

ASX ANNOUNCEMENT

25 May 2022

VIRTUS HEALTH LIMITED (ASX: VRT)

SHAREHOLDERS SHOULD TAKE NO ACTION IN RESPECT OF REVISED BGH OFFER UNTIL YOU RECEIVE FURTHER INFORMATION

Virtus Health Limited (**Virtus**) is pleased to note that late yesterday entities wholly owned by BGH Capital Pty Limited (**BGH**) increased the offer price under their takeover offer for Virtus shares to \$8.15 per share (**Revised BGH Offer**).

BGH and CapVest Partners LLP (**CapVest**) have been engaged in a bidding contest for ownership of Virtus in recent months.

Virtus shareholders should take no action in respect of the Revised BGH Offer until there is greater clarity on whether CapVest will increase their offer and the value of consideration available to Virtus shareholders under the CapVest transaction.

Virtus has written to CapVest informing it of the Revised BGH Offer and encouraging CapVest to confirm today whether or not CapVest will increase their offer and amount payable to Virtus shareholders under the CapVest scheme of arrangement and/or the CapVest takeover offer.

Virtus intends to provide a further update to the market and shareholders as soon as possible and, in any event, before the market opens on Thursday, 26 May 2022. The Revised BGH Offer is currently scheduled to close on 31 May 2022 and can only be extended by BGH if there is a further increase in offer price by BGH on or before 31 May, or if BGH's voting power in Virtus increases to more than 50% on or before 31 May. Virtus shareholders will have time to make decisions in relation to the CapVest transaction and the Revised BGH Offer after the update from Virtus on Thursday morning.

In the meantime, the **Virtus Board strongly recommends that Virtus shareholders take no action in respect of the Revised BGH Offer before Virtus provides its further update.**

This announcement is authorised by the Virtus Board.

-ENDS-

Further information:

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Virtus Health Limited (ASX:VRT) brings together leading clinicians, scientists, researchers and support staff to provide the very best in fertility care and related specialised diagnostic and day hospital services. We have developed one of the most successful ARS collaborations in the world. With 126 of the world's leading fertility specialists supported by over 1300 professional staff, we are the largest network and provider of fertility services in Australia, Ireland and Denmark, Singapore and UK.

