

Pendal Group Limited

Level 14, The Chifley Tower
2 Chifley Square
Sydney NSW 2000
Australia

ABN 28 126 385 822

PENDAL

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

19 March 2020

Dear Sir/Madam

Re: 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 (**JHC**).

Yours faithfully



Joanne Hawkins
Group 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 PENDAL GROUP LIMITED (PDL)

ACN/ARSN (if applicable) ACN 126 385 822

There was a change in the interests of the substantial holder on 17/03/2020

The previous notice was given to the company on 12/03/2020

The previous notice was dated 10/03/2020

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	24,885,316	9.31%	22,078,580	8.26%

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
17/03/2020	PDL & its Associates, Pental Fund Services Limited, Pental 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
Pendal Fund Services Limited *	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Pendal 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.	12,321,841 Ordinary	12,321,841
Pendal Institutional Limited	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. State Street Australia Limited Citicorp Nominees Pty Ltd	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. State Street Australia Limited Citicorp Nominees Pty Ltd	Pendal 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..	9,756,739 Ordinary	9,756,739

* Pendal Fund Services Limited has appointed Pendal Institutional Limited to act as the investment manager of the trusts of which it is responsible entity, giving Pendal Institutional Limited the capacity to exercise the power to vote or dispose of the shares. Pendal Institutional Limited therefore also has a relevant interest in shares in which Pendal 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
Pendal Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
JAPARA HEALTHCARE LIMITED (JHC)	The Company Secretary, JAPARA HEALTHCARE LIMITED (JHC) Q1 Building, Level 4, 1 Southbank Boulevard, SOUTHBANK VIC 3006

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Pental Group Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, Pental Group Limited - 19/03/2020

TRANSACTION HISTORY

Sales & Purchases for the period : 11/03/2020 to 17/03/2020

SECURITY: JHC

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,904	-1,237.60	Ordinary	1,904
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-4,966	-3,227.90	Ordinary	4,966
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-4,629	-3,008.85	Ordinary	4,629
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-12,077	-7,850.05	Ordinary	12,077
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-48,871	-27,856.47	Ordinary	48,871
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-19,692	-11,224.44	Ordinary	19,692
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-166,734	-95,038.38	Ordinary	166,734
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-36,218	-20,644.26	Ordinary	36,218
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-88,075	-50,202.75	Ordinary	88,075
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-30,754	-15,377.00	Ordinary	30,754
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-74,790	-37,395.00	Ordinary	74,790
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-104,360	-51,136.40	Ordinary	104,360
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-168,298	-82,466.02	Ordinary	168,298
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-85,487	-41,888.63	Ordinary	85,487
16/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-98,049	-46,083.03	Ordinary	98,049
16/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-31,912	-14,998.64	Ordinary	31,912
16/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,701	-799.47	Ordinary	1,701
16/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-88,666	-41,673.02	Ordinary	88,666
16/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-116,159	-54,594.73	Ordinary	116,159
17/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-107,136	-51,425.28	Ordinary	107,136
17/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-139,390	-66,907.20	Ordinary	139,390
17/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-121,147	-58,150.56	Ordinary	121,147
	Total		-1,551,015	-783,185.68		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/03/2020	State Street Australia Limited	Sell	-65	-42.25	Ordinary	65
11/03/2020	State Street Australia Limited	Sell	-169	-109.85	Ordinary	169
12/03/2020	State Street Australia Limited	Sell	-429	-244.53	Ordinary	429
12/03/2020	State Street Australia Limited	Sell	-1,907	-1,086.99	Ordinary	1,907
12/03/2020	State Street Australia Limited	Sell	-1,234	-703.38	Ordinary	1,234
13/03/2020	State Street Australia Limited	Sell	-1,048	-524.00	Ordinary	1,048

13/03/2020	State Street Australia Limited	Sell	-3,556	-1,742.44	Ordinary	3,556
16/03/2020	State Street Australia Limited	Sell	-3,341	-1,570.27	Ordinary	3,341
17/03/2020	State Street Australia Limited	Sell	-3,651	-1,752.48	Ordinary	3,651
Total			-15,400	-7,776.19		

