



Date: 5-May-06

The Manager
Listings Department
Australian Stock Exchange Limited

No. of Pages (incl.): 3

NOTICE OF INITIAL SUBSTANTIAL HOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Law, AMP Limited discloses a substantial holding in Healthscope Limited.

The enclosed ASIC Form 603 discloses all required details.

Yours faithfully,

Thierry Fauré
Head of Custody
BNP Paribas Securities Services
Phone: 02 9222 0439

Form 603
Corporations Law
Section 671B
Notice of Initial Substantial Holder

To: **Healthscope Limited**

ACN/ARSN: 006 405 152

1. Details of substantial holder

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

The holder became a substantial holder on 03-May-2006

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

<i>Class of securities</i>	<i>Number of Securities</i>	<i>Persons' votes</i>	<i>Voting power</i>
Fully Paid Ordinary	12,066,981	12,066,981	5.19%

3. Details of relevant interests

The nature of relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

<i>Holder of relevant interest</i>	<i>Nature of relevant interests</i>	<i>Class and number of securities</i>	<i>Person's votes affected</i>
AMP Life Limited ("AMP Life")	AMP Life is entitled to be the registered holder of the class and number of securities listed beside its name. AMP Life is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 3,408,288	3,408,288
AMP Capital Investors (NZ) Limited ("AMP Capital NZ")	AMP Capital NZ is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 1,001,362	1,001,362
AMP Capital Investors Limited ("AMP Capital")	AMP Capital, in its capacity as the investment manager for the persons or trusts listed besides its name in Paragraph 4, has the power to control voting and/or the disposal of securities. AMP Capital is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 6,857,872	6,857,872
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 2	AMP Capital Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 799,459	799,459

Total: 12,066,981

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

<i>Holder of relevant interest</i>	<i>Registered holder of securities</i>	<i>Person entitled to be registered as holder</i>	<i>Class and number of securities</i>	<i>Person's votes affected</i>
AMP Life Limited	AMP Life Limited	AMP Life Limited	Fully Paid Ordinary: 3,408,288	3,408,288
AMP Capital Investors (NZ) Limited	New Zealand Central Securities Depository Limited	AMP Capital Investors (NZ) Limited	Fully Paid Ordinary: 1,001,362	1,001,362
AMP Capital Investors Limited	Cogent Nominees Pty Limited <SMP Accounts>	Cogent Nominees Pty Limited <SMP Accounts>	Fully Paid Ordinary: 3,321,258	3,321,258
	Cogent Nominees Pty Limited	Cogent Nominees Pty Limited	Fully Paid Ordinary: 1,021,112	1,021,112
	Goldman Sachs	AMP Capital Investors Australian Equity Long Short Fund	Fully Paid Ordinary: 34,504	34,504
	JP Morgan Nominees Australia Limited	State Authority Superannuation Scheme	Fully Paid Ordinary: 895,250	895,250
	JP Morgan Nominees Australia Limited	State Authority Superannuation Enhanced Index Share Fund	Fully Paid Ordinary: 104,901	104,901

	National Nominees Pty Limited	Commonwealth Bank Officers Superannuation Corporation Pty Ltd as trustee for the Officers' Superannuation Fund	Fully Paid Ordinary: 1,333	1,333
	National Nominees Pty Limited	Equipsuper	Fully Paid Ordinary: 783,744	783,744
	National Nominees Pty Limited	Unisuper	Fully Paid Ordinary: 695,770	695,770
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 2	Cogent Nominees Pty Limited	AMP Capital Investors Limited	Fully Paid Ordinary: 799,459	799,459
Total:				12,066,981

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration	Class and number of securities
AMP Capital Investors Limited	16-Jan-2006 to 4-Apr-2006	\$1,163,390.85	Fully Paid Ordinary 266,253
AMP Henderson Global Investors (NZ) Limited	3-May-06	\$4,408,500.90	Fully Paid Ordinary 1,001,362
AMP Life Limited	3-Jan-2006 to 3-May-2006	\$2,892,227.83	Fully Paid Ordinary 720,293
Cogent Nominees Pty Limited	3-Jan-2006 to 7-Apr-2006	\$864,569.55	Fully Paid Ordinary 213,687
Cogent Nominees Pty Limited <SMP Accounts>	3-Jan-2006 to 18-Apr-2006	\$2,149,683.20	Fully Paid Ordinary 536,062
Commonwealth Bank Officers Superannuation Corporation Pty Ltd A/T for the Officers' Superannuation Fund.	7-Mar-06	\$4,970.70	Fully Paid Ordinary 1,333
Equipsuper	3-Jan-2006 to 10-Apr-2006	\$697,149.89	Fully Paid Ordinary 179,874
State Authority Superannuation Enhanced Index Share Fund	22-Feb-2006 to 10-Apr-2006	\$66,105.92	Fully Paid Ordinary 16,900
State Authority Superannuation Scheme	3-Jan-2006 to 10-Apr-2006	\$731,923.73	Fully Paid Ordinary 180,388
UniSuper Limited	3-Jan-2006 to 10-Apr-2006	\$627,689.08	Fully Paid Ordinary 155,986

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN (if applicable)	Nature of association
AMP Life Limited (ACN 079 300 379)	Related bodies corporate of AMP Limited under Part 1.2 of the Corporations Law.
AMP Capital Investors Limited (ACN 001 777 591)	Related bodies corporate of AMP Limited under Part 1.2 of the Corporations Law.

7. Addresses

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

Name	Address
AMP Life Limited	Level 24, 33 Alfred Street, Sydney NSW 2000
AMP Capital Investors Limited	Level 22, 33 Alfred Street, Sydney NSW 2000
AMP Capital Investors (NZ)	City Tower, 95 Custom House Quay, Wellington, N.Z.
Citicorp Nominees Pty Limited	101 Collins Street, Melbourne VIC 3000
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Commonwealth Bank Officers Superannuation Corporation	9th Floor, 48 Martin Place, Sydney NSW 2000
Equipsuper	171 Flinders Street, Melbourne VIC 3000
Goldman Sachs Asia LLC	68th Floor, 2 Queens Road, Central Hong Kong
JP Morgan Nominees Australia Limited	259 George Street, Sydney NSW 2000
National Nominees Pty Limited	271 Collins Street, Melbourne VIC 3000
State Authority Superannuation Scheme	Level 14, 83 Clarence Street, Sydney NSW 2000
State Authority Superannuation Enhanced Index Share Fund	Level 14, 83 Clarence Street, Sydney NSW 2000
Unisuper Limited	Level 28, 367 Collins Street, Melbourne 3000

This Initial Substantial Holder Notice (ASIC Form 603) comprises 2 page/s in total.