

COMPANY ANNOUNCEMENT

Loqus Holdings p.l.c. (the “**Company**”)

Transfer of ownership of shares, settlement of consideration and notification of major holdings

Date of Announcement:

6th October 2025

Reference:

238/2025

The following is a company announcement issued by the Company in compliance with the Capital Markets Rules issued by the Malta Financial Services Authority (the “**Capital Markets Rules**”).

QUOTE

Reference is made to company announcement LQS237/2025 dated 26 September 2025, whereby the Company announced the results of the conditional voluntary public takeover bid launched by JFC Holdings Limited (C 43734) (the “Offeror”).

The Company hereby announces that it has been notified by the Offeror of the following:

(i) Transfer of ownership of shares and settlement of consideration

As set out in company announcement LQS237/2025 dated 26 September 2025, Curmi & Partners Ltd, in its capacity as the Manager, Registrar, Collecting Agent and Paying Agent, has received, as at 17:00 hours on 17 September 2025, acceptances in respect of 3,044,737 shares in the Company, representing approximately 9.54% of the Company’s issued share capital. These shares have been transferred to the Offeror and recorded in its name in the shareholders register of the Company at the Central Securities Depository of the Malta Stock Exchange, with effect from 1st October 2025.

The settlement of the cash consideration to the shareholders who/which tendered their shares as part of the offer was made on 6th October 2025 according to the terms set out in the offer document issued by the Offeror and dated 20 August 2025.

(ii) Notification of major holdings

In terms of Capital Markets Rule 5.176, the Offeror also notified the Company and the Malta Financial Services Authority that the proportion of voting rights held by the Offeror in the Company increased from 50% to 59.54% of the issued share capital, as a result of the conditional voluntary public takeover offer. A copy of the notification is available on the Company’s website <https://www.loqusgroup.com/>, and is attached to this company announcement.

UNQUOTE



Adrian Mallia
Company Secretary



Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the competent authority)ⁱ

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attachedⁱⁱ:

Loqus Holdings plc, *LEI Number*: 213800JF5ACNYCAISN91, *Company registration*: C27140
SUB008A, Industrial Estate, San Gwann, SGN3000, Malta

2. Reason for the notification (please tick the appropriate box or boxes):

- ☒ An acquisition or disposal of voting rights
☐ An acquisition or disposal of financial instruments
☐ An event changing the breakdown of voting rights
☐ Other (please specify)ⁱⁱⁱ:

3. Details of person subject to the notification obligation^{iv}:

Name: JFC Holdings Limited (C43734)	City and country of registered office (if applicable): San Gwann, Malta
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4. Full name of shareholder(s) (if different from 3.):^v

Same as point 3 above

5. Date on which the threshold was crossed or reached^{vi}:

1st October 2025

6. Total positions of person(s) subject to the notification obligation:

	% of voting rights attached to shares (total of 7.A)	% of voting rights through financial instruments (total of 7.B.1 + 7.B.2)	Total of both in % (7.A + 7.B)	Total number of voting rights of issuer ^{vii}
Resulting situation on the date on which threshold was crossed or reached	59.54%		59.54%	31,899,000
Position of previous notification (if applicable)	50%		50%	

7. Notified details of the resulting situation on the date on which the threshold was crossed or reached^{viii}:

A: Voting rights attached to shares

Class/type of shares ISIN code (if possible)	Number of voting rights ^{ix}		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC)	Indirect (Art 10 of Directive 2004/109/EC)	Direct (Art 9 of Directive 2004/109/EC)	Indirect (Art 10 of Directive 2004/109/EC)
MT0000150103	18,994,237		59.54%	
SUBTOTAL A	18,994,237		59.54%	

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
N/A				
		SUBTOTAL B.1	0	

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Physical or cash settlement ^{xii}	Number of voting rights	% of voting rights
N/A					
			SUBTOTAL B.2	0	

8. Information in relation to the person subject to the notification obligation (please tick the applicable box):

☐ Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer.^{xiii}

☒ Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity^{xiv}:

Name ^{xv}	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
Joe Fenech Conti	59.4%		59.4%
JFC Holdings Limited	59.4%		59.4%

9. In case of proxy voting: *[name of the proxy holder]* will cease to hold [% and *number*] voting rights as of *[date]*

10. Additional information^{xvi}:

Signed by the sole Director of JFC Holdings Limited on 2 October 2025.