

form **604**
Corporations Law
671B

Notice of change in interests of substantial holder

To: Company Name/Scheme: ALPHA HEALTHCARE LIMITED

ACN/ARSN 000 727 882

This notice is given by Ramsay Centauri Pty Limited on behalf of itself and each person specified in the 3 page list annexed to this notice and marked "A" (the "Ramsay Group Associates").

1. Details of substantial holder⁽¹⁾

name RAMSAY CENTAURI PTY LIMITED
ACN/ARSN (if applicable) 096 070 156

There was a change in the interests of the substantial holder on 1 May 2001.

The previous notice was given to the company on 11 April 2001.

The previous notice was dated 11 April 2001.

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	8,679,400	19.9%	16,347,767	37.5%

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 voting 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 or as specified in Annexure A:

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
1 May 2001	Ramsay Centauri Pty Limited	Purchaser of shares pursuant to contracts arising as a result of acceptances of takeover offers in the form contained in the offer document of 55 pages, a copy of which is annexed to this form 604 and marked B.	\$0.40 per share	7,668,367 Ordinary Shares	7,668,367
1 May 2001	Ramsay Health Care Investments Pty Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control Ramsay Centauri Pty Limited.	N/A	7,668,367 Ordinary Shares	7,668,367
1 May 2001	Ramsay Health Care Australia Pty Limited	As detailed in Annexure A.	N/A	7,668,367 Ordinary Shares	7,668,367
1 May 2001	Ramsay Health Care Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control of Ramsay Centauri Pty Limited.	N/A	7,668,367 Ordinary Shares	7,668,367
1 May 2001	Paul Ramsay Holdings Pty Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control of Ramsay Centauri Pty Limited.	N/A	7,668,367 Ordinary Shares	7,668,367
1 May 2001	Paul Joseph Ramsay	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control of Ramsay Centauri Pty Limited.	N/A	7,668,367 Ordinary Shares	7,668,367

1 May 2001	Each of the Ramsay Group Associates	As detailed in Annexure A	N/A	7,668,367 Ordinary Shares	7,668,367
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4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows or as specified in Annexure A:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder ⁽⁹⁾	Nature of relevant interest ⁽⁶⁾	Class and number of securities	Person's votes
Ramsay Centauri Pty Limited	Various offerees who have accepted the takeover offers referred to in paragraph 3.	Ramsay Centauri Pty Limited	Purchaser of shares pursuant to contracts arising as a result of acceptances of takeover offers in the form contained in the offer document of [number] pages, a copy of which is annexed to this form 604.	16,347,767 Ordinary Shares	16,347,767
Ramsay Health Care Investments Pty Limited	N/A	Ramsay Centauri Pty Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control Ramsay Centauri Pty Limited.	16,347,767 Ordinary Shares	16,347,767
Ramsay Health Care Australia Pty Limited	N/A	Ramsay Centauri Pty Limited	As detailed in Annexure A	16,347,767 Ordinary Shares	16,347,767
Ramsay Health Care Limited	N/A	Ramsay Centauri Pty Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control of Ramsay Centauri Pty Limited.	16,347,767 Ordinary Shares	16,347,767
Paul Ramsay Holdings Pty Limited	N/A	Ramsay Centauri Pty Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control of Ramsay Centauri Pty Limited.	16,347,767 Ordinary Shares	16,347,767
Paul Joseph Ramsay	N/A	Ramsay Centauri Pty Limited	Taken under section 608(3)(b) of the Corporations Law to have a relevant interest by reason of having control of Ramsay Centauri Pty Limited.	16,347,767 Ordinary Shares	16,347,767
Each of the Ramsay Group Associates	N/A	Ramsay Centauri Pty Limited	As detailed in Annexure A	16,347,767 Ordinary Shares	16,347,767

5. Changes in association

The persons who have become associates⁽²⁾ of, ceased to be associates of, or have change the nature of their association⁽⁹⁾ with, 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	N/A

