

**LANDER
& ROGERS****Fax transmission**

15 April 2021

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|-----------------------|--|--------------------|--------------------------------|
| To | Market Announcements Office, Australian Securities Exchange Limited | From | Girish Rao, Lander & Rogers |
| Your ref | N/A | Our ref | JAS:2017898 |
| Fax number | 1300 135 638s | Total pages | 13 including this page |
| Re | ASIC Form 604 Notice of change of interests of substantial holder | | |

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Message

Please find enclosed "ASIC Form 604 - Notice of change of interests of substantial holder" which was sent to Sonic Healthcare Limited (ASX: SHL) today.

Melbourne

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477 Collins Street
Melbourne VIC 3000
Australia

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Australia

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Melbourne VIC

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www.landerson.com.au

ABN 58 207 240 529

LANDER & ROGERS

15 April 2021

Sonic Healthcare Limited
C/O Computershare Investor Services Pty Limited
Level 5, 115 Grenfell Street
Adelaide SA 5000
Australia

Our ref: JAS:JBU:2017898

Your ref:

By fax: 1300 534987

ASIC Form 604 - Notice of change of interests of substantial holder

We act for Veritas Asset Management LLP (**Veritas**).

We are writing to notify you that on 15 April 2021 Veritas' substantial holding in Sonic Healthcare Limited listed on the Australian Stock Exchange moved by at least 1%.

Veritas now holds 24,388,890 shares which represent 5.10% of the outstanding shares of Sonic Healthcare Limited.

Please see attached copy of the ASIC Form 604 - Notice of change of interests of substantial holder submitted to the Australian Securities Exchange today.

Yours faithfully



Girish Rao | Senior Associate
D +61 3 9269 9499
grao@landers.com.au

Enc 1

Cc Market Announcements Office ASX
Limited (via facsimile)

Cc Sonic Healthcare Limited Global Head
Office (via facsimile)

We support the environment and ask that all correspondence be sent in digital form.

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2020.04.15 - Letter to Sonic Healthcare Ltd - Form 604

Form604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme SONIC HEALTHCARE LIMITED

ACN/ARSN 004 196 909

1. Details of substantial holder(1)

Name VERITAS ASSET MANAGEMENT LLP and the persons listed in Annexure A (together, AMG Members)

ACN/ARSN (if applicable)

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

14/04/2021

The previous notice was given to the company on

23/04/2020

/ The previous notice was dated

22/04/2020**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 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 | 30,408,242 | 6.40% | 24,388,890 | 5.10% |
| | | | | |

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 B. | | | | | |
| | | | | | |
| | | | | | |

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 C. | | | | | |
| | | | | | |
| | | | | | |

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) 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 |
|-----------------------------------|-----------------------|
| N/A | |
| | |

6. Addresses

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

| Name | Address |
|-----------------|---------|
| See Annexure A. | |
| | |

SIGNATURE

Print name RICHARD GRANT

Capacity PARTNER

Sign Here



Date 14/04/2021

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 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 Included details of:
 - a any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection (3) 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 power 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 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 a option) write "unknown".
- 9 Give details, if appropriate, of the present association and any change in that association since the last substantial holding.

THIS IS ANNEXURE "A" OF 1 PAGE REFERRED TO IN ASIC FORM 604 (NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER)

SIGNATURE:



NAME: RICHARD GRANT

POSITION: PARTNER

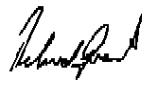
DATE: 14/04/2021

6. ADDRESSES

THE NAMES AND ADDRESSES OF PERSONS NAMED IN THIS FORM ARE AS FOLLOWS:

| NAME | ADDRESS |
|-----------------------------------|--|
| Veritas Asset Management LLP | 1 Smart's Place, London WC2B 5LW, United Kingdom |
| VAM Bidco Ltd | Suite 1, 3rd Floor 11-12 St. James's Square London SW1Y 4LB |
| AMG UK Holdings | GTC Corporate Services Limited, Sassoon House, Shirley Street, PO Box SS-5383, Nassau, The Bahamas |
| Affiliated Managers Group Inc. | The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware, New Castle, 19801, USA |
| AMG New York Holdings Corporation | The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware, New Castle, 19801, USA |

THIS IS ANNEXURE "B" OF 6 PAGES REFERRED TO IN ASIC FORM 604 (NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER)

