

COMPANY ANNOUNCEMENT

The following is a company announcement issued by Pharmacare Finance Plc (the “**Company**”), in terms of the rules of Prospects MTF, a market regulated as a multi-lateral trading facility and operated by the Malta Stock Exchange (“**Prospects**”).

Authorisation for admissibility to listing of €17,000,000 6% unsecured Bonds 2033

QUOTE

Reference is made to company announcement PHC52 published on 25 November 2022 in relation to the submission of an application by the Company to the Malta Financial Services Authority requesting the admissibility to listing on the Official List of the Malta Stock Exchange of a maximum of €17,000,000 6% unsecured bonds redeemable in 2033 (the “**New Bonds**”), to be issued at par, guaranteed by Pharmacare Premium Limited (C 45245).

The Issuer hereby announces that it has received regulatory approval from the Malta Financial Services Authority for the issue of the New Bonds and has been granted authorisation for the admissibility to listing of the New Bonds on the Official List of the Malta Stock Exchange.

Subject to the approval of the holders of the €5,000,000 5.75% Unsecured Bonds 2025-2028 (ISIN: MT0002011204) of a nominal value of €100 per bond issued at par by the Company pursuant to and in accordance with the terms and conditions set out in the company admission document dated 17 October 2018 and listed and trading on the Prospects MTF List of the Malta Stock Exchange (the “**2018 Prospects MTF Bonds**”) for the early redemption of the 2018 Prospects MTF Bonds, part of the proceeds of the New Bonds shall be used by the Company for the purpose of redeeming the 2018 Prospects MTF Bonds.

The Company shall be calling a meeting of the holders of the 2018 Prospects MTF Bonds (the “**Existing Pharmacare Bondholders**”) to consider the early redemption of the 2018 Prospects MTF Bonds in terms of the company admission document dated 17 October 2018. In the event that the Existing Pharmacare Bondholders approve the early redemption of the 2018 Prospects MTF Bonds, then the Existing Pharmacare Bondholders may elect to subscribe for New Bonds through the transfer to the Company of all or part of the 2018 Prospects MTF Bonds held by them as at a specified date as determined in the Prospectus.

For the purposes of the above, the Company shall consider the Existing Pharmacare Bondholders to be those bondholders appearing on the applicable register held at the Malta Stock Exchange Central Securities Depository as at 20 December 2022 (trading session of 16 December 2022). The 2018 Prospects MTF Bonds shall cease trading on the Prospects MTF List of the Malta Stock Exchange on close of business of 16 December 2022.

Further details in connection with the afore-mentioned meeting of the Existing Pharmacare Bondholders shall be made available by means of a separate company announcement to be issued for the purpose.

Full details of the New Bonds, and the bond issue generally, are set out in the Prospectus dated 5 December 2022 which will be available on the Issuer's website (www.pharmacarefinance.com) from 19 December 2022.

UNQUOTE



Dr Katia Cachia
Company Secretary

REFERENCE PHC54

15 December 2022