

Smartcare Finance P L C
326, Mdina Road, Qormi, Malta
Co. Reg. No. C 90123
The “**Company**”

COMPANY ANNOUNCEMENT

The following is a company announcement issued by the Company pursuant to the Capital Markets Rules issued by the Malta Financial Services Authority.

Flow of Bond Proceeds

QUOTE

Reference is made to the €7,500,000 4.65% Secured Bonds redeemable in 2032, issued at par with a nominal value of €100 per bond (the “**Bond Issue**”), in terms of the Prospectus issued by the Company and dated 22 July 2022.

In terms of section 5.1 of the Securities Note, forming part of the Prospectus, the Company is to inject approximately €7,100,000 of the Bond Issue proceeds, into Smartcare Group Investments Limited (hereinafter “**SGIL**”) as redeemable preference shares carrying a coupon of 6.2%.

SGIL is to, in turn, invest this amount into its subsidiaries, through a mixture of fixed interest loans and redeemable preference shares, each repayable or redeemable in tandem with the Redemption Date (as defined in the Prospectus), as described below:

- circa €1,400,000 are to be injected into Smartcare Developments Ltd as redeemable preference shares carrying a coupon of 6.2%;
- circa €1,280,000 are to be loaned by SGIL to Smart Suites Limited at an interest rate of 6.2% pursuant to a loan agreement to be entered into for the purpose; and
- circa €2,250,000 are to be loaned by SGIL to Smartcare Pinto Ltd at an interest rate of 6.2% pursuant to a loan agreement to be entered into for the purpose.

The Company wishes to update its stakeholders and the public generally that the aforementioned loan agreements by and between (i) SGIL and Smart Suites Limited and (ii) SGIL and Smartcare Pinto Ltd have been duly executed in accordance with Section 5.1 of the Securities Note.

The Company further announces that the documentation pertaining to (i) the issuance and allotment of the 7,100,000 redeemable preference shares 6.2% having a nominal value of EUR1.00 each, in the capital of SGIL in favour of the Company and (ii) the issuance and allotment of the 1,400,000 redeemable preference shares 6.2% having a nominal value of EUR1.00 each, in the capital of Smartcare Developments Ltd in favour of SGIL have been duly executed and submitted for registration with the Malta Business Registry.

UNQUOTE



Dr Katia Cachia
Company Secretary

14 September 2022