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ASX ANNOUNCEMENT

19 June 2026

Vitrafy Life Sciences Share Purchase Plan Opens

Vitrafy Life Sciences Limited (ASX: VFY) ("**Vitrafy**" or "**Company**") is pleased to offer those shareholders who are registered as holders of Vitrafy shares on the record date of Thursday, 11 June 2026, 7:00pm AEST ("**Record Date**") and whose registered address is in Australia or New Zealand ("**Eligible Shareholders**") the opportunity to participate in a non-underwritten share purchase plan ("**SPP**") to raise approximately A$2 million.

The SPP is now open and scheduled to close at 5:00pm AEST on Friday, 3 July 2026.

The SPP provides Eligible Shareholders with the opportunity to acquire new fully paid ordinary shares in the Company ("**New Shares**") at the same price as the institutional placement announced to the ASX on Friday, 12 June 2026, which raised A$30 million. Each Eligible Shareholder may apply for up to A$30,000 worth of New Shares at the offer price of A$2.60 per New Share, irrespective of the size of their holding in Vitrafy, without incurring brokerage or transaction costs.

The SPP is intending to raise a maximum of $2 million. The Company reserves the right to close the SPP early and/or scale back applications at its absolute discretion.

Participation in the SPP is optional and further information regarding the SPP (including terms and conditions of the SPP) will be provided to Eligible Shareholders in the SPP offer booklet ("**SPP Booklet**"), a copy of which is attached to this announcement. Eligible Shareholders wishing to acquire New Shares under the SPP will need to apply in accordance with the instructions in the SPP Booklet.

If you have any questions about the SPP, please contact XCEND on +61 (2) 8591 8509 between 9:00am and 5:00pm AEST, Monday to Friday or email corporateactions@xcend.co.

ENDS

This announcement is authorised by the Board of Vitrafy Life Sciences Limited.

For further information contact:

Tim Sharpe
Vice President of Strategy & Corporate Development
investors@vitrafy.com

About Vitrafy

Vitrafy has developed a proprietary cryopreservation ecosystem including the Guardion cryopreservation freezing unit, and Lifechain™, a cloud-based software platform, to offer a complete cryopreservation solution. The Vitrafy ecosystem delivers a new standard of cryopreservation of biomaterial quality, empowering industries to retain the integrity of sensitive biological samples throughout the collection, storage and delivery process. Vitrafy's innovative approach combines cutting-edge technology and seamless software integration to optimise cryopreservation, ensuring reliability and efficiency in maintaining valuable biological assets.

Vitrafy is headquartered in Melbourne, Australia and is listed on the Australian Securities Exchange (ASX: VFY).

For more information visit *vitrafy.com.*

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Vitrafy Life Sciences Limited (ASX: VFY)
ACN 622 720 254

SHARE PURCHASE PLAN BOOKLET

This is an important document and requires your immediate attention. You should read this Booklet in full.

Not for release or distribution in the United States or, except with the consent of Vitrafy Life Sciences Limited, elsewhere outside Australia and New Zealand.

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Important Information

This Booklet is not a prospectus under the Corporations Act and has not been lodged with ASIC. The information in this Booklet is not investment advice or a recommendation to acquire SPP Shares and has been prepared without taking into account your investment objectives, financial circumstances or particular needs (including financial and taxation considerations) as an investor. It is recommended that you read the entire Booklet and seek professional investment advice from your financial adviser or other professional adviser before deciding whether to apply for SPP Shares.

A cooling-off regime does not apply in relation to the acquisition of SPP Shares. You cannot withdraw your Application once it has been submitted.

If you apply to participate in the SPP by making a BPAY® or EFT payment (or otherwise making a valid Application in accordance with these Terms and Conditions), you are accepting the risk that the market price of Shares may change between the date of the SPP and the date SPP Shares are issued to you under the SPP. This means it is possible that, up to or after the Issue Date, you may be able to buy Shares at a lower price than the price of SPP Shares under the SPP. If the market price of Shares is lower than the Issue Price after the Issue Date, the price at which you will be able to sell your SPP Shares, and their value, will be less than what you paid for them.

The SPP Shares are not being offered or sold to the public within New Zealand, other than to existing Shareholders of Vitrafy with registered addresses in New Zealand to whom the offer of SPP Shares is being made in reliance on the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2021*.

This Booklet has not been registered, filed with or approved by any New Zealand regulatory authority under the *Financial Markets Conduct Act 2013*. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

Not for distribution or release in the United States

This Booklet does not constitute an offer to sell, or a solicitation of an offer to buy, any Shares in the United States or in any jurisdiction in which such an offer would be illegal. The Shares to be offered and sold under the SPP have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any U.S. state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States or to any person acting for the account or benefit of a person in the United States (to the extent such person is acting for the account or benefit of a person in the United States). The SPP Shares will only be offered and sold to Eligible Shareholders in Australia and New Zealand in "offshore transactions" (as defined in Rule 902(h) under the U.S. Securities Act), in reliance on Regulation S under the U.S. Securities Act.

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1. Letter to Shareholders

19 June 2026

Dear Shareholder

VITRAFY LIFE SCIENCES LIMITED SHARE PURCHASE PLAN

On behalf of the Board of Vitrafy, I am pleased to offer you the opportunity to participate in Vitrafy's share purchase plan (**SPP**), which allows Eligible Shareholders the opportunity to subscribe for up to $30,000 of new Shares in Vitrafy (**SPP Shares**) without incurring brokerage or other costs.

