PRIMARY HEALTH CARE LIMITED
30-38 Short Street
LEICHHARDT NSW 2040

12 FEBRUARY 2007

Attached is a copy of a presentation given by Dr Edmund Bateman at BBY Limited Sydney on Monday 12 February 2007.

Andrew Duff
Company Secretary

PRIMARY HEALTH CARE LTD

PRESENTATION AND BRIEFING

BBY LIMITED SYDNEY

MONDAY 12 FEBRUARY 2007

SYMBION – PRIMARY PROPOSAL

BACKGROUND

Over number of years:	Multiple discussions Maynes/Symbion and Primary.
1 November 2006:	Hard copy presentation by Symbion's Mr. Robert Cooke (CEO) and Mr. Mark Hooper (CFO) to Primary's Dr. Bateman (MD) and Mr. James Bateman (COO), at Carnegie Wylie's.
Early December 2006:	Dr. Bateman provides a draft proposal – Symbion Option 1.
Mid December 2006:	Discussions Carnegie Wylie and Mr. Robert Cooke re modifications.
21 December 2006:	Proposal, with modifications, to Mr. Robert Cooke.

Synergy estimates FY08

	P	S
Pathology	$26m-$37m	$15m-$20m
Radiology	$8m-$13m	$4m-$8m
Technology	$15m-$23m	Unknown?
MC's	$23m-$32m	$15m-$20m
Head Office	$6m-$12m	$6m-$12m
Total	$78-$130m	$40m-$60m +Technology

(Symbion Hardcopy Presentation, Discussion Paper pg 1)

Potential structures

- Given the extent of the synergies available, bringing the businesses together is compelling
- Option 1
  - Merger – nil premium
- Option 2
  - S acquires P
- Option 3
  - P acquires S

(Symbion Hardcopy Presentation, Discussion Paper pg 2)

Deal outcome – Option 1 Merger

- Nil premium
- Merger ratio on the basis of relative market caps
  - P 43%
  - S 57%

- Significantly accretive for both companies

2008 EPS Accretion	$130m	$78m	$60m
P	63%	45%	37%
S	35%	21%	14%

Possible issues

- Complexity
- Pharmacy and Consumer business……acceptable divestment can be achieved
- Social issues……best management team to deliver synergies

(Symbion Hardcopy Presentation, Discussion Paper pg 3)

Deal outcome – Option 2
S acquires P

- Assumptions
  - 30% takeover premium
  - $60m synergies ($20m cost to achieve)
  - 15% debt funded (maintains existing debt/EBITDA ratios)

  - Deal would be dilutive to S shareholders
  - For deal to be EPS neutral for S shareholder's maximum price $15.30

(Symbion Hardcopy Presentation, Discussion Paper pg 4)

Deal outcome – Option 3
P acquires S

- Assumptions
  - \$78-\$130m synergies (\$20m cost to achieve)
  - 15% debt funded (Net debt/EBITDA 3x)

- FY08 deal return to P shareholders

EPS accretion	**$78m**	**$130m**
30% premium	23%	42%
40% premium	16%	35%
50% premium	11%	28%

(Symbion Hardcopy Presentation, Discussion Paper pg 5)

PRIMARY – SYMBION PROPOSAL

- Maximum synergistic fit.
- Merger ratio market cap at time – fairest to all.
- Lead managed by PRY team, and, SYB managers to optimize outcome.
- Proposed due diligence and negotiations allow for adjustments.
- Control (56%) to current Symbion shareholders.
- SYB shareholders given exposure to PRY shares that have consistently given higher shareholder benefits.