

ASX ANNOUNCEMENT

6 May 2022

VIRTUS HEALTH LIMITED (ASX: VRT)

Letters to shareholders to access CapVest Transaction Booklet

Virtus Health Limited (ACN 129 643 492) (**Virtus**) attaches the letters sent to Virtus shareholders advising how to access the Transaction Booklet (or enclosing a hard copy Transaction Booklet, depending on each shareholder's elected communication method) in relation to the proposal by CapVest Partners LLP to acquire all the shares in Virtus by way of a scheme of arrangement and a simultaneous takeover bid (**CapVest Transaction**).¹ Virtus shareholders who have nominated an email address to receive communications from Virtus have been sent the letter by email.

This announcement is authorised by a Subcommittee of the Virtus Board.

-ENDS-

Further information:

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Virtus Health Limited (ASX:VRT) brings together leading clinicians, scientists, researchers and support staff to provide the very best in fertility care and related specialised diagnostic and day hospital services. We have developed one of the most successful ARS collaborations in the world. With 126 of the world's leading fertility specialists supported by over 1300 professional staff, we are the largest network and provider of fertility services in Australia, Ireland and Denmark, Singapore and UK.

¹ For the purpose of item 8 of section 633(1) of the *Corporations Act 2001* (Cth) Evergreen BidCo Pty Ltd also gives notice of the despatch of the Transaction Booklet which incorporates the bidder's statement containing an offer to acquire all of the fully paid ordinary shares in Virtus. The Transaction Booklet was sent to each person registered as holding Virtus Shares at 7:00pm (Sydney time) on 5 May 2022.

Dear Shareholder,

Virtus Health Limited – CapVest Transaction Booklet

This letter sets out how you can access the Transaction Booklet in relation to the proposal by CapVest Partners LLP to acquire all of your shares in Virtus Health Limited by way of a scheme of arrangement (**Scheme**) and a simultaneous takeover bid (**CapVest Takeover**).

The Transaction Booklet sets out all the information you need to decide how to vote on the Scheme and proposed capital return, and whether to accept the CapVest Takeover, including the recommendation of the Virtus Board and the Independent Expert's Report prepared by Deloitte Corporate Finance Pty Limited.

You can access the Transaction Booklet at the following link:

<https://www.virtushealth.com.au/transaction-booklet>

A copy of the Transaction Booklet, together with a personalised proxy form and takeover acceptance form, will also be mailed to you to your registered address within the next week. If you need to request a further hard copy of the Transaction Booklet, you can contact Link Market Services by phone on 1800 653 805 (within Australia) or +61 1800 653 805 (outside Australia).

The Transaction Booklet is an important document and requires your prompt attention. You should read the Transaction Booklet carefully and in its entirety before deciding whether or not to vote in favour of the resolution to approve the Scheme and capital return, and accept the CapVest Takeover.

Meetings

The Scheme Meeting (to approve the Scheme) and Extraordinary General Meeting (to approve the capital return) will be held online at 11.00am (Sydney time) on Monday, 6 June 2022. All information on how to attend the Meetings virtually and to appoint a proxy, attorney or corporate representative is set out in the Transaction Booklet.

Appointing a proxy

Even if you are planning to participate in the Scheme Meeting, you are encouraged to appoint a proxy or lodge a proxy vote prior to the Scheme Meeting. If you appoint a proxy, please appoint a proxy online at <https://www.linkmarketservices.com.au> or submit proxy forms by mail, email, fax or hand delivery prior to the deadline of 11am (Sydney time) on Saturday, 4 June 2022.

Takeover acceptance

You will also be able to access and download your personalised Takeover Acceptance form after providing verifying information. You will need your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) to do so. Please visit [virtushealth.com.au/takeover-acceptance-form](https://www.virtushealth.com.au/takeover-acceptance-form).

Support

If you have any questions, please contact Link Market Services by phone on 1800 653 805 (within Australia) or +61 1800 653 805 (outside Australia).

Yours sincerely,



Sonia Petering
Chair

Dear Shareholder,

Virtus Health Limited – CapVest Transaction Booklet

We are pleased to provide you with the Transaction Booklet in relation to the proposal by CapVest Partners LLP to acquire all of your shares in Virtus Health Limited by way of a scheme of arrangement and a simultaneous takeover bid. Please also find enclosed your personalised proxy form and takeover acceptance form.

The Transaction Booklet is an important document and requires your prompt attention. You should read the Transaction Booklet carefully and in its entirety before deciding whether or not to vote in favour of the resolution to approve the Scheme and Capital Return, and accept the CapVest Takeover.

The Scheme Meeting (to approve the Scheme) and Extraordinary General Meeting (to approve the Capital Return) (**Meetings**) will be held online at 11.00am (Sydney time) on Monday, 6 June 2022. All information on how to attend the Meetings virtually and to appoint a proxy, attorney or corporate representative is set out in the Transaction Booklet.

If you appoint a proxy, please appoint a proxy online or submit proxy forms by mail, email, fax or hand delivery prior to the deadline of 11am (Sydney time) on Saturday, 4 June 2022.

Support

If you have any questions, please contact Link Market Services by phone on 1800 653 805 (within Australia) or +61 1800 653 805 (outside Australia).

Yours sincerely,



Sonia Petering
Chair