The SPP follows Vitrafy's successful institutional placement announced on 12 June 2026, which raised $30.0 million (**Placement**).

New SPP Shares are being offered at the Issue Price of $2.60 per SPP Share, being the price paid by institutional investors under the Placement.

Vitrafy aims to raise up to approximately $2 million under the SPP, which is not underwritten. Depending on the level of demand, applications may be scaled back at Vitrafy's discretion.

Use of funds

Net proceeds from the Placement and SPP will be used to fund the manufacturing of Guardion devices to meet anticipated demand, with additional funds deployed towards acceleration of US operations, sales and marketing activities, working capital and costs of the Placement.

Participation in SPP

Participation in the SPP is voluntary and open to all Eligible Shareholders, being holders of Shares in Vitrafy at 7:00pm (Sydney time), Thursday, 11 June 2026 (**Record Date**) and whose address on the Register is in Australia or New Zealand. The SPP is also being extended to Eligible Shareholders who are Custodians or nominees to participate in the SPP on behalf of certain Eligible Beneficiaries on the terms and conditions set out in this booklet (**Booklet**).

Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders (including Custodians and nominees) who hold Shares on behalf of persons who reside outside Australia or New Zealand, are in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons.

Once issued, SPP Shares will rank equally with existing Vitrafy Shares.

The terms and conditions of the SPP are provided in this Booklet. We urge you to read these materials in their entirety and seek your own financial and taxation advice in relation to the SPP, before you decide whether to participate.

How to apply for SPP Shares

To apply for SPP Shares, please follow the instructions in your personalised Application Form in relation to the SPP. Your personalised Application Form can be accessed via https://investor.xcend.app/sha.

In accordance with the instruction in your personalised Application Form, you must either:

- make a payment directly via BPAY®, which is the fastest and easiest way to apply; or
- if you are an Eligible Shareholder with a registered address in New Zealand and unable to pay by BPAY, you may pay for SPP Shares by making an Electronic Funds Transfer (**EFT**).

Cheque, bank draft, money order and cash payments will not be accepted.

Eligible Shareholders wishing to apply for SPP Shares must ensure that their BPAY® payment or EFT payment is received by the Closing Date, which is expected to be 5:00pm (Sydney time) on Friday, 3 July 2026.

Questions and further information

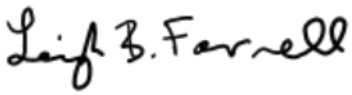
This Booklet contains important information about the SPP to assist you in deciding whether to participate in the SPP. You should read this Booklet carefully and in its entirety before deciding whether to apply.

If you have any questions in relation to how to participate in the SPP, please contact the Registry from 9:00am to 5:00pm (Sydney time) Monday to Friday on +61 (2) 8591 8509 or consult your financial or other professional adviser.

If you have any questions in relation to whether an investment in Vitrafy through the SPP is appropriate for you, please contact your stockbroker, accountant or other professional adviser.

Thank you for your continued support of Vitrafy.

Yours sincerely,



Dr. Leigh Farrell
Chairman

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2. Key Dates

Event	Date
Record Date of SPP	7:00pm, Thursday, 11 June 2026
Opening Date for the SPP	Friday, 19 June 2026
Closing Date for the SPP	5:00pm, Friday, 3 July 2026
Announcement of SPP results	Wednesday, 8 July 2026
Issue of SPP Shares	Thursday, 9 July 2026
Trading of SPP Shares commences	Friday, 10 July 2026
Despatch of holding statements	Friday, 10 July 2026

Note - dates and times in this Booklet are indicative only. The commencement of quotation of Shares under the SPP is subject to confirmation from ASX. Vitrafy reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws, to vary any or all of the dates and times of the SPP (other than the Record Date) by sending a revised timetable to the ASX.

All times are Sydney time.

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3. Summary of SPP Offer

You should read this section in conjunction with the Terms and Conditions of the SPP set out in section 4 of this Booklet.

Key SPP details	Summary
SPP Offer	Eligible Shareholders of Vitrafy may subscribe for up to $30,000 of SPP Shares without brokerage or other transaction costs.
Purpose of the SPP	Funds raised from the Placement and the SPP will be used to: • manufacture Guardion devices to meet anticipated demand; and • accelerate U.S. operations, sales and marketing activities and for working capital.
Voluntary participation	Participation in the SPP is voluntary. Before deciding on whether to participate in the SPP, you should consider the Company's latest financial statements and recent announcements to ASX (ASX: VFY) and, if you are in any doubt, consult your independent financial and taxation advisers. If you do not wish to participate in the SPP, do nothing.
Issue Price	The Issue Price is $2.60 per SPP Share, being the price paid by institutional investors under the Placement. There is a risk that the market price of Shares may rise or fall between the date of this Booklet and the time of issue of SPP Shares under the SPP. This means that the price you pay for the SPP Shares issued to you may be less than or more than the market price of Shares at the date of this Booklet or the time of issue. Your application is unconditional and may not be withdrawn even if the market price of Shares is less than the Issue Price.
Eligible Shareholders	Eligible Shareholders under the SPP are registered holders of Shares in the Company at 7:00pm Sydney time on Thursday, 11 June 2026 (**Record Date**) having a registered address in Australia or New Zealand that are not in the United States and are not acting for the account or benefit of a person in the United States (or, in the event that such holder does act for the account or benefit of a person in the United States, it is not participating in the SPP in respect of that person). The SPP is also being extended to Eligible Shareholders who are Custodians or nominees to participate on behalf of Eligible Beneficiaries on the Terms and Conditions. Custodians must not distribute any documents relating to the SPP to any person in the United States or to any person acting for the account or benefit of a person in the United States.

