



# VON DER HEYDEN GROUP FINANCE plc

Reference: VDHGF 43-2020

## COMPANY ANNOUNCEMENT

The following is a Company Announcement by Von der Heyden Group Finance p.l.c. [C 77266] (the 'Company') of 14 East, Level 8, Sliema Road, Gzira, GZR 1639, Malta pursuant to the Listing Rules issued by the Listing Authority. [L.R. 5.16.5., 5.16.18., 5.20 & 5.21]

### QUOTE

*It is being announced that the Company held its Annual General Meeting ('AGM') today, the 31<sup>st</sup> July 2020 and the following resolutions were passed:*

#### ORDINARY RESOLUTIONS – ORDINARY BUSINESS

- 1. That the recommendations of the Board of Directors to approve the audited financial statements of the Company for the period ending 31<sup>st</sup> December 2019 together with the directors' report and the auditors' report be approved.*
- 2. That the recommendation of the Board of Directors be adopted and no dividend be distributed and paid to the members of the Company.*
- 3. That the recommendations of the Board of Directors to reappoint Ernst & Young Malta Limited as auditors of the Company for a subsequent term be adopted. The Board of Directors are hereby authorised to fix the remuneration of the auditors as they may deem fit and in the interest of the Company;*

#### ORDINARY RESOLUTIONS – SPECIAL BUSINESS

- 1. Mr. Lino Casapinta, Mr. Kevin Deguara and Mr. Sven von der Heyden have decided to retire from the office of directors of the Company and have not resubmitted their nomination for re-election. Consequently, an election of directors in accordance with Article 11.C. of the Articles of Association of the Company was held. The Company received three (3) nominations for directors and therefore the three (3) vacancies on the Board of Directors of the Company were filled. It was resolved to appoint Mr. Joseph Muscat, Mr. Jozef Bronislaw Borowski and Mr. Antonio Fenech as directors of the Company with effect from 01 August 2020.*

*In terms of Listing Rules 5.20 and 5.21 it is hereby being declared that:*

- 1. Mr. Joseph Muscat, of 37, Frans Dingli Street Attard, Malta has been appointed as non-executive director of the Company. Mr. Muscat is a retired partner of PricewaterhouseCoopers, Malta. No information needs to be disclosed in terms of Listing Rules 5.20.2 to 5.20.9 in his regard.*
- 2. Mr. Jozef Bronislaw Borowski, of Tigne Point, T10B 37, Sliema, Malta has been appointed as non-executive director of the Company. Mr. Borowski is currently the vice- chairman of the board of Knight Frank Sp. z o.o., ulica Mokotowska 49, 00-542 Warsaw, Poland. Until recently he was the also the managing partner of Knight Frank Sp. z o.o. He has over 25 years of experience in commercial real estate developments and investments in Poland and Europe, having previously co-*



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*headed the real estate services division of Price Waterhouse in Poland. No information needs to be disclosed in terms of Listing Rules 5.20.5 to 5.20.9 in his regard.*

- 3. Mr. Antonio Fenech, of Caraville, 216, Old Railway Road, Balzan, Malta has been appointed as executive director of the Company. Dr. Fenech is currently a director of Timan Investments Holdings Limited, the Guarantor of the Company. He previously held the position of director of Ferratum Bank plc and resigned in December 2018. No information needs to be disclosed in terms of Listing Rules 5.20.5 to 5.20.9 in his regard.*

**UNQUOTE**

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**Dr. Karen Coppini**  
Company Secretary

31 July 2020