



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

Date: 5th October 2022

Reference: 53/2022

COMPANY ANNOUNCEMENT

APPROVAL OF MAIN MARKET BOND ISSUANCE PROGRAMME

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

Further to company announcement JDC52 (“Application for Admissibility to Listing of New Bonds”) dated 26th September, 2022, the Board of Directors of the Company is pleased to announce that the Company’s application to the Malta Financial Services Authority for 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**”) was approved by the Malta Financial Services Authority on 3rd October, 2022.

Full details of the secured bond issuance programme are set out in the base prospectus dated 3rd October, 2022 and the final terms relative to the first tranche of New Bonds, consisting of up to a maximum of €14,000,000 secured bonds of a nominal value of €100, redeemable at par on 25 November, 2032 and having a rate of interest of 4.85% per annum, which will be available on the Company’s website - <https://www.jsdimech.com/investor-relations/> - from 6th October 2022.

As indicated in its previous announcement, the Company will proceed to seek 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. Such exchange shall be subject to payment by the Company, to the holders of Prospects Bonds receiving New Bonds in exchange for Prospects Bonds, of a premium of €2.00 per Prospects Bond exchanged. For the purpose of seeking the aforesaid approval from the requisite majority of holders of Prospects Bonds, which would result in all Prospects Bonds being exchanged for New Bonds, and the Prospects Bonds being

cancelled by the Company, the Company will be holding a bondholders' meeting on the 26th October, 2022 – a separate company announcement relative to such bondholders' meeting shall be issued shortly.

UNQUOTE

By order of the board

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

Dr. Jesmond Manicaro
Company Secretary