

22 November 2024

ASX announcement

Vitrafy Life Sciences Limited (VFY) – Pre-quotations disclosure

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the admission to the official list and official quotation of the fully paid ordinary shares (**Shares**) in Vitrafy Life Sciences Limited ACN 622 720 254 (the **Company** or **Vitrafy**).

Unless otherwise defined, capitalised terms used in this announcement have the meaning given to them in the Company’s replacement prospectus lodged by the Company with the Australian Securities and Investments Commission on 6 November 2024 (**Prospectus**).

1 Despatch of holding statements

CHES allotment notices, issuer sponsored holding statements and any refund money will be despatched on Wednesday, 27 November 2024.

2 Escrow arrangements

(a) Mandatory escrow

The total number of Shares subject to mandatory escrow is 23,907,744 and the total number of Options subject to mandatory escrow is 5,294,650.

The mandatory escrow restrictions apply to Shares as follows:

Number of Shares	Mandatory escrow period
13,903,936	Until 24 months from quotation of Vitrafy’s Shares on ASX
8,744,376	Until 21 November 2025
702,360	Until 15 May 2025
276,274	Until 8 April 2025
9,058	Until 21 February 2025
271,740	Until 8 February 2025

The mandatory escrow restrictions apply to Options as follows:

Number of Options	Mandatory escrow period
5,294,650 Options	Until 24 months from quotation of Vitrafy’s Shares on ASX

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(b) Voluntary escrow

As described in Section 10.7.2 of the Prospectus, most Existing Shareholders have entered into voluntary escrow arrangements with the Company in relation to all the Existing Shares they hold as at Completion of the Offer.

These voluntary escrow arrangements apply to all Existing Shares held by these Existing Shareholders, including those Existing Shares that are subject to mandatory escrow as set out in paragraph (a) (ie both the mandatory and voluntary escrow arrangements apply to these Shares).

The total number of Shares subject to voluntary escrow is 43,469,238 (**Voluntary Escrowed Shares**). The voluntary escrow period ends in respect of:

- 25% of the Voluntary Escrowed Shares, after release of the audited accounts for the Company for the financial year ended 30 June 2025; and
- 75% of the Voluntary Escrowed Shares, after release of the audited accounts for the Company the financial year ended 30 June 2026.

3 Shares issued on conversion of the Convertible Notes

The Company confirms that 28,225,674 Shares were issued on Thursday, 21 November 2024 in relation to the conversion of the Convertible Notes.

4 Documents enclosed for release to the market

Enclosed for release to the market are the following documents:

- the Company's Appendix 1A and Information Form and Checklist;
- the Prospectus;
- the Company's constitution;
- the Company's audited accounts for the full years ended 30 June 2023 and 30 June 2024;
- the Company's equity incentive plan rules;
- the Company's securities trading policy;
- a distribution schedule of the number of holders of Shares; and
- a statement setting out the names of the 20 largest Shareholders.

The release of this announcement was authorised by Kate Munnings, Chief Executive Officer and Managing Director

For more information, please contact:

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