6. Addresses

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

Name	Address
Paul Joseph Ramsay	Unit 3003, Quay West, 100 Gloucester Street, The Rocks NSW 2000
Paul Ramsay Holdings Pty Limited	Level 9, 154 Pacific Highway, St Leonards NSW 2065
Ramsay Health Care Limited	Level 9, 154 Pacific Highway, St Leonards NSW 2065
Ramsay Health Care Investments Pty Limited	Level 9, 154 Pacific Highway, St Leonards NSW 2065
Ramsay Health Care Australia Pty Limited	Level 9, 154 Pacific Highway, St Leonards NSW 2065
Ramsay Centauri Pty Limited	Level 9, 154 Pacific Highway, St Leonards NSW 2065
Each of the Ramsay Associates	As detailed in annexure A

Signature

print name Larry Reginald Ransley

capacity Company Secretary

sign here _____

date 2 May 2001

RAMSAY CENTAURI PTY LIMITED
ACN 096 070 156

"A"

This is annexure A of 3 pages referred to in the Form 604 signed by me and dated 2 May 2001

Larry Reginald Ransley, Company Secretary

Date: 2 May 2001

1. Each body corporate set out in **Item 1 of this Annexure A:**
 - (a) has a relevant interest in the shares specified in paragraph 3 of this Form 603 because it or its associates has voting power of more than 20% in the bodies specified in that paragraph as the holder of the relevant interest; and
 - (b) is an associate of Ramsay Centauri Pty Limited, Ramsay Health Care Australia Pty Limited, Paul Ramsay and each other by virtue of sub paragraph (a) (iii) and paragraph (c) of the definition of "associate" in section 9 of the Corporations Law.

2. Paul Ramsay:
 - (a) has a relevant interest in the shares specified in paragraph 3 of this Form 603 because of section 608(3)(b) of the Corporations Law, and
 - (b) is an associate of Ramsay Centauri Pty Limited, Ramsay Health Care Australia Pty Limited and each body set out in Item 1 of this Annexure A by virtue of paragraph (c) of the definition of "associate" in section 9 of the Corporations Law.

Item 1

Adelaide Clinic Holdings Pty Limited ACN 007 988 758 of 33 Park Terrace Gilberton SA 5081

Berwick Community Hospital Pty Limited ACN 089 411 192 of 31 Albert Road South Melbourne VIC 3205

E Hospital Pty Limited ACN 091 550 480 of Level 9, 154 Pacific Highway St Leonards NSW 2065

New Farm Hospitals Pty Limited ACN 010 219 628 of 22 Sargent Street New Farm QLD 4005

North Shore Private Hospital Pty Limited ACN 059 183 596 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Phiroan Pty Limited ACN 000 841 056 of Level 9, 154 Pacific Highway St Leonards NSW 2065

PT Ramsay Health Care Asia Pacific of c/-Rumah Sukit Jakarta Jl Jend Sudirman Kav.49 Kakarta Selatan 12930 Indonesia

Ramsay Health Care Limited ACN 001 288 768 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Ramsay Health and Management Services Sdn Bhd of c/- Corporatehouse Services Sdn Bhd 22nd Floor Wisma Cyclecarri 288 Jalan Raja Laut 50350 Kuala Lumpur Malaysia

Ramsay Health Care of C/- Ernst & Young Financial Services Ltd Louis Leconte Street Curepipe Mauritius

Ramsay Health Care Australia Pty Limited ACN 003 184 889 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Ramsay Health Care Investments Pty Limited ACN 078 881 473 of Level 9, 154 Pacific Highway, St Leonards NSW 2065

Ramsay Health Care (Asia Pacific) Pty Limited ACN 067 447 250 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Ramsay Health Care (Princess Alexandra) Pty Limited ACN 085 770 298 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Ramsay Health Care (South Australia) Pty Limited ACN 007 985 408 of 33 Park Terrace Gilberton SA 5081

Ramsay Health Care (Victoria) Pty Limited ACN 006 794 681 of 31 Albert Road South Melbourne VIC 3205

