

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial shareholder**

To Company Name/Scheme

NANOSONICS LIMITED

ACN

095 076 896

1. Details of substantial holder

Name The Goldman Sachs Group, Inc. ("GSGL") on behalf of itself and its subsidiaries ("Goldman Sachs Group") including its significant subsidiaries listed in Annexure A ("Significant Subsidiaries") and Goldman Sachs Holdings ANZ Pty Limited and its subsidiaries ("Goldman Sachs Australia Group").

ACN/ARSN (if applicable)

Not applicable

The holder became a substantial holder on

2 November 2015

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Persons' votes	Voting power
Ordinary Fully Paid Shares	14,619,538	14,619,538	5.16%

3. Details of relevant interests

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

Holder of relevant interest	Nature of relevant interest	Class and number of securities	
The Goldman Sachs Group Inc ("GSGL")	GSGL has a relevant interest in ordinary fully paid shares by virtue of section 608(3) of the Corporations Act 2001.	14,619,538	Ordinary Fully Paid Shares
Goldman Sachs Asset Management Australia Pty Ltd ("GSAMA")	GSAMA has a relevant interest in 11,961,597 ordinary fully paid shares in its capacity as investment manager for a range of client portfolios.	11,961,597	Ordinary Fully Paid Shares
Goldman Sachs Australia Managed Funds Limited ("GSAMF")	GSAMF has a relevant interest in 1,617,774 ordinary fully paid shares in its capacity as responsible entity for the range of Goldman Sachs Australia Managed Funds.	1,617,774	Ordinary Fully Paid Shares
GSAMA	GSAMA has a relevant interest in 1,617,774 ordinary fully paid shares in its capacity as investment manager for a range of Goldman Sachs Australia registered managed investment schemes.	1,617,774	Ordinary Fully Paid Shares
Goldman Sachs International ("GSI")	Holder of shares subject to an obligation to return under a securities lending agreement (see Annexure B).	41,777	Ordinary Fully Paid Shares
Goldman Sachs Financial Markets Pty Ltd ("GAUS")	Holder of shares subject to an obligation to return under a securities lending agreement with GSI (see Annexure B).	34,012	Ordinary Fully Paid Shares
Rothsay Life Limited	Holder of shares subject to an obligation to return under a securities lending agreement (see Annexure B).	998,390	Ordinary Fully Paid Shares

4. Details of present registered holders

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	
GSAMA	JP Morgan Chase Bank, Sydney	Various clients	11,961,597	Ordinary Fully Paid Shares
GSAMF GSAMA	RBC Dexia Investor Services Australia Pty Limited	GSAMF as the responsible entity for the range of Goldman Sachs Australia registered managed investment schemes	1,617,774	Ordinary Fully Paid Shares
GSI	HSBC Custody Nominees Australia Limited	GSI	7,765	Ordinary Fully Paid Shares
GAUS	HSBC Custody Nominees Australia Limited	GAUS	34,012	Ordinary Fully Paid Shares
Rothsay Life Limited	Bank of New York Mellon	Rothsay Life Limited	998,390	Ordinary Fully Paid Shares

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	Number of Securities	Total Consideration
Please refer to Annexure C.			

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
N/A	N/A

7. Addresses

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

Name	Address
GSGI	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA
GSAMA	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
GSAMF	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
GSI	Peterborough Court, 133 Fleet Street, London EC4A 2BB, United Kingdom
Goldman Sachs & Co ("GSCO")	200 West Street, New York, NY 10282, USA
GAUS	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
Rothsay Life Limited	Level 25, 122 Leadenhall Street, London EC3V 4AB, United Kingdom
JP Morgan Chase Bank, Sydney	Level 16, 85 Castlereagh Street, Sydney NSW 2000 Australia
RBC Dexia Investor Services Australia Pty Limited	2 Park Street, Level 17, Sydney, NSW 2000, Australia
HSBC Custody Nominees Australia Limited	GPO Box 5302, Sydney NSW 2001, Australia
Bank of New York Mellon	One Wall Street, New York, NY 10286, USA

Name	Address
Goldman Sachs Australia Group	All care of Level 17, 101 Collins Street, Melbourne Victoria 3000, Australia

Signature

Print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	Capacity	Authorised Person
Sign here		Date	4 November 2015

Annexure A

Significant Subsidiaries of The Goldman Sachs Group, Inc.

The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of December 31, 2014 and the states or jurisdictions in which they are organized. Indentation indicates the principal parent of each subsidiary. The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of substantially all of the subsidiaries included below. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of the year covered by this report, a “significant subsidiary” as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934.

