ASX:VIT

ASX ANNOUNCEMENT

2026 Notice of Annual General Meeting

26 OCTOBER 2026

Melbourne, Australia – Vitura Health Limited (ASX: VIT) (**Vitura** or the **Company**) attaches the following documents relating to its 2026 Annual General Meeting to be held virtually at 10.00am (AEDT) on Friday, 27 November 2026:

- Notice of Annual General Meeting
- Proxy Form
- Notice and Access Letter

ENDS

Authorised by - The Board of Vitura Health Limited.

Contact

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About Vitura Health Limited (ASX: VIT)

- www.vitura.com.au

Vitura Health Limited is diversified digital health business listed on the ASX (ASX: VIT) and, via its subsidiaries, operates the following businesses:

- www.burleighheadscannabis.com

Burleigh Heads Cannabis operates the market leading prescriber, patient, pharmacy, and supplier online ecosystem, Canview, which sells and distributes roughly 600 therapeutic product and device SKUs within Australia from roughly 70 international and domestic brands.

- www.canview.com.au

Canview was developed to be a complete end-to-end healthcare ecosystem designed to provide doctors, pharmacists, and patients with a simple and cost-effective way to facilitate the treatment of patients with increased efficiency and compliance. The Canview system is based on a medicines wholesaling platform which seamlessly brings together several disparate SAAS (software-as-a-service) providers including inventory control, invoicing, customer management, reporting and analytics, all linked together through customised integration software owned and operated by Vitura. Underpinning the suite of SAAS elements are several bespoke, internally generated operating procedures and intellectual property assets, supported by the Canview customer support and infield customer engagement teams. Through the in-house integration of the different elements which together make up Canview, the platform provides the best user experience in the industry.

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Canview provides Australian doctors with the ability to integrate their patient management systems directly with the platform and to use their patient information to generate electronic prescriptions within the Canview platform, without the need to input the patient's details. Prescriptions are then sent directly to the Canview patient app where patients can manage their treatment and submit the prescription and

subsequent repeats to one of the roughly 4,700 Australian pharmacies with accounts on Canview for dispensing.

While the Company's current operations focus on the sale and distribution of medicinal cannabis products, Vitura is fully licensed and equipped, via its two state-of-the-art distribution centres in Melbourne and the Gold Coast, to distribute all products under Schedules 2, 3, 4, 8 and 9. The establishment during the year of the Company's joint venture to distribute psychedelic products, including MDMA and Psilocybin, is a timely example of the many opportunities that the Company believes can be seamlessly integrated into its existing digital health platform business.

• www.doctorsondemand.com.au

The Company owns Doctors on Demand Pty Ltd, a nationwide 24/7 x 365 telehealth platform business that provide innovative primary health solutions to hundreds of thousands of B2C and B2B patients annually. Services include general medical consults, urgent care, medical certificates, pathology referrals, specialist referrals, men's health, women's health and medicated weight loss.

• www.cortexa.com.au

The Company owns 50% of Cortexa Pty Ltd, an incorporated joint venture with Canadian-based PharmAla Biotech (CSE: MDMA). Cortexa aims to be the leading supplier of psychedelics, GMP MDMA and GMP psilocybin, for research and therapeutic use in Australia.

• www.candor.com.au

The Company owns Candor Medical that undertakes nationwide telehealth consultations with patients seeking access to medicinal cannabis and other speciality products and services.

• www.releaf.com.au

The Company owns a 42.5% equity interest in Flora Holdings Pty Ltd, a joint venture that owns and operates a series of medicinal cannabis clinics operating under the Releaf brand.

• www.cannadoc.com.au

The Company owns 75.5% of Cannadoc Health Pty Ltd, a medicinal cannabis clinic business that undertakes nationwide telehealth consultations with patients seeking access to medicinal cannabis.

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Notice of Annual General Meeting

Vitura Health Limited

ACN 629 071 594

Date: Friday, 27 November 2026

Time: 10.00am (Melbourne time)

Location: Virtual meeting to be held online at: https://meetnow.global/MMNUVZV

Shareholders will be able to participate in the Meeting by:

1 voting prior to the Meeting by lodging the Proxy Form attached to this Notice of Meeting by no later than 10.00am (Melbourne time) on Wednesday, 25 November 2026;

2 submitting questions in advance of the Meeting by emailing the questions to the Company Secretary at companysecretary@vitura.com.au by no later than 10.00am (Melbourne time) on Wednesday, 25 November 2026;

3 attending the Meeting online by going to https://meetnow.global/MMNUVZV and entering their details when prompted; and

4 speaking and asking questions during the Meeting.

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THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

YOU SHOULD READ THE DOCUMENT IN ITS ENTIRETY BEFORE YOU DECIDE WHETHER OR NOT TO VOTE IN FAVOUR OF THE RESOLUTIONS.

