| 05/02/2018            | T. Rowe Price International Ltd               | Purchase                | 3.825  | 8,786 ordinary shares                 | 8,786                          |
| 05/14/2018            | T. Rowe Price International Ltd               | Purchase                | 3.826  | 17,759 ordinary shares                | 17,759                         |
| 05/14/2018            | T. Rowe Price International Ltd               | Purchase                | 3.826  | 513 ordinary shares                   | 513                            |
| 05/16/2018            | T. Rowe Price International Ltd               | Purchase                | 3.821  | 5,033 ordinary shares                 | 5,033                          |
| 05/31/2018            | T. Rowe Price International Ltd               | Purchase                | 3.744  | 21,092 ordinary shares                | 21,092                         |
| 06/01/2018            | T. Rowe Price International Ltd               | Purchase                | 3.740  | 25,101 ordinary shares                | 25,101                         |
| 06/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.801  | 132,491 ordinary shares               | 132,491                        |
| 06/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.798  | 431 ordinary shares                   | 431                            |
| 06/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.810  | 3,734 ordinary shares                 | 3,734                          |
| 06/07/2018            | T. Rowe Price International Ltd               | Purchase                | 3.801  | 192,243 ordinary shares               | 192,243                        |
| 06/12/2018            | T. Rowe Price International Ltd               | Purchase                | 3.863  | 231,246 ordinary shares               | 231,246                        |
| 06/13/2018            | T. Rowe Price International Ltd               | Purchase                | 3.852  | 9,328 ordinary shares                 | 9,328                          |
| 06/14/2018            | T. Rowe Price International Ltd               | Purchase                | 3.540  | 231,707 ordinary shares               | 231,707                        |
| 06/15/2018            | T. Rowe Price International Ltd               | Purchase                | 3.480  | 181,330 ordinary shares               | 181,330                        |

## Annexure 1

|            |                                 |          |       |                           |           |
|------------|---------------------------------|----------|-------|---------------------------|-----------|
| 06/29/2018 | T. Rowe Price International Ltd | Purchase | 3.497 | 139,793 ordinary shares   | 139,793   |
| 07/04/2018 | T. Rowe Price International Ltd | Purchase | 3.555 | 290,060 ordinary shares   | 290,060   |
| 07/06/2018 | T. Rowe Price International Ltd | Sale     | 3.580 | 20,295 ordinary shares    | 20,295    |
| 07/18/2018 | T. Rowe Price International Ltd | Purchase | 3.586 | 10,465 ordinary shares    | 10,465    |
| 07/24/2018 | T. Rowe Price International Ltd | Purchase | 3.502 | 10,031 ordinary shares    | 10,031    |
| 08/15/2018 | T. Rowe Price International Ltd | Purchase | 3.196 | 27,902 ordinary shares    | 27,902    |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 343,541 ordinary shares   | 343,541   |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 2,093,722 ordinary shares | 2,093,722 |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 94,370 ordinary shares    | 94,370    |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 2,637 ordinary shares     | 2,637     |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 98,949 ordinary shares    | 98,949    |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 6,078,641 ordinary shares | 6,078,641 |
| 08/22/2018 | T. Rowe Price International Ltd | Purchase | 2.500 | 10,950 ordinary shares    | 10,950    |

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




Gary Greb, Vice President

30-Aug-18

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 | 602,411 ordinary shares        | 602,411        |
| 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 | 52,951,765 ordinary shares     | 52,951,765     |
| T. Rowe Price International Ltd | State Street Bank & Trust Co    | State Street Bank & Trust Co               | Power to exercise vote and/or dispose of the securities as discretionary investment managers | 614,469 ordinary shares        | 614,469        |

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

  
 Gary Greb, Vice President

30-Aug-18