

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme
ACN/ARSN

Vitrafy Life Sciences Limited
622 720 254

1.
Name

Ryder Capital Limited and associated entities

ACN/ARSN (if applicable)

606 695 854

The holder became a substantial holder on

21 NOVEMBER 2024

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	4,126,462	4,126,462	6.46%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Ryder Capital Ltd (RYD) ACN 606 695 854	Section 608(1) of the Corporations Act as the holder of the shares	ORD: 2,486,494
Ryder Investment Management Pty Ltd (RIMPL) ACN 131 333 394	Section 608(1) of the Corporations Act as the holder of the shares	ORD: 1,585,621
Consvest Pty Ltd ACN 629 768 912 <The Consvest Super Fund A/C> (Consvest)	Section 608(1) of the Corporations Act as the holder of the shares	ORD: 54,347
Peter Constable	Section 608(3)(a) of the Corporations Act as voting power in RIMPL and Consvest above 20% and Director of RYD	ORD: 4,126,462
David Bottomley	Director of RYD and RIMPL	ORD: 4,126,462

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Ryder Capital Ltd	J P Morgan Nominees Australia Pty Limited	Ryder Capital Ltd	ORD: 2,486,494
Ryder Investment Management Pty Ltd	Ryder Investment Management Pty Ltd	Ryder Investment Management Pty Ltd	ORD: 1,585,621
Consvest Pty Ltd <The Consvest Super Fund A/C>	Consvest Pty Ltd <The Consvest Super Fund A/C>	Consvest Pty Ltd <The Consvest Super Fund A/C>	ORD: 54,347

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
Ryder Capital Ltd	21 November 2024	\$1.84 per share – Subscription of Shares pursuant to IPO	ORD: 1,304,348

Ryder Capital Ltd	21 November 2024	\$1.38 per share – July 2021 Convertible Notes conversion to Shares	ORD: 792,810
Ryder Capital Ltd	21 November 2024	\$1.38 per share – December 2023 Convertible Notes conversion to Shares	ORD: 389,336
Ryder Investment Management Pty Ltd	21 November 2024	\$1.38 per share – July 2021 Convertible Notes conversion to Shares	ORD: 1,585,621
Consvest Pty Ltd <The Consvest Super Fund A/C>	21 November 2024	\$1.84 per share – Subscription of Shares pursuant to IPO	ORD: 54,347

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. Addresses

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

Name	Address
All Parties	Level 28, 88 Phillip Street, SYDNEY NSW 2000

Signature

print name David Bottomley

capacity Director

sign here



date 27 November 2024

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 clearly set out in paragraph 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) 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 a 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 powers 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.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
 - (9) Details of the consideration must include any and all benefits, moneys 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.
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