

COMMUNIQUE: PROPOSAL TO AMEND THE LISTING PARTICULARS (AS DEFINED BELOW)

The board of directors (the “**Board**”) of Northernfin Limited (previously ‘Northfields International High School Limited’) (the “**Issuer**”) wishes to inform its noteholders (the “**Noteholders**”) that the following key amendments are being proposed (the “**New Terms**”) to the listing particulars dated 06 September 2021 (the “**Listing Particulars**”).

AMENDMENT TO	CURRENT TERMS	PROPOSED TERMS
The definition of “Repayment Date”	31 August 2026	31 August 2026 or such earlier date as may be determined by the Issuer
The definition of “Timetable”	Issue Date: 01st September 2021 Listing Date: 24th September 2021 First Day of Trading: 24th September 2021 Repayment Date: 31 August 2026	Issue Date: 01st September 2021 Listing Date: 24th September 2021 First Day of Trading: 24th September 2021 Repayment Date: 31 August 2026 or such earlier date as may be determined by the Issuer
Clause 7	7.1 On the Repayment Date, the Issuer shall redeem the principal amount of the Notes issued on the Issue Date and pay the Noteholders the full principal amount of the Notes together with any accrued interest on such Notes. 7.2 Any redemption of the Notes shall be made pro rata to the holdings of all Noteholders, together with accrued and unpaid interest (less any tax required by law to be deducted or withheld from such payment) accrued on the relevant Notes up to (and including) the date of such repayment by the Issuer.	7.1 On the Repayment Date, the Issuer shall redeem the principal amount of the Notes issued on the Issue Date and pay the Noteholders the full principal amount of the Notes together with any accrued interest on such Notes. 7.2 Any redemption of the Notes shall be made pro rata to the holdings of all Noteholders, together with accrued and unpaid interest (less any tax required by law to be deducted or withheld from such payment) accrued on the relevant Notes up to (and including) the date of such repayment by the Issuer.

Northernfin Limited
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Company Number : C39721

	7.3 All Notes repaid by the Issuer shall be cancelled and the Issuer will not reissue them.	7.3 All Notes repaid by the Issuer shall be cancelled and the Issuer will not reissue them. 7.4 Where the Issuer decides to repay the Notes earlier than 31 August 2026, the Issuer shall send a notice of 14 Business Days to the Noteholders' Representative prior to the Repayment Date.
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Save and except the amendments contemplated in this Addendum, all the other terms and conditions of the Listing Particulars shall remain unchanged and in full force and effect.

A written resolution will be sent to the Noteholders, detailing the key proposed amendments. An addendum to the Listing Particulars will be attached to the resolution for reference. Upon receipt, Noteholders may choose to either approve and sign the resolution or decline to do so.

The New Terms will take effect on the later of (i) the date on which the Issuer executes the Addendum or (ii) the date on which the written resolution of the Noteholders approving this Addendum is adopted in accordance with the Listing Particulars.

By order of the Board
GSA Solutions Ltd
Company Secretary
Dated this 08 May 2025

This Communiqué is issued pursuant to Listing Rule 11.3. The Board of the Issuer accepts full responsibility for the information contained in this Communiqué.