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When to apply

The SPP Offer opens at 10:00am (Sydney time) on Friday, 19 June 2026 and is expected to close at 5:00pm (Sydney time) on Friday, 3 July 2026.

Application amount

Eligible Shareholders may apply for a Parcel of SPP Shares up to an aggregate of $30,000 across all their holdings, regardless of how many Shares they currently hold.

Applications for Parcels are only permitted to have an Australian dollar value of $2,500, $5,000, $10,000, $15,000, $20,000, or $30,000.

Vitrafy may scale back Applications in its absolute discretion.

How to apply

You may apply for Shares by:

(a) making a BPAY® payment using the personalised customer reference number which is required to identify your holding as shown on your Application Form; or

(b) for Eligible Shareholders with a registered address in New Zealand, making a payment via Electronic Funds Transfer (**EFT**).

Instructions about how to make payment via BPAY® (including your unique BPAY® reference number) can be obtained as follows:

(a) if you received a printed copy of a personalised Application Form, instructions about how to make a BPAY® payment (including your unique BPAY reference number) are set out in the Application Form; or

(b) if you received an electronic communication from Vitrafy regarding the SPP, you can obtain your BPAY® instructions (including your unique BPAY® reference number) by downloading your personalised Application Form from https://investor.xcend.app/sha. You will need to provide your securityholder reference number or holder identification number and follow the instructions provided.

You can only make payment via BPAY® if you are the holder of an account with an Australian branch of a financial institution that supports BPAY® transactions.

If you are an Eligible Shareholder with a registered address in New Zealand, your personalised Application Form will also contain instructions on how to pay via EFT.

If you are paying via BPAY® or EFT, there is no need to return your personalised Application Form but you will be taken to have made the statements and certifications that are set out in the Application Form.

Payment for SPP Shares for the appropriate amount must be received by the Registry prior to the Closing Date of the SPP, which is expected to be 5:00pm (Sydney time) on Friday, 3 July 2026.

You should be aware that your financial institution may implement earlier cut-off times with regard to electronic payments and you should therefore take this into

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	consideration when making payment. Vitrafy and the Registry accept no responsibility for any delay in the receipt of BPAY® or EFT payments. Cheques, bank drafts, money orders and cash payments will not be accepted.
Rights attached to SPP Shares	SPP Shares will rank equally with all other Shares on issue.
Non-transferable	The SPP Offer is non-renounceable. This means it cannot be transferred.
Custodians and nominees	If you wish to apply as a Custodian to receive SPP Shares for one or more Eligible Beneficiaries, you must complete and submit an additional Custodian Certificate before your Application will be accepted. By applying as a Custodian on behalf of Eligible Beneficiaries to purchase SPP Shares, you certify (among other things) that each Eligible Beneficiary has not applied for an amount exceeding $30,000 across all of their holdings. Each Custodian will need to determine for itself whether its beneficiaries are Eligible Beneficiaries. Custodians may not participate in the SPP on behalf of any person in the United States or any person acting for the account or benefit of a person in the United States (to the extent such person is acting for the account or benefit of a person in the United States) and may not distribute this SPP Booklet or any other document relating to the SPP to any person in the United States or any person acting for the account or benefit of a person in the United States. In the event that a Custodian or nominee is acting for the account or benefit of a person in the United States, it is not permitted to participate in respect of that person. Failure to comply with these restrictions may result in violations of applicable securities laws. Applications by Custodians or nominees that are not accompanied by a duly completed Custodian Certificate will be rejected. The Custodian Certificate can be accessed via this link: https://xcend.app/VFYSPP2026Certificate or for further information about the custodian application process, please contact the Registry from 9:00am to 5:00pm (Sydney time) Monday to Friday on +61 (2) 8591 8509.
Issue of SPP Shares	Holding statements are expected to be despatched to participating Eligible Shareholders on or around Friday, 10 July 2026.
Scale back and refunds	The SPP aims to raise up to approximately $2 million with the ability to scale back Applications should it receive demand above that target at its absolute discretion. If Vitrafy scales back Applications, you may be issued SPP Shares to a value that is less than the value of SPP Shares you applied for and the difference will be refunded to you (without interest). Any application monies refunded by Vitrafy will be paid by cheque or direct credit (the payment method will be determined by Vitrafy in its absolute discretion) in Australian

currency. By applying for SPP Shares, each Eligible Shareholder authorises Vitrafy to pay any monies to be refunded by using the payment instructions of the Eligible Shareholder recorded in the Registry's records if Vitrafy should elect to pay in this manner.

More information

If you have any further queries in relation to the SPP, please contact the Company's Share Registry, on +61 (2) 8591 8509.

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4. SPP Terms and Conditions

Important notice and disclaimer

This Booklet does not provide financial advice and has been prepared without taking account of your investment objectives, financial situation or particular needs. You should consider the appropriateness of participating in the SPP having regard to your investment objectives, financial situation or particular needs. Shareholders should seek independent financial and taxation advice before making any investment decision in relation to these matters.

The SPP Offer is made in Australia in accordance with *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547*.

