



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

Notice of an Extraordinary General Meeting

The Board of Directors of the Company hereby announces that it has convened an extraordinary general meeting (“EGM”) of the shareholders of the Company to be held on the 25th November 2025 at 09.00hrs at the registered office of the Company. The EGM is being convened to consider and, if deemed fit, approve certain amendments to the current Memorandum and Articles of Association of the Company and to this end, the Company will be proposing that the current Memorandum and Articles of Association of the Company be replaced in their entirety with a new Memorandum and Articles of Association. The said proposed amendments are intended to reflect the proposed changes to the shareholding structure of the Company. In fact, the group of companies, which the Company forms part of, is undergoing a shareholding restructuring process as a result of which the current shareholders of the Company will no longer own and control the Company directly but will do so indirectly through another fully owned holding company, namely AX Ventures Limited (C 111181), that will itself own 99.99% of the ordinary share capital of the Company.

In anticipation of the upcoming extraordinary general meeting, the proposed changes to the Company’s Memorandum and Articles of Association have been approved by the Malta Financial Services Authority as required in terms of the Capital Markets Rules. The outcome of the extraordinary general meeting will be reported in a company announcement to be published following conclusion of the extraordinary general meeting.

Unquote

Dr. Edmond Zammit Laferla
Company Secretary

21st November 2025

Company Announcement
AXG74/2025

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