

# Form 604

Corporations Law  
Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme **JAPARA HEALTHCARE LIMITED**

ACN/ARSN **168 631 052**

### 1. Details of substantial holder

Name **UBS Group AG and its related bodies corporate**

ACN/ARSN (if applicable): \_\_\_\_\_

There was a change in the interests of the substantial holder on **6 January 2015**

The previous notice was given to the company on **7 January 2015**

### 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	19,629,664	7.46%	16,033,639	6.10%

### 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
Please see Appendix B.					

### 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 holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	20,218 Ordinary	20,218
UBS Global Asset Management (Australia) Ltd	Various Custodians	UBS Global Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	441,900 Ordinary	441,900

UBS AG, London Branch	Various Custodians	UBS AG, London Branch	Beneficial Owner	156 Ordinary	156
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	8,775,000 Ordinary	8,775,000
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	2,871,835 Ordinary	2,871,835
	N/A	UBS Securities Australia Ltd	Beneficial Owner	200,000 Options	200,000
UBS AG, Australia Branch	UBS Nominees Pty Ltd	UBS AG, Australia Branch	Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement (see Appendix A)	3,724,530 Ordinary	3,724,530

## 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	N/A

## 6. Addresses

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

Name	Address
Details of all UBS offices can be found through the following link: <a href="http://apps2.ubs.com/locationfinder/">http://apps2.ubs.com/locationfinder/</a>	

## SIGNATURE

Print Name: Chandrachud Giriappa

Capacity: Authorised signatory

Sign Here:

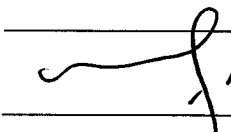


Date: 8 January 2015

Print Name: Wuen-Yi Toh

Capacity: Authorised signatory

Sign Here:



Date: 8 January 2015

Contact details for this notice:

Wuen-Yi Toh  
Compliance Operations  
(T) +65 6495 4535  
(F) +65 6495 2699

Holder of relevant interest	UBS Securities Australia Ltd	UBS AG, Australia Branch
Type of agreement	Securities Lending Agreement	Prime Brokerage Agreement
Parties to agreement	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited  (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")  (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Securities Australia Limited	UBS AG
Are there any restrictions on voting rights?	Please refer to the details below.	Please refer to the details below.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	Since all right and title in the securities passes to the transferee (i.e. UBS AG), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).
Scheduled return date (if any)	None, subject to the terms of the relevant loan.	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.	Yes.
If yes, detail	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.	The borrower (i.e. UBS AG) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.	Yes.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.
Will the securities be returned on settlement?	Yes.	Yes.
If yes, detail any exceptions	None.	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

**Securities Lending Agreement - UBS AG, Australia Branch / UBS Securities Australia Limited**

<b>Parties to agreement</b>	<b>Transfer date</b>
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 16 October 2014 (ii) 20 October 2014 (iii) 3 December 2014 (iv) 2 January 2015
National Australia Bank Limited	(i) 20 October 2014 (ii) 21 October 2014 (iii) 5 January 2015 (iv) 6 January 2015

**Prime Brokerage Agreement - UBS AG, Australia Branch**

<b>Parties to agreement</b>	<b>Transfer date</b>
Regal Funds Management Pty Ltd as trustee and manager of Atlantic Absolute Return Fund	(i) 9 May 2014 (ii) 16 September 2014 (iii) 17 September 2014 (iv) 22 September 2014 (v) 23 September 2014 (vi) 6 January 2015
Regal Funds Management Pty Limited as trustee and manager of Tasman Market Neutral Fund	(i) 9 May 2014 (ii) 3 September 2014 (iii) 16 September 2014 (iv) 17 September 2014 (v) 15 December 2014 (vi) 16 December 2014
Regal Funds Management Pty Limited as manager and trustee for Regal Australian Long Short Equity Fund	(i) 9 May 2014 (ii) 15 December 2014 (iii) 23 December 2014
Regal Funds Management Pty Limited as trustee for Regal Australian Long Short Geared Equity Fund	(i) 9 May 2014

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Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
06-Jan-15	UBS Securities Australia Ltd	Sell	69,466	(34,660)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Sell	6,137	(3,062)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Buy	31,236	15,582	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Buy	66,014	32,900	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Sell	1,415	(706)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Buy	80	40	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Sell	4,974	(2,487)	Ordinary
06-Jan-15	UBS AG, Australia Branch	Stock received	N/A	46,368	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Stock borrowed	N/A	800,000	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Stock returned	N/A	(1,400,000)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Stock returned	N/A	(50,000)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Stock returned	N/A	(500,000)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Stock returned	N/A	(500,000)	Ordinary
06-Jan-15	UBS Securities Australia Ltd	Stock returned	N/A	(2,000,000)	Ordinary