

Lander & Rogers

Lawyers

Fax transmission

15 June 2018

To	Market Announcements Office, Australian Securities Exchange Limited	From	Sanela Osmanovic, Lander & Rogers
Your ref	N/A	Our ref	NSC:DMT:2017898
Fax number	02 9347 0005	Total pages	7 including this page
Re	ASIC Form 604 Notice of change of interests of substantial holder		

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Message

Please find enclosed "ASIC Form 604 – Notice of change of interests of substantial holder" which was sent to Sonic Healthcare Limited (ASX: SHL) today.

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Form604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **SONIC HEALTHCARE LIMITED**ACN/ARSN **004 198 909****1. Details of substantial holder(1)**Name **VERITAS ASSET MANAGEMENT LLP and the persons listed in Annexure A (together, AMG Members)**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

14/06/18

The previous notice was given to the company on

12/06/18

/ The previous notice was dated

08/06/18**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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power(5)
Ordinary Shares	34,613,818	8.15%	27,292,473	6.43%

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 the 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)	Class and number of securities affected	Person's votes affected
See Annexure B.					

4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
See Annexure C.					

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 (2) the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

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

Name	Address
See Annexure A.	

Signature

print name: RICHARD GRANT

capacity PARTNER

sign here



date 19 / 6 / 2018

DIRECTIONS

- 1 If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members, is set out in paragraph 6 of the form.
- 2 See the definition of "associate" in section 9 of the Corporations Act 2001.
- 3 See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- 4 The voting shares of a company constitute one class unless divided into separate classes.
- 5 The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- 6 Included details of:
 - a any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671A(3) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with the written statement certifying this contract, scheme or arrangement; and
 - b any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting rights or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- 7 Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- 8 If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of a option) write "unknown".
- 9 Give details, if appropriate, of the present association and any change in that association since the last substantial holding date.

THIS IS ANNEXURE "A" OF 1 PAGE REFERRED TO IN ASIC FORM 604 (NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER)

SIGNATURE:



NAME: RICHARD GRANT

POSITION: MANAGING PARTNER

DATE: 14/06/2018

6. ADDRESSES

THE NAMES AND ADDRESSES OF PERSONS NAMED IN THIS FORM ARE AS FOLLOWS:

NAME	ADDRESS
Veritas Asset Management LLP	90 Long Acre, London WC2E 9RA, United Kingdom
VAM Bidco Ltd	Suite 1, 3rd Floor 11-12 St. James's Square London SW1Y 4LB
AMG UK Holdings	GTC Corporate Services Limited, Sassoon House, Shirley Street, PO Box SS-5383, Nassau, The Bahamas
Affiliated Managers Group Inc.	The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware, New Castle, 19801, USA
AMG New York Holdings Corporation	The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware, New Castle, 19801, USA

THIS IS ANNEXURE "B" OF 1 OF PAGES REFERRED TO IN ASIC FORM 604 (NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER)SIGNATURE: 

NAME: RICHARD GRANT

POSITION: MANAGING PARTNER

DATE: 14/06/2018

3. CHANGES IN RELEVANT INTERESTS

THE NATURE OF THE RELEVANT INTEREST THE SUBSTANTIAL HOLDER OR ITS ASSOCIATES HAD IN THE FOLLOWING VOTING SECURITIES ON THE DATE THE SUBSTANTIAL HOLDER BECAME A SUBSTANTIAL HOLDER ARE AS FOLLOWS:

DATE OF CHANGE	PERSON WHOSE RELEVANT INTEREST CHANGED	NATURE OF CHANGE (6)	CONSIDERATION GIVEN IN RELATION TO CHANGE (7)	ORDINARY SHARES	PERSON'S VOTES AFFECTED
12/06/2018	Veritas Asset Management LLP	Sale	\$6,246,841.27	257,687	8.09%
14/06/2018	Veritas Asset Management LLP	Sale	\$171,208,059.66	7,063,658	6.43%

THIS IS ANNEXURE "C" OF 1 PAGE REFERRED TO IN ASIC FORM 604 (NOTICE OF INITIAL SUBSTANTIAL HOLDER)

SIGNATURE:



NAME: RICHARD GRANT

POSITION: MANAGING PARTNER

DATE: 14/06/2018

4. PRESENT RELEVANT INTEREST

THE PERSONS REGISTERED AS HOLDERS OF THE SECURITIES REFERRED TO IN ANNEXURE B ARE AS FOLLOWS:

HOLDER OF RELEVANT INTEREST	REGISTERED HOLDER OF SECURITIES	PERSON ENTITLED TO BE REGISTERED AS HOLDER	ORDINARY SHARES AND QUANTITY
Veritas Asset Management LLP	BNP Paribas Securities Services (UK)	Veritas Asset Management LLP	1,198,800
Veritas Asset Management LLP	BNP Paribas Securities Services (Luxembourg)	Veritas Asset Management LLP	161,300
Veritas Asset Management LLP	Citibank N.A. (Jersey)	Veritas Asset Management LLP	2,808,061
Veritas Asset Management LLP	HSBC Institutional Trust Services (Ireland) Ltd	Veritas Asset Management LLP	8,444,473
Veritas Asset Management LLP	JP Morgan Chase Bank N.A.	Veritas Asset Management LLP	4,456,284
Veritas Asset Management LLP	Northern Trust Global Services Limited	Veritas Asset Management LLP	4,137,477
Veritas Asset Management LLP	State Street	Veritas Asset Management LLP	4,617,886
Veritas Asset Management LLP	The Bank of New York Corporation	Veritas Asset Management LLP	1,468,192
	TOTAL		27,292,473

