

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

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|-----------------------|---------------------------------|
| Name of entity | SONIC HEALTHCARE LIMITED |
| ABN | 24 004 196 909 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

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|----------------------------|---------------------------|
| Name of Director | Colin Stephen Goldschmidt |
| Date of last notice | 26 November 2019 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

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| Direct or indirect interest | Direct |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Nil |
| Date of change | 7 September 2020, 8 September 2020, 10 September 2020 and 11 September 2020 |

+ See chapter 19 for defined terms.

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| No. of securities held prior to change | <p><u>Direct</u> 741,230 Sonic Healthcare Limited ordinary shares</p> <p>255,008 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2015, expiring 20 November 2020; exercisable at \$19.41 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>164,559 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2016, expiring 17 November 2021; exercisable at \$21.62 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>467,467 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2017 and will vest on 22 November 2020, subject to performance criteria over period 1 July 2017 to 30 June 2020; exercisable at \$21.64 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>60,766 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2017 and will vest on 22 November 2020 subject to performance criteria over period 1 July 2017 to 30 June 2020, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>462,372 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2018 and will vest on 21 November 2021, subject to performance criteria over period 1 July 2018 to 30 June 2021; exercisable at \$21.69 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>60,626 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2018 and will vest on 21 November 2021, subject to performance criteria over period 1 July 2018 to 30 June 2021, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>407,747 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2019 and will vest on 19 November 2022, subject to performance criteria over period 1 July 2019 to 30 June 2022; exercisable at \$29.26 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>44,941 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2019 and will vest on 19 November 2022, subject to performance criteria over period 1 July 2019 to 30 June 2022, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> |
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| Class | Fully paid ordinary shares in Sonic Healthcare Limited |
| Number acquired | 255,008 Sonic Healthcare Limited ordinary shares acquired from the exercise of options. |
| Number disposed | 250,000 ordinary shares in Sonic Healthcare Limited. |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | <ul style="list-style-type: none">• 255,008 ordinary shares acquired on payment of \$4,949,705.28 to exercise options.• \$32.373 per share on the sale of ordinary shares. |

+ See chapter 19 for defined terms.

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| No. of securities held after change | <p><u>Direct</u> 746,238 Sonic Healthcare Limited ordinary shares</p> <p>164,559 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2016, expiring 17 November 2021; exercisable at \$21.62 each under the Sonic Healthcare Limited Employee Option Plan having satisfied performance criteria</p> <p>467,467 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2017 and will vest on 22 November 2020, subject to performance criteria over period 1 July 2017 to 30 June 2020; exercisable at \$21.64 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>60,766 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2017 and will vest on 22 November 2020 subject to performance criteria over period 1 July 2017 to 30 June 2020, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>462,372 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2018 and will vest on 21 November 2021, subject to performance criteria over period 1 July 2018 to 30 June 2021; exercisable at \$21.69 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>60,626 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2018 and will vest on 21 November 2021, subject to performance criteria over period 1 July 2018 to 30 June 2021, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> <p>407,747 unlisted options over ordinary shares in Sonic Healthcare Limited, issued in 2019 and will vest on 19 November 2022, subject to performance criteria over period 1 July 2019 to 30 June 2022; exercisable at \$29.26 each under the Sonic Healthcare Limited Employee Option Plan</p> <p>44,941 unlisted performance rights over ordinary shares in Sonic Healthcare Limited, issued in 2019 and will vest on 19 November 2022, subject to performance criteria over period 1 July 2019 to 30 June 2022, with Nil exercise price under the Sonic Healthcare Limited Performance Rights Plan</p> |
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| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | (1) 255,008 shares acquired from the exercise of options on 7 September 2020 were issued to the Sonic Healthcare Employee Share Trust ("SHEST") on 7 September 2020. (2) On 8 September 2020, 255,008 shares were withdrawn from SHEST and legal title transferred to Dr Goldschmidt. (3) On 10 September 2020 and 11 September 2020, on-market sale of shares (250,000 shares in total). |
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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| Detail of contract | |
| Nature of interest | |
| Name of registered holder (if issued securities) | |
| Date of change | |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | |
| Interest acquired | |
| Interest disposed | |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | |
| Interest after change | |

Part 3 – ⁺Closed period

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| Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required? | No |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | |
| If prior written clearance was provided, on what date was this provided? | |

⁺ See chapter 19 for defined terms.