



VISTA
GROUP

Vista Group International Limited Operating Risk and Compliance Framework Summary

Background

This document sets out a summary of the the Operating Risk and Compliance Framework ('Framework") for Vista Group International Limited ("Vista") and all of its operating subsidiary companies and branch offices globally.

Looking after our Relationships

The Framework is designed to look after the needs and expectations of all of Vista's important stakeholders including:

- Shareholders;
- Customers;
- Staff;
- Regulators;
- Directors; and
- Creditors.

As a listed Company on the NZX Main Board and ASX Main Board, it is essential that all stakeholders have a consistent and clear understanding around how operating and compliance risk is managed across all of Vista.

Operating Risk and Compliance Culture

Vista has a culture of excellence in all areas of risk management and takes all operating and compliance risk obligations seriously. The Vista team is open and collaborative and actively encourages transparent discussion on all matters relating to risk management and any opportunities for improvement.

This Framework has been reviewed and approved by the Vista Board. The Board has delegated responsibility for the implementation and monitoring of compliance with the Framework to the Vista Audit and Risk Management Committee.

Management Accountability

The Chief Executive is accountable for all operational and compliance risk across all of Vista's operations and businesses.

The Finance Director has management accountability for the effective implementation of the Framework across all of Vista's businesses.

Individual Accountability

All members of the Vista team are accountable for their personal compliance with the Framework and supporting policies.

Operating Risk and Compliance Policies

The Framework includes tiers of operating risk and compliance policies that collectively ensure Vista and its directors and employees will comply with all relevant New Zealand legislation, NZSX Listing Rules, ASX Listing Rules, regulations and relevant codes of practice.

Compliance Monitoring

At the time of employment, all new staff are required to confirm they have read and are aware of the company's policies. On an annual basis, all staff are required to re-confirm awareness and adherence to policies.

Operational Risk Framework

The Top 10 operational risk matrix will be reported to the Board on a monthly basis.