IF YOU ARE IN DOUBT AS TO WHAT YOU SHOULD DO, YOU SHOULD CONSULT YOUR LEGAL, FINANCIAL OR OTHER PROFESSIONAL ADVISER.

If you have recently sold all of your Shares, please disregard this Notice of Meeting.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the 2026 Annual General Meeting of Shareholders of Vitura Health Limited (**Vitura** or **Company**) will be held as a virtual meeting at 10.00am (Melbourne time) on Friday, 27 November 2026 via an online meeting platform accessible at https://meetnow.global/MMNUVZV (**Meeting**).

The business to be considered at the Meeting is set out below. Information on the Resolutions to which the business relates is contained in the Explanatory Statement.

This Notice of Meeting should be read in conjunction with the Explanatory Statement.

The Notice of Meeting and Explanatory Statement are not investment advice. You should seek your own financial and professional advice before making any decision on how to vote on the Resolutions.

Terms used in this Notice of Meeting will, unless the context otherwise requires, have the same meaning given to them in the Glossary contained at the end of the Explanatory Statement.

AGENDA

CONSIDERATION OF FINANCIAL STATEMENTS AND REPORTS

To receive the Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2026.

** This item of business is for discussion only and is not a resolution.*

Pursuant to the Corporations Act, Shareholders will be given a reasonable opportunity at the Meeting to ask questions about, or make comments in relation to, each of the reports.

1 RESOLUTION 1 – ADOPTION OF THE REMUNERATION REPORT

To consider and, if thought fit, to pass the following as an **ordinary resolution**:

That, pursuant to and in accordance with section 250R(2) of the Corporations Act and for all other purposes, approval is given by the Shareholders for the adoption of the Remuneration Report section of the Directors' Report for Vitura Health Limited for the year ended 30 June 2026 on the terms and conditions in the Explanatory Statement.

** Please note that section 250R(3) of the Corporations Act provides that the vote on this Resolution 1 is advisory only and does not bind the Directors or Vitura.*

A voting prohibition applies in relation to this Resolution.

Voting prohibition:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of:

(a) a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or

(b) a Closely Related Party of such a member.

However, a person (the **voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

(a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or

(b) the voter is the Chair and the appointment of the Chair as proxy:

  (i) does not specify the way the proxy is to vote on this Resolution; and

  (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Board recommendation: The Board has abstained from making a recommendation in relation to Resolution 1.

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2 RESOLUTION 2 – RE-ELECTION OF DANIEL BIRCH AS DIRECTOR

To consider and, if thought fit, to pass the following as an **ordinary resolution**:

That, pursuant to and in accordance with clause 41.3 of the Constitution and for all other purposes, Daniel Birch, being eligible, is re-elected as a Director of the Company.

Board recommendation: The Board (with Daniel Birch abstaining) recommends Shareholders vote **FOR Resolution 2**.

3 RESOLUTION 3 – APPROVAL OF 10% PLACEMENT CAPACITY

To consider and, if thought fit, to pass the following as a **special resolution**:

That, pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions in the Explanatory Statement.

A voting prohibition applies in relation to this Resolution.

Voting prohibition:

As at the date of dispatch of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A.2 and, therefore, a voting exclusion statement on Resolution 3 is not currently required by Listing Rule 7.3A.7.

However, if, between the date of dispatch of this Notice and the date of the Meeting, the Company proposes to make an issue of Equity Securities under Listing Rule 7.1A.2, the Company will disregard votes cast in favour of this Resolution by or on behalf of:

(a) any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder or ordinary securities in the Company); or

(b) an associate of that person or those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   a. the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting on the Resolution; and

   b. the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Board recommendation: The Board unanimously recommends Shareholders vote **FOR Resolution 3**.

4 RESOLUTION 4 – RENEWAL OF PROPORTIONAL TAKEOVER PROVISION IN CONSTITUTION

To consider and, if thought fit, to pass the following as a **special resolution**:

That, approval be given for the proportional takeover provisions contained in clause 21 of the Constitution of the Company to be renewed for a three-year period from the date of the 2026 Annual General Meeting, as detailed in the Explanatory Statement.

Board recommendation: The Board unanimously recommends Shareholders vote **FOR Resolution 4**.

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By order of the Board



Michael Sapountzis
Company Secretary
26 October 2026

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NOTES

This Notice of Meeting (including the Explanatory Statement) is dated 26 October 2026.

This document is important. The Explanatory Statement provides additional information on matters to be considered at the Meeting and forms part of the Notice of Meeting. You should read this document in its entirety before making a decision on how to vote on the Resolutions to be considered at the Meeting.

