

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of Change of Interests of Substantial Holder**

To: LifeHealthcare Group Ltd  
ACN/ARSN:

**1. Details of substantial holder (s)**

Name: FMR LLC and the entities listed in Annexure A ("FMR")  
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	9 April 2014
The previous notice was given to the company on	9 April 2014
The previous notice was dated	9 April 2014

**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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Common Stock	2,425,993	5.71%	2,987,929	7.03%

**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)  US \$	Class and number of securities affected  Common Stock	Person's votes affected  Common Stock
4/8/2014	FMR	BUY	2.13	74,721	74,721
4/8/2014	FMR	BUY	2.13	200,279	200,279
4/9/2014	FMR	BUY	2.20	286,936	286,936
				<b>TOTAL BUYS</b>	<b>561,936</b>

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

**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:

N/A

**6. Addresses**

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

Refer to Annexure A

Sign Here *P. Alexander*  
11 April 2014  
Philip Alexander  
Manager, Regulatory Reporting

Duly authorized under Powers of Attorney by and on behalf of FMR LLC.

Annexure A

Name	Address	Registered Holder of Securities	Nature of Relevant Interest	Total
FIDELITY MANAGEMENT & RESEARCH COMPANY INC.	245 Summer Street, Boston, MA 02210	BROWN BROTHERS HARRIMAN AND CO	Investment Discretion/ Voting Power	10,000
FIDELITY MANAGEMENT & RESEARCH (U.K.) INC.	10 Paternoster Square, 4th Floor, London EC4M 7LS	JPMORGAN CHASE BANK	Investment Discretion/ Voting Power	1,151,317
FIDELITY MANAGEMENT & RESEARCH (JAPAN) INC.	4-3-1 Shiroyama JT Trust Tower, 20th Floor, Toranomon Minato-Ku, Tokyo, 105-6019, Japan	MELLON BANK NA (C)	Investment Discretion/ Voting Power	1,826,612