

ANCHOVY / 9H

182 Level 1, Mdina Road, Zebbug, ZBG 9015
Company registration number: C57419
Website: anchovyinc.com
email: info@anchovyinc.com

Company Announcement

The following is a Company announcement issued by ANCHOVY STUDIOS p.l.c (referred to as the “Company” or “Anchovy”) pursuant to rule 4.11.31 and 4.11.32 of the Prospects MTF Rules.

The Company wishes to announce that it will be affecting a change to its company name whereby “Anchovy Studios plc” shall be changed to “9HCapital plc”, change its authorised and issued share capital and appoint two executive directors, consequent thereto, also effect the necessary changes to its Memorandum and Articles of Association.

In view of the planned changes, the Company is hereby announcing that an Extraordinary General Meeting of the Company will be held on the 31st of October 2023. The Company further announces that in accordance with Prospects MTF Rule 4.01.01.01 (i.i), all shareholders of the Company have duly consented to the holding of the Extraordinary General Meeting of the Company on the 31st of October 2023 notwithstanding that a shorter notice of the meeting was provided than the prescribed 14-day period.

The Extraordinary General Meeting shall be called for the purpose of considering, and if deemed fit, approving the resolutions set out hereunder:

1. The Company is to change its company name whereby “Anchovy Studios plc” shall be changed to “9HCapital P.L.C.”;
2. Change the Authorised Share Capital of the Company from five hundred thousand Euro (€500,000) divided into four hundred fifty three thousand (453,000) Ordinary Shares of one Euro each (€1) each, thirty-four thousand, seven hundred and eighty (34,780) Ordinary A shares of one Euro (€1) each and twelve thousand two hundred and twenty (12,220) Ordinary B shares of one Euro (€1) each to five hundred thousand Euro (€500,000) divided into four hundred and six thousand (406,000) Ordinary shares of one Euro (€1) each, forty-seven thousand (47,000) Ordinary A shares of one Euro (€1) each and forty-seven thousand (47,000) Ordinary B shares of one Euro (€1) each.
3. Increase the Issued Share Capital of the Company from forty-seven thousand Euro (€47,000) divided into thirty-four thousand, seven hundred and eighty (34,780) Ordinary A shares of one Euro each (€1) and twelve thousand two hundred and twenty (12,220) Ordinary B shares of one Euro (€1) each to ninety-four thousand Euro (€94,000) divided into forty-seven thousand, (47,000) Ordinary A shares of one Euro (€1) each and forty-seven thousand (47,000) Ordinary B shares of one Euro (€1) each;

which shares shall be subscribed to as follows:

ZBC HOLDCO Limited [C-103535]
182, Level 1, Mdina Road,
Zebbug, ZBG 9015
46,688 Ordinary A shares of one Euro (€1) each, 25% paid up

312 Ordinary A Shares of one Euro (€1) each, 100% paid up

MJO HOLDCO Limited [C-103541]

182, Level 1, Mdina Road,

Zebbug, ZBG 9015

46,688 Ordinary B shares of one Euro (€1) each, 25% paid up

312 Ordinary B Shares of one Euro (€1) each, 100% paid up

4. Holders of Ordinary "B" shares shall appoint two Executive Directors:

James Abela ID. Card No: 468687(M)

1, TRIQ PATRI GUZE DELIA, BALZAN

Matthew Sammut ID. Card No: 276887(M)

31, NO. 2, TRIQ ID-DIELJA, ATTARD

5. Discuss and if deemed fit approve the amendments being proposed to the Memorandum and Articles of Association of the Company and accordingly amend and substitute the Memorandum and Articles of Association of the Company in its entirety to reflect its foregoing changes.

S. Caruana

Sara Caruana

Company Secretary

27th October 2023