A Proxy Form for the Meeting is also attached to this Notice of Meeting. If you are in doubt as to what you should do, you should consult your legal, financial or other professional adviser.

Interpretation

Capitalised terms used in the Notice of Meeting are defined in the Glossary at the end of the Explanatory Statement, or where the relevant term is first used.

All times referred to in this Notice of Meeting are references to the time in Melbourne, Australia, unless otherwise stated.

Majorities required for the Resolutions to be passed

All Resolutions, except for Resolution 3 and 4, will be passed if more than 50% of the votes cast on the relevant Resolution (whether submitted online during the Meeting or by proxy, attorney or by corporate representative) are in favour of the relevant Resolution. Resolution 3 and 4, being a special resolution, requires more than 75% of the votes cast (whether submitted online during the Meeting or by proxy, attorney or by corporate representative) are in favour of Resolution 3 and 4.

Entitlement to vote

Vitura has determined, in accordance with section 1074E(2)(g)(i) of the Corporations Act and regulation 7.11.37 of the Corporations Regulations, that the Shareholders entitled to attend and vote at the Meeting shall be those persons who are recorded on the register of members at 7.00pm (Melbourne time) on Wednesday, 25 November 2026. Accordingly, transfers registered after that time will be disregarded in determining entitlements to vote at the Meeting.

Voting

You may participate in the Meeting (including voting on Resolutions) by attending via the online meeting platform, in respect of which further details are set out below.

To vote at the Meeting, login to the Meeting at https://meetnow.global/MMNUVZV at 10.00am (Melbourne time) on Friday, 27 November 2026.

Attending the Meeting online enables Shareholders to listen to the Meeting live, ask questions and cast votes on the Resolutions at the appropriate times whilst the Meeting is in progress, similarly to attending in person.

The votes on the Resolutions will be cast through a poll.

To vote by proxy, a completed Proxy Form must be delivered to and received by the Share Registry no later than 10.00am (Melbourne time) on Wednesday, 25 November 2026. More information in relation to proxies is provided below.

Proxies

The Shareholders are advised that:

(a) each Shareholder entitled to vote at the Meeting has a right to appoint a proxy;

(b) the proxy need not be a Shareholder;

(c) a Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportional number is specified, each proxy may exercise half of the Shareholder's votes; and

(d) a Shareholder may specify the way in which the proxy is to vote on the Resolutions or may allow the proxy to vote at its discretion. If the way in which a proxy is to vote on the Resolutions are specified by a Shareholder, the proxy may not vote on that Resolution except as specified by the Shareholder.

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Voting of proxies

If you are not able to attend the Meeting, please complete and sign the Proxy Form attached to this Notice of Meeting as soon as possible in accordance with the instructions set out in that Proxy Form (aspects of which are summarised below).

To complete the Proxy Form, record your vote on the Proxy Form in relation to the each of the Resolutions to be considered at the Meeting as follows:

(a) if you wish to approve the Resolution, place a cross (X) in the space provided under the word 'For' in respect of that Resolution;

(b) if you do not wish to approve the Resolution, place a cross (X), in the space provided under the word 'Against' in respect of that Resolution; and

(c) if you do not wish to vote in respect of the Resolution, place a cross (X) in the space provided under the word 'Abstain' in respect of that Resolution.

The Proxy Form and the power of attorney or other authority (if any) under which it is signed (or a certified copy) must be received by the Share Registry, at least 48 hours before the time for holding the Meeting (i.e., by no later than 10.00am (Melbourne time) on Wednesday, 25 November 2026):

(a) by mail: Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001; or

(b) by fax: 1800 783 447 within Australia or +61 3 9473 2555 outside Australia.

You may instead elect to lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code at least 48 hours before the time for holding the Meeting (i.e. by no later than 10.00am (Melbourne time) on Wednesday, 25 November 2026).

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com.

A proxy may decide whether to vote on any motion, except where the proxy is required by law or under the Constitution of Vitura to vote, or abstain from voting, in their capacity as proxy. If a proxy is directed how to vote on an item of business, the proxy may vote on that item only in accordance with that direction. If a proxy is not directed how to vote on an item of business, a proxy may vote as he or she thinks fit.

Voting by corporate representatives

Corporate Shareholders or proxies wishing to vote by corporate representative should obtain an appointment of corporate representative form from the Share Registry and complete and sign the form in accordance with the corporate Shareholder's constitution or by a duly authorised attorney. A form may also be obtained online by going to www.investorcentre.com/au and selecting "Printable Forms".

The corporate representative form and the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) must be received before the start of the Meeting if the representative is to vote at the Meeting.

Vote through broker or nominees

If you hold your Shares through a broker or nominee holder, you should contact them as soon as possible to instruct them on how to vote on your behalf.

