

COMPANY ANNOUNCEMENT

The following is a company announcement issued by the Company, in terms of the Capital Markets Rules issued by the Malta Financial Services Authority.

Board Meeting Results

QUOTE

The Company announces that its Board of Directors of the Company met on Monday, 29th April 2024 and approved the Company's Annual Report and Audited Financial Statements for the financial year ended 31st December 2023. A copy of the Annual Report and Audited Financial Statements for the financial year ended 31st December 2023 are available for viewing and download on the Company's website: www.pharmacarefinance.com

The board of directors of the Company shall recommend to the Annual General Meeting of the Company that no dividend will be paid.

The Company notes that, in terms of the Capital Markets Rule 5.16.24, the Board of Directors has determined that the profit after tax figure shown in the said financial statements is lower than that projected in the Financial Analysis Summary annexed to the Prospectus dated 5th December 2022. A significant element of the variance is derived from a change in the accounting for the amortisation of Bond Issue Costs, with higher bond issue costs incurred than originally expected resulting in an increase in amortised value. Other variances included a lower Net Interest Earned due to the second bond and attached loan not being issued from the beginning of the year, higher administrative overheads derived from an adjustment to directors' fees to reflect market values for companies trading on the Malta Stock Exchange and a reduction in the tax charge due to the surrendering of tax losses from a group company.

The Company further announces that the Board of Directors resolved that the Annual Report and Audited Financial Statements for the financial year ended 31st December 2023 be submitted to the shareholders for their approval at the Annual General Meeting.

The Company would also like to announce that the Board of Directors of Pharmacare Premium Limited, being the Guarantor of the EUR17,000,000 6% Unsecured Bonds redeemable in 2033, issued by the Company, also met on Monday, 29th April 2024 and approved the Annual Report and Audited Financial Statements for the financial year ended 31st December 2023 of Pharmacare Premium Limited. A copy of the said Annual Report and Audited Financial Statements for the financial year ended 31st December 2023 are also available for viewing and download on the Company's website: www.pharmacarefinance.com

The board of directors of Pharmacare Premium Limited shall recommend to the Annual General Meeting of Pharmacare Premium Limited that no dividend will be paid.

The Company further announces that the Board of Directors of Pharmacare Premium Limited resolved that the Annual Report and Audited Financial Statements for the financial year ended 31st December 2023 be submitted to the shareholders for their approval at the Annual General Meeting.

UNQUOTE

By order of the Board



Dr Emma Blake
Company Secretary

REFERENCE PHC70

29 April 2024

**DIRECTORS' DECLARATION
ON ESEF ANNUAL FINANCIAL REPORTS**

We, **Amin Farah** and **Hani H. Sarraf**, in our capacity as Directors of **PHARMACARE FINANCE PLC**, hereby certify:

- i. That the Annual Financial Report for the year ended 31 December 2023 has been approved by the Board of Directors of the Company and is hereby being made available to the public.
- ii. That the Annual Financial Report has been prepared in terms of the applicable rules and regulations, including the Commission Delegated Regulation on the European Single Electronic Format ("ESEF")¹ and the Capital Markets Rules².
- iii. That the Audit Report on the ESEF Annual Financial Report is an exact copy of the original signed by the auditor and that no alterations have been made to the audited elements of the Annual Financial Report including the annual financial statements.
- iv. That the Annual Financial Report shall serve as the official document for the purposes of the Capital Markets Rules and the Companies Act (Chapter 386 of the Laws of Malta).



Amin Farah
Director



Hani H. Sarraf
Director

¹ Commission Delegated Regulation 2019/815 on the European Single Electronic Format, as may be further amended from time to time.

² Capital Markets Rules as issued by the Malta Financial Services Authority (MFSA).