

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 shares rights under the Vista Group Recognition Scheme 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 tenure based vesting condition.

After the exercise of the share rights detailed in this notice, there will be no further remaining share rights of that same class. 442,938 share rights lapsed and were not exercised as a result of participants not meeting the tenure based vesting condition. 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 (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	2,410,683
Nominal value (if any)	Not applicable
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 Vista Group Recognition Scheme 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)	1.053%
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)	Exercise of 2,410,683 share rights under the Vista Group Recognition Scheme (see details above) authorised by Directors' resolution dated 22 November 2021.

Total number of Financial Products of the Class after the 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.	231,225,495 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 22 November 2021 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	23 November 2021
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	23 November 2021