

Vista Group International Limited

Capital Change Notice



Section 1: Issuer information	
Name of issuer	Vista Group International Limited (VGL)
NZX ticker code	VGL
Class of financial product	Ordinary Shares
ISIN (If unknown, check on NZX website)	NZVGLE0003S1
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	1,529,987 ordinary shares
Nominal value (if any)	Not applicable
Issue/acquisition/redemption price per security	\$2.15519 per ordinary share
Nature of the payment (for example, cash or other consideration)	In partial satisfaction of the consideration payable by Vista Entertainment Solutions Limited (a wholly-owned subsidiary of VGL) to Retriever Software, Inc. (trading as Retriever Solutions) as vendor under an Asset Purchase Agreement regarding the sale of the assets of Retriever Solutions.
Amount paid up (if not in full)	Fully paid
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)	0.66168612%
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)	Not applicable
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	<p>Issue of ordinary shares in partial satisfaction of the consideration payable by Vista Entertainment Solutions Limited (a wholly-owned subsidiary of VGL) to Retriever Software, Inc. (trading as Retriever Solutions) as vendor under an Asset Purchase Agreement regarding the sale of the assets of Retriever Solutions.</p> <p>The issue of ordinary shares has been authorised by Board resolution dated 14 February 2022 pursuant to NZX Listing Rule 4.5.1</p>
Total number of Financial Products of the Class after the issue/ acquisition/	232,755,482 ordinary shares.

redemption/ Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	No Treasury Stock held.
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' resolution dated 14 February 2022 pursuant to NZX Listing Rule 4.5.1
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	<p>The shares issued are quoted ordinary shares ranking equally with the existing VGL ordinary shares on issue.</p> <p>Under the terms of the Asset Purchase Agreement the vendor and its shareholders are restricted from trading the shares for a period of 12 months from completion of the purchase of the assets of Retriever Solutions.</p>
Date of issue/acquisition/redemption	15 February 2022
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	16 February 2022