Scrutineer

The Share Registry (being Computershare Investor Services Pty Limited) will act as scrutineer in respect of the polls conducted at the Meeting.

How the Chair will vote undirected proxies

If you return your Proxy Form but do not nominate a proxy, the Chair will be your proxy and will vote on your behalf as you direct on the Proxy Form. If your nominated representative does not attend the Meeting then your proxy will revert to the Chair and the Chair will vote on your behalf as you direct on the Proxy Form.

If a proxy is not directed how to vote on an item of business or Resolutions, the proxy (including, if applicable, the Chair) may vote, or abstain from voting, as they think fit.

Except as prohibited by a voting exclusion or voting prohibition applicable in respect of a Resolution, if you appoint the Chair as your proxy (or if the Chair is appointed by default) and you do not direct the Chair how to vote on the Resolutions, the Chair will vote your proxy for Resolution 1, even if the Chair has an interest in the outcome of the Resolution and votes cast by the Chair, other than as proxy holder, would be disregarded because of that interest

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and even if the Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Technical difficulties

Technical difficulties may arise during the course of the Meeting. The Chair has discretion as to whether and how the Meeting should proceed in the event that a technical difficulty arises. In exercising this discretion, the Chair will have regard to the number of Shareholders impacted and the extent to which participation in the business of the Meeting is affected.

Where any Shareholders consider that they may suffer from connection issues or any computer or technical issues, those Shareholders are encouraged to lodge a proxy in accordance with the instructions above even if they plan to attend online.

Documents available

You can view or download an electronic version of this Notice of Meeting at Vitura's website at https://www.vitura.com.au.

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EXPLANATORY STATEMENT

This Explanatory Statement should be read in conjunction with the Notice of Meeting. Terms used in this Explanatory Statement will, unless the context otherwise requires, have the same meaning given to them in the Glossary below.

1 GENERAL

1.1 Carefully read this document

Shareholders are being asked to consider, and if thought fit approve, the Resolutions set out in this Notice of Meeting.

This document provides Shareholders with the information to assist them in deciding how to vote on the Resolutions to be considered at the Meeting. This information is important.

You should read this document carefully, and in its entirety, before making a decision as to how to vote at the Meeting.

1.2 Seek further information if required

If you have any queries about any matter contained in this document please contact Vitura for more information. Alternatively, seek independent professional advice on any aspects of which you are not certain.

1.3 Voting

Refer to the Notes section of the Notice of Meeting commencing on page 5 for information on how to vote on the Resolutions.

2 CONSIDERATION OF FINANCIAL STATEMENTS AND REPORTS

In accordance with the Corporations Act, the business of the Meeting will include receipt and consideration of the Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2026.

3 RESOLUTION 1 – ADOPTION OF THE REMUNERATION REPORT

3.1 General

Resolution 1 seeks the approval of the Shareholders to adopt the Remuneration Report for the year ended 30 June 2026.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior executives of Vitura Health Limited for the year ended 30 June 2026. The Remuneration Report is included in the Company's 2026 Annual Report, which is available at its website at https://vitura.com.au/investors.

There will be a reasonable opportunity for the Shareholders to ask questions about or make comments on the Remuneration Report at the Meeting.

The Corporations Act requires that, at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the Shareholders. A vote on this Resolution is advisory only and does not bind the Company or the Directors. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of Vitura.

If a company's Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings, a further resolution must then be put to shareholders at the second annual general meeting as to whether another meeting should be held (within 90 days of that second annual general meeting) at which all directors (other than the managing director) who were in office at the date of approval of the director's report (i.e. at that second meeting) must stand for re-election. Shareholders will therefore be entitled (at that second meeting) to vote in favour of holding a further general meeting to re-elect the board if the Remuneration Report receives "2 strikes" in 2 consecutive years.

The Company's current "strike" count is zero. If a "first strike" was to occur at the 2026 Annual General Meeting:

(a) the Company's subsequent Remuneration Report (in other words, the Company's Remuneration Report to be included in the 2027 Annual Report) must include an explanation of the Board's proposed action in response to a 2026 "no vote" or an explanation of why no action has been taken; and

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(b) if the Company's subsequent (i.e. 2027) Remuneration Report also receives a "no vote" at the 2027 Annual General Meeting of at least 25% of the votes cast, then Shareholders at the 2027 Annual General Meeting will be asked (at that 2027 Annual General Meeting) to vote on whether or not the Company is to hold another general Shareholder's meeting (within the following 90 days) to vote on a "spill resolution" under section 250V of the Corporations Act.

A voting prohibition applies to this Resolution and is included in the Notice of Meeting.

3.2 Board recommendation

As set out in the Notice of Meeting, any member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, together with a closely related party of those members, are excluded from casting a vote on Resolution 1.

