



Hal Mann Vella Group plc
The Factory
Mosta Road
Lija LJA 9016
Tel: 21433636 Fax: 21412499

COMPANY ANNOUNCEMENT

Hal Mann Vella Group plc (the “Company”)

€30 million 5% Secured Bonds 2024 – Reduction of Collateral
€23 million 5.35% Secured Bonds 2031 – 2034 – Constitution of Collateral

Date of Announcement	9 August 2024
Reference	65/2024
Capital Markets Rule	5.16.13

QUOTE

Reference is made to the previous company announcement of the Company (reference number HMV64) wherein the Company announced the basis of acceptance in respect of the issue by the Company of €23,000,000 5.35% secured bonds redeemable in 2031-2034, issued at par with a nominal value of €100 per bond (the “**Secured Bonds**” or the “**Bond Issue**”, as applicable). The Secured Bonds were issued in terms of a prospectus dated 28 June 2024 (the “**Prospectus**”) and were admitted to listing on 2 August 2024.

Registration of new hypothecary security

Pursuant to a public deed of constitution of hypothecary security dated 7 August 2024 in the records of Notary Dr Sam Abela, the Company constituted certain collateral (the “**2024 Collateral**”) over its assets in favour of FJV Fiduciary Limited (C 23197) (the “**Security Trustee**”) in its capacity as security trustee for the benefit of holders of the Secured Bonds, in accordance with the Prospectus and the provisions of a security trust deed effective 28 June 2024 by and between the Company and the Security Trustee. The 2024 Collateral consists of the following: (a) a first-ranking special hypothec granted by the Company for the full nominal value of the Secured Bonds and interest thereon over the Hypothecated Property, as defined in the Prospectus (and any developments and constructions thereon); (b) a second-ranking general hypothec for the full nominal value of the Secured Bonds and interest thereon over all the present and future property



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of the Issuer; and (c) a pledge of insurance policy proceeds constituted in terms of the pledge of insurances agreement dated 28 June 2024.

The abovementioned deed of constitution of hypothecary security dated 7 August 2024 was registered in the Public Registry in Malta on 8 August 2024.

Reduction of existing security

As detailed in the Prospectus, holders of the €30 million 5% secured bonds 2024 (ISIN: MT0000811209) (the “**2014 Bonds**”) were given the option to surrender all or part of the 2014 Bonds held by them, in exchange for Secured Bonds. Upon the listing of the Secured Bonds on 2 August 2024, the 2014 Bonds exchanged for Secured Bonds were cancelled. The value of the outstanding amount of 2014 Bonds remaining in issue until their redemption on 6 November 2024 is seven million Euro (€7,000,000) (the “**Residual Value**”).

As security for the Company’s obligations under the 2014 Bonds, certain collateral (the “**2014 Collateral**”) was constituted by the Company and Sudvel Limited (C35806) (“**Sudvel**”), in its capacity as guarantor, in favour of the Security Trustee, in its capacity as security trustee for the benefit of holders of the 2014 Bonds, as further detailed in the prospectus issued by the Company on 6 October 2014. With a view to reducing the collateral provided by the Company to the Security Trustee, in its capacity as security trustee for the benefit of holders of the 2014 Bonds, such that the value of the 2014 Collateral reflects the Residual Value, the Security Trustee agreed to the reduction of the 2014 Collateral. Pursuant to a public deed of release of hypothecary security dated 7 August 2024 in the records of Notary Dr Sam Abela, the Security Trustee in its capacity as security trustee for the benefit of holders of the 2014 Bonds reduced its hypothecary rights in the following manner:

- The general hypothecs granted by each of the Company and Sudvel were reduced in value to the amount of seven million Euro (€7,000,000) each, which amount is equivalent to the Residual Value.
- All special hypothecs constituted by the Company were reduced and waived in their entirety.



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- The special hypothec granted by Sudvel over its property located on Triq Pantar, Lija was reduced to remain valid over a divided part thereof, being an area of *circa* 5261.7 square metres, and was reduced in value to the amount of seven million Euro (€7,000,000), which amount is equivalent to the Residual Value.

The abovementioned deed of release of hypothecary security dated 7 August 2024 in the records of Notary Dr Sam Abela, was registered in the Public Registry in Malta on 8 August 2024.

UNQUOTE

A handwritten signature in blue ink, appearing to read 'Louis de Gabriele', written over a light blue horizontal line.

Louis de Gabriele
Company Secretary