The SPP Offer is made in New Zealand under and in accordance with the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2021.*

If you participate in the SPP by completing and returning the Application Form or by making a payment by BPAY®, you are accepting the risk that the market price of Shares may change between the Record Date, the date on which you send the Application Form to the Registry or make a payment by BPAY® and the Issue Date. This means that, up to and/or after the Issue Date, you may be able to buy Shares on ASX at a lower price than the Issue Price.

Please read these Terms and Conditions carefully, as you will be bound by them in participating in the SPP. Shareholders accepting the SPP Offer will also be bound by the constitution of Vitrafy, a copy of which is available on Vitrafy's website at Corporate Documents - Constitution.

The previous sections of this Booklet and the Application Form are incorporated into these Terms and Conditions.

Terms used in this Booklet are defined in the Glossary in Section 5.

4.1 Offer

4.1.1 Vitrafy offers each Eligible Shareholder the opportunity to apply for specific Parcels of up to $30,000 worth of SPP Shares under the SPP subject to and in accordance with these SPP Terms and Conditions (**SPP Offer**).

4.1.2 The Offer opens on Friday, 19 June 2026 and closes on the Closing Date (expected to be 5:00 pm (Sydney time) on Friday, 3 July 2026 or such later date as the Company determines, in its absolute discretion).

4.1.3 Participation in the SPP is voluntary.

4.1.4 The SPP Offer is non-transferable and, therefore, Eligible Shareholders cannot transfer their right to purchase SPP Shares to a third party.

4.1.5 The SPP Offer to each Eligible Shareholder (whether as a Custodian or on its own account) is made on the same terms and conditions.

4.2 Eligible Shareholders

4.2.1 Subject to sections 4.2.2 to 4.2.7, you are eligible to participate in the SPP Offer if you:

(a) were registered on the Register as a Shareholder at 7:00pm (Sydney time) on Thursday, 11 June 2026 (the **Record Date**);

(b) had a registered address in either Australia or New Zealand at that time as shown on the Register; and

(c) are not in the United States and are not acting for the account or benefit of a person in the United States or, in the event that you are acting for the account or benefit of a person in the United States, you are not participating in the SPP in respect of that person.

4.2.2 Shareholders who hold Shares on behalf of, or are acting for the account or benefit of, persons who reside outside Australia or New Zealand (including persons in the United States) are not entitled to participate in the SPP on behalf of those persons.

4.2.3 Custodians may not participate in the SPP on behalf of any person in the United States or any person acting for the account or benefit of a person in the United States (to the extent such person is acting for the account or benefit of a person in the United States) and may not distribute this Booklet or any other document relating to the SPP to any person in the United States or any person acting for the account or benefit of a person in the United States.

4.2.4 You may not submit any completed Application Forms for any person in the United States or for any person who is acting for the account or benefit of a person in the United States (to the extent such person is acting for the account or benefit of a person in the United States). Failure to comply with these restrictions may result in violations of applicable securities laws.

4.2.5 If two or more persons are registered on the Register as jointly holding Shares, they are taken to be a single registered holder of Shares for the purposes of determining whether they are an Eligible Shareholder and a certification given by any of them is taken to be a certification given by all of them.

4.2.6 Subject to these terms and conditions, Eligible Shareholders who are Custodians or nominees may participate in the SPP on behalf of each Eligible Beneficiary on whose behalf the Custodian or nominee is holding Shares. Due to legal restrictions, Custodians and nominees may not distribute the Booklet to any person in, and may not participate in the SPP on behalf of any beneficial Shareholder in the United States. In the event that a Custodian or nominee is acting for the account or benefit of a person in the United States, it is not permitted to participate in respect of that person.

4.2.7 If you hold Shares as a trustee or nominee for another person, but are not a Custodian, you cannot participate for beneficiaries in the manner described above. In this case, the rules in section 4.4.5 apply.

The Shares to be offered and sold under the SPP have not been, and will not be, registered under the U.S. Securities Act, or the securities laws of any state or other jurisdiction of the United States. Accordingly, Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders who hold Shares on behalf of persons in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons. Shares to be offered and sold under the SPP may only be offered and sold in "offshore transactions" (as defined in Rule 902(h) under the U.S. Securities Act) in reliance on Regulation S under the U.S. Securities Act.

4.3 Issue Price

4.3.1 The issue price for each SPP Share under the SPP will be $2.60 per Share, which is equal to the issue price under the Placement (**Issue Price**).

4.3.2 The current price of Shares can be obtained from the ASX website. You agree to pay the Issue Price for each SPP Share you apply for.

4.3.3 You agree to pay the Issue Price per SPP Share for the number of SPP Shares calculated under section 4.4.3 or, if there is a scale back, the number of SPP Shares calculated under section 4.5.

4.3.4 Vitrafy will apply to ASX for quotation of the SPP Shares. It is expected that the trading of the SPP Shares on the ASX will commence on Friday, 10 July 2026.

4.4 Applying for SPP Shares

4.4.1 Participation in the SPP is optional. If you are an Eligible Shareholder, you may apply to purchase a Parcel of Shares valued at up to $30,000 by choosing one of the

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alternatives in section 4.4.2. This Parcel may be subject to a scale back and rounding.

