

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme: **HEALTHSCOPE LIMITED**

ACN/ARSN **144 840 639**

1. Details of substantial shareholder

Name **Deutsche Bank AG and its related bodies corporate (together, the "Deutsche Bank Group")**

ACN/ARSN (if applicable) **064 165 162**

There was a change in the interests of the substantial holder on **26 November 2018**

The previous notice was given to the company on **21 November 2018**

The previous notice was dated **19 November 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	90,619,344	5.20%	108,266,747	6.22%

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
----------------	--	----------------------	---	---	-------------------------

Refer to Schedule 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 (Ordinary shares)	Person's Votes
Deutsche Bank AG, Sydney Branch	Bainpro Nominees Pty Ltd	Deutsche Bank AG, Sydney Branch	Power to dispose of, or control the exercise of a power to dispose of, the securities held in capacity as principal	34,253,600	34,253,600
	Unknown			63,364,209	63,364,209
			Deutsche Bank AG, Sydney Branch has a deemed relevant interest under s608(3)(a) of the Corporations Act 2001 through its 49.9% shareholding in Craigs Investment Partners Ltd. Craigs Investment Partners Ltd has the power to dispose of or control the exercise of a power to dispose of, the securities held in the capacity as investment manager.	101,570	101,570
			Deutsche Bank AG, Sydney Branch has a deemed relevant interest under s608(3)(a) of the Corporations Act 2001 through its 49.9% shareholding in Craigs Investment Partners Ltd. For the purposes of this notice, Craigs Investment Partners Limited has a deemed relevant interest under s608(3)(b) of the Corporations Act 2001 through its 50% shareholding in Wilsons Holding Company Pty Ltd. Wilsons Holding Company Pty Ltd. has the power to dispose of or control the exercise of a power to dispose of, the securities held in the capacity as investment manager.	11,826	11,826

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 (Ordinary shares)	Person's Votes
Deutsche Asset Management (UK) Limited	Statestreet Bank Luxembourg	Deutsche Asset Management (UK) Limited	Power to dispose of, or control the exercise of a power to dispose of, the securities held in capacity as investment manager	1,178,817	1,178,817
Deutsche Asset Management S.A.		Deutsche Asset Management S.A.	Power to exercise, or control the exercise of, the voting rights of the securities held in capacity as investment manager		
Deutsche Bank AG London	Unknown	Deutsche Bank AG London	Power to dispose of, or control the exercise of a power to dispose of, the securities held pursuant to securities lending agreements Refer to Schedule 2	8,000,000	8,000,000
			Power to exercise, or control the exercise of, the voting rights and/or disposal of the securities held in capacity as principal	535,068	535,068
DWS International GmbH	Unknown	DWS International GmbH	Power to dispose of, or control the exercise of a power to dispose of, the securities held in capacity as investment manager	98,126	98,126
Deutsche Investment Management Americas Inc.	Unknown	Deutsche Investment Management Americas Inc.	Power to exercise, or control the exercise of, the voting rights of the securities held in capacity as investment manager	20,973	20,973
DBX Advisors LLC	Unknown	DBX Advisors LLC	Power to dispose of, or control the exercise of a power to dispose of, the securities held in capacity as investment manager	702,558	702,558

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
N/A	

6. Addresses

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

Name	Address
Deutsche Bank AG, Sydney Branch	Level 16, Deutsche Bank Place, Corner Hunter and Philip Street, Sydney, NSW, Australia 2000
Bainpro Nominees Pty Ltd	Level 16, Deutsche Bank Place, Corner Hunter and Philip Street, Sydney, NSW, Australia 2000
Deutsche Asset Management (UK) Limited	Winchester House, 1 Great Winchester Street, London, Great Britain EC2N 2DB
Deutsche Asset Management S.A.	2, Boulevard Konrad Adenauer, Luxembourg 1115, Luxembourg
Deutsche Bank AG, London Branch	Winchester House, 1 Great Winchester Street, London, Great Britain EC2N 2DB
Deutsche Investment Management Americas Inc.	1209 Orange Street, Corporation Trust Center, Wilmington, Delaware, United States 19801
DBX Advisors LLC	1209 Orange Street, Corporation Trust Center, Wilmington, Delaware, United States 19801
DWS International GmbH	Mainzer Landstraße 11-17, Frankfurt / 60329, Hessen, Germany