SIGNATURE: 

NAME: RICHARD GRANT

POSITION: PARTNER

DATE: 14/04/2021

3. CHANGES IN RELEVANT INTERESTS

THE NATURE OF THE RELEVANT INTEREST THE SUBSTANTIAL HOLDER OR ITS ASSOCIATES HAD IN THE FOLLOWING VOTING SECURITIES ON THE DATE THE SUBSTANTIAL HOLDER BECAME A SUBSTANTIAL HOLDER ARE AS FOLLOWS:

| DATE OF CHANGE | PERSON WHOSE RELEVANT INTEREST CHANGED | NATURE OF CHANGE (6) | CONSIDERATION GIVEN IN RELATION TO CHANGE (7) | ORDINARY SHARES | PERSON'S VOTES AFFECTED |
|----------------|--|----------------------|---|-----------------|-------------------------|
| 23/04/2020 | Veritas Asset Management LLP | Buy | 14,965,239.13 | 598,454 | 6.53% |
| 24/04/2020 | Veritas Asset Management LLP | Buy | 15,388,297.11 | 618,701 | 6.66% |
| 05/05/2020 | Veritas Asset Management LLP | Buy | 4,269,942.90 | 162,000 | 6.69% |
| 12/05/2020 | Veritas Asset Management LLP | Buy | 2,271,996.28 | 85,600 | 6.71% |
| 19/05/2020 | Veritas Asset Management LLP | Buy | 1,359,748.68 | 50,000 | 6.72% |
| 21/05/2020 | Veritas Asset Management LLP | Sell | 1,958,718.45 | 71,300 | 6.70% |

| DATE OF CHANGE | PERSON WHOSE RELEVANT INTEREST CHANGED | NATURE OF CHANGE (6) | CONSIDERATION GIVEN IN RELATION TO CHANGE (7) | ORDINARY SHARES | PERSON'S VOTES AFFECTED |
|----------------|--|----------------------|---|-----------------|-------------------------|
| 29/05/2020 | Veritas Asset Management LLP | Sell | 1,145,846.77 | 40,300 | 6.69% |
| 25/06/2020 | Veritas Asset Management LLP | Sell | 8,146,577.34 | 268,598 | 6.64% |
| 29/06/2020 | Veritas Asset Management LLP | Buy | 1,710,982.92 | 56,700 | 6.65% |
| 30/06/2020 | Veritas Asset Management LLP | Sell | 1,446,648.25 | 47,470 | 6.64% |
| 07/07/2020 | Veritas Asset Management LLP | Sell | 17,036,424.00 | 543,600 | 6.53% |
| 15/07/2020 | Veritas Asset Management LLP | Sell | 1,400,706.02 | 44,800 | 6.52% |
| 22/07/2020 | Veritas Asset Management LLP | Sell | 762,015.19 | 23,600 | 6.51% |
| 03/08/2020 | Veritas Asset Management LLP | Sell | 1,073,622.35 | 33,100 | 6.50% |
| 26/08/2020 | Veritas Asset Management LLP | Buy | 14,489,737.04 | 413,284 | 6.57% |
| 31/08/2020 | Veritas Asset Management LLP | Buy | 5,820,078.00 | 179,300 | 6.61% |
| 04/09/2020 | Veritas Asset Management LLP | Buy | 3,745,449.72 | 114,598 | 6.64% |
| 04/09/2020 | Veritas Asset Management LLP | Sell | 2,761,435.75 | 84,854 | 6.62% |
| 16/09/2020 | Veritas Asset Management LLP | Sell | 535,924.99 | 16,500 | 6.60% |


