



Announcement Summary

Entity name

VISTA GROUP INTERNATIONAL LIMITED.

Date of this announcement

Tuesday April 07, 2026

The +securities the subject of this notification are:

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

Total number of +securities to be issued/transferred

| ASX +security code | Security description | Total number of +securities to be issued/transferred | Issue date |
|---------------------------|-----------------------------|---|-------------------|
| VGLAA | PERFORMANCE RIGHTS | 2,372,886 | 07/04/2026 |

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

VISTA GROUP INTERNATIONAL LIMITED.

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ARBN

Registration number

600417203

1.3 ASX issuer code

VGL

1.4 The announcement is

New announcement

1.5 Date of this announcement

7/4/2026



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

has an existing ASX security code ("existing class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

Additional +securities in an existing class issued under an +employee incentive scheme

ASX +security code and description

VGLAA : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

7/4/2026

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

| Name of KMP | Name of registered holder | Number of +securities |
|--|---------------------------|-----------------------|
| Stuart Dickinson (CEO, Vista Group) | Same | 997,948 |
| Matthew Thompson (CFO, Vista Group) | Same | 147,550 |
| Kelvin Preston (Chief Corporate Development Officer) | Same | 135,882 |

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

2026 LTI Scheme: Each Performance Right represents on vesting an entitlement to be issued one Ordinary Share subject to the participant's continued employment and the achievement of the relative total shareholder return target over period 1 Jan 2026 to 31 Dec 2028. The 1,094,940 Performance Rights have a nil exercise price and a vesting date of 15 April 2029.

2026 STI Scheme: Each Performance Right represents on vesting an entitlement to be issued one Ordinary Share subject to the participant's continued employment and the achievement of the 2026 Group Total Revenue target. The 1,094,940 Performance Rights have a nil exercise price and a vesting date of 15 April 2027.

2026 CEO STI Scheme: Each Performance Right represents on vesting an entitlement to be issued one Ordinary Share subject to the CEO's continued employment and the achievement of 2026 STI targets. The 183,006 Performance Rights have a nil exercise price and a vesting date of 15 April 2027.

Any other information the entity wishes to provide about the +securities the subject of this notification



Issue details

Number of +securities

2,372,886

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

| ASX +security code and description | Total number of +securities on issue |
|--|---|
| VGL : ORDINARY FULLY PAID FOREIGN EXEMPT NZX | 238,834,381 |

4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)

| ASX +security code and description | Total number of +securities on issue |
|---|---|
| VGLAA : PERFORMANCE RIGHTS | 4,736,168 |
| VGLAB : SHARE RIGHTS | 372,331 |

Vista Group International Limited

Capital Change Notice



| Section 1: Issuer information | |
|--|---|
| Name of issuer | Vista Group International Limited |
| NZX ticker code | VGL |
| Class of financial product | Performance Rights. |
| ISIN (If unknown, check on NZX website) | NZVGLE0003S1 |
| Currency | NZD |
| Section 2: Capital change details | |
| Number issued/acquired/redeemed | 2,372,886 Performance Rights. |
| Nominal value (if any) | N/A |
| Issue/acquisition/redemption price per security | Performance Rights issued under the 2026 Long Term Incentive Scheme (2026 LTI Scheme), 2026 Short Term Incentive Scheme (2026 STI Scheme), and 2026 CEO Short Term Incentive Scheme (2026 CEO STI Scheme) 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 Performance Rights under the 2026 LTI Scheme, 2026 STI Scheme and 2026 CEO STI Scheme. |
| 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) | <p>2026 LTI Scheme</p> <p>Each Performance Right under the 2026 LTI Scheme represents on vesting an entitlement to be issued one Ordinary Share in the Company subject to: (i) the participant's continued employment with the Company or its subsidiaries; and (ii) the achievement of the relative total shareholder return target over the period from 1 January 2026 to 31 December 2028 of the 2026 LTI Scheme.</p> <p>The 1,094,940 Performance Rights under the 2026 LTI Scheme have a nil exercise price and a vesting date of 15 April 2029. Performance Rights under the 2026 LTI Scheme that do not vest on the vesting date will automatically lapse.</p> <p>2026 STI Scheme</p> <p>Each Performance Right under the 2026 STI Scheme represents on vesting an entitlement to be issued one Ordinary Share in the Company subject to: (i) the participant's continued employment with the Company or its subsidiaries; and (ii) the achievement of the 2026 Group Total Revenue target.</p> <p>The 1,094,940 Performance Rights under the 2026 STI Scheme have a nil exercise price and a vesting date of 15 April 2027. Any Performance Rights under the 2026 STI Scheme that do not vest on the vesting date will automatically lapse.</p> |

| | |
|---|--|
| | <p>2026 CEO STI Scheme</p> <p>Each Performance Right under the 2026 CEO STI Scheme represents on vesting an entitlement to be issued one Ordinary Share in the Company subject to: (i) the CEO's continued employment with the Company or its subsidiaries; and (ii) the achievement of 2026 Recurring Revenue, EBITDA Margin, Free Cash Flow, and Client Sentiment targets.</p> <p>The 183,006 Performance Rights under the 2026 CEO STI Scheme have a nil exercise price and a vesting date of 15 April 2027. Any Performance Rights under the 2026 CEO STI Scheme that do not vest on the vesting date will automatically lapse.</p> |
| Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here) | <p>The motivation, reward and retention of employees of the Company and its subsidiaries.</p> <p>Board resolutions dated 6 April 2026 approving the grant of Performance Rights under the 2026 LTI Scheme and 2026 STI Scheme.</p> |
| 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. | <p>2,372,886 Performance Rights.</p> <p>There is no Treasury Stock.</p> |
| 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 | Board resolutions dated 6 April 2026 and 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 a Performance Right will rank equally with all other fully paid Ordinary Shares in the Company. |
| Date of issue/acquisition/redemption | 7 April 2026 |
| Section 3: Authority for this announcement and contact person | |
| Name of person authorised to make this announcement | Kelvin Preston – Chief Corporate Development Officer |
| Contact person for this announcement | Kelvin Preston – Chief Corporate Development Officer |
| Contact phone number | +64 9 984 4570 |
| Contact email address | kelvin.preston@vista.co |
| Date of release through MAP | 7 April 2026 |