

## COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by LifeStar Holding plc (“the Company”) pursuant to the Capital Markets Rules issued by the Malta Financial Services Authority.

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### QUOTE

The Company hereby wishes to announce that the Board of Directors shall be convening an Extraordinary General Meeting of the Company on Monday, 05 December 2022 at 13:30HRS (the “EGM”).

The EGM will be held remotely in accordance with the relative provisions of the *Companies Act (Public Companies – Annual General Meetings) Regulations, 2020* (Legal Notice 288 of 2020). Shareholders will be able to participate and vote at the EGM by appointing the Chairman of the meeting as their proxy. Shareholders are also encouraged to submit any questions to the Company up to forty-eight (48) hours prior to the EGM. A separate announcement with the details to join the EGM remotely will be published at a later date.

The EGM is being principally called for the purpose of cancelling the shares acquired by the Company (here below referred to as the “Own Shares”), which shares the Company acquired pursuant to the exchange offer described in the Prospectus of LifeStar Insurance plc dated 04 May 2021 and as also announced by the Company through its circular to shareholders dated 07 September 2020, consequently reducing the issued share capital. The EGM will also seek to obtain shareholders’ approval to authorise the Board of Directors to issue, within the next five years, shares up to an equal amount to the Own Shares being so cancelled at the EGM.

The following resolutions will be considered at the EGM:

### Special Business: Ordinary Resolution

1. Approval of Reduction of Notice Period to not less than fourteen (14) days

That the reduction of the period of notice convening the Extraordinary General Meeting to a period of fourteen (14) days be hereby approved.

## Special Business: Extraordinary Resolution

### 2. Approval of the Cancellation of the 5,897,951 Issued Ordinary Shares held by the Company ("Own Shares") and the Reduction in the Issued Ordinary Share Capital of the Company

That five million, eight hundred and ninety-seven thousand, nine hundred and fifty-one (5,897,951) issued Ordinary shares, each of a nominal value of €0.291172, currently held by the Company, and listed on the official list of the Malta Stock Exchange, be and are hereby cancelled and consequently that the issued share capital of the Company be reduced from eight million, seven hundred and thirty-five thousand, one hundred and sixty Euro (€8,735,160) divided into thirty million (30,000,000) Ordinary shares, each of a nominal value of €0.291172, which Ordinary Shares are all listed on the official list of the Malta Stock Exchange to seven million, seventeen thousand, eight hundred and forty-one Euro and eighty-one cents (€7,017,841.81) divided into twenty-four million, one hundred and two thousand and forty-nine (24,102,049) Ordinary Shares of a nominal value of €0.291172 each. That the Directors be and are hereby authorised to update the Memorandum of Association to reflect the change in issued share capital contemplated in this resolution in due course.

### 3. Approval of the Authority of the Board of Directors to Issue New Shares

That the Board of Directors are authorised and empowered to issue up to a maximum amount of five million, eight hundred and ninety-seven thousand, nine hundred and fifty-one (5,897,951) new Ordinary shares, having a nominal value of €0.291172 each, with such rights, restrictions, terms and conditions as the Board of Directors, in its absolute discretion, may deem fit. Such authorisation shall be valid for a maximum period of five (5) years from the date of approval of this resolution.

## Record Date

Accordingly, the 04 November 2022 is the Record Date on which all Members then on the Register of Members shall be entitled to receive notice of, participate in and vote at the EGM.



## **Notice & Documentation**

A copy of the notice convening the EGM, an explanatory circular in connection with the above resolutions, as well as a copy of the Memorandum and Articles of Association of the Company, and any other document and information as may be required to be submitted to the EGM in terms of the applicable Rule 12.11 of the Capital Markets Rules issued by the Malta Financial Services Authority, will be made available on the Company's website: <https://lifestarholding.com/investor-relations/>.

## **UNQUOTE**

By order of the Board.

15 November 2022

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LifeStar Insurance plc (C29086) is authorised under the Insurance Business Act, Cap 403 and is regulated by the MFSA.

LifeStar Health Ltd (C6393) acts as an insurance agent for Bupa Global DAC under the Insurance Distribution Act, Cap 487 and is regulated by the MFSA.

GlobalCapital Financial Management (C30053) is licensed to provide investment services in Malta by the MFSA.