Pendal Fund Services Limited Total : -1,566,415 -790,961.87

Pendal Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/03/2020	Australia and New Zealand Banking Group Limited	Sell	-89	-57.85	Ordinary	89
11/03/2020	Australia and New Zealand Banking Group Limited	Sell	-233	-151.45	Ordinary	233
12/03/2020	Australia and New Zealand Banking Group Limited	Sell	-3,213	-1,831.41	Ordinary	3,213
12/03/2020	Australia and New Zealand Banking Group Limited	Sell	-1,697	-967.29	Ordinary	1,697
13/03/2020	Australia and New Zealand Banking Group Limited	Sell	-1,441	-720.50	Ordinary	1,441
13/03/2020	Australia and New Zealand Banking Group Limited	Sell	-4,890	-2,396.10	Ordinary	4,890
16/03/2020	Australia and New Zealand Banking Group Limited	Sell	-4,594	-2,159.18	Ordinary	4,594
17/03/2020	Australia and New Zealand Banking Group Limited	Sell	-5,020	-2,409.60	Ordinary	5,020
Total			-21,177	-10,693.38		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/03/2020	Citicorp Nominees Pty Ltd	Sell	-3,983	-2,588.95	Ordinary	3,983
11/03/2020	Citicorp Nominees Pty Ltd	Sell	-1,526	-991.90	Ordinary	1,526
12/03/2020	Citicorp Nominees Pty Ltd	Sell	-54,987	-31,342.59	Ordinary	54,987
12/03/2020	Citicorp Nominees Pty Ltd	Sell	-29,046	-16,556.22	Ordinary	29,046
13/03/2020	Citicorp Nominees Pty Ltd	Sell	-24,665	-12,332.50	Ordinary	24,665
13/03/2020	Citicorp Nominees Pty Ltd	Sell	-83,695	-41,010.55	Ordinary	83,695
16/03/2020	Citicorp Nominees Pty Ltd	Sell	-78,634	-36,957.98	Ordinary	78,634
17/03/2020	Citicorp Nominees Pty Ltd	Sell	-85,922	-41,242.56	Ordinary	85,922
Total			-362,458	-183,023.25		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,945	-1,264.25	Ordinary	1,945
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-746	-484.90	Ordinary	746
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-26,858	-15,309.06	Ordinary	26,858
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-14,188	-8,087.16	Ordinary	14,188
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-12,048	-6,024.00	Ordinary	12,048
13/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-40,881	-20,031.69	Ordinary	40,881
16/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-38,409	-18,052.23	Ordinary	38,409
17/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,424	-1,163.52	Ordinary	2,424

17/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-30,367	-14,576.16	Ordinary	30,367
17/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9,178	-4,405.44	Ordinary	9,178
	Total		-177,044	-89,398.41		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/03/2020	State Street Australia Limited	Sell	-1,915	-1,244.75	Ordinary	1,915
11/03/2020	State Street Australia Limited	Sell	-4,995	-3,246.75	Ordinary	4,995
11/03/2020	State Street Australia Limited	Sell	-948	-616.20	Ordinary	948
11/03/2020	State Street Australia Limited	Sell	-2,472	-1,606.80	Ordinary	2,472
12/03/2020	State Street Australia Limited	Sell	-68,969	-39,312.33	Ordinary	68,969
12/03/2020	State Street Australia Limited	Sell	-34,136	-19,457.52	Ordinary	34,136
12/03/2020	State Street Australia Limited	Sell	-19,606	-11,175.42	Ordinary	19,606
12/03/2020	State Street Australia Limited	Sell	-16,826	-9,590.82	Ordinary	16,826
12/03/2020	State Street Australia Limited	Sell	-18,032	-10,278.24	Ordinary	18,032
13/03/2020	State Street Australia Limited	Sell	-30,936	-15,468.00	Ordinary	30,936
13/03/2020	State Street Australia Limited	Sell	-15,312	-7,656.00	Ordinary	15,312
13/03/2020	State Street Australia Limited	Sell	-19,064	-9,341.36	Ordinary	19,064
13/03/2020	State Street Australia Limited	Sell	-16,880	-8,271.20	Ordinary	16,880
13/03/2020	State Street Australia Limited	Sell	-69,034	-33,826.66	Ordinary	69,034
13/03/2020	State Street Australia Limited	Sell	-51,959	-25,459.91	Ordinary	51,959
16/03/2020	State Street Australia Limited	Sell	-29,288	-13,765.36	Ordinary	29,288
16/03/2020	State Street Australia Limited	Sell	-69,342	-32,590.74	Ordinary	69,342
16/03/2020	State Street Australia Limited	Sell	-32,957	-15,489.79	Ordinary	32,957
16/03/2020	State Street Australia Limited	Sell	-15,860	-7,454.20	Ordinary	15,860
17/03/2020	State Street Australia Limited	Sell	-9,047	-4,342.56	Ordinary	9,047
17/03/2020	State Street Australia Limited	Sell	-569	-273.12	Ordinary	569
17/03/2020	State Street Australia Limited	Sell	-12,291	-5,899.68	Ordinary	12,291
17/03/2020	State Street Australia Limited	Sell	-85,863	-41,214.24	Ordinary	85,863
17/03/2020	State Street Australia Limited	Sell	-53,341	-25,603.68	Ordinary	53,341
	Total		-679,642	-343,185.33		
	Pendal Institutional Limited Total :		-1,240,321	-626,300.37		