Name	State or Jurisdiction of Organization of Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman, Sachs & Co.	New York
Goldman Sachs Paris Inc. Et Cie	France
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs Group UK Limited	United Kingdom
Goldman Sachs International Bank	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Asset Management International	United Kingdom
Goldman Sachs Group Holdings (U.K.) Limited	United Kingdom
KPL Finance Limited	Cayman Islands
GS Funding Investments Limited	Cayman Islands
Rothesay Life (Cayman) Limited	Cayman Islands
GS Liquid Trading Platform II Limited	Jersey
Forres LLC	Delaware
Forres Investments Limited	Cayman Islands
Goldman Sachs Global Holdings L.L.C.	Delaware
GS Asian Venture (Delaware) L.L.C.	Delaware
GS Hony Holdings I Ltd.	Cayman Islands
GS (Asia) L.P.	Delaware
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
J. Aron Holdings, L.P.	Delaware
J. Aron & Company	New York
Goldman Sachs Asset Management, L.P.	Delaware
Goldman Sachs Hedge Fund Strategies LLC	Delaware
Goldman Sachs (Cayman) Holding Company	Cayman Islands
Goldman Sachs (Asia) Corporate Holdings L.P.	Delaware
Goldman Sachs Holdings (Hong Kong) Limited	Hong Kong
Goldman Sachs (Asia) Finance	Mauritius
Goldman Sachs (Asia) L.L.C.	Delaware
GS EMEA Funding Limited Partnership	United Kingdom
Goldman Sachs Holdings (Singapore) PTE. Ltd.	Singapore
J. Aron & Company (Singapore) PTE.	Singapore
Goldman Sachs (Singapore) PTE.	Singapore
Goldman Sachs Holdings ANZ Pty Limited	Australia
Goldman Sachs Financial Markets Pty Ltd	Australia
GS HLDGS ANZ II Pty Ltd	Australia
Goldman Sachs Australia Group Holdings Pty Ltd	Australia
Goldman Sachs Australia Capital Markets Limited	Australia
Goldman Sachs Australia Pty Ltd	Australia
GS Holdings (Delaware) L.L.C. II	Delaware
GS Lending Partners Holdings LLC	Delaware
Goldman Sachs Lending Partners LLC	Delaware
Goldman Sachs Bank USA	New York
Goldman Sachs Mortgage Company	New York
Goldman Sachs Execution & Clearing, L.P.	New York
GS Financial Services II, LLC	Delaware
GS Funding Europe	United Kingdom
GS Funding Europe I Ltd.	Cayman Islands
GS Funding Europe II Ltd.	Cayman Islands
GS Investment Strategies, LLC	Delaware

Name	State or Jurisdiction of Organization of Entity
MLQ Investors, L.P.	Delaware
Goldman Sachs Realty Japan Ltd.	Japan
Blue Daisy Co., Ltd.	Japan
GS PIA Holdings GK	Japan
Crane Holdings Ltd.	Japan
ELQ Holdings (Del) LLC	Delaware
ELQ Holdings (UK) Ltd	United Kingdom
ELQ Investors VII Limited	United Kingdom
ELQ Investors II Ltd	United Kingdom
Goldman Sachs Specialty Lending Holdings, Inc.	Delaware
GS Fund Holdings, L.L.C.	Delaware
Shoelane, L.P.	Delaware
GS Financial Services L.P. (Del)	Delaware
JLQ LLC	Cayman Islands
Jupiter Investment Co., Ltd.	Japan
AR Holdings GK	Japan
SH White Flower	Japan
GK Frangipani	Japan
Goldman Sachs Global Commodities (Canada) Holdings, LP	Delaware
Goldman Sachs Global Commodities (Canada) Corporation	Canada
GS Direct, L.L.C.	Delaware
GSIP Holdco A LLC	Delaware
Special Situations Investing Group II, LLC	Delaware
MTGRP, L.L.C.	Delaware
Archon International, Inc.	Delaware
Archon Group Europe GMBH	Germany
Archon Group Deutschland GMBH	Germany
Broad Street Principal Investments, L.L.C.	Delaware
Broad Street Credit Holdings LLC	Delaware
GSFS Investments I Corp.	Delaware
GS India Holdings L.P.	Delaware
Goldman Sachs Investments (Mauritius) I Limited	Mauritius
GS Diversified Funding LLC	Delaware
Hull Trading Asia Limited	Hong Kong
Goldman Sachs LLC	Mauritius
Goldman Sachs Venture LLC	Mauritius

THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

Signature

print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
sign here		date	4 November 2015

Annexure B

This is Annexure B referred to in the Form 603: Notice of initial substantial shareholder issued by The Goldman Sachs Group, Inc. and its subsidiaries.

