

Company Announcement

The following is a company announcement issued by Borgo Lifestyle Finance plc (hereinafter the “**Company**”) bearing company registration number C88245 and having its registered address situated at Vault 14, Level 2, Valletta Waterfront, Floriana, FRN 1914, Malta issued in terms of the rules of Prospects, the market regulated as a multi-lateral trading facility operated by the Malta Stock Exchange (“**Prospects MTF**”)

QUOTE

The Company is pleased to announce that the offer of €5,000,000, 5% secured callable bonds 2026-2029 of a nominal value of €100 per bond (hereinafter the “**Bonds**”) issued at par in terms of an admission document dated 25 January 2019 (hereinafter the “**Company Admission Document**”), offered via subscription through Calamatta Cuschieri Investment Services Limited in its capacity as Placement Agent and Manager have been subscribed in full. Subscriptions closed on the 6 February 2019.

Interest on the Bonds at the rate of 5% per annum commenced on the 7 February 2019 and shall be payable annually in arrears on the 11 February of each year with the first interest payment falling due on the 7 February 2020. The Bonds have been admitted to trading on Prospects MTF on the 12 February 2019 and trading commenced on the 13 February 2019.

The Company is also pleased to announce that the first priority mortgage on the Vessel¹, in terms of section 19.5 of the Company Admission Document and pursuant to the trust deed entered into by and between GVZH Trustees Limited in its capacity as security trustee of the Borgo Security Trust (the “**Security Trustee**”), the Company, EMD Trust Services Limited and Big Blue Cruising Limited dated 18 December 2018 (as the same may from time to time be amended, supplemented and/or varied) (the “**Security Trust Deed**”) was registered on the 11 February 2019.

The Company also wishes to announce that the insurance policy for the replacement value of the Vessel owned by Big Blue Cruising Limited has been pledged in favour of the Security Trustee on the 18 December 2018, pursuant to the terms of the Security Trust Deed and in terms of section 19.5 of the Company Admission Document.

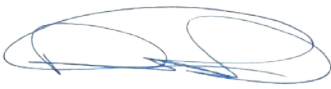
Lastly, the Company also wishes to announce that with effect from the 6 February 2019, the Company and EMD Trust Services Limited granted a pledge over all of their respective shares held in Big Blue Cruising Limited (as the owner of the Vessel), from time to time, in favour of the

¹ The luxury Satori vessel, owned in its entirety by Big Blue Cruising Limited, as described in section 8 of the Company Admission Document and the specifications and details of which vessel are set out in the marine surveyor’s valuation report annexed to the Company Admission Document and marked as Annex A.

Security Trustee pursuant to the terms of a pledge agreement, entered into on the 6 February 2019, and the Security Trust Deed in terms of section 19.5 of the Company Admission Document.

Accordingly, all of the Collateral Rights (as defined in the Company Admission Document) have been duly constituted in favour of the Security Trustee in terms of the Company Admission Document.

Unquote



Dr. Jeremy Debono

Company Secretary

14 February 2019