



## SHAREHOLDERS VOTE IN FAVOUR OF SCHEME AND CAPITAL RETURN

22 MAY 2019

Healthscope Limited (“Healthscope”) today announced that shareholders have voted in favour of:

- the scheme of arrangement under which an entity controlled by Brookfield Business Partners and its institutional partners (“Brookfield”) will acquire all of the shares in Healthscope (“Scheme”); and
- the capital return to be paid by Healthscope (subject to certain conditions) in connection with the simultaneous takeover offer proposed by Brookfield (“Capital Return”).<sup>1</sup>

### Voting results for the Scheme

Healthscope advises that the resolution to approve the Scheme, as set out in the Notice of Scheme Meeting dated 16 April 2019, was passed by the requisite majorities of shareholders with:

- > 50% of Healthscope shareholders present and voting (in person or by proxy) in favour of the resolution; and
- > 75% of votes cast in favour of the resolution.

The total number of valid proxies received and votes cast in respect of the resolution are shown on the page attached.

### Voting results for the Capital Return

Healthscope advises that the resolution to approve the Capital Return, as set out in the Notice of Extraordinary General Meeting dated 16 April 2019, was passed by the requisite majority of shareholders with more than 50% of votes cast in favour of the resolution.

The total number of valid proxies received and votes cast in respect of the resolution are shown on the page attached.

### Scheme consideration

Healthscope has applied to the Federal Court of Australia for approval of the Scheme at a hearing scheduled for Friday, 24 May 2019. If the Scheme is approved by the Court, Healthscope shareholders on the share register on the scheme record date (being 7.00pm on Thursday, 30 May 2019) will be entitled to receive the scheme cash consideration of \$2.465 per share.<sup>2</sup> The cash consideration will be paid on Thursday, 6 June 2019.

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<sup>1</sup> As set out in the Transaction Booklet dated 16 April 2019, the Capital Return will not be paid if the Scheme is approved by the Court.

<sup>2</sup> Based on the indicative outcome of scrip elections, no scrip consideration will be issued. See Healthscope’s ASX announcement dated 14 May 2019 for further information.

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## Timetable

<b>Second Court Date</b> Court hearing to approve the Scheme	Friday, 24 May 2019
<b>Effective Date</b> Court order to be lodged with the Australian Securities and Investments Commission Trading in Healthscope shares on ASX suspended from close of trading	Friday, 24 May 2019
<b>Scheme Record Date</b> (for determining entitlements to Scheme consideration)	7.00pm on Thursday, 30 May 2019
<b>Implementation Date</b> Payment of Scheme consideration	Thursday, 6 June 2019

All dates above are subject to Court approval. Any changes to the above timetable will be announced by Healthscope on ASX.

## Further enquiries:

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## About Healthscope

Healthscope (ticker: HSO) is a leading private healthcare provider with 43 private hospitals in Australia and pathology operations across New Zealand.

Healthscope has a team of 18,000 people and 17,500 Accredited Medical Practitioners, providing care to patients ranging from pathology tests to complex surgery.

We place the highest priority on quality clinical outcomes, transparency of reporting and elevating the overall patient experience. Healthscope was the first private hospital operator in Australia to report performance against quality and clinical outcome metrics publicly, just one part of our program to maintain and continually improve our high standards.

**Healthscope Limited  
Scheme Meeting  
Wednesday, 22 May 2019  
Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details	Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll			Resolution Result
	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	
1 Approve the Scheme of Arrangement	1,077,733,135 99.68%	761,401 0.07%	2,680,988 0.25%	478,404	1,081,697,151 99.93%	771,401 0.07%	478,404	Carried / Not Carried Carried
					Number of shareholders voting on the poll			
					For	Against	Abstain*	
					3,516 96.59%	124 3.41%	23	

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

**Healthscope Limited**  
**2019 Extraordinary General Meeting**  
**Wednesday, 22 May 2019**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Approve the Capital Return	Ordinary	1,059,439,398 99.06%	7,284,681 0.68%	2,804,738 0.26%	448,637	1,063,537,164 99.32%	7,284,681 0.68%	448,637	Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.