

Corporations Act 2001 (Cth) - Sections 650D and 630(2)(b)

Notice of Variation of Offer

To: Australian Securities and Investments Commission (**ASIC**)

ASX Limited

Virtus Health Limited (ACN 129 643 492) (**Virtus**)

Each person to whom offers were made under the takeover offer in accordance with section 650D(1)(c)(ii) of the *Corporations Act 2001* (Cth) (**Corporations Act**)

This notice is given by **Oceania Equity Investments Pty Ltd** (ACN 655 692 738) as trustee for the **Oceania Trust** and **A.C.N. 658 293 166 Pty Ltd** (ACN 658 293 166) (together, the **BGH Bidders**), each being entities currently wholly owned by the BGH Fund, in relation to their joint off-market bid to purchase all the Shares in Virtus dated 20 April 2022 (**Offer**) as set out in the Bidders' Statement dated 6 April 2022 (the **Bidders' Statement**), the first supplementary bidders' statement dated 21 April 2022 (**First Supplementary Bidders' Statement**) and the second supplementary bidders' statement dated 6 May 2022 (the **Second Supplementary Bidders' Statement**) (as supplemented and varied) (**Bidder's Statement**). Words and phrases defined in the Bidders' Statement have the same meaning in this notice unless the context requires otherwise.

1 Extension of Offer Period

The Bidders hereby give this notice under section 650D(1) of the Corporations Act that under section 650C(1) of the Corporations Act:

- (a) the Offer is varied by extending the period during which the Offer will remain open for acceptance until **7.00pm (Melbourne, Australia time) on 31 May 2022**, unless withdrawn or further extended; and
- (b) all references in the Bidders' Statement and Acceptance Form to '20 May 2022', or where '20 May 2022' is deemed to appear, are replaced with '31 May 2022' as the last day of the Offer Period.


2 New date for giving notice of status of Defeating Conditions

The Bidders hereby give notice in accordance with section 630(2)(b) of the Corporations Act that:

- (a) the new date for giving notice as to the status of the Defeating Conditions as required by section 630(3) of the Corporations Act is **23 May 2022** (subject to variations in accordance with the Corporations Act); and
- (b) as at the date of this notice:
 - (i) the Offer and each contract resulting from acceptance of the Offer have not been free from the Condition as set out in section 7.6 of the Bidders' Statement; and
 - (ii) so far as the Bidders are aware, the Condition set out in section 7.6 of the Bidders' Statement was not fulfilled at the time of giving this notice.

A copy of this notice was lodged with ASIC on 19 May 2022. ASIC takes no responsibility for the contents of this notice.

Signed on behalf of **Oceania Equity Investments Pty Ltd** (ACN 655 692 738) as trustee for the **Oceania Trust**: **Signed** on behalf of **A.C.N. 658 293 166 Pty Ltd** (ACN 658 293 166):



Benjamin Gray

Director



David Brooks

Director