



Healthscope

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Confirmation of issue of Healthscope Subordinated Notes II

28 March 2013

Healthscope Notes Limited (ACN 147 250 780) ("Healthscope") is pleased to confirm that the Healthscope Subordinated Notes II ("Notes II") were issued yesterday.

Notes II are expected to commence trading today on the Australian Securities Exchange (ASX) on a deferred settlement basis at approximately 12.00pm (Melbourne time) under the ASX code of "HLNGA".

The Notes II allocation policy is described in the attached newspaper advertisement that appears in today's The Australian, The Australian Financial Review, The Sydney Morning Herald and The Age.

Also attached is a statement of the top 20 largest holders of Notes II and a distribution schedule of the number of holders of the Notes II.

For further enquiries, please contact:

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IMPORTANT NOTICE TO ALL APPLICANTS UNDER THE HEALTHSCOPE SUBORDINATED NOTES II OFFER

Healthscope Notes Limited ACN 147 250 780 is pleased to announce that the offer of Healthscope Notes II ("Notes II") ("Offer") successfully closed on 26 March 2013, raising \$305 million. Through the Offer, 3.05 million Notes II have been issued at \$100 per Note II.

ALLOCATION POLICY

The Notes II allocation policy is described below.

- Securityholder Applicants under the Securityholder Offer have had their application scaled back having regard to the level of demand for the Offer. Securityholder Applicants have been allocated the following number of Notes II.

Number of Notes II applied for	Notes II allocated
50-100	100%
101-200	100 Notes II plus an additional 35% of Notes II applied for between 101 and 200
201-900	135 Notes II plus an additional 20% of Notes II applied for between 201 and 900
Above 900	275 Notes II plus an additional 12.16% of Notes II applied for above 900

- Allocations to Syndicate Brokers and Institutional Investors were determined pursuant to the Bookbuild
- Allocations to Broker Firm Applicants by a Syndicate Broker were at the discretion of that Syndicate Broker

Securityholder Applicants can obtain information about their allocation of Notes II by calling the Notes II Offer Information Line on the numbers provided below.

Broker Firm Applicants should confirm their allocation of Notes II with their Syndicate Broker.

Institutional Investors under the Institutional Offer have been individually advised of their allocations of Notes II by the Joint Lead Managers.

TRADING ON ASX

Notes II are expected to commence trading today, 28 March 2013, on the Australian Securities Exchange (ASX) on a deferred settlement basis at approximately 12.00pm (Melbourne time) under the ASX code of "HLNGA".

Trading of Notes II on a normal settlement basis is expected to commence on 4 April 2013.

All Applicants are responsible for confirming the number of Notes II allocated to them prior to selling any Notes II. Applicants who sell Notes II before receiving their Holding Statement or CHESS confirmation do so at their own risk (even if they obtained details of their holding from the Notes II Offer Information Line or their Syndicate Brokers).

HOLDING STATEMENTS AND REFUND CHEQUES

Holding Statements stating the number of Notes II issued to each successful Applicant (or CHESS confirmations, in the case of successful Applicants who are CHESS holders) are expected to be despatched by 3 April 2013. Any refund cheques are expected to be despatched on or around this date.

FURTHER INFORMATION

Applicants may call their Syndicate Broker or the Notes II Offer Information Line on 1300 387 249 (within Australia) or +61 3 9415 4061 (outside Australia) (Monday to Friday – 8.30am to 5.30pm Melbourne time) to confirm their Notes II allocation.

Unless otherwise defined, capitalised terms in this notice have the same meaning given to them in the Prospectus dated 12 March 2013. This notice is not an offer of securities.



www.HealthscopeNotesIIOffer.com

Top 20 Securityholder List – Healthscope Subordinated Notes II

	Investor	Numbers of Notes II	% of total Notes II
1	HSBC Custody Nominees (Australia) Limited <Euroclear Bank SA NV A/C>	1,479,000	48.49%
2	UBS Wealth Management Australia Nominees Pty Ltd	154,219	5.06%
3	HSBC Custody Nominees (Australia) Limited	101,492	3.33%
4	M F Custodians Ltd	42,470	1.39%
5	Citicorp Nominees Pty Limited	33,000	1.08%
6	J P Morgan Nominees Australia Limited	30,500	1.00%
7	Mr Chwee Lee Tan	30,000	0.98%
8	HSBC Custody Nominees (Australia) Limited – A/C 2	23,000	0.75%
9	Mr Julius Colman & Mrs Pamela Colman <Colman S/F A/C>	20,000	0.66%
10	Aust Executor Trustees SA Ltd <Tea Custodians Limited>	12,000	0.39%
11	Adziel Pty Limited	11,600	0.38%
12	Warbont Nominees Pty Ltd <Accumulation Entrepot A/C>	11,419	0.37%
13	Mrs Julie Michelle Bennett	10,500	0.34%
14	Accumulation Chess Entrepot	10,000	0.33%
15	Finot Pty Limited	10,000	0.33%
16	First NZ Capital Scrip Limited	10,000	0.33%
17	Sandhurst Trustees Ltd <Laminar A/C>	10,000	0.33%
18	UBS Nominees Pty Ltd	10,000	0.33%
19	Newnham Earthmoving Pty Ltd	9,000	0.30%
20	Idameneo (No 79) Nominees Pty Limited	8,655	0.28%
Top 20 Note II Holders		2,026,855	66.45%
Total number of Notes II on issue		3,050,000	100%

Distribution of Securityholders – Healthscope Subordinated Notes II

Ranges	Number of holders	Number of Notes II	% of total Notes II
1 to 1,000	1,719	503,163	16.5%
1,001 to 5,000	179	399,252	13.1%
5,001 to 10,000	24	188,385	6.2%
10,001 to 100,000	10	224,489	7.3%
100,001 and over	3	1,734,711	56.9%
Total	1935	3,050,000	100%