4.4.2 Eligible Shareholders can select one of the following alternatives:

Option	Amount	Number of SPP Shares which may be purchased
Parcel A	$30,000	11,539
Parcel B	$20,000	7,693
Parcel C	$15,000	5,770
Parcel D	$10,000	3,847
Parcel E	$5,000	1,924
Parcel F	$2,500	962

4.4.3 The number of SPP Shares to which you are entitled will be calculated by dividing the Parcel amount you have selected by the Issue Price, rounded up.

4.4.4 If you are an Eligible Shareholder and wish to participate in the SPP, you must follow the instructions on the Application Form and make payment using BPAY® or EFT (as applicable), equivalent to the dollar amount of the Parcel you wish to apply for (including using the Biller Code (in the case of payment by BPAY®) and unique reference number provided to you on your Application Form). Instructions are also detailed in the 'How to apply' paragraph at section 3 of this Booklet.

4.4.5 Eligible Shareholders (other than Custodians) who receive more than one offer under the SPP via post or email (for example, because they hold Shares in more than one capacity or in different registered holdings) may apply via different Application Forms for SPP Shares but may not apply for SPP Shares with a total dollar amount of more than $30,000.

4.4.6 You must make your payment so that it is received by the Registry by 5:00pm (Sydney time) on the Closing Date (expected to be Friday, 3 July 2026). You may need to contact your financial institution to ensure your BPAY® or EFT payment (as applicable) can be made from your particular type of account, and to understand any applicable cut-off times so that your payment can be received by the Registry by 5:00pm (Sydney time) on the Closing Date.

4.4.7 Please do not forward cash, cheque or a money order. Receipts for payment will not be issued.

4.4.8 If Vitrafy receives an amount that is not equal to $2,500, $5,000, $10,000, $15,000, $20,000 or $30,000, Vitrafy may round down the dollar amount of SPP Shares that you are applying for to the next lowest Parcel or, if Vitrafy receives less than $2,500, reject your Application and refund your Application payment without interest, as soon as practicable following the issue of SPP Shares.

4.4.9 The Company reserves the right to reject all or any part of an Application received under the SPP in its absolute discretion. Vitrafy may reject your Application in the following circumstances (among others):

(a) your Application is determined by Vitrafy to be invalid;

(b) you have applied for SPP Shares with a total Application price of less than $2,500;

(c) your BPAY® or EFT payment (as applicable) is incomplete or invalid;

(d) unless you are a Custodian, it appears that you are applying to acquire SPP Shares with a total Issue Price of more than $30,000 (including as a result of Shares you hold directly, jointly or through a custodian or nominee arrangement) under the SPP;

(e) you are a Custodian and you have not provided the required Custodian Certificate;

(f) your BPAY® or EFT payment (as applicable) is received after the Closing Date. Late payments will be refunded, without interest, as soon as practicable following the issue of SPP Shares; or

(g) Vitrafy believes you are not an Eligible Shareholder (subject to compliance with any applicable ASIC requirements).

4.4.10 If you are entitled to a refund of all or any of your application monies, the refund will be paid to you, without interest, as soon as is practicable by direct credit to your nominated account (as recorded on the Register) or cheque (the payment method will be determined by Vitrafy in its absolute discretion).

4.4.11 If the value of the Parcel you have applied for cannot be divided by the Issue Price to give a whole number of SPP Shares, there will be a rounding up to the nearest whole number of SPP Shares.

4.5 Scale back

4.5.1 Vitrafy may in its absolute discretion allocate to you less SPP Shares than the value of the Parcel you have applied for. Vitrafy may in its absolute discretion determine to apply any scale back to the extent and in the manner it sees fit.

4.5.2 If there is a scale back, you may receive less than the Parcel for which you have applied. If a scale back when applied to your Parcel produces a fractional number of SPP Shares, the number of SPP Shares you will be allocated will be rounded up to the nearest whole number of SPP Shares.

4.5.3 In the event of a scale back, the difference in value between the Application payment and the number of SPP Shares allocated to you multiplied by the Issue Price, will be refunded to you, without interest, by direct deposit (to your nominated account as recorded on the Register) or by cheque, without interest, as soon as practicable following the Issue Date.

4.6 Acknowledgements by Making an Application

4.6.1 If you make an Application, by making that Application, you:

(a) acknowledge that you have read and accepted these Terms and Conditions in full;

(b) declare that at the Record Date you were the registered holder(s) of the Shares indicated on the Application Form as being held by you on the Record Date;

(c) acknowledge that you are an Eligible Shareholder using the unique reference number provided to you on the Application Form;

(d) irrevocably and unconditionally agree to these Terms and Conditions, including the terms of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the SPP;

(e) agree to be bound by the terms of Vitrafy's Constitution (as may be amended from time to time);

(f) declare you are over 18 years of age and have full legal capacity and power to exercise and perform all of your rights and obligations under the SPP Offer;

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(g) acknowledge your Application is irrevocable and unconditional and cannot be varied by you;

(h) if you are applying on your own behalf (and not as a Custodian), certify that the total of the Application price for the following does not exceed $30,000:

(i) the SPP Shares the subject of your Application;

(ii) any other Shares in the class you applied for under the SPP; and

(iii) any other Shares in the class which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Application;

(i) if you are a Custodian and are applying on behalf of an Eligible Beneficiary on whose behalf you hold Shares, certify that:

(i) you are a Custodian;

(ii) as at the Record Date you held Shares on behalf of the Eligible Beneficiary who has instructed you to apply for SPP Shares on their behalf under the SPP and that that Eligible Beneficiary has been given a copy of this Booklet;

