Governance Update

23 March 2021

Vista Group International Limited

2021

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Unless otherwise stated, all information in this presentation is expressed at the date of this presentation and all currency amounts are in NZ dollars.

Agenda

01 **Governance Overview** Susan Peterson – Chair

02 **Our Strategy**

03 **Our People**

04 **Our Climate**

05 **Summary**

Governance Overview

Stepping into the future

Implementing the succession plan

- Delivering on shareholder request for greater independence
- Future fit capability and experience — global tech, SaaS, growth culture and capital markets expertise
- Delivering on our diversity and inclusion goals

Separation between governance and management

- Special thanks to Brian Cadzow (retiring 31 March 2021) and Kirk Senior (stepping down from Chair and remaining as Director) for their commitment to the Vista family
- Welcome Claudia Batten (January 2021) and James Miller (August 2021)

DIRECTOR	INDEPENDENCE	APPOINTED	LENGTH OF SERVICE TO 31 DEC 2020
Board as at 31 Dec 2020			
Brian Cadzow*	Non-Independent Director	6 Aug 2003	17yrs, 5mths
Murray Holdaway	Non-Independent Director	6 Aug 2003	17yrs, 5mths
Kirk Senior	Non-Independent Director	3 Jun 2014	6yrs, 7mths
Susan Peterson	Independent Director	3 Jun 2014	6yrs, 7mths
James Ogden	Independent Director	3 Jun 2014	6yrs, 7mths
Cris Nicolli	Independent Director	17 Feb 2017	3yrs, 11mths
2021 Appointees			
Claudia Batten	*Independent Director*	*1 Jan 2021*	–
James Miller	*Independent Director*	*31 Aug 2021*	–

* Resigned 31 Mar 2021

Director Remuneration

Stepping into the future

- ASM request for Director's fee pool changes to facilitate the transition
- No increase in Director's fee pool since listing in 2014
- Current Director's fee pool = $500k for five Directors
- Proposed Director's fee pool = $725k for six Directors

Director (NZ$)	Mar 2021 Adjusted Full Costs*	Mar 2022 Adjusted Full Costs*	YoY Change
Murray Holdaway	240,000	247,000	7,000
Kirk Senior (nine months as executive)	424,739	-	(424,739)
Renumeration as Executives	**664,739**	**247,000**	**(417,739)**
Cris Nicolli	110,000	110,000	-
James Ogden	110,000	110,000	-
Susan Peterson	180,000	180,000	-
Brian Cadzow (resigned 31 Mar 2021)	85,000	-	(85,000)
Kirk Senior (three months as director)	23,570	95,000	71,250
Claudia Batten (appointed 1 Jan 2021)	23,750	95,000	71,250
James Miller (appointed 31 Aug 2021)	-	55,417	55,417
Remuneration of Directors	**532,500**	**645,417**	**112,917**
Total	**1,197,239**	**892,417**	**(304,822)**

* Potential full costs of Directors Fees and/or Executive Remuneration. Actual fees and Remuneration were less in 2020 due to non-achievement of STI/LTI and less in 2021 due to salary sacrifice during COVID-19 pandemic and consequent non-achievement of STI/LTI

Our Strategy

Stepping into the future

2020

- Innovation at our heart
- Vista Cloud and SaaS everywhere
- Completed 'simplify' strategy, already seeing success
- Re-shaped cost base, transitioned from drive for market share to sustained profitable growth
- Retained talent
- Gained customers

2021

- Innovation at our heart – Vista Cloud
- Continued operational discipline – near term focus on cash, ARR[1] recovery and expansion of SaaS
- Expansion into attractive 'white spaces' across the world of movies
- Greater transparency in our reporting (financial, ESG[2]/TCFD[3] and remuneration)
- Talent development

1) ARR is Annual Recurring Revenue
2) ESG is Environmental, Social and Governance
3) TCFD is the Taskforce for Climate-related Disclosures

Key Group metrics – examples of what will drive us in 2021

Stepping into the future

Recurring Revenue

$66m

SaaS Revenue

$28m

Sites on Vista Cloud / Digital

1

Movio Connections

2.3b[1]

Distributors on mica

6 live

% of Cinemas Open US:EU

40% : 20%

1. Total number of emails, SMS, and push notifications sent to moviegoers by Movio Cinema exhibitors

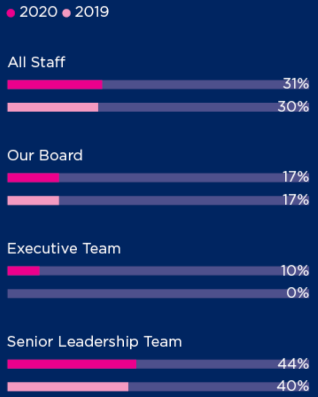
Our People

Stepping into the future

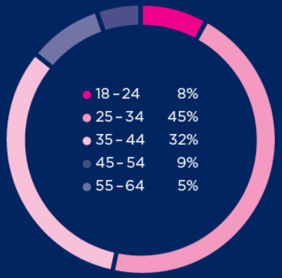
- Talent attraction, retention and world-class culture are our greatest priorities
- Engaging our people and supporting their excellence through
  - A strong vision as world-leading innovators
  - Wellbeing
  - Diversity and Inclusion
  - Share based incentives for majority of staff (potentially expanded in 2022) – 'Vista is our company' (NB: US portion of scheme requires shareholder approval)

As at 31 December 2020

Female representation



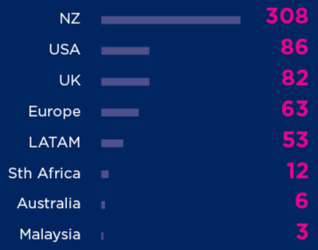
Age distribution



17 countries our people are spread across

32 languages spoken

Regional distribution



Leadership

Stepping into the future

Closing out 2020

- Leadership Team
  - Stable and experienced
  - Separation between governance and management
  - More integrated Group structure
- Diversity and inclusion

What to expect in 2021/22

- Extending participation in equity programmes
- Development and succession planning
- Results driven incentives
- Diversity and inclusion

Vista Group Management


Kimbal Riley
Group CEO


Matt Cawte
CFO


Evan Bateup
Chief People Officer


Kelvin Preston
General Counsel


Holly Jones
Head of Marketing


Jason Madsen
Commercial Director

Group Companies Leadership


William Palmer
CEO Movio


Leon Newnham
CEO Vista Cinema


Simon Burton
CEO Numero Maccs


Ste Thompson
CEO Powster

Our Climate

Stepping into the future

Closing out 2020

- Board leadership
- CEO and Head of Risk and Sustainability accountability
- Adopting approved frameworks for reporting (TCFD)
- Listening to our people and communities and playing our part

What to expect in 2021/22

- Better understanding of our own climate risks
- Developing a climate plan with integrity
- Greater reporting transparency
- Increasing employee led initiatives

Summary

Stepping into the future

- A strong performance through the global pandemic has built our confidence
- Our priority will always be *he tangata* – good governance, great customer relationships and looking after our team
- Relentless innovation and growing into the ‘white spaces’ in the world of movies
- Strengthening our risk management framework and increasing transparency in our reporting
- Maintaining strong operational discipline

Key management themes
2021

01 Bring moviegoers back

02 Build beautiful and powerful software

03 Create value through insights

04 Admired company

Enhancing the moviegoer experience

VISTA
GROUP