This Circular is being issued by

LifeStar Holding p.l.c.

A PUBLIC LIMITED COMPANY REGISTERED IN MALTA WITH COMPANY REGISTRATION NUMBER C19526 HAVING ITS REGISTERED ADDRESS AT TESTAFERRATA STREET, TA' XBIEX XBX1403, MALTA

Date: 17 November 2026

LifeStar Holding plc (C19526)
Testaferrata Street,
Ta'Xbiex, XBX 1403 Malta

t. +356 2134 2342
e. info@lifestarholding.com
w. lifestarholding.com

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.
LifeStar Asset Management Limited (C30053) is licensed to provide investment services in Malta by the MFSA.

This Circular is being issued in terms of the Capital Markets Rules issued by the Malta Financial Services Authority.

IMPORTANT INFORMATION

The purpose of this Circular (the "**Circular**") is to provide information to the shareholders of LifeStar Holding p.l.c. (the "**Company**"), in compliance with the laws of Malta and the Capital Markets Rules issued by the Malta Financial Services Authority.

If you have sold or transferred any or all of your shares in the Company, you should, at once hand this Circular and any accompanying documents to the purchaser or transferee or to the person through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

SHAREHOLDERS SHALL BE REQUESTED TO VOTE ON THE ISSUES AND MATTERS DESCRIBED HEREIN AT THE FORTHCOMING EXTRAORDINARY GENERAL MEETING. IN THE EVENT THAT SHAREHOLDERS RECEIVING THIS DOCUMENT ARE IN ANY DOUBT AS TO THE IMPORT OF THIS DOCUMENT OR AS TO ANY ACTION REQUIRED OF THEM, THEY ARE URGED TO CONSULT THEIR INDEPENDENT PROFESSIONAL ADVISERS.

This Circular contains information about the resolution being proposed in connection with the special business being proposed at the Extraordinary General Meeting of the Company to be held at the Company's registered address, LifeStar, Testaferrata Street, Ta' Xbiex XBX1403, Malta on the 10 December 2026 (the "**EGM**"). It is being sent to all shareholders (the "**Shareholders**") entitled to attend and vote at the EGM to enable them to understand better the general nature of the resolution that is to be considered at the EGM as special business, to assist Shareholders to take a properly informed decision.

This Circular is being issued in compliance with the Capital Markets Rules published by the Malta Financial Services Authority (the "**Rules**").

All the Directors of the Company as at the date hereof, namely Paolo Catalfamo, Joseph Schembri, Joseph Del Raso, Gregory Eugene McGowan and Cinzia Catalfamo, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors who have taken all reasonable care to ensure that such is the case, the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

1. INTRODUCTION

An EGM of the Company has been convened to be held at the Company's registered address, LifeStar, Testaferrata Street, Ta' Xbiex, XBX1403 Malta on the 10 December 2026 at 1300HRS.

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This Circular is intended to explain to Shareholders the import of the special business that is required to be addressed at the EGM and to provide them with sufficient explanation to enable them to make informed decisions.

2. THE RESOLUTION

The Shareholders are being requested to consider and, if deemed fit, approve one (1) ordinary resolution during the EGM, which resolution constitutes special business.

2.1. Resolution 1: Disclosure of Information

2.1.1. Proposed text of the Resolution:

"That the Company be and is hereby authorised and empowered, in connection with a potential transaction involving a Substantial Shareholding (as defined in Capital Markets Rule 5.174) (a "Substantial Shareholding"), to furnish, in confidence, information, including unpublished price sensitive information, to a bona fide offeror(s) and the corresponding bona fide transferor, as may be necessary to enable the bona fide offeror(s), the bona fide transferor and their respective advisers to make, confirm, withdraw or modify any offer(s) for a Substantial Shareholding."

2.1.2. Purpose of Resolution:

The purpose of this resolution is to obtain the express consent of the Company's shareholders as would allow the Company to disclose, in confidence, information, including unpublished price-sensitive information, to prospective bona fide offeror(s) and the prospective *bona fide* transferor in connection with a potential transaction involving a Substantial Shareholding in the Company and its group.