(iii) you are not applying for SPP Shares on behalf of any Eligible Beneficiary with a total Application price of more than $30,000; and

(iv) the information in the Custodian Certificate submitted with your Application Form is true and correct and not misleading;

(j) accept the risk associated with any refund that may be dispatched to your address or to your nominated bank account as shown on the Register;

(k) are responsible for any dishonour fees or other costs Vitrafy may incur in processing a payment that is dishonoured;

(l) acknowledge that no interest will be paid on any Application monies held pending the issue of the SPP Shares or subsequently returned to you for any reason;

(m) authorise Vitrafy and the Registry and their respective officers or agents to do anything on your behalf necessary for SPP Shares to be issued to you, including to act on instructions of the Registry upon using the contact details set out in your Application Form;

(n) acknowledge that the information contained in this Booklet, including the SPP Terms and Conditions and your Application Form is not financial product or investment advice nor a recommendation that SPP Shares are suitable for you and has been prepared without taking into account your investment objectives, financial situation or particular needs;

(o) acknowledge that this Booklet is not a prospectus, does not contain all of the information that you may require in order to assess an investment in Vitrafy and is given in the context of Vitrafy's past and ongoing continuous disclosure announcements to the ASX;

(p) acknowledge that none of Vitrafy or its related bodies corporate and affiliates and their respective directors, officers, partners, employees, representatives, agents, consultants or advisers guarantees the performance of Vitrafy;

(q) acknowledge that, to the extent permitted by any applicable law, Vitrafy is not liable for any exercise of its discretions referred to in this Booklet;

(r) represent and warrant that the law of any place does not prohibit you from being given this Booklet and the Application Form, nor does it prohibit you from making an Application for the SPP Shares and that you are otherwise eligible to participate in the SPP;

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(s) represent that you are not in the United States and you are not acting for the account or benefit of a person in the United States (or, in the event that you do act for the account or benefit of a person in the United States, you are not participating in the SPP in respect of that person);

(t) acknowledge that the SPP Shares have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction of the United States, and, accordingly, the SPP Shares may not be offered, sold or resold, directly or indirectly, in the United States;

(u) acknowledge that the SPP Shares will only be offered and sold in "offshore transactions" (as defined in Rule 902(h) under the U.S. Securities Act) in reliance on Regulation S under the U.S. Securities Act;

(v) represent that you have not sent, and you agree that you will not send, this Booklet or any other materials relating to the SPP to any person in the United States or to any person acting for the account or benefit of a person in the United States; and

(w) acknowledge and agree that if in the future you decide to sell or otherwise transfer the Shares, you will only do so in standard brokered transactions on the ASX, where neither you nor any person acting on your behalf knows, or has reason to know, that the sale has been prearranged with, or the purchaser is a person outside of Australia and New Zealand, including a person in the United States.

4.7 SPP Shares

4.7.1 Shares issued under the SPP are fully paid ordinary shares in the Company.

4.7.2 SPP Shares will rank equally with the existing fully paid ordinary shares of the Company, carrying the same voting rights and other entitlements.

4.8 Underwriting

The SPP will not be underwritten. To the extent that there is a shortfall in the subscription for SPP Shares under the SPP, the Company reserves the right to place the SPP Shares that comprise the shortfall to institutional, sophisticated and professional investors at its discretion (subject to the ASX Listing Rules).

4.9 Foreign Shareholders

4.9.1 The laws of some countries prohibit or make impracticable participation in the SPP by certain overseas Shareholders. Shareholders who are not resident in Australia or New Zealand will not be able to participate in the SPP. The SPP does not constitute an offer of Shares for sale or issue in any other jurisdiction.

4.9.2 The SPP Shares are not being offered or sold to the public within New Zealand other than to existing Shareholders of Vitrafy at the Record Date with registered addresses in New Zealand to whom the offer of SPP Shares is being made in reliance on the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2021*.

4.9.3 This Booklet has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This Booklet is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

4.9.4 Shareholders in the United States are not eligible to participate in the SPP. Similarly, Shareholders (including Custodians and nominees) who hold Shares on behalf of persons who reside outside Australia or New Zealand, are in the United States, or are acting for the account or benefit of persons in the United States, are not eligible to participate in the SPP on behalf of those persons.

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4.10 ASIC Instrument 2019/547

The Offer of securities under the SPP is made in accordance with ASIC Instrument 2019/547 which grants relief from the requirement to prepare a prospectus for the Offer of the Shares under the SPP.

4.11 Disputes

4.11.1 Vitrafy may settle, or make determinations, in any manner it thinks fit, any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any participant or Application. Any determinations by the Company will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates.

4.11.2 The powers of Vitrafy under these Terms and Conditions may be exercised by the Directors or any delegate or representative of the Board.

4.12 Privacy policy

4.12.1 Chapter 2C of the Corporations Act requires information about you as securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. This information must continue to be included in the public register if you cease to be a Shareholder.

4.12.2 The Company and the Registry may collect personal information to process your Application, implement the SPP and administer your shareholding. The personal information contained in the share register is also used to facilitate payments and corporate communications (including financial results, annual reports and other information to be communicated to Shareholders) and to ensure compliance with legal and regulatory requirements, including Australian taxation laws and the Corporations Act.