Accordingly, the Board has abstained from making a recommendation in relation to Resolution 1.

The Chair of the Meeting intends to vote all available proxies **FOR Resolution 1**.

4 RESOLUTION 2 – RE-ELECTION OF DANIEL BIRCH AS DIRECTOR

4.1 General

Clause 41.3 of the Company's Constitution provides that there must be an election of Directors at each annual general meeting of the Company.

Daniel Birch was elected as a Non-Executive Director on 27 November 2024 and, being eligible, offers himself for re-election.

Daniel is a commercially astute and highly experienced lawyer with nearly two decades of expertise in delivering strategic legal counsel across diverse industries, providing informed, solution-driven advice. His extensive experience includes advising companies in the Medicinal Cannabis and scheduled drugs sectors, notably serving as the primary legal advisor to CDA Health and its subsidiaries prior to its merger with Cronos. Daniel's deep understanding of regulated industries, compliance frameworks, and distribution operations makes him a valuable asset in navigating complex legal landscapes.

Daniel is Partner and Head of Commercial and Corporate at Stone Group Lawyers. He holds a Bachelor of Laws, a Graduate Diploma in Law Practice, and a Bachelor of International Business from Griffith University. His comprehensive knowledge and strategic insights position him as a trusted advisor in the legal and corporate arenas.

The Board considers Daniel Birch to be an independent Non-Executive Director. The Board also considers that Daniel Birch has sufficient time and capacity to discharge his duties as a Director of the Company.

4.2 Board recommendation

The Board unanimously recommends that Shareholders vote **FOR Resolution 2**.

The Chair of the Meeting intends to vote all available proxies **FOR Resolution 2**.

5 RESOLUTION 3 – APPROVAL OF 10% PLACEMENT CAPACITY

5.1 General

Broadly speaking and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that the Company can issue without the approval of the Shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period.

Listing Rule 7.1A enables an eligible entity to issue up to 10% of its issued share capital through placements over a 12-month period after the Annual General Meeting ("10% Placement Facility"). An eligible entity for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of $300 million or less. The Company is, at the date of this Notice, an eligible entity. Note however that if, on the date of this Meeting, the market capitalisation of the Company exceeds $300 million or the Company has been included in the S&P/ASX 300 Index, then this Resolution 3 will no longer be effective and will be withdrawn.

The Company is seeking Shareholder approval by way of a special Resolution to have the ability, if required, to issue Equity Securities under the 10% Placement Facility. The effect of this Resolution is to allow the

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Directors to issue equity securities under Listing Rule 7.1A during the 10% Placement Period (as defined below) without, or in addition to, using the Company's 15% placement capacity under Listing Rule 7.1.

5.2 Placement Period

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A commences on the date of this Annual General Meeting and expires on the first to occur of the following:

a. the date that is 12 months after the date of this Annual General Meeting,
b. the time and date of the Company's next Annual General Meeting, and
c. the time and date of the approval by shareholders of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).

(10% Placement Period).

The Company will only issue and allot the equity securities approved under the 10% Placement Facility during the 10% Placement Period.

5.3 Outcome of this Resolution

If Shareholders approve this Resolution:

a. the number of Equity Securities permitted to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 (see below), and
b. the Company will be able to issue equity securities up to the combined 25% limits in Listing Rules 7.1 and 7.1A without further Shareholder approval.

If this Resolution is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

5.4 Formula for calculating 10% Placement Facility

The maximum number of Equity Securities that may be issued by the Company under the 10% Placement Facility pursuant to Listing Rule 7.1A2 is calculated in accordance with the following formula:

(A x D) – E

A has the same meaning in Listing Rule 7.1 when calculating an entity's 15% placement capacity.
D is 10%.
E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of Shareholders under Listing Rule 7.1 or 7.4.

The ability of an entity to issue Equity Securities under Listing Rule 7.1A is in addition to the entity's 15% placement capacity under Listing Rule 7.1. The actual number of Equity Securities that the Company will have capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Equity Securities in accordance with the formula stated above.

5.5 Type and number of equity securities

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company. The Company, as at the date of the Notice, has on issue one class of quoted Equity Securities, being Shares.

5.6 Minimum issue price and cash consideration

The Equity Securities will be issued at an issue price of not less than 75% of the VWAP for the Company's Equity Securities in the same class calculated over the 15 trading days on which trades in that class were recorded immediately before:

a. the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the securities, or
b. if the Equity Securities are not issued within 10 trading days of the date in paragraph (i) above, the date on which the Equity Securities are issued.

