ASX Circular

VIRTUS HEALTH LIMITED – ADMISSION AND COMMENCEMENT OF OFFICIAL QUOTATION

Date: 11 June 2013

Key topics

1. Virtus Health Limited
2. Ordinary shares (ASX code: VRT)
3. Quotation expected to commence at 12:00 pm A.E.S.T. on Tuesday, 11 June 2013 on a conditional and deferred settlement basis

Reading List

Client Advisers
Corporate Advisory
DTR Operators
Institutions
Listing Officers
ASX Settlement Participants
Office Managers
Operations Managers (back office)
Research Analysts
Share Registries
ASX Clear Participants
Market Participants

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It is anticipated that Virtus Health Limited (the "Company") will be admitted to the official list of ASX Limited ("ASX") on the morning of Tuesday, 11 June 2013.

Official quotation of the Company's shares is expected to commence at 12:00 pm A.E.S.T on Tuesday, 11 June 2013 on a conditional and deferred settlement basis.

Quoted Securities:	79,536,601 fully paid ordinary shares at an issue price of $5.68 per share
ASX Code:	VRT
Time:	12:00 pm A.E.S.T.
Date:	11 June 2013
ASX Trade Abbreviation:	VIRTUS
ISIN:	AU000000VRT3
Home Branch:	Sydney
Industry Classification:	3510 – Health Care Equipment and Services
Registered and Corporate Office:	Level 3 176 Pacific Highway Greenwich NSW 2065 Phone: (02) 9425 1722 Fax: (02) 9425 1633
Company Secretary:	Glenn Powers
Share Registry:	Link Market Services Ltd Level 12 680 George Street Sydney NSW 2000 Phone: (02) 8280 7288 Fax: (02) 9287 0310
Balance Date:	30 June
CHESS:	Participating. The Company will also operate an issuer sponsored sub-register.

State of Incorporation:	Victoria
Activities:	Assisted reproductive services
Dividend Policy:	Refer to section 4.9 of the Company's prospectus dated 24 May 2013
Joint Lead Managers:	Morgan Stanley Australia Securities Limited Level 39, Chifley Tower, 2 Chifley Square Sydney NSW 2000 UBS AG, Australia Branch Level 16, Chifley Tower, 2 Chifley Square Sydney NSW 2000
ASX Restricted Securities:	Nil
Securities not quoted:	Nil

CONDITIONAL AND DEFERRED SETTLEMENT TRADING

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are (i) completion of the transfer of shares held by existing shareholders to Virtus SaleCo Pty Ltd ("SaleCo") and (ii) settlement occurring under the underwriting agreement dated 16 May 2013, which is to include the issue of shares by the Company and transfer of shares by SaleCo to successful applicants under the offer, as referred to in Section 7.9.3 of the prospectus dated 24 May 2013.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will be placed in pre-open at 8:30 AM AEST on Tuesday, 11 June 2013 and trading will commence on a conditional and deferred settlement basis at 12:00 PM AEST on Tuesday, 11 June 2013.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Signal E.

The Company is required to advise ASX immediately of the fulfillment or non-fulfillment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfillment of the conditions, ASX will issue a further Circular to participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met on Wednesday, 12 June 2013. The Company has agreed to send holding statements on Thursday, 13 June 2013, which will mean that the first settlement date will be Wednesday, 19 June 2013.

CONTRACT NOTES FOR CONDITIONAL SALES AND PURCHASES

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

"*This contract is conditional upon notification being received by ASX by close of business on Wednesday, 12 June 2013 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract* *shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract.*"

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

INDICATIVE KEY DATES

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 5:00 PM AEST on Wednesday, 12 June 2013. If the conditions are not fulfilled by the close of business on Tuesday, 25 June 2013, shares will not be issued and all conditional trades that have occurred since Tuesday, 11 June 2013 will be cancelled.

If the conditions are not satisfied by 5:00 PM AEST on Wednesday, 12 June 2013, but are satisfied prior to the close of business on Tuesday, 25 June 2013, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Tuesday, 11 June 2013	Pre-quotation disclosure announcement Commencement of Official Quotation on a conditional and deferred settlement basis – 12.00 PM AEST (ASX Code: VRT)
Wednesday, 12 June 2013	Conditions for the conditional market expected to be fulfilled Transfer of shares by SaleCo, and issue of shares by Company under the offer Last day of conditional trading
Thursday, 13 June 2013	Trading expected to commence on an unconditional but deferred settlement basis (ASX Code: VRT) Holding statements sent to successful applicants
Friday, 14 June 2013	First day of trading on a normal (T+3) basis (ASX code: VRT)
Wednesday, 19 June 2013	Settlement of on-market trades conducted on a conditional and deferred settlement basis from 11 to 13 June 2013, and first settlement of trades conducted on a T+3 basis

For further information please refer to the Company's prospectus dated 24 May 2013 or call the **Virtus Offer Information Line on 1800 134 068 (within Australia) or on +61 2 8767 1034 (from outside Australia) at any time from 8.30am to 5.30pm AEST Monday to Friday**.