

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 **12 April 2019**

The previous notice was given to the company on **12 April 2019**

The previous notice was dated **10 April 2019**

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	236,990,830	13.61%	267,555,696	15.37%

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	27,233,560	27,233,560
	Unknown			182,685,723	182,685,723
		Unknown	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.	98,610	98,610
			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
DWS Investment S.A.	Statestreet Bank Luxembourg	DWS Investment S.A.	Power to exercise, or control the exercise of, the voting rights of the securities held in capacity as investment manager	121,360	121,360
Deutsche Bank AG, London Branch	Deutsche Bank AG, London Branch	Deutsche Bank AG, London Branch	Power to exercise, or control the exercise of, the voting rights and/or disposal of the securities held in capacity as principal	1,256,319	1,256,319
	Unknown		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	56,000,000	56,000,000
DWS International GmbH	J.P. Morgan	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	113,691	113,691
DWS Investment Management Americas, Inc.	The Northern Trust Company, London	DWS Investment Management Americas, Inc.	Power to dispose of, or control the exercise of a power to dispose of, the securities held in capacity as investment manager	10,316	10,316
DBX Advisors LLC	Bank of New York Mellon	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	24,291	24,291

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
DWS Investment 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
DWS 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: Ajoy Kumar Cherian Joy

Deutsche Bank AG, Hong Kong Branch

16 April 2019

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
11/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.44	25,984	25,984
11/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	14,524	14,524
11/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.44	-48,064	-48,064
11/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	176,190	176,190
11/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.44	-8,503	-8,503
11/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.44	8,503	8,503
11/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.44	-50,745	-50,745
11/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.44	50,745	50,745
11/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.44	-8,503	-8,503
11/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.44	-50,745	-50,745
12/04/2019	Deutsche Bank AG, London Branch	Stock borrow from Citi Bank	N/A	30,000,000	30,000,000
12/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.44	186,368	186,368
12/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.44	-48,064	-48,064
12/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	200,646	200,646
12/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	140,375	140,375
12/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.45	-140,375	-140,375
12/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	24,456	24,456
12/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.45	-24,456	-24,456
12/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	140,375	140,375
12/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.45	-23,845	-23,845

Schedule 2

Type of Agreement:	Securities Lending Agreement
Parties to Agreement:	(1) Deutsche Bank AG, London Branch (2) CITIBANK
Transfer date:	12 April 2019
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