



JD Capital plc
HHF 303/304,
Hal Far Industrial Estate,
Birzebbuga BBG 3000
Malta

Date: 26th September 2022
Reference: 52/2022

COMPANY ANNOUNCEMENT

APPLICATION FOR ADMISSIBILITY TO LISTING OF NEW BONDS

The following is a company announcement issued by JD Capital p.l.c. (the “**Company**”) in terms of the Prospects MTF Rules of the Malta Stock Exchange, regulating the Prospects Market, the market regulated as a multilateral trading facility operated by the Malta Stock Exchange.

QUOTE

The Board of Directors of the Company announces that it has submitted an application to the Malta Financial Services Authority requesting the admissibility to listing on the Official List of the Malta Stock Exchange of up to €25,000,000 JD Capital plc secured bonds, through a secured bond issuance programme (the “**New Bonds**”).

Subject to the Malta Financial Services Authority granting its approval to admissibility to listing of the New Bonds on the Official List of the Malta Stock Exchange, and subject to the approval by the requisite majority of holders of the existing €5,000,000 JD Capital plc 5% unsecured bonds 2028 (issued by the Company pursuant to a company admission document dated 16 May 2018 and bearing ISIN number MT0001831206 (the “**Prospects Bonds**”)) for all Prospects Bonds to be exchanged for New Bonds:

- (i) part of the first tranche of New Bonds to be issued by the Company will serve as consideration for the redemption of the Prospects Bonds;
- (ii) the Prospects Bonds are to be redeemed early upon the issue of the first tranche of New Bonds and admission to trading and listing of such New Bonds on the Official List of the Malta Stock Exchange - details of the mechanics of the early redemption of the Prospects Bonds and the rights of holders of the Prospects Bonds upon such early redemption, as well as information on the bondholders’ meeting to be called for the purpose of seeking the necessary approval for all Prospects Bonds to be exchanged for New Bonds, shall form the

- subject of a further company announcement and bondholders' circular to be published by the Company in due course;
- (iii) the New Bonds will be available for subscription by holders of Prospects Bonds as at a record date to be announced in due course as well as through an intermediaries' offer.

Full details on the New Bonds will be provided in the base prospectus and final terms that will be published following attainment of the necessary approval from the Malta Financial Services Authority.

UNQUOTE

By order of the board

A handwritten signature in blue ink, appearing to read 'J Manicaro', is written over a horizontal line.

Dr. Jesmond Manicaro
Company Secretary