| DATE OF CHANGE | PERSON WHOSE RELEVANT INTEREST CHANGED | NATURE OF CHANGE (6) | CONSIDERATION GIVEN IN RELATION TO CHANGE (7) | ORDINARY SHARES | PERSON'S VOTES AFFECTED |
|----------------|--|----------------------|---|-----------------|-------------------------|
| 23/09/2020 | Veritas Asset Management LLP | Sell | 14,538,043.38 | 429,900 | 6.51% |
| 30/09/2020 | Veritas Asset Management LLP | Sell | 1,274,956.41 | 38,300 | 6.50% |
| 14/10/2020 | Veritas Asset Management LLP | Sell | 4,022,817.56 | 113,300 | 6.48% |
| 19/10/2020 | Veritas Asset Management LLP | Sell | 5,825,806.38 | 158,600 | 6.44% |
| 26/10/2020 | Veritas Asset Management LLP | Sell | 2,803,934.81 | 77,100 | 6.43% |
| 26/10/2020 | Veritas Asset Management LLP | Buy | 2,653,306.49 | 73,000 | 6.44% |
| 28/10/2020 | Veritas Asset Management LLP | Buy | 3,090,877.44 | 86,241 | 6.46% |
| 28/10/2020 | Veritas Asset Management LLP | Sell | 524,908.15 | 14,600 | 6.46% |
| 10/11/2020 | Veritas Asset Management LLP | Buy | 1,318,772.02 | 37,600 | 6.46% |
| 12/11/2020 | Veritas Asset Management LLP | Sell | 3,655,508.05 | 106,800 | 6.44% |
| 17/11/2020 | Veritas Asset Management LLP | Sell | 5,750,009.29 | 168,011 | 6.41% |
| 17/11/2020 | Veritas Asset Management LLP | Sell | 163,898.76 | 4,789 | 6.41% |
| 26/11/2020 | Veritas Asset Management LLP | Buy | 1,002,820.51 | 30,200 | 6.41% |

| DATE OF CHANGE | PERSON WHOSE RELEVANT INTEREST CHANGED | NATURE OF CHANGE (6) | CONSIDERATION GIVEN IN RELATION TO CHANGE (7) | ORDINARY SHARES | PERSON'S VOTES AFFECTED |
|----------------|--|----------------------|---|-----------------|-------------------------|
| 01/12/2020 | Veritas Asset Management LLP | Sell | 10,590,327.25 | 318,600 | 6.34% |
| 02/12/2020 | Veritas Asset Management LLP | Sell | 12,684,137.39 | 382,499 | 6.26% |
| 03/12/2020 | Veritas Asset Management LLP | Sell | 10,485,089.30 | 317,966 | 6.20% |
| 04/12/2020 | Veritas Asset Management LLP | Sell | 17,089,432.41 | 526,133 | 6.09% |
| 07/12/2020 | Veritas Asset Management LLP | Sell | 17,766,906.22 | 557,499 | 5.97% |
| 08/12/2020 | Veritas Asset Management LLP | Sell | 5,722,623.90 | 178,903 | 5.93% |
| 11/12/2020 | Veritas Asset Management LLP | Buy | 3,632,445.61 | 110,700 | 5.96% |
| 17/12/2020 | Veritas Asset Management LLP | Sell | 741,087.02 | 22,300 | 5.95% |
| 14/01/2021 | Veritas Asset Management LLP | Buy | 581,272.09 | 17,200 | 5.95% |
| 15/01/2021 | Veritas Asset Management LLP | Sell | 2,259,526.41 | 66,900 | 5.94% |
| 27/01/2021 | Veritas Asset Management LLP | Sell | 13,633,642.53 | 399,833 | 5.86% |
| 04/02/2021 | Veritas Asset Management LLP | Sell | 481,291.24 | 13,616 | 5.85% |
| 05/02/2021 | Veritas Asset Management LLP | Sell | 79,922.24 | 2,237 | 5.85% |

| DATE OF CHANGE | PERSON WHOSE RELEVANT INTEREST CHANGED | NATURE OF CHANGE (6) | CONSIDERATION GIVEN IN RELATION TO CHANGE (7) | ORDINARY SHARES | PERSON'S VOTES AFFECTED |
|----------------|--|----------------------|---|-----------------|-------------------------|
| 08/02/2021 | Veritas Asset Management LLP | Sell | 2,807,719.88 | 81,138 | 5.84% |
| 09/02/2021 | Veritas Asset Management LLP | Sell | 3,105,293.39 | 90,044 | 5.82% |
| 10/02/2021 | Veritas Asset Management LLP | Sell | 4,588,962.10 | 133,800 | 5.79% |
| 11/02/2021 | Veritas Asset Management | Sell | 6,514,169.75 | 189,937 | 5.75% |
| 12/02/2021 | Veritas Asset Management LLP | Sell | 1,902,785.28 | 55,566 | 5.74% |
| 15/02/2021 | Veritas Asset Management LLP | Sell | 3,431,020.85 | 100,073 | 5.72% |
| 16/02/2021 | Veritas Asset Management LLP | Sell | 5,483,397.44 | 160,366 | 5.68% |
| 17/02/2021 | Veritas Asset Management LLP | Sell | 3,774,169.96 | 112,554 | 5.66% |
| 18/02/2021 | Veritas Asset Management LLP | Sell | 6,371,858.74 | 187,746 | 5.62% |
| 19/02/2021 | Veritas Asset Management LLP | Sell | 3,522,673.70 | 102,926 | 5.60% |
| 22/02/2021 | Veritas Asset Management LLP | Sell | 5,901,617.30 | 176,364 | 5.56% |
| 02/03/2021 | Veritas Asset Management LLP | Sell | 1,821,411.46 | 57,200 | 5.55% |
| 24/03/2021 | Veritas Asset Management LLP | Sell | 1,435,971.08 | 41,000 | 5.54% |

