

**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 **18 April 2019**

The previous notice was given to the company on **18 April 2019**

The previous notice was dated **16 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	241,666,611	13.88%	272,400,380	15.64%

**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	29,241,269	29,241,269
	Unknown			185,521,367	185,521,367
		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.	13,157	13,157

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



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**Signature**

Name: Ajoy Kumar Cherian Joy

Deutsche Bank AG, Hong Kong Branch

24 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 affected
17/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-83,213	-83,213
17/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-20,681	-20,681
17/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-14,383	-14,383
17/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-14,383	-14,383
17/04/2019	Deutsche Bank AG, London Branch	SELL	2.45	-11,241	-11,241
17/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-5,501	-5,501
17/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-1,309	-1,309
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.46	5	5
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.46	5,501	5,501
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	5,501	5,501
17/04/2019	Deutsche Bank AG, London Branch	BUY	2.45	11,241	11,241
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.46	14,383	14,383
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	84,522	84,522
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	87,421	87,421
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.46	94,361	94,361
17/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	767,548	767,548
18/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.45	-92,780	-92,780
18/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-79,897	-79,897
18/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-24,522	-24,522
18/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-738	-738
18/04/2019	Deutsche Bank AG, Sydney Branch	SELL	2.46	-5	-5
18/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.46	24,522	24,522
18/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	24,522	24,522
18/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.46	92,780	92,780
18/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	117,285	117,285
18/04/2019	Deutsche Bank AG, Sydney Branch	BUY	2.45	3,752,830	3,752,830
18/04/2019	Deutsche Bank AG, London Branch	Stock borrow from Citi Bank (Refer to Schedule 2)	N/A	26,000,000	26,000,000

## Schedule 2

Type of Agreement:	Securities Lending Agreement
Parties to Agreement:	(1) Deutsche Bank AG, London Branch (2) CITIBANK
Transfer date:	From: 17 April 2019 To: 18 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