4.12.3 Your personal information may be disclosed to joint investors, the Registry, to securities brokers, to third party service providers, including print and mail service providers, technology providers and professional advisers, to related entities of the Company and its agents and contractors, and to ASX and other regulatory authorities, and in any case, where disclosure is required or allowed by law (which may include disclosures to the Australian Taxation Office and other government or regulatory bodies or where you have consented to the disclosure). In some cases, the types of organisations referred to above to whom your personal information may be disclosed may be located overseas.

4.12.4 The Company's privacy policy is available on its website Vitrafy Privacy Policy. The Registry's privacy policy is available on its website Xcend Privacy Policy.

4.13 Variation and termination

4.13.1 Vitrafy reserves the right at any time to:

(a) amend or vary these Terms and Conditions;

(b) waive strict compliance with any provision of these Terms and Conditions;

(c) withdraw the SPP Offer or suspend or terminate the SPP;

(d) vary the timetable for the SPP, including the Closing Date; and

(e) not accept an Application, not issue SPP Shares or issue SPP Shares to a value less than that applied for under the SPP by an Eligible Shareholder (including a Custodian applying on behalf of its Eligible Beneficiaries).

4.13.2 In the event that the SPP is withdrawn or terminated, all application monies will be refunded. No interest will be paid on any money returned to you.

4.14 Taxation

None of Vitrafy, its officers, employees, advisers or agents makes any representations or warranties about, and accepts no responsibility for, the liability of Eligible Shareholders to pay income tax in respect of any issue of SPP Shares, payment or other transaction under the SPP.

4.15 Governing law

This SPP Offer is governed by the law in force in Victoria, Australia. Any dispute arising out of, or in connection with, these terms and conditions, or the SPP Offer, will be determined by the courts of Victoria. By accepting the SPP Offer, you agree to submit to the exclusive jurisdiction of the courts in Victoria.

4.16 Inconsistency

These Terms and Conditions prevail to the extent of any inconsistency with the Application Form.

4.17 Contact us

If you have any further queries in relation to the SPP, please contact the Registry, on +61 (2) 8591 8509.

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5. Glossary

In this Booklet, unless the context otherwise requires:

A$, $, or **AUD** means the currency of Australia.

Application means a valid payment via BPAY® (if you are an Eligible Shareholder with a registered address in Australia) or EFT (if you are an Eligible Shareholder with a registered address in New Zealand and cannot make payment by BPAY®).

Application Form means the personalised application form relating to the SPP accompanying this Booklet.

ASIC means the Australian Securities and Investments Commission.

ASIC Instrument 2019/547 means *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547*.

ASX means ASX Limited (ACN 008 624 691) or the market operated by it, as the context requires.

ASX Listing Rules means the official listing rules of ASX as amended or waived from time to time.

Beneficiary means a person on whose behalf a Custodian or nominee is holding Shares at 7:00pm (Sydney time) on the Record Date.

Board means the board of directors of Vitrafy.

Booklet means this document which sets out the SPP Offer.

Closing Date means the last day on which Applications will be accepted, expected to be 5:00 pm Sydney time on Friday, 3 July 2026 (unless extended).

Corporations Act means the *Corporations Act 2001* (Cth).

Custodian means a custodian, trustee or nominee within the definition of "custodian" in ASIC Instrument 2019/547.

Custodian Certificate means a certificate complying with paragraph 8(3) of ASIC Instrument 2019/547.

EFT means Electronic Funds Transfer.

Eligible Beneficiary means a Beneficiary with a registered address in either Australia or New Zealand as at the Record Date, provided that such Beneficiary is in Australia or New Zealand, and not in the United States or acting for the account or benefit of a person in the United States.

Eligible Shareholder means registered holders of Shares in the Company on the Record Date having a registered address in either Australia or New Zealand as shown on the Register, provided that such holder is not in the United States and is not acting for the account or benefit of a person in the United States (or, in the event that such holder does act for the account or benefit of a person in the United States, it is not participating in the SPP for that person).

Issue Date means the date on which Shares are allotted under the SPP (expected to be Thursday, 9 July 2026).

Issue Price means the price of $2.60 per SPP Share being the same price paid by institutional investors under the Placement.

Opening Date means 10:00am on Friday, 19 June 2026.

Parcel means a parcel of SPP Shares, with a dollar amount of $2,500, $5,000, $10,000, $15,000, $20,000 or $30,000, calculated at the Issue Price.

Placement means the placement at an issue price of $2.60 per Share to raise $30.0 million to institutional investors.

Record Date means 7:00pm Sydney Time on Thursday, 11 June 2026.

Register means the register of members of the Company maintained by the Registry.

Registry means Xcend Pty Ltd.

Share means a fully paid ordinary share in Vitrafy.

Shareholder means a person registered in the register of members of Vitrafy as a holder of one or more Shares.

SPP or **Share Purchase Plan** means the share purchase plan offer made to Eligible Shareholders under the terms of this Booklet.

SPP Offer or **Offer** means the offer in section 4.1 of the Terms and Conditions.

SPP Share means a Share under the SPP.

Terms and Conditions means the terms and conditions of the SPP set out in this Booklet and including this Glossary and the Application Form.

U.S. Securities Act means the United States Securities Act of 1933 as amended.

Vitrafy or **Company** means Vitrafy Life Sciences Limited ACN 622 720 254.

