

Vista Group International Limited

Capital Change Notice



This notice is given under the NZX Listing Rules 3.13.1 and 3.15.2 and relates to the exercise of share rights under the 2022 Vista Group Recognition Scheme (**2022 VGRS**) pursuant to which participants were issued share rights which entitle them to receive fully paid ordinary shares in Vista Group International Limited subject to satisfaction of the vesting condition.

For the purposes of NZX Listing Rule 3.15.2, after the exercise of the share rights detailed in this notice, 259,707 share rights under the 2022 VGRS will not be exercised and will lapse as a result of the vesting condition not having been met.

Section 1: Issuer information	
Name of issuer	Vista Group International Limited
NZX ticker code	VGL
Class of financial product	Share Rights
ISIN (If unknown, check on NZX website)	NZVGLE0003S1
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	1,851,062 VGL ordinary shares
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	Nil
Nature of the payment (for example, cash or other consideration)	Upon the vesting of each share right under the 2022 VGRS the holder is entitled to one VGL ordinary share for no cash payment.
Amount paid up (if not in full)	Fully paid ordinary shares
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence)	0.79107925%
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	N/A
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	Exercise of 1,851,062 share rights under the 2022 VGRS (see details above) authorised by Directors' resolutions dated 12 April 2023.
Total number of Financial Products of the Class after the	235,843,042 There is no Treasury Stock.

issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Directors' resolutions dated 12 April 2023 pursuant to NZX Listing Rule 4.6.1 and 4.9.1(b).
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	The shares issued are quoted ordinary shares ranking equally with the existing VGL ordinary shares on issue.
Date of issue/acquisition/redemption	14 April 2023
Section 3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Kelvin Preston – General Counsel and Company Secretary
Contact person for this announcement	Kelvin Preston – General Counsel and Company Secretary
Contact phone number	+64 9 984 4570
Contact email address	kelvin.preston@vista.co
Date of release through MAP	14 April 2023