

NOTICE OF ANNUAL GENERAL MEETING: 24 JUNE 2022 AT 1230HRS

Convened remotely pursuant to L.N. 288 of 2020

Dear Shareholder,

Notice is hereby given that this year's Annual General Meeting (the "AGM" or the "Meeting") of LifeStar Holding plc (C19526) (the "Company") will be held remotely on **Friday, 24 June 2022 at 1230HRS** for the purposes of considering the following matters:

Ordinary Resolutions – Ordinary Business

1. Annual Reports and Financial Statements

To consider and approve the Company's annual accounts and the reports of the Directors and Auditors for the financial year ended 31 December 2021.

2. Election of Directors

To appoint / elect Directors in place of those retiring.

3. Gross Emoluments of Directors

To approve the amount of €200,000 as the maximum annual aggregate emoluments payable to the Directors (inclusive of any remuneration payable to those Directors employed with the Company in an executive capacity).

4. Appointment of Auditors


To re-appoint Grant Thornton Limited as Auditors of the Company and to authorise the Directors to agree their remuneration.

Ordinary Resolution – Special Business – Advisory Vote¹

5. Remuneration Statement

To approve the Remuneration Statement published as part of the Annual Report of the Company for the financial year ended 31 December 2021.

By order of the Board.



Dr Clinton V. Calleja B.A. LL.M. LL.D.
Company Secretary
31 MAY 2022

¹ An advisory vote means a non-binding vote which makes heard the general opinion of shareholders in relation to the issue at hand.

NOTES

RECORD DATE AND DOCUMENTS

1. This notice is being mailed to all Members who are entered on the register of Members of the Company as at 25 May 2022 (the "Record Date"). Only those Members registered on the Record Date are entitled to receive notice of and vote at the Annual General Meeting.
2. A copy of this notice, the Annual Report, Circular and other documents and detailed information required to be submitted to the Annual General Meeting, including in terms of the applicable Listing Rule 12.11, are available on the Company's website www.lifestarholding.com. The draft resolutions to be considered and voted upon at the Meeting are included as an integral part of this notice. The full-unabridged text of any documents submitted to the Meeting shall, unless dispatched to shareholders, be available at the registered address of the Company.

PARTICIPATION AND VOTING

3. A Member may participate and vote at the AGM by appointing the Chairman of the Meeting to attend in his stead (the 'proxy'). Every Member may therefore participate and vote at the Meeting by submitting a proxy form to the Company nominating the Chairman and indicating voting preferences. The proxy may be sent to the Company by not later than forty-eight (48) hours before the time appointed for the Meeting either:
 - A. By post to the registered address of the Company; or
 - B. By electronic means on companysecretary@lifestarholding.com.

If sent electronically, the proxy form should have attached thereto a copy of the proxy form duly completed and signed by the Member, or a duly authorised person on behalf of a corporate Member. Electronic proxy submissions are only valid upon confirmation of receipt by the Company Secretary.

COMPLETION OF FORM OF PROXY

4. Members are to complete all details required on the proxy form, clearly and accurately. This includes:
 - A. Indicating that they wish to appoint as their proxy the Chairman of the Meeting;
 - B. Indicating that the Member wishes the proxy to vote as he/she wishes, or whether the Member wishes to indicate how the proxy is to vote. In either case a mark ought to be made in the appropriate box indicated in the proxy form. In the event that no such indication is made it shall be deemed that the Member authorises the proxy to vote as he wishes, unless the Member indicates how he/she wishes the shares held to be voted by inserting the number of shares or another appropriate mark against the relevant resolutions, in which case the proxy shall be deemed authorised to vote only as indicated by the Member in the proxy form;
 - C. Where a Member wishes to have the proxy to vote in a particular manner, then he/she should indicate his/her voting preference in the appropriate box against each resolution. The use of a cross or a mark (instead of putting a number of

votes) in the appropriate space of the ballot paper under either 'FOR' or 'AGAINST' will be interpreted that the Member has assigned all the votes either 'FOR' or 'AGAINST' the resolution, as the case may be. If a cross or mark is placed in both 'FOR' or 'AGAINST' for the same resolution, then the Member's vote on that particular resolution will be invalid.

Any resolution remaining unmarked on the proxy form will be construed as a forfeiture of the right to vote on that particular resolution.

5. Where a Member is a body corporate, including a company, a partnership, an association of persons, a foundation or other entity, a form of proxy must be duly executed (in favour of the Chairman of the Meeting) in accordance with the Memorandum and Articles of Association or similar constitutional documents of the entity. The Company Secretary reserves the right to request evidence of the aforesaid. In order to be valid, the completed form of proxy must reach the office of the Company Secretary, whether by hand at the registered address or electronically companysecretary@lifestarholding.com, not less than 48 hours before the appointed date and time of the AGM.
6. Members (whether personally or by proxy) are reminded that they are entitled to ask questions which are pertinent and related to any resolution placed before the Meeting – and to have such questions answered by the Directors or such person/s as the Directors may delegate for that purpose.

Questions are to be submitted in writing either by mail at the registered address of the Company or by email on companysecretary@lifestarholding.com by not later than forty-eight (48) hours before the Meeting. The Company shall provide an answer to the questions on its website within forty-eight (48) hours from the termination of the Meeting. Provided that the Company may also provide an overall answer to the questions having the same content.

DISCLOSURE BY PROXY IN TERMS OF MFSA CAPITAL MARKET RULES 12.29 and 12.30

7. The Chairman of the Meeting as proxy, declares to the Members that:

He is a director of the Company and also a director of Investar p.l.c, which holds 52.6% of the shares of the Company directly and 23.75% of the shares of the Company indirectly through GlobalCapital Financial Management ('GCFM') acting as its nominee. As at the Record Date the Company held 19.7% of its own shares.

CONTACT

8. In case of difficulties or queries, Members are requested to contact the office of the Company Secretary on telephone number +356 21342342. Questions may also be directed to the Company Secretary by post or by electronic mail to companysecretary@lifestarholding.com.