VISTA GROUP INTERNATIONAL LIMITED

ASX / NZX ANNOUNCEMENT

16 April 2020

Notice pursuant to clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014

Vista Group International Limited (*Vista*) has today announced that it will undertake a placement and an accelerated entitlement offer of new fully paid ordinary shares of the same class as already quoted on the NZX Main Board of NZX Limited and the Australian Securities Exchange operated by ASX Limited (the *Offer*).

Pursuant to clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014 (*FMC Regulations*), the Financial Markets Conduct Act 2013 (*FMCA*) and the Australian Corporations Act 2001 (Cth) (*Corporations Act*), Vista states that:

1   Vista is making the Offer in reliance upon the exclusion in clause 19 of Schedule 1 to the FMCA and is giving this notice under clause 20(1)(a) of Schedule 8 to the FMC Regulations.

2   Vista will offer the ordinary shares for issue and issue the ordinary shares without disclosure under Part 6D.2 of the Corporations Act (as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84).

3   Vista is giving this notice under sections 708A(12G) (as notionally inserted by ASIC Instrument 20-0366) and 708AA(2)(f) of the Corporations Act.

4   As at the date of this notice, Vista is in compliance with:

    4.1   the continuous disclosure obligations that apply to it in relation to Vista's quoted ordinary shares and its obligations under rule 1.15.2 of the ASX Listing Rules; and

    4.2   its financial reporting obligations within the meaning set out in clause 20(5) of Schedule 8 of the FMC Regulations.

5   As at the date of this notice, there is no information that is "excluded information" as defined in clause 20(5) of Schedule 8 to the FMC Regulations.

The Offer is not expected to have any effect on the control of Vista within the meaning set out in clause 48 of Schedule 1 of the FMCA.

Yours faithfully

Kelvin Preston
General Counsel
Vista Group International Limited