

## Capital Change Notice

Updated as at 17 October 2019

Section 1: Issuer information	
Name of issuer	Promisia Healthcare Limited
NZX ticker code	PHL
Class of financial product	Unquoted Restricted Share Units ( <b>RSUs</b> ) to subscribe for ordinary shares in PHL under the 2023 Promisia Healthcare Limited Senior Executive Restricted Share Plan Rules ( <b>RSU Plan Rules</b> ) and letter of invitation ( <b>Letter of Invitation</b> )
ISIN (If unknown, check on NZX website)	N/A
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	350,000,000 RSUs
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	RSUs were granted to PHL employees at a value of NZ\$0.001 each (20 trading day VWAP of PHL's Ordinary Shares on the NZX Main Board up to and including the date of issue). No cash consideration is required to be paid for the RSUs to vest (i.e. for an equivalent number of Ordinary Shares in PHL to be issued).
Nature of the payment (for example, cash or other consideration)	Non-cash consideration is provided in the form of services rendered by the senior executives of PHL.
Amount paid up (if not in full)	N/A
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence)	100%
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	<p><b>Exercise:</b> Upon the exercise of the RSUs, PHL will issue one Ordinary Share in PHL for every one RSU that vests.</p> <p><b>Exercise Price:</b> The exercise price for a RSU is nil.</p> <p><b>Ranking:</b> Any Ordinary Shares in PHL issued on the exercise of the</p>

	<p>RSUs will rank equally in all respects with all other Ordinary Shares on issue in PHL.</p> <p><b>Vesting Date:</b> as specified in each respective senior executive's Letter of Invitation.</p> <p><b>Lapse Date:</b> The date in which the senior executive ceases to be employed by PHL (or any subsidiary of PHL).</p>
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	<p>Authorised by the Board of PHL pursuant to the RSU Plan Rules.</p> <p>The RSUs are issued to incentivise the new General Manager in a manner aligned with the interests of PHL shareholders.</p>
Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	350,000,000 RSUs
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Board resolution and Listing Rule 4.6.1
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	The RSUs issued in accordance with the terms set out in the RSU Plan Rules or each senior executive's Letter of Invitation. Other terms are detailed above.
Date of issue/acquisition/redemption	22 August 2023
<b>Section 3: Authority for this announcement and contact person</b>	
Name of person authorised to make this announcement	Tom Brankin
Contact person for this announcement	Tom Brankin
Contact phone number	021 994 740
Contact email address	<a href="mailto:info@promisia.co.nz">info@promisia.co.nz</a>
Date of release through MAP	22 August 2023