

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme ESTIA HEALTH LIMITED ("Estia")

ACN/ARSN 160 986 201

1. Details of substantial holder (1)

Name ESTIA HEALTH LIMITED

ACN/ARSN (if applicable) 160 986 201

There was a change in the interests of the substantial holder on 22/02/2016

The previous notice was given to the company on 8/02/2016

The previous notice was dated 8/02/2016

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	22,999,111	12.24%	8,015,670	4.27%

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
22/02/2016	Estia	Release of escrow under the terms of the escrow deeds entered into between Estia and Aged Services Victoria Pty Ltd as trustee for The Heritage Lakes Trust, Nicson Investments Pty Ltd as trustee for The Yannopoulos Family Trust and Bernard Joseph Vella as trustee for the Green Hills Trust	Not applicable	14,983,441 Ordinary Shares	7.98%

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	Person's votes
Estia	Those holders listed in Annexure A	Those holders listed in Annexure A	Restriction on disposal of shares under voluntary escrow arrangements disclosed in Estia's prospectus dated 24 November 2014 gives Estia a technical "relevant interest" in its own shares under section 608(1)(c) of the Corporations Act. However, Estia has no right to acquire these shares or to control the voting rights attaching to these shares. Copies of the pro forma escrow deeds were attached to Estia's previous notice dated 8 December 2014.	8,015,670 Ordinary Shares	4.27%

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
Not applicable	Not applicable

6. Addresses

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

Name	Address
Estia	357 CAMBERWELL ROAD CAMBERWELL, VIC 3124
Holders listed in Annexure A	c/- 357 CAMBERWELL ROAD CAMBERWELL, VIC 3124

Signature

print name _____ capacity _____

sign here _____ date / / _____

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.

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- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
- (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Estia Health Limited (ACN 160 986 201)

Annexure A

This is Annexure A of 1 page, referred to in Form 604 – Notice of change of interests of substantial holder

	Registered Holder of Securities	Number of Ordinary Shares
1	Paul Gregersen	869,565
2	Goodlifeoz Pty Limited as trustee for the Grier Family Trust	258,620
3	Robert Noel Barlow and Norah Kathleen Barlow as trustees of The Kensington Trust	86,207
4	Grier Investments Pty Ltd as trustee for the Grier Family Superannuation Fund	43,478
5	Prue Mounsey	37,500
6	Glenn Hancock	25,000
7	Penelope Munn	25,000
8	Rachael Pulbrook	25,000
9	55 Eurobin Pty Ltd as trustee for 55 Eurobin Trust	14,000
10	John Emery Kennedy as trustee of the John Kennedy Testamentary Trust	1,771,042
11	Thomas Emery Kennedy as trustee of the Thomas Kennedy Testamentary Trust	1,806,463
12	Kennbros Pty Limited	1,416,834
13	John Emery Kennedy and Thomas Emery Kennedy as trustees of the Daniel Morris Kennedy Testamentary Trust	425,051
14	Mark Edward Kennedy as trustee for the Mark Kennedy Family Trust and Mark Edward Kennedy Testamentary Trust	1,211,910
	TOTAL	8,015,670