

Vista Group International Limited

Capital Change Notice



This notice is given under the NZX Listing Rules 3.13.1 and relates to the granting of shares rights under the Vista Group Recognition Scheme which entitle participants to receive fully paid ordinary shares in Vista Group International Limited subject to satisfaction of the tenure based vesting condition.

At the date of this notice, 618,834 long term incentive performance rights and 618,834 long term incentive share rights remain on issue, as do a further 500,000 CEO Retention Scheme share rights.

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)	NZVGL0003S1
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	2,110,769 Share Rights.
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	Share Rights issued for nil consideration.
Nature of the payment (for example, cash or other consideration)	N/A
Amount paid up (if not in full)	N/A
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)	100% of the Share Rights.
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)	Each Share Right represents upon vesting an entitlement to be issued an Ordinary Share in the Company, subject to the vesting condition that the relevant employee remains an employee of the Company or one of its subsidiaries up to and including the vesting date. The vesting date for the Share Rights under the 2022 Vista Group Recognition Scheme is 15 April 2023.
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	The retention, motivation and reward of employees of the Company and its subsidiaries. Directors' resolutions dated 10 March 2022 approving the grant of Share Rights under the 2022 Vista Group Recognition Scheme.
Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total	2,110,769 Share Rights. There is no Treasury Stock.

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 10 March 2022 pursuant to NZX Listing Rule 4.6.1.
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	Any Ordinary Shares in the Company issued on vesting of Share Rights will rank equally with all other fully paid Ordinary Shares in the Company.
Date of issue/acquisition/redemption	11 March 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	11 March 2022