2.1.3. The Resolution Explained

By means of a company announcement dated the 08th October 2026, the Company announced that it had been informed by the majority shareholder Investar plc ("**Investar**") that Investar is seeking a strategic partner to acquire a shareholding in the Company with the aim of supporting the international growth and development of the Company.

Subsequently, Investar was contacted by a number of parties who expressed an interest in acquiring a shareholding, requesting to conduct due diligence prior to confirming such interest. In this respect, the Company is seeking the shareholders' approval to enable the Company to furnish information, including unpublished price-sensitive information, to *bona fide* offeror(s), the corresponding *bona fide* transferor and their respective advisers in connection with a potential transaction involving a substantial shareholding.

For the purpose of Capital Markets Rule 5.174, a substantial shareholding refers to the entitlement to exercise or control the exercise of ten percent (10%) or more of the votes able to be cast at general meetings or the entitlement to appoint a majority of directors on the board of directors ("**Substantial Shareholding**").

Should the shareholders approve the proposed resolution, information would be disclosed in confidence, subject to the following conditions:

(i) the execution of a confidentiality agreement by the prospective transferor, Investar, and any prospective offeror(s) as would prevent the disclosure and use of the information furnished, other than for the purpose of the acquisition of the Substantial Shareholding in the Company and its group;

(ii) the attainment of an undertaking from the prospective offeror(s) whereby they bind themselves not to deal in the shares of the Company and/or its group companies, whether directly or indirectly, for a period of one year following completion of the transaction or termination thereof or discontinuance or withdrawal, other than to complete the transaction that prompted the disclosure of the information; and

(iii) the attainment of an undertaking from the prospective transferor that it acknowledges that the information received from the Company cannot be used or communicated other than for the purposes of a transaction in the shares that are the subject of the offer, whether wholly or in part, whether with the prospective offeror(s) or otherwise, and that it cannot deal in other shares of the Company and/or its group companies for a period of one year following completion of the transaction or termination thereof or discontinuance or withdrawal. Even after the satisfaction of these conditions, the Company may decide to withhold or delay the disclosure of any unpublished information to continue to ensure its compliance with privacy, secrecy and/or any other legal or regulatory obligations that may apply.

The Board of Directors consider that any risks arising as a result of the disclosure of information are adequately mitigated by the safeguards set out above.

3. BOARD OF DIRECTORS' RECOMMENDATIONS

The Board of Directors of the Company considers it to be in the best interest of the Company for the benefit of all its shareholders to obtain the express authorisation of the general meeting for the purposes of disclosing information, which may include unpublished price-sensitive information, to *bona fide* offeror(s) and the *bona fide* transferor in connection with a potential transaction involving a Substantial Shareholding.

Accordingly, the Board of Directors of the Company have convened the EGM to grant the shareholders the opportunity to consider, and if deemed fit, approve the special business by way of an ordinary resolution as would allow the Company to disclose information to prospective *bona fide* offeror(s), the *bona fide* transferor in the context of a potential transaction involving a Substantial Shareholding.

The Directors, having made the necessary considerations, are of the view that the proposed resolution set out in this Circular is in the best interests of the Company and its Shareholders as a whole. The Directors therefore recommend that the Shareholders vote in favour of the said resolution at the forthcoming EGM.

Nevertheless, the Directors strongly recommend that each Shareholder seeks independent advice and guidance from its own professional advisors in order to decide whether or not to vote in favour of the proposed Resolution in the light of each Shareholder's individual position.

4. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents or certified copies are available for inspection at https://www.lifestarholding.com and are also available for inspection at the registered office of the Company at Testaferrata Street, Ta' Xbiex, XBX 1403, Malta:

a) the Memorandum and Articles of Association of the Company;
b) the last Annual Financial Report of the Company for the year ended 31st December 2025;
c) the last Interim Financial Statements of the Company for the period 01st January 2026 to 30th June 2026;
d) the Notice convening the EGM;
e) other documents and detailed information to be submitted to the EGM in terms of the Rules.

Approved and issued by LifeStar Holding p.l.c. (C 19526), having its registered office situated at LifeStar, Testaferrata Street, Ta' Xbiex XBX1403, Malta.

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