



Date: 28th August 2003

The Manager
Listings Department
Australian Stock Exchange Limited

Facsimile: 1900 999 279
No. of Pages (incl.): 4

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Law, AMP Limited hereby advises of a change in its relevant interest in Healthscope Limited.

The enclosed ASIC Form 604 discloses all required details.

Yours faithfully,

A handwritten signature in black ink, appearing to be "Richard Killalea". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Richard Killalea
Securities Management
BNP Paribas Securities Services
Tel: 61 2 9222 0037

**Form 604
Corporations Law
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **Healthscope Limited**

ACN/ARSN: 005 405 152

1. Details of substantial holder

Name: AMP Limited ACN 079 354 519 and its related bodies corporate.

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

25th August 2003
28-Apr-2003
22-Apr-2003

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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary Fully Paid	5,677,815.00	7.53%	5,821,700.00	6.43%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, relevant interests of the substantial holder or an associate in voting securities of the company 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	Consideration given in relation to change	Class and number of shares affected	Person's votes affected
20-May-2003 to 13-Aug-2003	AMP Life Limited	Share acquisition	\$109,683.00	Ordinary Shares 41,897	41,897
23-Apr-2003 to 18-Aug-2003	AMP Life Limited	Share disposal	\$1,351,835.66	Ordinary Shares 560,806	560,806
13-May-03	Asgard SMA No. 6	Share acquisition	\$358.18	Ordinary Shares 140	140
9-May-2003 to 18-Jun-2003	Cogent Nominees Pty Limited	Share acquisition	\$710,353.72	Ordinary Shares 289,638	289,638
23-Apr-2003 to 25-Aug-2003	Cogent Nominees Pty Limited	Share disposal	\$879,641.81	Ordinary Shares 331,197	331,197
2-May-2003 to 17-Jun-2003	Commonwealth Bank Superannuation Plan	Share acquisition	\$570,654.69	Ordinary Shares 231,743	231,743
6-Jul-2003 to 21-Aug-2003	Commonwealth Bank Superannuation Plan	Share disposal	\$661,612.80	Ordinary Shares 256,530	256,630
20-May-2003 to 6-Jun-2003	Dynamic Australia Fund	Share acquisition	\$3,018.48	Ordinary Shares 1,201	1,201
8-Jul-2003 to 10-Jul-2003	Dynamic Australia Fund	Share disposal	\$2,939.67	Ordinary Shares 1,201	1,201
25-Aug-03	Equisuper	Share disposal	\$393,944.66	Ordinary Shares 133,835	133,635
20-May-2003 to 6-Jun-2003	Government Employees Superannuation Board	Share acquisition	\$106,081.32	Ordinary Shares 42,198	42,198
9-Jul-2003 to 10-Jul-2003	Government Employees Superannuation Board	Share disposal	\$103,236.41	Ordinary Shares 42,198	42,198
23-Apr-03	Health Super Pty Ltd	Share disposal	\$6,861.91	Ordinary Shares 4,024	4,024
23-Jun-2003 to 25-Aug-2003	Local Authorities Superannuation Board	Share disposal	\$768,364.30	Ordinary Shares 285,379	285,379
23-Apr-2003 to 1-May-2003	One Steel Equities	Share disposal	\$23,010.24	Ordinary Shares 9,199	9,199
20-May-2003 to 6-Jun-2003	Queensland Local Government Superannuation Board	Share acquisition	\$82,041.42	Ordinary Shares 32,641	32,641
9-Jul-2003 to 10-Jul-2003	Queensland Local Government Superannuation Board	Share disposal	\$79,656.99	Ordinary Shares 32,641	32,641
20-May-2003 to 6-Jun-2003	Stichting Pensioenfonds Hoogovens	Share acquisition	\$5,590.28	Ordinary Shares 2,223	2,223
23-Jul-03	Stichting Pensioenfonds Hoogovens	Share disposal	\$46,605.35	Ordinary Shares 20,000	20,000
20-Jun-03	UniSuper Limited	Share disposal	\$103,401.95	Ordinary Shares 40,684	40,684