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vitrafy

Vitrafy Life Sciences Limited
ACN 622 720 254

XCEND
INVESTOR SUPPORT
www.xcend.co
+61 (2) 8591 8509
corporateactions@xcend.co

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Share Purchase Plan Application Form

This form relates to the Share Purchase Plan (**SPP**) announced by Vitrafy Life Sciences Limited ("**Company**") on 12 June 2026 which allows Eligible Shareholders to subscribe for additional fully paid ordinary shares (**SPP Shares**) in the Company without incurring brokerage or transaction costs.

Please read the SPP Offer Booklet in full before completing this form.

Capitalised terms not otherwise defined in this Application Form have the meaning given to them in the SPP Offer Booklet. The SPP Offer Booklet contains important information about the SPP and you should read the SPP Offer Booklet in its entirety before applying for SPP Shares. If you are in doubt as to how to deal with this Application Form, contact your accountant, lawyer, stockbroker or other professional adviser.

Completion Guidelines

Shareholder Details
Please check the details provided and update your address via https://investor.xcend.app if any of the details are incorrect.
If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

Application Amount
SPP Shares may be purchased in the parcels described overleaf and in the SPP Offer Booklet, subject to purchase of the minimum value of A$2,500 and not exceeding the maximum value of A$30,000. The maximum limit of A$30,000 worth of SPP Shares applies to you even if you receive more than one SPP Offer. For example, if as at the Record Date, you are both a sole and a joint Shareholder.

No fraction of SPP Shares will be issued.

Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Make your Payment
Payment of your Application can be made by BPAY® or EFT (Electronic Funds Transfer). Please follow the instructions on the Application Form. You can only make a payment via BPAY® if you are the holder of an account with an Australian financial institution that supports BPAY® transactions.
Please note that should you choose to pay by BPAY® or EFT, you do not need to submit this Application Form but are taken to have made the declarations on this Application Form and in the Offer Booklet.
You should be aware that financial institutions may implement earlier cut-off times or fees with regard to electronic payment, and you should therefore take this into consideration when making payment.

It is your responsibility to ensure that funds submitted through BPAY® or EFT are received by 5:00pm (AEST) on the Closing Date. The Company and XCEND shall not be responsible for any delay in the receipt of the BPAY® or EFT payment.

Contact Details
Please provide your contact details in case the Company or the Share Registry needs to contact you. In providing your email address, you elect to receive all communication via email (where legally permissible).

Offer Details

Record Date
7.00pm (AEST) on Thursday, 11 June 2026

Opening Date
10.00am (AEST) on Friday, 19 June 2026

Closing Date
5.00pm (AEST) on Friday, 3 July 2026

Price per share
A$2.60

Lodgement of Application
If you are applying for SPP Shares and have made payment via BPAY® or EFT, there is no need to return your physical Application Form. However, if you choose to submit your form, you may do so via one of the following methods:

- **By Post:**
  Xcend Pty Ltd
  PO Box R1905
  Royal Exchange NSW 1225
- **By Email:**
  corporateactions@xcend.co

Applying as a Custodian or Nominee?
If you're applying on behalf of one or more Eligible Beneficiaries, you'll also need to complete and submit a Custodian Certificate, your Application will not be accepted without it.
Access the Certificate here:
https://xcend.app/VFYSPP2026Certificate

If you require further information about the SPP, please contact XCEND on +61 (2) 8591 8509 between 9:00am and 5:00pm (AEST). or corporateactions@xcend.co.

SAMPLE

Vitrafy Life Sciences Limited
Share Purchase Plan Application Form

Acknowledgements & Declaration

By making payment, I/we:
- Agree to be bound by the terms and conditions of the SPP Offer Booklet and the Constitution of Vitrafy Life Sciences Limited.
- Confirm that I/we am/are Eligible Shareholders as defined in the SPP.
- Acknowledge that the offer is non-renounceable and that once submitted, this application is irrevocable.
- Authorise the Company and its registry to correct any errors in this form and act on instructions as if made by me/us.
- Certify that I/we are not applying for SPP Shares with an aggregate amount of more than A$30,000 under the SPP Offer (including by instructing a Custodian to acquire SPP Shares on my/our behalf under the SPP Offer).

Shareholder Details

Holder Number (HIN/SRN) (For your security keep your SRN/ HIN confidential.)

Registered Name and Address

Application Amount

Please indicate the parcel number of SPP Shares you wish to apply for under the SPP*.

You may select only one of the following options:

		Subscription Amount	Number of Shares
☐	Parcel A	A$30,000 (Maximum permitted)	11,539
☐	Parcel B	A$20,000	7,693
☐	Parcel C	A$15,000	5,770
☐	Parcel D	A$10,000	3,847
☐	Parcel E	A$5,000	1,924
☐	Parcel F	A$2,500	962

*The parcel amount may be subject to scale back in accordance with the terms of the SPP.

Make your Payment

Option 1 – Payment by BPAY®

Biller Code:
Ref:

Telephone & Internet Banking – BPAY®
Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info: www.bpay.com.au

® Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2 - Payment by EFT (Electronic Funds Transfer)

XCEND PTY LTD
BSB: **ACC:**
SWIFT/BIC Code:

Reference Number:
Please ensure to add your reference number as your payment reference/description. If your financial institution does not accept your reference number as your reference, please enter the last 6 digits.

Contact Details

Contact Details

Email Address

Phone Number (Contactable during business hours)

By providing my/our email address, I/we consent to receive all future Securityholder communications electronically. My/our mobile number may be used for SMS notifications about my/our holding in Vitrafy Life Sciences Limited.

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