



**RS2 p.l.c.**

## **COMPANY ANNOUNCEMENT**

The following is a company announcement issued by RS2 p.l.c. (the “Company”) pursuant to the Capital Market Rules as issued by the Malta Financial Services Authority in accordance with the provisions of the Financial Markets Act (Chapter 345 of the Laws of Malta) as they may be amended from time to time.

### **Quote**

At the meeting held on the 23 April 2024, the Board of Directors of the Company, approved the financial statements for the financial year ended 31 December 2023. The Board resolved that these financial statements be submitted for the approval of the shareholders at the forthcoming Annual General Meeting which is scheduled to be held on the 5 June 2024. Shareholders appearing on the shareholders’ register as at the close of business on 6 May 2024 will receive notice of the Annual General Meeting.

The Board of Directors has authorised the publication of the Annual Report and Consolidated Financial Statements, which are available for viewing on the Company’s website at <https://www.rs2.com/financial-news/#financial>.

Attached to this Company Announcement is a Directors’ Declaration on the ESEF Annual Financial Reports.

Pursuant to the Malta Stock Exchange Bye-Laws, the shareholders’ register as at close of business on Monday 6 May 2024 will include trades undertaken up to and including Thursday 2 May 2024.

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**Co. Reg No:** C25829

**RS2 Software p.l.c, RS2 Buildings,  
Fort Road, Mosta MST 1859, Malta, Europe**

**RS2.COM**



### Notice of material variance

The board of Directors notes that the results for the year ended 31 December 2023 vary negatively compared to the forecasts published in the Prospectus dated February 2021, however they build on the performance of the financial year ended 31 December 2022. International conflicts followed by increasing inflation rates and a slowdown in the global economy have led customers to be cautious, delaying projects and stretching investments to a minimum. A positive turnaround has been observed throughout 2023. With the new major processing outsourcing agreement concluded towards the end of the year, the increase in processing volumes, a strong pipeline, and the launch of new products, it is expected that business will ramp positively up in 2024.

### Unquote

A handwritten signature in blue ink, appearing to read 'Ivan Gatt', written in a cursive style.

Dr. Ivan Gatt  
Company Secretary  
23 April 2024

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## DIRECTORS' DECLARATION ON THE ESEF ANNUAL FINANCIAL REPORT 2023

We, Mario Schembri and Radi Abd El Haj, in our capacity as Directors of RS2 p.l.c. – C25829 hereby certify:

- i. that the Annual Financial Report for the year ended 31 December 2023 has been approved by the Board of Directors of the Company and is hereby being made available to the public.
- ii. that the Annual Financial Report has been prepared in terms of the applicable rules and regulations, including the Commission Delegated Regulation on the European Single Electronic Format (“ESEF”)<sup>1</sup> and the Capital Markets Rules<sup>2</sup>
- iii. that the Audit Report on the ESEF Annual Financial Report is an exact copy of the original signed by the auditor and that no alterations have been made to the audited elements of the Annual Financial Report including the annual financial statements.
- iv. that the Annual Financial Report shall serve as the official document for the purposes of the Capital Markets Rules and the Companies Act (Chapter 386 of the Laws of Malta).



Mario Schembri  
Chairman



Radi Abd El Haj  
Director

23<sup>rd</sup> April 2024

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<sup>1</sup> Commission Delegated Regulation 2019/815 on the European Single Electronic Format, as may be further amended from time to time.

<sup>2</sup> Capital Markets Rules as issued by the Malta Financial Services Authority (MFSA)