The following is description of the securities lending agreements referenced in the accompanying Form 603:

Type of agreement	Global Master Securities Lending Agreement
Parties to agreement	Rothesay Life Limited (the "Borrower"); Morgan Stanley & Co. International PLC (the "Lender")
Transfer date	07/14/2015 08/18/2015 09/29/2015 10/06/2015 10/12/2015 10/15/2015 10/21/2015 10/23/2015 11/02/2015
Holder of voting rights	Securities Borrower, Rothesay Life Limited
Are there any restrictions on voting rights? Yes/no If yes, detail	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes
Does the lender have the right to recall early? Yes/no If yes, detail	Yes
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes

Type of agreement	Global Master Securities Lending Agreement
Parties to agreement	Goldman Sachs Financial Markets Pty Ltd (the "Borrower"); Goldman Sachs International (the "Lender")
Transfer date	09/10/2015 - 09/22/2015
Holder of voting rights	Securities Borrower, Goldman Sachs Financial Markets Pty Ltd
Are there any restrictions on voting rights? Yes/no If yes, detail	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes, the borrower may return borrowed securities upon giving notice
Does the lender have the right to recall early? Yes/no If yes, detail	Yes, the lender may recall lent securities upon giving notice
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes

Type of agreement	Master Securities Lending Agreement
Parties to agreement	Goldman Sachs International (the "Borrower"); JP Morgan Chase Bank (the "Lender")
Transfer date	09/11/2015 09/21/2015
Holder of voting rights	Securities Borrower, Goldman Sachs International
Are there any restrictions on voting rights? Yes/no If yes, detail	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes, the borrower may return borrowed securities upon giving notice
Does the lender have the right to recall early? Yes/no If yes, detail	Yes, the lender may recall lent securities upon giving notice.
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes

Type of agreement	Overseas Securities Lender's Agreement
Parties to agreement	Goldman Sachs International (the "Borrower"); JPMorgan Chase Bank, N.A. (the "Lender")
Transfer date	09/02/2015 09/29/2015
Holder of voting rights	Securities Borrower, Goldman Sachs International
Are there any restrictions on voting rights? Yes/no If yes, detail	Yes. The Borrower holding the securities will use its best endeavours to arrange for the voting rights attached to such securities to be exercised in accordance with the instruction of the Lender upon receiving the written notification from the Lender.
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes, the borrower may return borrowed securities upon giving notice
Does the lender have the right to recall early? Yes/no If yes, detail	Yes, the lender may recall lent securities upon giving notice.
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes

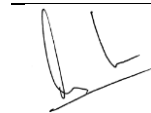
Type of agreement	Overseas Securities Lender's Agreement
Parties to agreement	Goldman Sachs International ("Borrower") RBC Dexia Investor Services Trust ("Lender")
Transfer date	09/14/2015
Holder of voting rights	Borrower, Goldman Sachs International
Are there any restrictions on voting rights? Yes/no If yes, detail	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes
Does the lender have the right to recall early? Yes/no If yes, detail	Yes, with notice
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes

A copy of the agreements will be provided to Nanosonics Limited or the Australian Securities and Investments Commission upon request.

Signature

print name Raymond Chow capacity Authorised Person
 (signing under power of attorney
 in accordance with section 52 of
 the Corporations Act)