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5.7 Purpose of the funds raised

The purposes for which the funds raised by an issue under the 10% Placement Facility may be used by the Company include:

a. consideration for the acquisition(s) of new assets and investments, including the expenses associated with such acquisitions(s), and/or
b. continued expenditure on the Company's current business, and/or
c. for general working capital.

5.8 Risk of economic and voting dilution

If this Resolution is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' voting power in the Company will be diluted as shown in the dilution table below.

Shareholders may be exposed to economic risk and voting dilution, including the following:

a. the market price for the Company's equity securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Annual General Meeting, and
b. the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date,

which may have an effect on the amount of funds raised by the issue of the Equity Securities.

The dilution table shows the hypothetical dilution of existing Shareholders on the basis of the market price of Shares as at 12 October 2026 (**Current Share Price**) and the current number of Shares for variable "A" calculated in accordance with the formula in Listing Rule 7.1A(2) as at the date of this Notice.

The dilution table also shows:

a. two examples where variable "A" has increased by 50% and 100%. Variable "A" is based on the number of Shares the Company has on issue. The number of Shares on issue may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting, and
b. two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.

Variable 'A' in Listing Rule 7.1A.2		**Issue Price**		
		$0.0095 **50% decrease in Current Share Price**	$0.019 **Current Share Price**	$0.038 **100% increase in Current Share Price**
Current Variable A 662,741,837 Shares	**10% Voting Dilution**	66,274,184 Shares		
	Funds raised	$629,605	$1,259,209	$2,518,419
50% increase in current Variable A 994,112,756 Shares	**10% Voting Dilution**	99,411,276 Shares		
	Funds raised	$994,407	$1,888,814	$3,777,628
100% increase in current Variable A 1,325,483,674 Shares	**10% Voting Dilution**	132,548,367 Shares		
	Funds raised	$1,259,209	$2,518,419	$5,036,838

This dilution table has been prepared on the following assumptions:

a. The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.
b. No Options are exercised into Shares or other convertible securities are converted to Shares before the date of the issue of the Equity Securities.

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c. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.

d. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Annual General Meeting.

e. The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.

f. The issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes Listed Options, it is assumed that those Listed Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.

g. The Current Share Price is $0.019 being the closing price of the Shares on ASX on 12 October 2026.

5.9 Allocation Policy

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to relevant factors including, but not limited to, the following:

a. the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing security holders can participate,
b. the effect of the issue of the Equity Securities on the control of the Company,
c. the financial situation and solvency of the Company, and
d. advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing substantial Shareholders, subject to compliance with Listing Rule 10.11, and/or new Shareholders who are not related parties or associates of a related party of the Company.

5.10 Previous approval under Listing Rule 7.1A2

The Company has not issued or agreed to issue any Equity Securities under Listing Rule 7.1A.2 in the 12-month period preceding the date of this Meeting.

The Company has not agreed, prior to the commencement of that 12-month period, to issue any Equity Securities under Listing Rule 7.1A.2 where such securities remain unissued as at the date of this Meeting.

5.11 Special Resolution

The ability to issue Equity Securities under the 10% Placement Facility is subject to Shareholder approval by way of a special Resolution. This means it requires approval of 75% of the votes cast by Shareholders present or represented, and eligible to vote.

5.12 Board recommendation

The Board unanimously recommends Shareholders vote **FOR Resolution 3**

The Chair of the Meeting intends to vote all available proxies **FOR Resolution 3**.

6 RESOLUTION 4 – RENEWAL OF PROPORTIONAL TAKEOVER PROVISION IN CONSTITUTION

6.1 General

The Company's Constitution contains provisions dealing with proportional takeover bids for the Company's shares. The provisions, which are contained in clause 21 of the Constitution, are designed to assist Shareholders to receive proper value for their Shares if a proportional takeover bid is made for the Company **(Provisions)**.

Under the Corporations Act, these Provisions must be renewed every three years, or they will cease to have effect. The Constitution (and the Provisions in clause 21) were adopted prior to listing on ASX on 7 November 2019. Accordingly, as it has been greater than 3 years since the Provisions were last adopted, the Provisions have automatically ceased to have effect and therefore require renewal by Shareholders' approval under this Resolution. If renewed again at this year's Meeting, the proposed proportional takeover

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Provisions will be in exactly the same terms as the existing Provisions and will have effect for a three-year period commencing on the date of the Meeting. The Provisions to be renewed under this Resolution are set out in **Annexure 1**.

The Corporations Act requires that the following information be provided to shareholders when they are considering the inclusion of proportional takeover provisions in a constitution.

