

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme The Company Secretary  
Vision Group Holdings Limited ("VGH")  
Ground Floor, 600 St Kilda Road  
MELBOURNE, VIC 3004  
Facsimile: (03) 8844 4099  
098 890 816

ACN/ARSN

Primary Health Care Limited (ACN 064 530 516) ("PRY") and each body corporate it controls listed in Annexure A, which includes Idameneo (No. 123) Pty Ltd ("IPL") (ACN 002 968 185)

### 1. Details of substantial holder(1)

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

There was a change in the interests of the substantial holder on

21/10/2010

The previous notice was given to the company on 21/10/2010

The previous notice was dated 21/10/2010

### 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 fully paid shares	3,896,951	5.362%	5,242,118	7.204%
* voting power percentage based on VGH shares on issue of 72,771,187				

### 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 are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7) (Disposal in brackets)	Class and number of securities affected	Person's votes affected
21-Oct-10	IPL	On-market purchase	\$0.2576	562,452	562,452
21-Oct-10	IPL	On-market sale	(\$0.2900)	(103,800)	103,800
21-Oct-10	IPL	On-market purchase	\$0.2659	886,515	886,515

### 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
1. IPL	IPL	IPL	Under s608(1)(a)	5,242,118	5,242,118
2. PRY	IPL	IPL	Under s608(1)(b) and (c) (PRY controls IPL)		

**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:

Name	Address
See Annexure A	

**Signature**

print name YVETTE CACHIA

capacity COMPANY SECRETARY

sign here

date 25/10/2010



## **ANNEXURE A**

### **Bodies Corporate controlled by Primary Health Care Limited**

Idameneo (No. 123) Pty Ltd  
Austrials Pty Ltd  
Digital Diagnostic Imaging Pty Ltd  
John R Elder Pty Ltd  
Idameneo (No. 124) Pty Ltd  
PHC (No. 01) Pty Limited  
PHC Nominees Pty Ltd  
Former SDS Pty Limited  
Abbott Pathology Pty Ltd  
Health Communication Network Limited  
Amokka Java Pty Limited  
Phoenix Medical Publishing Pty Ltd  
Idameneo (No. 789) Ltd  
Saftsal Pty Ltd  
Aksertel Pty Ltd  
Onosas Pty Ltd  
MGSF Pty Ltd  
PSCP Holdings Pty Ltd  
Wellness Holdings Pty Ltd  
PHC Healthcare Holdings Pty Ltd  
PHC Medical Centre Holdings Pty Ltd  
Sidameneo (No. 456) Pty Ltd  
Larches Pty Ltd  
Kelldale Pty Ltd  
Pacific Medical Centres Pty Ltd  
PHC Pathology Holdings Pty Ltd  
AME Medical Services Pty Ltd  
Gippsland Pathology Service Pty Ltd  
Jandale Pty Ltd  
Integrated Health Care Pty Ltd  
Queensland Specialist Services Pty Ltd  
PHC Pathology Holdings Asia Pty Ltd  
Specialist Diagnostic Services Pty Limited  
Queensland Medical Services Pty Ltd  
PHC Diagnostic Imaging Holdings Pty Ltd  
Brystow Pty Ltd  
Healthcare Imaging Services (WA) Pty Ltd  
Healthcare Imaging Services (SA) Pty Ltd  
Healthcare Imaging Services (Victoria) Pty Ltd  
Healthcare Imaging Services Pty Ltd  
Campbelltown MRI Pty Ltd  
Queensland Diagnostic Imaging Pty Ltd  
The Ward Corporation Pty Ltd  
ACN 008 103 599 Pty Ltd  
ACN 063 535 884 Pty Ltd  
ACN 063 535 955 Pty Ltd  
PHC Employee Share Acquisition Plan Pty Ltd  
PHC Finance (Australia) Pty Ltd  
Sumbrella Pty Ltd

The registered office address of each entity is Level 1, 30-38 Short Street Leichhardt NSW 2040.