



**Gibraltar
Financial Services
Commission**

**Certificate of Approval of a Prospectus
in accordance with the Prospectuses Act 2005 (transposing Directive 2003/71/EC)**

To:

*Finanzmarktaufsicht (FMA) (Austria)
Financial Services and Markets Authority (FSMA) (Belgium)
Czech National Bank (CNB) (Czech Republic)
Autorité des Marchés Financiers (AMF) (France)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Central Bank of Ireland (CBoI) (Ireland)
Commissione Nazionale per le Società e la Borsa (CONSOB) (Italy)
Autoriteit Financiële Markten (AFM) (Netherlands)
Financial Conduct Authority (FCA) (United Kingdom)*

From:

*Gibraltar Financial Services Commission
P.O. Box 940, Suite 3, Ground Floor, Atlantic Suites, Gibraltar*

We hereby certify that the documents detailed below have been drawn up in accordance with the Directive 2003/71/EC as amended by Directive 2010/73/EU

Name of Issuer:

iFinance PCC plc

Registered Office Address:

*46 The Sails Tower
Queensway Quay
Gibraltar, GX11 1AA*

Securities Type:

Asset Backed Security

Content Type

*Base Prospectus dated 27th May 2016
Supplemented Base Prospectus dates 29th July 2016
Summary Translation: Czech, French, German & Italian*

Name of Guarantor (if applicable):

The bond is unsecured.

Annex(es) according to which the Prospectus was drawn up:

Annex VII, Annex VIII, Annex XII & Annex XXII

We have authorised, in accordance with Article 8 of Directive 2003/71/EC as amended by Directive 2010/73/EU, the omission of information on the following grounds:

ETD Malta Ltd in terms of the following items of Annex IX of the Prospectus Regulation: (i) item 11.1; (ii) item 11.2; (iii) item 11.3.1; (iv) item 11.4; and (v) item 14(c). No financial statements have been provided given that the Issuer has only recently been incorporated and has not commenced operations.

Link to Approved Prospectus:

<http://www.fsc.gi/fsclists/ProspectusList.aspx>

Date of Certificate

28th October 2016

Gibraltar Financial Services Commission

Document Approved