
COMPANY ANNOUNCEMENT

Unsecured Bond Issuance Programme of a maximum of €60,000,000 by SD Finance p.l.c. guaranteed by SD Holdings Limited (C 40318)

Basis of Acceptance

for the Series 1 Tranche 2: €20,000,000 5.20% SD Finance p.l.c. Unsecured Bonds 2031
and Series 1 Tranche 3: €7,000,000 5.20% SD Finance p.l.c. Unsecured Bonds 2031

The following is a Company Announcement issued by SD Finance p.l.c. pursuant to the Capital Markets Rules of the Malta Financial Services Authority.

Quote

With reference to company announcement SDF103 issued on 13 May 2026 in relation to the full subscription of the €20,000,000 5.20% unsecured bonds 2031 (the “**Tranche 2 Bonds**”) and the €7,000,000 5.20% unsecured bonds 2031 (the “**Tranche 3 Bonds**”) issued in terms of a base prospectus dated 3 October 2025 and the relevant final terms (collectively, the “**Bonds**”), the Board of Directors of the Company is pleased to announce the basis of acceptance for the Bonds.

Pursuant to the final terms dated 22 April 2026 relating to the Tranche 2 Bonds, and the final terms dated 6 May 2026 relating to the Tranche 3 Bonds, the Bonds were available for subscription by: (i) Authorised Financial Intermediaries subscribing for Bonds pursuant to placement agreements to be entered into with the Issuer; and (ii) Authorised Financial Intermediaries subscribing for Bonds pursuant to a public offer for any remaining balance of Bonds.

The Tranche 2 Bonds and the Tranche 3 Bonds were fully subscribed by Authorised Financial Intermediaries pursuant to placement agreements entered into with the Issuer. Accordingly, the offer to the general public did not take place.

The Bonds shall bear interest from and including 20 May 2026 at the rate of 5.20% per annum, payable annually in arrears on 15 February of each year. The first interest payment will be effected on 15 February 2027 (covering the period 20 May 2026 to 14 February 2027) and annually thereafter on 15 February of each year with the last interest payment being effected on 15 February 2031.

The existing first tranche of €33,000,000 5.20% unsecured bonds 2031 issued in terms of the Base Prospectus and the final terms dated 3 October 2025, the Tranche 2 Bonds and the Tranche 3

Bonds will be consolidated into a single series of €60,000,000 5.20% unsecured bonds 2031 upon the next interest payment date, 15 February 2027.

The Bonds are expected to be admitted to listing on the Official List of the Malta Stock Exchange on 27 May 2026 and trading is expected to commence on 28 May 2026.

The Board of Directors of the Company would like to thank the participating Authorised Financial Intermediaries for their support in this successful bond issue for the Company.

Unquote

A handwritten signature in black ink, appearing to read 'Shaheryar Ghaznavi', with a long horizontal stroke extending to the right and a small mark below it.

Shaheryar Ghaznavi

Company Secretary

20th May 2026

Ref: SDF104