6.2 Effect of the Provisions to be included

A proportional takeover bid is one where an offer is made to each Shareholder for a proportion of that Shareholder's shares. If the Provisions in the Constitution are renewed and a proportional takeover bid is made after the date of the Meeting, the Directors must hold a meeting of the Shareholders of the class of shares being bid for to consider whether or not to approve the bid. The Directors must ensure that a Resolution to approve the bid is voted on at least 14 days before the last day of the bid period. The Resolution will be passed if more than 50 per cent of eligible votes are cast in favour of the approval. The bidder and its associates are not allowed to vote on the Resolution. If no such Resolution is voted on by the above deadline, a Resolution approving the bid is taken to have been passed. If a Resolution to approve the bid is rejected, binding acceptances are required to be rescinded, and all unaccepted offers and offers failing to result in binding contracts are taken to have been withdrawn. If the bid is approved or taken to have been approved, the transfers resulting from the bid may be registered provided they comply with other provisions of the Corporations Act and the Company's Constitution. The Provisions do not apply to full takeover bids and will only apply for three years after the Meeting, unless again renewed by Shareholders.

6.3 Reasons for proposing this Resolution

The Directors consider that Shareholders should have the opportunity to vote on any proportional takeover bid for the Company. Without the Provisions being included in the Constitution, a proportional takeover bid for the Company may enable control of the Company to be acquired without Shareholders having the opportunity to sell all of their shares to the bidder.

Shareholders may therefore be at risk of passing control to the bidder without payment of an adequate control premium for all their shares whilst leaving themselves as part of a minority interest in the Company.

The Provisions lessen these risks because they allow Shareholders to decide whether a proportional takeover bid is acceptable and should be permitted to proceed. The benefit of the Provisions is that Shareholders are able to decide collectively whether the proportional offer is acceptable in principle and it may ensure that any partial offer is appropriately priced.

6.4 No knowledge of present acquisitions proposals

As at the date of this Notice, no Director of the Company is aware of a proposal by any person to acquire, or to increase the extent of, a substantial interest in the Company.

6.5 Potential advantages and disadvantages for the Directors and Shareholders of the Company

The renewal of the Provisions will enable the Directors to formally ascertain the views of Shareholders in respect of a proportional takeover bid. Without such Provisions, the Directors are dependent upon their perception of the interests and views of Shareholders. Other than this advantage, the Directors consider that the renewal of the Provisions has no potential advantages or potential disadvantages for them as they remain free to make a recommendation on whether a proportional takeover offer should be approved.

The potential advantages of the Provisions for Shareholders of the Company are:

a. all Shareholders are given the opportunity to consider and vote upon a proportional takeover bid,
b. Shareholders have the right to determine by majority vote whether a proportional takeover bid should proceed,
c. the Provisions may assist Shareholders to avoid being locked in as a minority,
d. increase in Shareholders' bargaining power which may assist in ensuring that any proportional takeover bid is adequately priced, and
e. knowing the view of the majority of Shareholders assists each individual Shareholder in assessing the likely outcome of the proportional takeover bid and whether to accept or reject an offer under the bid.

The potential disadvantages of the Provisions for Shareholders include:

a. the likelihood of a proportional takeover bid being successful may be reduced and the Provisions may discourage the making of a proportional takeover bid in respect of the Company,

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b. the Provisions may reduce the opportunities which Shareholders may have to sell all or some of their shares at a premium to persons seeking control of the Company and may reduce any takeover speculation element in the Company's share price, and
c. the Provisions may be considered an additional restriction on the ability of individual Shareholders to deal freely in their shares.

The Board considers that the potential advantages for members of the Provisions outweigh the potential disadvantages.

6.6 Board recommendation

The Board unanimously recommends Shareholders vote **FOR Resolution 4**.

The Chair of the Meeting intends to vote all available proxies **FOR Resolution 4**.

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GLOSSARY

Unless the context otherwise requires, the singular includes the plural and vice versa, and the following terms will have the following meaning:

$ means Australian Dollars.

10% Placement Facility has the meaning as defined in the Explanatory Statement for Resolution 3.

Annual Report means the Directors' Report, the Financial Report, and Auditor's Report, in respect to the year ended 30 June 2026.

Auditor's Report means the auditor's report on the Financial Report.

Associate has the meaning given to it by the Listing Rules.

ASX means ASX Limited ACN 008 624 691 or the financial market operated by it, as the context requires.

Board means the board of Directors of Vitura Health Limited at the date of this Notice of Meeting.

Chair means the Chair of the Meeting.

Closely Related Party has the meaning given in section 9 of the Corporations Act.

Constitution means Vitura's constitution.

Corporations Act means the *Corporations Act 2001* (Cth), as amended from time to time.

Corporations Regulations means the *Corporations Regulations 2001* (Cth).

Director means a director of Vitura.

Equity Securities has the meaning given to it by the Listing Rules.

Explanatory Statement means the explanatory statement enclosed with the Notice of Meeting.

Key Management Personnel has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board.

