

M&S Managers & Secretaries (Private) Limited

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Company Reg. No.: PV 5625

26th March 2025

UPLOADED VIA WEB PORTAL

The Colombo Stock Exchange,
No. 04-01, West Block,
World Trade Center, Echelon Square,
Colombo 01.

Attn: Mr. Renuke Wijayawardhane
Chief Regulatory Officer

Dear Sirs,

FURTHER MARKET ANNOUNCEMENT BY AMBEON CAPITAL PLC IN RESPECT OF RULE 8 OF THE LISTING RULES OF THE COLOMBO STOCK EXCHANGE

Further to our announcement on 21st March 2025, we wish to provide additional clarity on the capital-raising initiative of Ambeon Capital PLC (the "Company") referred to therein.

As advised by our legal and financial advisors, AMCH Limited ("AMCH") was established in the United Kingdom ("UK") as a special purpose vehicle (SPV) to facilitate the issuance of bonds to investors, to raise funds for the purpose of lending such funds to the Company. The SPV structure is a common practice to allow foreign companies to issue bonds. AMCH has obtained an International Securities Identification Number (ISIN) for the bonds. The commercial terms of the loan accord with the commercial terms of the bonds to be issued.

The bonds are proposed to be issued to institutional and high networth investors by way of a private placement through the issuance of a prospectus setting forth the terms and conditions of the bonds. The bonds will be tradeable via Euroclear UK & International. Pricing and details of the bonds once placed will be available on bloomberg via the ISIN: GB00BMHVL629.

As mentioned in the announcement on 21st March 2025, the approval of shareholders of the Company will be sought at an Extraordinary General Meeting before the Company obtains the loan from AMCH. The bonds, once issued, will have a three-year maturity period, with an option being given to the Company to convert the loan into equity by the issuance of shares, subject to regulatory and shareholder approvals being obtained. These approvals that are necessary for the conversion will be sought by the Company in due course.

Yours faithfully,

For and on behalf of
AMBEON CAPITAL PLC
MANAGERS AND SECRETARIES (PVT) LTD


Director /Secretaries

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