| DATE OF CHANGE | PERSON WHOSE RELEVANT INTEREST CHANGED | NATURE OF CHANGE (6) | CONSIDERATION GIVEN IN RELATION TO CHANGE (7) | ORDINARY SHARES | PERSON'S VOTES AFFECTED |
|----------------|--|----------------------|---|-----------------|-------------------------|
| 30/03/2021 | Veritas Asset Management LLP | Buy | 6,553,021.40 | 185,638 | 5.58% |
| 14/04/2021 | Veritas Asset Management LLP | Sell | 82,379,928.96 | 2,278,206 | 5.10% |

THIS IS ANNEXURE "C" OF 2 PAGES REFERRED TO IN ASIC FORM 604 (NOTICE OF INITIAL SUBSTANTIAL HOLDER)

SIGNATURE: 

NAME: RICHARD GRANT

POSITION: PARTNER

DATE: 14/04/2021

4. PRESENT RELEVANT INTEREST

THE PERSONS REGISTERED AS HOLDERS OF THE SECURITIES REFERRED TO IN ANNEXURE B ARE AS FOLLOWS:

| HOLDER OF RELEVANT INTEREST | REGISTERED HOLDER OF SECURITIES | PERSON ENTITLED TO BE REGISTERED AS HOLDER | ORDINARY SHARES AND QUANTITY |
|------------------------------|--|--|------------------------------|
| Veritas Asset Management LLP | BBH Veritas Global Focus FD | Veritas Asset Management LLP | 4,190,297 |
| Veritas Asset Management LLP | BBHTSIL Veritas Global EQTY Income | Veritas Asset Management LLP | 438,464 |
| Veritas Asset Management LLP | BBHTSIL Veritas Global Focus CCF | Veritas Asset Management LLP | 1,423,740 |
| Veritas Asset Management LLP | BBHTSIL Veritas Global Real RTN FD | Veritas Asset Management LLP | 415,965 |
| Veritas Asset Management LLP | BBHTSIL Veritas Izoard Fund | Veritas Asset Management LLP | 89,478 |
| Veritas Asset Management LLP | BNP Paribas Securities Services (Luxembourg) | Veritas Asset Management LLP | 132,498 |
| Veritas Asset Management LLP | BNP Paribas Securities Services (UK) | Veritas Asset Management LLP | 1,314,501 |
| Veritas Asset Management LLP | Citibank N.A. (Jersey) | Veritas Asset Management LLP | 1,940,665 |
| Veritas Asset Management LLP | JP Morgan Chase Bank N.A. | Veritas Asset Management LLP | 1,945,498 |
| Veritas Asset Management LLP | Northern Trust Global Services Limited | Veritas Asset Management LLP | 4,968,020 |

| HOLDER OF RELEVANT INTEREST | REGISTERED HOLDER OF SECURITIES | PERSON ENTITLED TO BE REGISTERED AS HOLDER | ORDINARY SHARES AND QUANTITY |
|------------------------------|--|--|------------------------------|
| Veritas Asset Management LLP | State Street | Veritas Asset Management LLP | 5,776,079 |
| Veritas Asset Management LLP | The Bank of New York Corporation | Veritas Asset Management LLP | 1,609,349 |
| Veritas Asset Management LLP | CIBC Mellon Global Securities Services Company | Veritas Asset Management LLP | 144,336 |
| | TOTAL | | 24,388,890 |