sign here



date

4 November 2015

Annexure C

Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
Rothsay Life Limited	07/14/2015	438,320	N/A
GSI	08/06/2015	20,186	N/A
GSI	08/07/2015	5,474	N/A
Rothsay Life Limited	08/18/2015	1,344,230	N/A
GSI	08/19/2015	3,290	N/A
GSCO	08/19/2015	3,290	N/A
GSI	08/20/2015	8,668	N/A
GSI	08/21/2015	14,758	N/A
GSI	09/02/2015	21,000	N/A
GSI	09/03/2015	25,411	N/A
GSI	09/03/2015	2,312	N/A
GSI	09/03/2015	3,526	N/A
GSAMA	09/04/2015	61,591	79,452
GSAMA	09/04/2015	39,852	51,011
GSAMA	09/04/2015	35,471	45,758
GSAMF	09/04/2015	15,130	19,518
GSAMF	09/04/2015	16,998	21,757
GSAMA	09/04/2015	69,200	88,576
GSAMA	09/04/2015	20,950	26,816
GSAMA	09/04/2015	18,646	24,053
GSAMA	09/07/2015	34,182	43,992
GSAMA	09/07/2015	19,685	25,335
GSAMF	09/07/2015	8,396	10,806
GSAMA	09/07/2015	10,348	13,318
GSAMA	09/08/2015	45,501	58,696
GSAMF	09/08/2015	19,408	25,036
GSAMA	09/08/2015	79,008	101,920
GSAMA	09/08/2015	23,919	30,856
GAUS	09/10/2015	3,406	N/A
GSI	09/11/2015	40,000	N/A
GSI	09/14/2015	100,000	N/A
GSAMA	09/14/2015	21,688	29,279
GSAMA	09/14/2015	11,401	15,391
GSAMF	09/14/2015	9,251	12,489
GSAMA	09/14/2015	37,660	50,841

Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
GAUS	09/21/2015	20,871	N/A
GSI	09/21/2015	104,000	N/A
GAUS	09/22/2015	9,735	N/A
GSAMA	09/22/2015	13,901	18,600
GSAMA	09/22/2015	24,138	32,297
GSAMA	09/22/2015	7,307	9,777
GSAMF	09/22/2015	5,929	7,933
GSAMA	09/23/2015	8,780	11,458
GSAMA	09/23/2015	5,056	6,598
GSAMF	09/23/2015	2,157	2,815
GSAMA	09/23/2015	2,658	3,469
GSAMA	09/24/2015	29,276	38,410
GSAMA	09/24/2015	15,390	20,192
GSAMF	09/24/2015	12,487	16,383
GSAMA	09/24/2015	50,836	66,697
GSI	09/25/2015	50	N/A
GSCO	09/25/2015	50	N/A
GSI	09/25/2015	50	N/A
GSI	09/25/2015	50	N/A
GSCO	09/25/2015	50	N/A
GSCO	09/25/2015	50	N/A
GSI	09/25/2015	50	N/A
GSI	09/25/2015	50	N/A
GSCO	09/25/2015	50	N/A
GSCO	09/25/2015	50	N/A
GSAMA	09/25/2015	15,028	19,702
GSAMA	09/25/2015	4,549	5,964
GSAMA	09/25/2015	8,655	11,347
GSAMF	09/25/2015	3,691	4,839
GSAMA	09/28/2015	14,314	18,837
GSAMA	09/28/2015	7,525	9,903
GSAMF	09/28/2015	6,105	8,034
GSAMA	09/28/2015	24,855	32,709
Rothsay Life Limited	09/29/2015	1,247,750	N/A
GSI	09/29/2015	16,296	N/A
GSAMA	09/29/2015	35,221	45,928

Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
GSAMF	09/29/2015	15,023	19,590
GSAMA	09/29/2015	61,157	79,749
GSAMA	09/29/2015	18,515	24,144
GSAMA	09/30/2015	16,835	21,987
GSAMF	09/30/2015	7,181	9,378
GSAMA	09/30/2015	29,232	38,177
GSAMA	09/30/2015	8,850	11,558
GSAMA	10/01/2015	40,918	53,521
GSAMA	10/01/2015	23,565	30,823
GSAMF	10/01/2015	10,051	13,147
GSAMA	10/01/2015	12,388	16,204
Rothsay Life Limited	10/06/2015	90,244	N/A
GSAMA	10/06/2015	4,693	6,218
GSAMA	10/06/2015	2,467	3,269
GSAMA	10/06/2015	8,149	10,797
GSAMF	10/06/2015	2,002	2,653
GSAMA	10/09/2015	194,961	258,323
GSAMA	10/09/2015	28,018	37,264
GSAMA	10/09/2015	59,021	78,203
GSAMA	10/09/2015	8,482	11,281
GSAMF	10/09/2015	6,882	9,153
GSAMA	10/09/2015	112,278	148,768
GSAMA	10/09/2015	16,136	21,461
GSAMF	10/09/2015	47,891	63,456
Rothsay Life Limited	10/12/2015	871,820	N/A
Rothsay Life Limited	10/15/2015	1,121,368	N/A
GSI	10/21/2015	2,115	N/A
GSCO	10/21/2015	2,115	N/A
Rothsay Life Limited	10/21/2015	1,099,720	N/A
Rothsay Life Limited	10/23/2015	1,083,576	N/A
Rothsay Life Limited	11/02/2015	998,390	N/A

Signature

print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
sign here		date	4 November 2015