Listing Rules means the official listing rules of ASX.

Meeting means the 2026 Annual General Meeting of the Shareholders of Vitura to which this Notice of Meeting relates.

Notice or Notice of Meeting means this notice of annual general meeting and explanatory statement.

Option means a convertible security which upon exercise gives the right to subscribe to a Share.

Proxy Form means the proxy form that accompanies the Notice of Meeting.

Resolutions means the resolutions that are set out and explained in the Notice of Meeting.

Remuneration Report means the Remuneration Report section of the Directors' Report for Vitura Health Limited for the year ended 30 June 2026.

Share means a fully paid ordinary share in the capital of Vitura.

Share Registry means Computershare Investor Services Pty Limited.

Shareholder means a holder of one or more Shares.

Vitura means Vitura Health Limited ACN 629 071 594.

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ANNEXURE 1

1.1 Definitions

Approving Resolution means a resolution passed in accordance with clause 21;

Approving Resolution Deadline in relation to a proportional takeover bid means the day that is the 14th day before the last day of the bid period;

21 Proportional takeover bid

21.1 Registration of a transfer giving effect to a contract resulting from the acceptance of an offer made under a proportional takeover bid is prohibited unless and until an Approving Resolution approving the proportional takeover bid is passed.

21.2 A person (other than the bidder or an associate of the bidder) who, as at the end of the day on which the first offer under the proportional takeover bid was made, held bid class Shares is entitled to:

(a) vote on a Approving Resolution; and

(b) has one vote for each bid class Share held.

21.3 Where offers have been made under a proportional takeover bid, the Board must ensure that an Approving Resolution is voted on at a meeting of the persons described in clause 21.2 before the Approving Resolution Deadline.

21.4 An Approving Resolution is passed if more than 50% of the votes cast on the resolution are cast in favour of the resolution, and otherwise is taken to have been rejected.

21.5 The provisions of this Constitution that apply to a general meeting of the Company apply, with such modifications as the circumstances require, to a meeting that is called under this clause 21 as if the meeting was a general meeting of the Company.

21.6 If an Approving Resolution to approve the proportional takeover bid is voted on in accordance with this clause before the Approving Resolution Deadline, the Company must, on or before the Approving Resolution Deadline, give:

(a) the bidder; and

(b) each relevant financial market,

a written notice stating that an Approving Resolution to approve the proportional takeover bid has been voted on and whether it was passed or rejected.

21.7 If no resolution has been voted on in accordance with this clause 21 as at the end of the day before the Approving Resolution Deadline, a resolution to approve the proportional takeover bid is taken, for the purposes of this clause 21, to have been passed in accordance with this clause 21.

21.8 Under the Corporations Act, this clause 21 automatically ceases to have effect on that date which is three years:

(a) after the date of adoption of this Constitution by the Company; or

(b) if this clause 21 has been renewed since the date of adoption of this Constitution, the date on which this clause 21 was last renewed, provided that the resolution renewing this clause 21 did not state that this clause 21 is renewed for a specified period of less than three years.

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Vitura Health Limited
ABN 59 629 071 594

VIT

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?

Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AEDT) on Wednesday, 25 November 2026.**

Proxy Form

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How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form: XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 999999
SRN/HIN: I9999999999
PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

I 9999999999 I N D

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Vitura Health Limited hereby appoint

☐ **the Chair of the Meeting** **OR** _____

PLEASE NOTE: Leave this box blank if you have selected the Chair of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Vitura Health Limited to be held as a virtual meeting on Friday, 27 November 2026 at 10:00am (AEDT) and at any adjournment or postponement of that meeting.

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chair.

Important Note: If the Chair of the Meeting is (or becomes) your proxy you can direct the Chair to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Adoption of the Remuneration Report	☐	☐	☐
Resolution 2	Re-election of Daniel Birch as a Director	☐	☐	☐
Resolution 3	Approval of 10% Placement Capacity	☐	☐	☐
Resolution 4	Renewal of Proportional Takeover Provision in Constitution	☐	☐	☐

The Chair of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chair of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s)

This section must be completed.

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

Mobile Number _____

Email Address _____

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

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Vitura Health Limited
ABN 59 629 071 594

Need assistance?

Phone:
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+61 3 9415 4000 (outside Australia)

Online:
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Vitura Health Limited Annual General Meeting

The Vitura Health Limited Annual General Meeting will be held on Friday, 27 November 2026 at 10:00am (AEDT). You are encouraged to participate in the meeting using the following options:

MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:

Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment to be effective it must be received by 10:00am (AEDT) on Wednesday, 25 November 2026.

ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit: https://meetnow.global/MMNUVZV

For instructions refer to the online user guide www.computershare.com.au/virtualmeetingguide

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.