

COMPANY ANNOUNCEMENT

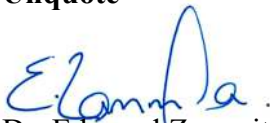
The following is a Company Announcement issued by AX Group p.l.c. (the “**Company**”) pursuant to the Capital Market Rules as issued by the Malta Financial Services Authority:

Quote

The Company refers to its subsidiary, namely, Capua Palace Investments Limited, a private limited liability company registered under the laws of Malta bearing company registration number C-19375 (hereinafter referred to as “**Capua Palace Investments Limited**”) and hereby announces that it is anticipated that Capua Palace Investments Limited will be amalgamated with the Company by virtue of a merger procedure carried out in accordance with the provisions of Title II, Chapter III of Part VIII of the Companies Act, 1995 (Cap. 386). As a result of the aforementioned merger, the Company, as the acquiring company, shall succeed to all the assets, rights, liabilities and obligations of Capua Palace Investments Limited. The Company firmly believes that the merger is in its best commercial interests and forms part of the strategy of the AX Group of Companies to continue to further simplify its corporate structure thereby rendering it more effective and efficient.

To avail itself of the provisions of Title II, Chapter III of Part VIII of the Companies Act, the Company will be acquiring the other two (2) ordinary shares in the issued share capital of Capua Palace Investments Limited from its other current shareholder, namely, Verdala Mansions Limited, a private limited liability company registered under the laws of Malta bearing company registration number C-7793. Consequently, at the time of the merger referred to in the preceding paragraph, Capua Palace Investments Limited will be a fully owned subsidiary of the Company.

Unquote



Dr. Edmond Zammit Laferla
Company Secretary

22 September 2022

Company Announcement
AXG46/2022

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