

RESULTS OF SPECIAL MEETING OF SHAREHOLDERS AND CROMWELL ACQUISITIONS CONDITIONS UPDATE

At Promisia Healthcare Limited's (NZX:PHL) Special Shareholder Meeting, held today at 12pm, shareholders were asked to vote on 3 resolutions, which were supported by the Board.

As required by NZX Listing Rule 6.1, voting was conducted by a poll.

The resolutions passed by shareholders were:

- That, under NZX Listing Rule 5.1.1(b), Promisia undertaking the acquisition of Golden View and Ripponburn together with all related transactions as described in this Notice, are approved.
- That, under NZX Listing Rule 4.2.1, the issue of 6 million Convertible Notes under the Convertible Note Agreement and the issue of up to 6 billion Shares issued on conversion of the Convertible Notes, on the terms as described in this Notice, is approved.
- That, under NZX Listing Rule 4.2.1, the issue of up to 4 billion warrants under the terms of Promisia's capital raising and on the warrant terms of issue set out in this Notice, is approved.

The voting results are available below.

Cromwell acquisitions conditions

Following the Special Shareholders Meeting, we are pleased to announce the shareholder approval conditions for the Cromwell acquisitions are now satisfied.

In addition, the finance conditions for the Cromwell acquisitions are now satisfied.

The acquisitions remain subject to statutory supervisor approval and no material adverse change occurring in respect of the assets being acquired. We expect these conditions to be satisfied and completion to occur in August 2024.

Voting results

Details of the total number of votes cast in person or by a proxy holder are:

Resolution	For	Against	Abstain
That, under NZX Listing Rule 5.1.1(b), Promisia undertaking the acquisition of Golden View and Ripponburn together with all related transactions as described in this Notice, are approved.	11,887,962,472 99.90%	11,809,000 0.10%	751,853

Resolution	For	Against	Abstain
That, under NZX Listing Rule 4.2.1, the issue of 6 million Convertible Notes under the Convertible Note Agreement and the issue of up to 6 billion Shares issued on conversion of the Convertible Notes, on the terms as described in this Notice, is approved.	11,886,455,741 99.90%	11,813,048 0.10%	2,254,536
That, under NZX Listing Rule 4.2.1, the issue of up to 4 billion warrants under the terms of Promisia's capital raising and on the warrant terms of issue set out in this Notice, is approved.	11,843,553,789 99.54%	54,715,000 0.46%	2,254,536

ENDS

Authority for this announcement:

Rhonda Sherriff, Chair, Promisia Healthcare Limited

For more information, please contact:

Francisco Rodriguez Ferrere, General Manager – Finance, Promisia Healthcare Limited

Phone: +64 21 245 1801 or email: Francisco.rf@promisia.co.nz

About Promisia Healthcare

Promisia is a New Zealand based aged care and retirement living provider, with a focus on delivering quality personalised care. Our aim is to be the aged care provider of choice in our communities. Our facilities are located in well-established and well serviced towns and metropolitan areas. Our goal is to profitably grow our business in a sustainable manner, delivering quality care to our residents, peace of mind to their families and whanau, and excellent value to our villages, community and shareholders. Promisia is listed on the NZX (NZX: PHL). <http://www.promisia.co.nz>.