Ramsay Hospital Holdings Pty Limited ACN 062 117 944 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Ramsay Hospital Holdings (Queensland) Pty Limited ACN 065 997 588 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Ramsay Professional Services Pty Limited ACN 000 997 615 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Retrogen Sdn Bhd of C/- Signet & Co Sdn Bhd 10th Floor Tower Block Kompleks Antarabangsa Jalan Sultan Ismail 50250 Kuala Lumpur Malaysia

RHC Australia of C/- Ernst & Young Financial Services Ltd Louis Leconte Street Curepipe Mauritius

RHC China Pty Limited ACN 092 960 453 of Level 9, 154 Pacific Highway St Leonards NSW 2065

RHC Diagnostics of C/- Ernst & Young Financial Services Ltd Louis Leconte Street Curepipe Mauritius

RHC Nominees Pty Limited ACN 080 139 555 of Level 9, 154 Pacific Highway St Leonards NSW 2065

RHC Developments Pty Limited ACN 080 139 537 of Level 9, 154 Pacific Highway St Leonards NSW 2065

Paul Ramsay Holdings Pty Limited ACN 008 446 151 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Exclusio Pty Limited ACN 008 582 214 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Grumpy J Pty Limited ACN 002 383 593 of Level 9, 154 Pacific Highway, St Leonards, NSW 2065

Ramsay Management Services Pty Limited ACN 057 429 446 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Fidova Pty Limited ACN 003 454 484 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Ramsay Health Care (Finance) Pty Limited ACN 003 632 442 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Adajac Pty Limited ACN 000 017 658 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Paul Ramsay Developments Pty Limited ACN 000 348 649 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Damhold Pty Limited ACN 003 427 861 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Paul Ramsay Agribusiness Pty Limited ACN 080 499 985 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Ramsay Holdings Limited of White Park House White Park Road Bridge Town Barbados

Ramsay Management, Inc of White Park House White Park Road Bridge Town Barbados

Ramsay Holdings HSA Limited of White Park House White Park Road Bridge Town Barbados

Ramsay Youth Services, Inc of Columbus Centre Suite 750 One Alhambra Plaza Coral Gables Florida 33134 USA

Prime Television Ltd ACN 000 764 867 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Nangusta Pty Limited ACN 058 380 224 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065

Prime Television (Holdings) Pty Ltd ACN 003 368 974 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Television (Northern) Pty Ltd ACN 003 344 876 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Television (Southern) Pty Ltd ACN 003 368 938 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Television (Victoria) Pty Ltd ACN 000 390 232 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Television Investments Pty Ltd ACN 071 329 434 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Properties (Albury) Pty Ltd ACN 000 391 453 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Media Developments Pty Ltd ACN 064 447 196 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Television New Zealand Limited AK/867645 of Level 6, 1 Pacific Highway North Sydney NSW 2060

135 Nominees Pty Ltd ACN 008 934 183 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Erolquinze Pty Ltd ACN 003 795 686 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Geraldton Telecasters Pty Ltd ACN 008 779 315 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Golden West Network Pty Ltd ACN 008 681 196 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Golden West Satellite Communications Pty Ltd ACN 009 133 671 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Mid-Western Television Pty Ltd ACN 008 711 117 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Mining Television Network Pty Ltd ACN 008 915 517 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Seven Affiliate Sales Pty Ltd ACN 058 428 158 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Sonic Enterprises Pty Ltd ACN 063 959 357 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Telepro Pty Ltd ACN 008 895 289 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Zamojill Pty Ltd ACN 003 602 980 of Level 6, 1 Pacific Highway North Sydney NSW 2060

Prime Television (Cayman Islands) Limited of George Town Grand Cayman BWI

Prime Television Holdings (Argentina) Limited of George Town Grand Cayman BWI

Paul Ramsay Hospitals Pty Limited ACN 001 302 558 of Level 9, 154 Pacific Highway, St Leonards, NSW, 2065 in its own capacity and in its capacity as trustee of **The Joseph Trust**

Nottoway Properties, Inc of White Castle Louisiana 70788-0160 USA
