



Registered Office: Level 12, BSP Suva Central Building, Cnr of Renwick Rd & Pratt Street, Suva, Fiji Islands.  
Postal Address: Private Mail Bag, Suva, Fiji Islands, Telephone (+679) 321 4412, Fax (+679) 321 4422

## **Market Announcement to South Pacific Stock Exchange**

### **“BSP - Notice of Change in Substantial Shareholding”**

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#### **About BSP Convertible Notes Limited (BSP CN Fiji):**

BSP Convertible Notes Limited (BSP CN Fiji) is a wholly owned subsidiary of BSP Financial Group Limited (BSP). BSP is a Papua New Guinea based full service Bank with representation in many major Pacific economies. BSP is listed on the Port Moresby Stock Exchange (PNGX). BSP Convertible Notes Limited (BSP CN Fiji) is a special purpose vehicle incorporated in Fiji with limited powers under its Memorandum and Articles. It is listed in the South Pacific Stock Exchange (SPX) in Fiji as **BCN**.



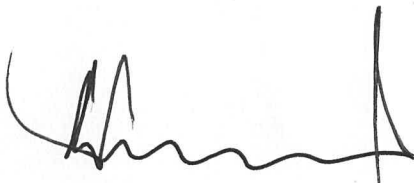
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11 July 2025

## **“BSP - Notice of Change in Substantial Shareholding”**

## **“Market Announcement to South Pacific Stock Exchange”**

Our Parent Company, BSP Financial Group Limited in Port Moresby, PNG has released this market announcement on PNGX.



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**Haroon Ali**  
**DIRECTOR**



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**Alvina Ali**  
**COMPANY SECRETARY**

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### **About BSP Convertible Notes Limited (BSP CN Fiji):**

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INDEPENDENT STATE OF PAPUA NEW GUINEA

Capital Markets Act 2015

(Part XII)

Sections 398, 399, 402 and 403

NOTICE OF CHANGE IN SUBSTANTIAL HOLDINGS

*Note: To be given to the company, the stock exchange on which it is listed and the Securities Commission by a person who is a substantial shareholder where there is a change of 1% or more in the relevant interests of the person. This form must be given within two days after the person becomes aware of the change. Use a separate form for each substantial shareholder that has a change of 1% or more in their relevant interests. Use a Form 5 where the person ceases to be a substantial shareholder as a result of the change.*

1.	<b>Name of listed company</b>	BSP Financial Group Ltd
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*Note: Insert the name of the listed company in which the substantial shareholding is held.*

2.	<b>Name of Stock Exchange</b>	PNGX/ ASX
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*Note: Insert the name of the stock exchange on which the company is listed.*

3. Details of person that is a substantial shareholder

Given Names ( <i>natural persons only</i> )	Surname or corporate name and registration number if applicable	Residential address or address of registered office	Postal address
N/A			

4.	<b>Date of change in relevant interests</b>	01.07.25
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*Note: Insert the date of the change of the relevant interest of the person named in Item 3 in the listed company in Item 1, not the date on which the person became aware of the change.*

5.	<b>Date of last notice given by substantial shareholder</b>	N/A
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*Note: Insert the date on which the person named in Item 3 last gave a notice in accordance with Section 115, 116 or 117 of the Act in relation to the voting shares i.e. a Form 3, 4 or 5.*

6. Voting shares in which a relevant interest is held

	Number of shares	% of shares in company
Voting shares before the change	31,243,736	6.69%



Voting shares after the change	15,621,868	3.34%
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*Note: Insert the number and percentage of voting shares in which the person has a relevant interest, before and after the date in Item 5. The terms "voting shares" and "relevant interest" are defined in Sections 112 – 114 of the Act.*

**7. Total number of voting shares issued by the listed company**

	Before the change	After the change
Total number of voting shares issued	467,219,979	467,219,979

*Note: Insert the total number of voting shares issued by the listed company used for the purpose of calculating the percentages in Item 6.*

**8. Particulars of relevant interests after the change**

	Details for class of shares
Class of voting shares in which relevant interests now held	Fully paid ordinary voting shares
Name(s) of registered holder(s)	Motor Vehicles Insurance Limited
Brief description of the nature of the relevant interests in the voting shares	Registered holder
Brief description of the transaction under which the relevant interests changed e.g. purchase/sale on stock exchange	Trades between 23 June 2025 and 1 July 2025 via PNGX
Number of voting shares affected by the transaction	15,621,868
The consideration for the transaction (Kina)	349,983,718.36
Name of the other party to the transaction (if known) *	Unknown

*\* This information is not required where the transaction took place on a stock exchange. Otherwise if not known, insert "unknown".*

*Note: Where there is insufficient space on the form to supply the information required, use additional forms or annexe a separate sheet in the same format containing the information.*

**9. Details of other person(s) giving a notice for the same transaction**

Given Names ( <i>natural persons only</i> )	Surname or corporate name and registration number if applicable	Residential address or address of registered office	Postal address
Unknown			

*Note: If known, insert the name and address of any other person(s) believed to have given, or to be intending to give notice, whether a Form 3, 4 or 5 in relation to the transaction to which this notice relates. If not known, insert "unknown".*

**10. Details of any associate with a relevant interest in the voting shares after the change**

Given Names (natural persons only)	Surname or corporate name and registration number if applicable	Residential address or address of registered office	Postal address
N/A	N/A	N/A	N/A
Nature of Association:		N/A	
Details of Relevant Interest of Associate:		N/A	

*Note: Provide the name and address of each associate of the person submitting this notice who has a relevant interest in voting shares in the company, and the nature of the association with the associate and the details of the relevant interest of the associate.*

**11. Prescribed particulars of any agreement under which substantial shareholding acquired**

Date of any agreement	Material terms of any agreement (whether written or oral)
N/A	N/A

*Note: Provide the details of the material terms of any agreement, whether written or oral, and the details of the material terms of any relevant agreement through which a relevant interest, the subject of the notice was changed. True copies of the documents must be submitted with this form.*

**12. The following documents must be submitted with this form**

- A. A true copy of any document setting out the material terms of any agreement that –
- (a) contributed to the person having to submit this form;
  - (b) is in writing or in a document in which the material terms of an oral agreement have been reduced to writing in accordance with Section 40(5)(c) of the Regulation; and
  - (c) is readily available to the person submitting the notice; or
- B. Where a document in Paragraph A is not readily available to the person submitting this form, a memorandum in writing detailing the material terms of the document.

The number of pages that accompany, or are annexed to, this notice is **NIL**.

**13. Declaration**

I declare that to the best of my knowledge and belief the information in this form is true and correct.

Signature: 

Full Name of Person Signing: Mr. John McKen

Role: CHAIRMAN, MNC Date: 07/07/2025

*Note: Where this notice is given by a body corporate it must be signed by a director or secretary who is authorised by the board of the body corporate to give the notice. Initials are not sufficient for the full name of the person signing this form.*