

ASX ANNOUNCEMENT

1 June 2022

VIRTUS HEALTH LIMITED (ASX: VRT)

NOTICE OF CANCELLATION OF EXTRAORDINARY GENERAL MEETING

Take notice that the Extraordinary General Meeting (EGM) of Virtus Health Limited (Virtus) scheduled to be held immediately following the conclusion of the virtual (online only) Scheme Meeting commencing at 11.00am (Sydney time) on Monday, 6 June 2022 has been cancelled.

The EGM was convened by the Directors to consider and, if thought fit, to pass an ordinary resolution to approve a capital return (**Capital Return Resolution**) in connection with the off-market takeover bid made by CapVest Partners LLP (**CapVest**) for all Virtus shares (**CapVest Takeover**).

As announced to ASX on 27 May 2022, the Directors changed their recommendation as a result of the revised BGH offer received on 24 May 2022 (**Revised BGH Offer**), and unanimously recommend that Virtus shareholders accept the Revised BGH Offer in the absence of a superior proposal and do not accept the CapVest Takeover.

Virtus has also terminated the Transaction Implementation Deed with CapVest dated 13 March 2022 (as amended and restated on 13 April 2022 and 4 May 2022).

Consequently, it is no longer necessary or appropriate for Virtus shareholders to consider or pass the Capital Return Resolution. The Scheme Meeting that was ordered by the Supreme Court of New South Wales has also been cancelled.

The Directors have resolved, in accordance with the power contained in article 8.6 of Virtus' constitution, to cancel the EGM.

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.