

ASX ANNOUNCEMENT



Vita Group Limited
ACN 113 178 519
77 Hudson Road
Albion Qld 4010

26 November 2021

Market Announcements Office
Australian Securities Exchange
4th Floor, 20 Bridge Street
SYDNEY NSW 2000

ELECTRONIC LODGEMENT

Dear Sir or Madam

Results of 2021 Annual General Meeting

In accordance with Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act, I advise the following poll results at the Vita Group Limited 2021 Annual General Meeting:

1. Adoption of Remuneration Report

The following non-binding resolution was decided on a Poll and the resolution was passed.

'That the Remuneration Report contained in the Company's 2021 Annual Financial Report in respect of the financial year ended 30 June 2021, be adopted.'

| | |
|-----------|-----------|
| For | 98.10% |
| Against | 1.34% |
| Abstained | 1,058,773 |

3. Election of Ms Maxine Horne

The following resolution was decided on a Poll and the resolution was passed.

'That Ms. Maxine Horne, a non-executive Director of the Company to be appointed by the Directors since the last AGM of the Company, and retiring in accordance with Clause 58 of the Company's Constitution, being eligible, be elected as a non- executive Director of the Company. '

| | |
|-----------|---------|
| For | 99.42% |
| Against | 0.15% |
| Abstained | 383,078 |

4. Approval of the Vita Group Loan Funded Share Plan

The following resolution was decided on a Poll and the resolution was passed.

'That, for the purposes of ASX Listing Rule 7.2, Exception 13(b) and for all other purposes including under the Corporations Act 2001 (Cth), approval be given for the issue of shares under the Vita Group Loan Funded Share Plan, subject to the implementation of the transaction with Telstra, as described in the Explanatory Notes.'

| | |
|-----------|---------|
| For | 97.61% |
| Against | 1.69% |
| Abstained | 406,154 |

5. Approval of grant of shares to Mr. Peter Connors under the Vita Group Loan Funded Share Plan

The following resolution was decided on a Poll and the resolution was passed.

'That, for the purposes of ASX Listing Rule 10.14, sections 200C and 200E of the Corporations Act, and for all other purposes, approval be given for the grant of 6,624,178 shares in the Company Peter Connors, to be appointed the Chief Executive Officer and Managing Director of the Company subject to and following implementation of the sale of the ICT business, under the Vita Group Loan Funded Share Plan, on the terms described in the Explanatory Notes.'

| | |
|-----------|---------|
| For | 98.33% |
| Against | 1.28% |
| Abstained | 337,352 |

7. Reinsertion of Proportional Takeover Approval Provisions

The following resolution was decided on a Poll and the resolution was passed.

'That the Company's Constitution be amended by reinserting clause 25 and any related definitions in the form set out in the Explanatory Notes '

| | |
|-----------|---------|
| For | 99.13% |
| Against | 0.46% |
| Abstained | 355,929 |

This announcement has been authorised for lodgement by VTG's Board of Directors.

Yours sincerely



George Southgate
Chief Legal and Risk Officer / Company Secretary
Vita Group Limited

Further enquiries:

Andrew Ryan
Chief Financial Officer
Mob: 0417 644 756

George Southgate
Chief Legal and Risk Officer / Company Secretary
Mob: 0412 514 030

VITA GROUP LIMITED
2021 Annual General Meeting
Friday, 26 November 2021
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

| Resolution details | | Instructions given to validly appointed proxies (as at proxy close) | | | | Number of votes cast on the poll (where applicable) | | | Resolution Result |
|--|--------------------|--|--------------------|-----------------------|---------|--|--------------------|----------|--------------------------|
| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain* | Carried / Not Carried |
| 1 Adoption of Remuneration Report | Ordinary | 57,667,542 98.10% | 786,796 1.34% | 327,352 0.56% | 407,357 | 58,134,608 98.66% | 786,796 1.34% | 407,357 | Carried |
| 2 Re-election of Mr Dick Simpson | Ordinary | | | | | | | | Withdrawn |
| 3 Election of Ms Maxine Horne | Ordinary | 88,403,900 99.42% | 135,069 0.15% | 383,078 0.43% | 77,509 | 88,926,692 99.85% | 135,069 0.15% | 77,509 | Carried |
| 4 Approval of the Vita Group Loan Funded Share Plan | Ordinary | 57,198,109 97.61% | 991,789 1.69% | 406,154 0.70% | 588,260 | 57,743,977 98.31% | 991,789 1.69% | 588,260 | Carried |
| 5 Approval of grant of shares to Peter Connors under the Vita Group Loan Funded Share Plan | Ordinary | 86,899,416 98.33% | 1,127,964 1.28% | 337,352 0.39% | 634,824 | 87,376,482 98.73% | 1,127,964 1.27% | 634,824 | Carried |
| 6 Amendments to Constitution | Special | | | | | | | | Withdrawn |
| 7 Reinsertion of Proportional Takeover Approval Provisions | Special | 87,718,575 99.13% | 403,741 0.46% | 355,929 0.41% | 521,311 | 88,214,218 99.54% | 403,741 0.46% | 521,311 | Carried |

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.