



VON DER HEYDEN  
FINANCE

**Reference: VDHGF 61 – 2022**

**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 Capital Markets Rules issued by the Malta Financial Services Authority. [C.M.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 17 May 2022, 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 December 2021 together with the directors' report and the auditors' report be adopted.*
- 2. That the recommendation of the Board of Directors not to declare any dividend to be distributed and paid to the members of the Company be adopted.*
- 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 authorized to fix the remuneration of the said auditors as they may deem fit and in the interest of the Company;*

**ORDINARY RESOLUTIONS – SPECIAL BUSINESS**

- 4. In accordance with Article 11.C. of the Articles of Association of the Company, Mr. Robert Hendrik Rottinghuis and Mr. Robert C. Aquilina have held the office of Director of the Company for more than three (3) years and therefore retired from their office of Directors of the Company.*

*Mr. Robert C. Aquilina submitted his nomination for re-election whilst Mr. Robert Hendrik Rottinghuis did not submit his nomination for re-election having outstandingly served for six years on the Board and allowing the Group to rotate its executive directors on the Board by appointing a new director.*

*An election of directors was held. The Company received two (2) nominations for the office of Director in the Company and therefore the two (2) vacancies on the Board of Directors of the Company were filled.*



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*It was resolved to re-elect Mr. Robert C. Aquilina and to elect Mr. Javier Errejón Sainz de la Maza in the position of Directors of the Company with immediate effect.*

- 5. It was resolved to approve the increase in the maximum aggregate emoluments of all the Company's Directors in accordance with Article 11.K of the Articles of Association of the Company to €102,000.*

*In terms of the Capital Markets Rules 5.20 and 5.21 it is hereby being declared that Mr. Javier Errejón Sainz de la Maza, of Calle Isla de Corcega 4, 28223, Pozuelo De Alarcón, Madrid, Spain has been appointed as an executive director of the Company with immediate effect. Mr. Errejon presently holds the position of Managing Director and Chief Financial Officer of Timan Investments Holdings Limited (the "Group") that acts as the guarantor of the Company and Managing Director of IBB Hotel Management Europe Limited, a subsidiary of Timan Investments Holdings Limited. He joined the VDH Group in September 2006 as its Chief Financial Officer and member of the management board responsible for finance. Prior to that he occupied several senior positions, including that of head of analysis and management control of Aldeasa S.A. and controller and financial management of Grupo Ferrovial. With a bachelor in law and a Master of Business Administration degree from IESE Business School, Mr Errejon is also a professor teaching finance and business valuation at various universities and business schools in Spain and other countries. No information needs to be disclosed in terms of Listing Rules 5.20.5 to 5.20.9 in his regard.*

*The Company wishes to thank Mr. Robert Hendrik Rottinghuis for his excellent contribution to the Board of the Company over the past six years.*

**UNQUOTE**

**BY ORDER OF THE BOARD**

Dr. Karen Coppini  
**Company Secretary**

17 May 2022