Signature

Name Harsha Narashimha

Deutsche Bank AG, Hong Kong Branch

28 November 2018

Date of change	Holder of relevant interest	Nature of change	Consideration given in relation to change	Number of securities affected	Person's votes affected
20/11/2018	Deutsche Asset Management S.A.	Buy	2.34	877	877
20/11/2018	Deutsche Bank AG, London Branch	Buy	2.34	11	11
20/11/2018	Deutsche Bank AG, London Branch	Sell	2.34	-11	-11
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	1,320	1,320
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	193,706	193,706
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-267,166	-267,166
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	527,313	527,313
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	9,398	9,398
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.35	-27,448	-27,448
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	27,448	27,448
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-15,720	-15,720
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	316,396	316,396
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-271,851	-271,851
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-200,889	-200,889
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	200,889	200,889
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	139,515	139,515
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-139,515	-139,515
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	77,018	77,018
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-77,018	-77,018
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-240,033	-240,033
20/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-193,706	-193,706
20/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.34	216,533	216,533
21/11/2018	Deutsche Asset Management S.A.	Buy	2.26	3,508	3,508
21/11/2018	Deutsche Asset Management S.A.	Sell	2.26	-3,508	-3,508
21/11/2018	Deutsche Bank AG, London Branch	Sell	2.26	-15,110	-15,110
21/11/2018	Deutsche Bank AG, London Branch	Buy	2.26	29,638	29,638
21/11/2018	Deutsche Bank AG, London Branch	Sell	2.26	-29,638	-29,638
21/11/2018	Deutsche Bank AG, London Branch	Stock borrow from Citi Bank (Refer to Schedule 2)	N/A	8,000,000	8,000,000
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	5,031,665	5,031,665
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	68,958	68,958
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	13,506	13,506
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	502,896	502,896
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.34	-2,896	-2,896
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.30	-19,110	-19,110
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	18,715	18,715
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.26	-2,000	-2,000
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.31	2,000	2,000
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	489,665	489,665
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.26	-404,512	-404,512
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.32	724	724
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.27	-151,023	-151,023
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	150,299	150,299
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.28	-14,556	-14,556
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	14,556	14,556
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	68,958	68,958
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.26	-68,958	-68,958
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.26	-41,633	-41,633
21/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.26	-150,299	-150,299
21/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	9,725	9,725
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.27	-8,380	-8,380
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.28	-31,902	-31,902
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.26	6,856	6,856
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	31,826	31,826
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.28	-36,352	-36,352
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.28	-57,284	-57,284
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	374,765	374,765
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.28	-322,292	-322,292
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	1.93	-1	-1
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	1.93	1	1
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.28	-147,484	-147,484
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	147,484	147,484
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.27	-40,222	-40,222
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	40,222	40,222
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.27	-3,311	-3,311
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.27	3,311	3,311
22/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.28	19,313	19,313
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.27	-42,930	-42,930
22/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.27	-165,432	-165,432
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.24	2,498,256	2,498,256
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.24	-90,752	-90,752
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.25	-128,869	-128,869
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.24	30,992	30,992
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.24	50,000	50,000
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.24	-57,977	-57,977
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.24	37,083	37,083
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.24	-197,785	-197,785
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.25	189,220	189,220
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.25	-190,934	-190,934
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.23	190,934	190,934
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.23	42,276	42,276
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.23	-42,276	-42,276
23/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.23	42,276	42,276
23/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.23	-190,934	-190,934
26/11/2018	Deutsche Bank AG, London Branch	Sell	2.21	-236	-236
26/11/2018	Deutsche Bank AG, London Branch	Buy	2.20	30,997	30,997
26/11/2018	Deutsche Bank AG, London Branch	Buy	2.21	170,000	170,000
26/11/2018	Deutsche Bank AG, London Branch	Sell	2.20	-30,997	-30,997
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.20	1,069,434	1,069,434
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.20	-1,027	-1,027
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.21	-38,410	-38,410
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.21	796,561	796,561
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.22	19,640	19,640

Schedule 1

Date of change	Holder of relevant interest	Nature of change	Consideration given in relation to change	Number of securities affected	Person's votes affected
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.20	-2,800	-2,800
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.21	5,804	5,804
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.22	-5,804	-5,804
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.21	-252,499	-252,499
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.21	102,120	102,120
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.20	-9,987	-9,987
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.21	4,772	4,772
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.21	-180,681	-180,681
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.20	180,681	180,681
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.20	242,181	242,181
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.20	-242,181	-242,181
26/11/2018	Deutsche Bank AG, Sydney Branch	Sell	2.20	-180,681	-180,681
26/11/2018	Deutsche Bank AG, Sydney Branch	Buy	2.20	242,181	242,181

Schedule 2

Type of Agreement:	Securities Lending Agreement
Parties to Agreement:	(1) Deutsche Bank AG, London Branch (2) CITIBANK
Transfer date:	From 20 November 2018 to 26 November 2018
Holder of voting rights:	Registered holder
Are there any restrictions on voting rights:	No
If yes, detail:	N/A
Scheduled return date (if any):	None (subject to the terms of the relevant loan)
Does the borrower have the right to return early:	Yes
If yes, detail:	The borrower has the right to return at any time (subject to the terms of the relevant loan)
Does the lender have the right to recall early:	Yes
If yes, detail:	The lender has the right to recall at any time (subject to the terms of the relevant loan)
Will the securities be returned on settlement:	Yes
If yes, detail any exceptions:	N/A