

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	SONIC HEALTHCARE LIMITED
ABN	24 004 196 909

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	COLIN STEPHEN GOLDSCHMIDT
Date of last notice	23 September 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Ordinary shares in Sonic Healthcare Limited are held in the Sonic Healthcare Employee Share Trust ("SHEST")
Date of change	17 November 2016 - 18 November 2016

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p><u>Direct</u> 626,534 Sonic Healthcare Limited ordinary shares</p> <p>434,084 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2011, expiring 18 November 2017; exercisable at \$11.43 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>397,894 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2011, expiring 18 November 2018; exercisable at \$11.43 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>44,094 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2011, expiring 18 November 2018 with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan having satisfied performance criteria</p> <p>504,887 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2014 and will vest on 27 November 2017, subject to performance criteria over period 1 July 2014 to 30 June 2017; exercisable at \$17.32 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>71,564 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2014 and will vest on 27 November 2017, subject to performance criteria over period 1 July 2014 to 30 June 2017, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>548,404 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2015 and will vest on 20 November 2018, subject to performance criteria over period 1 July 2015 to 30 June 2018; exercisable at \$19.41 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>65,774 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2015 and will vest on 20 November 2018, subject to performance criteria over period 1 July 2015 to 30 June 2018, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p><u>Indirect</u> 30,243 Sonic Healthcare Limited ordinary shares held by CPU Share Plans Pty Limited atf SHEST.</p>
Class	Fully paid ordinary shares in Sonic Healthcare Limited

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Number acquired	<ul style="list-style-type: none">• 464,659 unlisted options over ordinary shares in Sonic Healthcare Limited, will vest on 17 November 2019 subject to performance criteria over period 1 July 2016 to 30 June 2019; exercisable at \$21.62 each under the Sonic Healthcare Limited Employee Option Plan• 60,822 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, will vest on 17 November 2019 subject to performance criteria over period 1 July 2016 to 30 June 2019, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan• 44,094 Sonic Healthcare Limited shares issued from the exercise of performance rights under the Sonic Healthcare Limited Performance Rights Plan having satisfied performance criteria.
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

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No. of securities held after change	<p><u>Direct</u> 626,534 Sonic Healthcare Limited ordinary shares</p> <p>434,084 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2011, expiring 18 November 2017; exercisable at \$11.43 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>397,894 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2011, expiring 18 November 2018; exercisable at \$11.43 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>504,887 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2014 and will vest on 27 November 2017, subject to performance criteria over period 1 July 2014 to 30 June 2017; exercisable at \$17.32 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>71,564 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2014 and will vest on 27 November 2017, subject to performance criteria over period 1 July 2014 to 30 June 2017, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>548,404 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2015 and will vest on 20 November 2018, subject to performance criteria over period 1 July 2015 to 30 June 2018; exercisable at \$19.41 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>65,774 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2015 and will vest on 20 November 2018, subject to performance criteria over period 1 July 2015 to 30 June 2018, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>464,659 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2016 and will vest on 17 November 2019, subject to performance criteria over period 1 July 2016 to 30 June 2019; exercisable at \$21.62 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>60,822 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2016 and will vest on 17 November 2019 subject to performance criteria over period 1 July 2016 to 30 June 2019, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p><u>Indirect</u> 74,337 Sonic Healthcare Limited ordinary shares held by CPU Share Plans Pty Limited atf SHEST.</p>
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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<ul style="list-style-type: none"> • Issue of options under the Sonic Healthcare Limited Employee Option Plan and issue of performance rights under the Sonic Healthcare Limited Performance Rights Plan on 17 November 2016, approved by shareholders at the 2016 AGM. • 44,094 shares issued from the exercise of performance rights on 18 November 2016 were issued to SHEST on 18 November 2016.
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.