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	Nature of relevant interest	Class and number of securities	Person's votes affected
AMP Life Limited	AMP Life Limited	AMP Life Limited	AMP Life is entitled to be the registered holder of the class and number of securities listed beside its name AMP Life Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 2,653,515	2,653,515
AMP Henderson Global Investors Limited ('AHGI')	Cogent Nominees Pty Limited <SMP Accounts>	Cogent Nominees Pty Limited <SMP Accounts>	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 1,540,144	1,540,144
AMP Henderson Global Investors Limited ('AHGI')	Asgard Capital Management Limited	Asgard SMA No. 6	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 140	140
AMP Henderson Global Investors Limited ('AHGI')	Commonwealth Custodial Services Limited	Commonwealth Bank Superannuation Plan	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 153,804	153,804
AMP Henderson Global Investors Limited ('AHGI')	Citicorp Nominees Pty Limited	Stichting Pensioenfonds Hoogovens	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 12,987	12,987
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	Health Superannuation Pty Limited	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 19,082	19,082
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	Equisuper	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 500,000	500,000
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	UniSuper Limited	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 742,046	742,046
Total:					5,621,700

5. Change in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial shareholder in relation to voting interests in the company or scheme are as follows:

Name and ACN	Nature of association
No Changes	

6. Addresses

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

Name	Address
AMP Life Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors (NZ) Limited	City Tower, 96 Custom House Quay, Wellington,
Asgard Capital Management Limited	PO Box 7817, Cloisters Square WA 6850
BT Australian Equity Fund	Locked Bag 7, Royal Exchange, Sydney NSW 1225
Citicoorp Nominees Pty Limited	Level 15, 120 Collins Street, Melbourne VIC 3000
Cogent Investment Operations Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Commonwealth Bank Superannuation Plan	Level 11, 175 Pitt Street, Sydney NSW 2000
Commonwealth Custodial Services Limited	308 - 315 George Street, Sydney NSW 2000
Dynamic Australia Fund	16 Boulevard Royal, PO Box 14, L-2010,
Equisuper	171 Flinders Street, Melbourne VIC 3000
Government Employee Superannuation Board	PO Box J755, Perth WA 6842
Health Superannuation Pty Limited	697 Burke Road, Camberwell VIC 3124
Henderson Global Investors Limited	3 Finsbury Ave, London EC2M 2PA, United
JP Morgan Nominees Australia Limited	259 George Street, Sydney NSW 2000
Local Authorities Superannuation Board	468 St. Kilda Road, Melbourne VIC 3000
London Life Limited	1 Norton Folgate, E16DA, United Kingdom
MN Services - LPT	271 Collins Street, Melbourne VIC 3000
National Custodian Services Limited	271 Collins Street, Melbourne VIC 3000
New Zealand Central Securities Depository Limited	PO Box 2099, Wellington, New Zealand
Pearl Assurance plc	55 Moorgate, London EC2R 6PA, United Kingdom
Permanent Trustee	35 Clarence Street, Sydney NSW 2000
QLD Local Government Superannuation Board	Of GPO Box 264, Brisbane QLD 4001
State Authority Superannuation Scheme	Level 14, 83 Clarence Street, Sydney NSW 2000
Stichting Pensioenfond Hoogovens	PO Box 10,000, 1870 CA IJmuiden, The
Stichting Pensioenfond ABP	PO Box 10,000, 1870 CA IJmuiden, The
Sun Superannuation Fund	271 Collins Street, Melbourne VIC 3000
UniSuper Small Companies Fund	Level 28, 367 Collins Street, Melbourne VIC 3000
UniSuper Limited	Level 28, 367 Collins Street, Melbourne VIC 3000
Telstra Listed Property Trust	Level 3, 215 Spring Street, Melbourne VIC 3000
Unifed SMF Sector Leaders Australian Equity Fund	Level 3, 30 Collins Street, Melbourne VIC 3000
Westpac Custodian Nominees Limited	50 Pitt Street, Sydney NSW 2000

Name: Richard Killalea - authorised signatory

Signature:



Date:

27/8/03

This notice of change of interests of substantial holder (ASIC Form 604) comprises 3 pages in total.