NZX
NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Capital Change Notice

Updated as at February 2025

Notice of issue of ordinary shares under the Oceania Healthcare Restricted Share Rights Plan

This notice is given under the NZX Listing Rules 3.13.1 and 3.15.2 relates to the vesting of restricted share rights (**RSRs**) granted under the Oceania Healthcare Restricted Share Right Plan (**Plan**) in 2025 (**2025 Grant**) and 2026 (**2026 Grant**) pursuant to which selected key executives were granted RSRs which entitle them to receive fully paid ordinary shares in Oceania, subject to continued employment. The RSRs are granted as a portion of deferred equity under the short-term incentive scheme (**STI**).

Following the conversion described in this notice, Oceania has 422,679 RSRs remaining on issue.

Oceania also notes that all of its remaining performance share rights (**PSRs**), issued under its Long Term Incentive Scheme, have now lapsed.

Section 1: Issuer information	
Name of issuer	Oceania Healthcare Limited
NZX ticker code	OCA
Class of financial product	Ordinary shares
ISIN (If unknown, check on NZX website)	NZOCAE0002SO
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	120,740
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	$Nil
Nature of the payment (for example, cash or other consideration)	Non-cash consideration is provided in the form of services rendered as employees of OCA.
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)[1]	0.01667%
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)	Certain of the RSRs issued under the 2025 Grant and 2026 Grant pursuant to the Plan have vested and been exercised and have converted into 120,740 ordinary shares. Each RSR entitled the holder to receive one ordinary share in OCA on vesting and exercise, subject to adjustments for dividends paid (if any) and for satisfaction of tax

[1] The percentage is to be calculated immediately before the issue, acquisition, redemption or Conversion.

	obligations of the participants. The exercise price was nil. The remaining RSRs issued under the 2025 Grant and 2026 Grant have not yet vested.
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	Issue of ordinary shares under the 2025 Grant and 2026 Grant as a consequence of the vesting and exercise of RSRs previously granted as deferred equity-based STI to retain and incentivise selected key executives.
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.	724,351,770 ordinary shares after the issue. 422,679 total RSRs on issue. There is no treasury stock.
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 resolutions and directors' certificates dated 29 August 2025 and 16 June 2026 and NZX Listing Rule 4.6.1
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	The issued shares rank equally in all respects with the ordinary shares already on issue.
Date of issue/acquisition/redemption[2]	28 July 2026
Section3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Sarah Miller
Contact person for this announcement	Sarah Miller
Contact phone number	+64 21 937 857
Contact email address	company.secretary@oceaniahealthcare.co.nz
Date of release through MAP	28 July 2026