

SUPPLEMENT TO PROSPECTUS DATED 12 JANUARY 2016

Dated 29 February 2016



Investar p.l.c.

a public limited liability company registered under the laws of Malta with company registration number C 65310 and having its registered office at 171, Old Bakery Street, Valletta VLT 1455, Malta

€6,000,000 6% Exchangeable Notes Due 2021

ISIN: MT0001011205

This supplement dated 29 February 2016 (this “**Supplement**”) constitutes a supplement within the meaning and for the purposes of Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003, as amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010 (the “**Prospectus Directive**”).

This Supplement is supplemental to and must be read in conjunction with the Prospectus dated 12 January 2016 published by the Issuer (the “**Prospectus**”) in connection with its offer of €6,000,000 6% Exchangeable Notes due 2021 (the “**Notes**”). Capitalised terms used but not defined herein shall have the meaning given to such terms in the Prospectus.

The Listing Authority has approved the Prospectus and authorised the admissibility to listing of the Notes on the European Wholesale Securities Market (the “**EWSM**”) on 12 January 2016. Application will be made to the European Wholesale Securities Market for the Notes to be admitted to listing and trading on the EWSM.

This Supplement has also been approved by the Listing Authority and will be published in electronic form on the website of the Listing Authority. This Supplement is also available in printed form and free of charge from the registered office of the Issuer and the Agent.

The purpose of this Supplement is to amend certain information contained in the Prospectus. To the extent that there is any inconsistency between this Supplement and the Prospectus, the provisions of this Supplement will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

AMENDMENTS TO THE PROSPECTUS

1. DEFINITIONS

The meanings of the following terms shall replace the meanings for those terms contained in the ‘*Definitions*’ section of the Prospectus and all references to such terms throughout the Prospectus shall be interpreted accordingly:

Issue Date	expected 31 March 2016 but may be earlier at the option of the Issuer (on any date during the Issue Period);
Issue Period	11 January 2016 to 31 March 2016, both days included;
Maturity Date	31 March 2021;

2. OVERVIEW OF THE ISSUE

The following sections of Section 9.2 of the Prospectus – ‘*Overview of the Issue*’ – shall be deleted and replaced with the following:

Issue Date:	Any date during the Issue Period (expected 31 March 2016)
Issue Period:	11 January 2016 to 31 March 2016
Maturity Date:	31 March 2021

3. APPLICATION FOR NOTES / ISSUE OF THE NOTES

The third paragraph of Section 9.3 of the Prospectus – ‘*Application for Notes / Issue of the Notes*’ – shall be replaced in its entirety with the following:

“The Issue Date is expected to be 31 March 2016 but may be earlier at the option of the Issuer (on any date during the Issue Period) and the Issuer will issue the Notes subscribed for up to the selected Issue Date.”