

**Reference: IGF 73-2025**

Date: 22<sup>nd</sup> April 2025

The following is a company announcement issued by IG Finance plc (C 78720), (the “Company”), pursuant to the rules of Prospects, the market regulated as a multi-lateral trading facility operated by the Malta Stock Exchange:

## QUOTE

The Company announces that, pursuant to a resolution of the Board of Directors of Impresa Limited (the “Guarantor”) and as part of a restructuring exercise, the Guarantor has declared a dividend of €4,500,000 from its retained earnings for the financial year ending 31<sup>st</sup> December 2024 (the “Declared Dividend”).

The Declared Dividend will not be distributed to the ultimate beneficial owners but will be capitalised in favour of the shareholders of the Guarantor through the allotment of new shares in the Guarantor’s share capital (the “Capitalisation”). This measure is intended to strengthen the Guarantor’s capital base by converting retained earnings into equity.

Reference is made to the restrictive covenants set out in Annex B of the Company Admission Document dated 7<sup>th</sup> April 2017 (the “Restrictive Covenants”). These covenants are designed to safeguard bondholders by preventing capital erosion, which serve as surety for the repayment of principal and interest on the bonds issued by the Company. The Declared Dividend, coupled with the Capitalisation, aligns with this objective by ensuring that retained earnings remain within the Guarantor’s capital structure rather than being distributed externally.

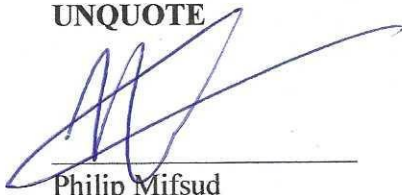
As a result of the Capitalisation, the Guarantor has updated its Memorandum and Articles of Association to reflect an increase in its authorised and issued share capital by 1,800,000 Ordinary Shares with a nominal value of €2.50 each. These shares have been issued, allotted and subscribed to as follows:

- **KMN Plc** – 900,000 Ordinary Shares
- **EJB Limited** – 900,000 Ordinary Shares

Pursuant to the foregoing, with effect from the 21<sup>st</sup> April 2025, the Guarantor’s authorised and issued share capital now stands at **€5,000,000**, divided into **2,000,000 Ordinary Shares** with a nominal value of €2.50 each, subscribed as follows:

- **KMN Plc** – 1,000,000 Ordinary Shares
- **EJB Limited** – 1,000,000 Ordinary Shares

## UNQUOTE



Philip Mifsud  
Company Secretary