

## SUPPLEMENT

dated 27 May 2021 to the Prospectus dated 06 May 2021, issued in respect of an issue of €10,000,000 4% Unsecured Subordinated Bonds Due 2026 – 2031 with nominal value of €100 per Bond (subject to an Over-allotment Option of €3,000,000 in the event of over-subscription) by

### **LifeStar Insurance p.l.c.**

*(a public limited liability company registered under the laws of Malta with company registration number C 29086 and with its registered office situated at LifeStar Insurance p.l.c., Testaferrata Street, Ta' Xbiex XBX1403, Malta)*

This Supplement (the "Supplement") to the Prospectus constitutes a supplement to the prospectus for the purposes of Article 23 of the Prospectus Regulation and is prepared in connection with the issue of €10,000,000 4% Unsecured Subordinated Bonds Due 2026 – 2031 with nominal value of €100 per Bond (subject to an Over-allotment Option of €3,000,000 in the event of over-subscription) by LifeStar Insurance p.l.c.

Terms defined in the Prospectus have the same meaning when used in this Supplement. This Supplement has been approved by the Listing Authority, as competent authority under the Prospectus Regulation. The Listing Authority only approved this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Company or the quality of the Bonds that are the subject of the Prospectus and investors should make their own assessment as to the suitability of investing in the Bonds.

The Company has taken all reasonable care to ensure that the information contained in this Supplement, as a supplement to the Prospectus dated 06 May 2021 is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly. Save as disclosed in this Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in the Prospectus capable of affecting the assessment of securities issued pursuant to the Prospectus has arisen or has been noted, as the case may be, since the publication of the Prospectus (as supplemented at the date hereof) by the Company.

#### **Purpose**

The Company has prepared this Supplement pursuant to Article 23 of the Prospectus Regulation for the purposes of updating the definition of "Minimum Amount" in Section 13.1 (*Use of Proceeds*) on page 79 of the Prospectus) to reflect a reduction in the Minimum Amount from €5,000,000 to €1,000,000. Consequently, the relevant information set out in each of Section D (*General Terms and Conditions*) of the Summary on page 28, Section 13.3 (*Overview of the Bond Issue*) on page 80 and Section 14.2 (*General Information*) on page 84 of the Prospectus will also be updated accordingly.

#### ***Changes to definition of "Minimum Amount"***

Reference is made to the third paragraph of Section 13.1 (*Use of Proceeds*) on page 79 of the Prospectus, which provides the following:

*"In the event that the Bond Issue is subscribed for an amount of less than €5,000,000 (the "Minimum Amount"), no allotment of the Bonds shall be made, the subscription of Bonds shall be deemed not to have been accepted by the Company and all money received from Applicants shall be returned by the Company acting through the Registrar, without interest, by direct credit transfer to the respective Applicant to the account number indicated on the respective Application Form by latest 31st May 2021.*

*Neither the Company nor the Registrar will be responsible for any charges, loss or delays in transmission of the refunds. In this regard, any monies returnable to Applicants may be retained pending clearance of the remittance and any verification of identity as required by the Prevention of Money Laundering Act, 1994 (Chapter 373 of the laws of Malta) and regulations made thereunder. Such monies will not bear interest while retained as aforesaid.*

*In the event that the Minimum Amount is reached but the Bond Issue is not fully subscribed, the Company will proceed with the listing of the amount of Bonds subscribed for and shall apply the net proceeds received in the manner and order of priority set out above."*

The paragraph referred to above will be replaced with the following:

*"In the event that the Bond Issue is subscribed for an amount of less than €1,000,000 (the "Minimum Amount"), no allotment of the Bonds shall be made, the subscription of Bonds shall be deemed not to have been accepted by the Company and all money received from Applicants shall be returned by the Company acting through the Registrar, without interest, by direct credit transfer to the respective Applicant to the account number indicated on the respective Application Form by latest 31st May 2021. Neither the Company nor the Registrar will be responsible for any charges, loss or delays in transmission of the refunds. In this regard, any monies returnable to Applicants may be retained pending clearance of the remittance and any verification of identity as required by the Prevention of Money Laundering Act, 1994 (Chapter 373 of the laws of Malta) and regulations made thereunder. Such monies will not bear interest while retained as aforesaid.*

*In the event that the Minimum Amount is reached but the Bond Issue is not fully subscribed, the Company will proceed with the listing of the amount of Bonds subscribed for and shall apply the net proceeds received in the manner and order of priority set out above."*

Any other reference to the Minimum Amount made elsewhere in the Prospectus (including, *inter alia* in each of Section D (*General Terms and Conditions*) of the Summary on page 28, Section 13.3 (*Overview of the Bond Issue*) on page 80 and Section 14.2 (*General Information*) on page 84 of the Prospectus) and the Application Forms are to be construed accordingly.

### ***Right of Withdrawal***

In accordance with Article 23(2)(a) of the Prospectus Regulation, as amended by Regulation (EU) 2021/337 of the European Parliament and of the Council of 16 February 2021, investors who subscribed for the Bonds before 27 May 2021 are entitled to withdraw their Application within three (3) Business Days following the publication of this Supplement.

The final date of such right of withdrawal is 01 June 2021. No withdrawals will be accepted after such date.

Applicants who wish to avail themselves of the right to withdraw their Application, need to contact their respective Authorised Intermediary with which the Application Form has been lodged within the timelines stipulated above.

**APPROVED BY THE DIRECTORS**



Prof. Paolo Catalfamo

As Director of the Company and on behalf of each of Cristina Casingena, Joseph C Schembri, and Mark Bamber